

August 10, 2023

Dear all,

Name of the Company: SEGA SAMMY HOLDINGS, INC.

Name of Representative: Haruki Satomi
President and Group CEO,
Representative Director

(Code No. 6460 / Tokyo Stock Exchange Prime)

Inquiries to: Makoto Takahashi
Executive Vice President, Executive
Officer, Managing Director of Corporate
Planning Division
(TEL: 03-6864-2400)

Notice Regarding Final Result of SEGA Europe Limited.'s recommended cash offer for all the shares and options in Rovio Entertainment Oyj and Transfer (Acquisition) of a Group Company

As announced in our previous release on April 17, 2023, "SEGA to Acquire Rovio Entertainment Oyj ~ Global Expansion of the Consumer Business through Enhancement of Mobile Gaming Capabilities", SEGA Europe Limited., a group company of SEGA SAMMY HOLDINGS, INC. (the "Company") has on May 8, 2023, commenced a voluntary recommended cash offer to acquire all of the issued and outstanding shares in Rovio Entertainment Corporation ("Rovio") that are not held by Rovio or any of its subsidiaries ("Shares") and all of the issued and outstanding options under the Stock Options 2022A plan ("Options") (the "Offer"). The offer period for the Offer commenced on May 8, 2023, at 9:30 a.m. (Finnish time, hereinafter "EET") and expired on August 7, 2023, at 4:00 p.m. (EET). Regarding the results of the Offer, the Company released the preliminary results in "Preliminary Result of SEGA Europe Limited.'s recommended cash offer for all the shares and options in Rovio Entertainment Oyj" on August 9, 2023, but we hereby notify the final result that were confirmed today as described below and also notify that accordingly, our group company SEGA Europe Limited. will acquire approximately 96.3% of the outstanding shares of Rovio, making Rovio our group company.

1. Overview of the Offer

- 1) Tender offeror (The "Offeror")
SEGA Europe Limited.
- 2) Target of the Tender Offer
Rovio Entertainment Oyj
- 3) Tender Offer Period
From May 8, 2023 to August 7, 2023 4:00 p.m. (EET)
- 4) Tender Offer Price
EUR 9.25 per share
- 5) Minimum Number of Shares to be Purchased
The Offeror has set the minimum acceptance level of at least 90% of all shares and voting rights in Rovio (on a fully diluted basis) for the Tender Offer, which can be waived by the Offeror, to successfully complete.
- 6) Reasons for acquisition
As described in "SEGA to Acquire Rovio Entertainment Oyj ~ Global Expansion of the

Consumer Business through Enhancement of Mobile Gaming Capabilities” announced on April 17, 2023.

2. Final Result of the Offer

Based on the final result of the Offer, the 73,397,174 Shares tendered in the Offer represent approximately 96.3 percent of all issued and outstanding Shares and votes in Rovio as of 4:00 p.m. August 7, 2023 (EET). In addition, 100 percent of the Options have been tendered in the Offer.

3. The Offer Going Forward

According to the terms and conditions of the Offer, the completion of the Offer is subject to, among other things, the fulfilment or waiver by the Offeror of the condition that the Offer has been validly accepted with respect to Shares representing, together with any Shares otherwise held by the Offeror prior to the announcement of the final result of the Offer, on a fully diluted basis, more than 90 percent of the Shares and voting rights of the Company as calculated in accordance with the Finnish Companies Act allowing the Offeror to commence compulsory redemption proceedings (the “Minimum Acceptance Condition”).

Based on the final result of the Offer, the 73,397,174 Shares in Rovio validly tendered in the Offer represent approximately 96.3 percent of all issued and outstanding Shares and votes in Rovio. In addition, 100 percent of the Options have been tendered in the Offer. As the Minimum Acceptance Condition and all other conditions to complete the Offer have been fulfilled, the Offeror will complete the Offer in accordance with its terms and conditions.

The offer consideration will be paid on or about August 17, 2023, to each shareholder and option holder in Rovio who has validly accepted, and not validly withdrawn, the Offer in accordance with the terms and conditions of the Offer. The offer consideration will be paid in accordance with the payment procedures described in the terms and conditions of the Offer. The actual time of receipt of the payment by and individual shareholder or option holder will in each case depend on the schedules for payment transactions between financial institutions and agreements between the individual shareholder or option holder and their respective account operator, custodian or nominee.

