

STAFF AGENDA MEMORANDUM

TO: Maryland Lottery and Gaming Control Commission
John A. Martin, Director
Jim Nielsen, Deputy Director

PRESENTER: John J. Mooney, Managing Director, Regulatory Oversight

DATE OF MEETING: March 27, 2025

AGENDA ITEM: Proposed Equity Purchase and Merger of International Game Technology, PLC and Everi Holdings, Inc. with Voyager Parent, LLC

ISSUE SUMMARY: Hearing on the proposed Equity Purchase and Merger of International Game Technology, PLC, a parent company of IGT and IGT Global Solutions Corporation, Licensed Gaming Manufacturers, and Everi Holdings, Inc., a parent company of Everi Games, Inc., a Licensed Gaming Manufacturer with Voyager Parent, LLC

COMMISSION ACTION REQUIRED/REQUESTED: Following the hearing on the proposed equity purchase and merger of International Game Technology, PLC, a parent company of two Maryland-Licensed Gaming Manufacturers, and Everi Holdings, Inc., a parent company of a Maryland-Licensed Gaming Manufacturer, with Voyager Parent, LLC and upon any review and discussion, Staff recommends the Commission find that:

- 1) Find Voyager Parent, LLC; Ignite Rotate, LLC; AP X Voyager VoteCo, LLC; Voyager TopCo, L.P.; Voyager TopCo GP, LLC; IGT PLC and Everi Holdings, Inc. have established, by clear and convincing evidence, their qualifications as principal entities in Maryland;
- 2) Voyager Parent, LLC; Ignite Rotate, LLC; AP X Voyager VoteCo, LLC; Voyager TopCo, L.P.; Voyager TopCo GP, LLC; IGT PLC and Everi Holdings, Inc. meet the requirements of the Gaming Law, and that the resulting ownership changes from the proposed equity purchase and merger of International Game Technology, PLC and Everi Holdings, Inc. with Voyager Parent, LLC are consistent with the policies and intent of the Gaming Law and State Government Article § 9-1A-18, as required by State Government Article § 9-1A-19; and
- 3) The proposed equity purchase and merger of International Game Technology, PLC, Everi Holdings, Inc. and Voyager Parent, is consistent with the Gaming Law so as to permit them to consummate the Transaction Agreement, and perform their obligations thereunder.

STAFF RECOMMENDATIONS: Staff recommends that the Commission grant each motion sought after the hearing.