In order to provide those shareholders of Rovio who have not yet accepted the Offer with a further possibility to accept the Offer, the Offeror has decided to commence a subsequent offer period in accordance with the terms and conditions of the Offer (the “Subsequent Offer Period”). The Subsequent Offer Period will commence on August 11, 2023, at 9:30 a.m. (EET) and expire on August 25, 2023, at 4:00 p.m. (EET). During the Subsequent Offer Period, the Offer can be accepted in accordance with the acceptance procedure described in the terms and conditions of the Offer. All acceptances will be binding and cannot be withdrawn.

The Offeror will announce the preliminary percentage of the Shares in Rovio validly tendered during the Subsequent Offer Period on or about August 28, 2023, and the final percentage on or about August 30, 2023. The offer consideration for the Shares in Rovio validly tendered during the Subsequent Offer Period will be paid to the shareholders on or about September 6, 2023, in accordance with the payment procedures described in the terms and conditions of the Offer. The actual time of receipt of the payment by and individual shareholder will in each case depend on the schedules for payment transactions between financial institutions and agreements between the individual shareholder and their respective account operator, custodian or nominee.

It is the Offeror’s intention to acquire all Shares in Rovio and to apply for the Shares in Rovio to be delisted from Nasdaq Helsinki Ltd (“Nasdaq Helsinki”) as soon as permitted and reasonably practicable under the applicable laws and regulations and the rules of Nasdaq Helsinki. As the Offeror’s ownership in Rovio will exceed 90 percent of the Shares and votes in Rovio after the settlement of the Shares tendered in the Offer, the Offeror will initiate compulsory redemption proceedings to acquire the remaining Shares in accordance with the Finnish Companies Act.

The Offeror reserves the right to acquire Shares in Rovio on or after the date of this release in public trading on Nasdaq Helsinki or otherwise to the extent permitted by applicable laws and regulations.

4. Overview of the company to be transferred

As described in “SEGA to Acquire Rovio Entertainment Oyj ~ Global Expansion of the Consumer Business through Enhancement of Mobile Gaming Capabilities” announced on April 17, 2023.

5. Schedule Going Forward

Commencement of subsequent offer period	8/11/2023
Closing / Settlement of the Offer, transfer of Rovio into group company of the Company	On or about 8/17/2023
Expiration of subsequent offer period	8/25/2023 (If two weeks in connection to final result)
Preliminary result of subsequent offer period	On or about 8/28/2023
Final result of subsequent offer period	On or about 8/30/2023
Closing / Settlement of subsequent offer period	On or about 9/6/2023

6. Impact on the Company’s business performance

The Company will announce the impact of the Acquisition on its consolidated performance after the completion of the process at the appropriate timing, as the assessment is currently on-going.

7. Important Information

NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, IN WHOLE OR IN PART, DIRECTLY OR INDIRECTLY, IN OR INTO, AUSTRALIA, HONG KONG, NEW ZEALAND OR SOUTH AFRICA OR IN ANY OTHER JURISDICTION IN WHICH THE TENDER OFFER WOULD BE PROHIBITED BY APPLICABLE LAW. SHAREHOLDERS AND OPTION HOLDERS IN THE UNITED STATES SHOULD ALSO REFER TO THE SECTION TITLED “INFORMATION FOR SHAREHOLDERS AND OPTION HOLDERS OF ROVIO IN THE UNITED STATES” AT THE END OF THIS RELEASE.

THIS RELEASE IS NOT A TENDER OFFER DOCUMENT AND AS SUCH DOES NOT CONSTITUTE AN OFFER OR INVITATION TO MAKE A SALES OFFER. IN PARTICULAR, THIS RELEASE IS NOT AN OFFER TO SELL OR THE SOLICITATION OF AN OFFER TO BUY ANY SECURITIES DESCRIBED HEREIN, AND IS NOT AN EXTENSION OF THE TENDER OFFER, IN, AUSTRALIA, HONG KONG, JAPAN, NEW ZEALAND OR SOUTH AFRICA. INVESTORS SHALL ACCEPT THE TENDER OFFER FOR THE SHARES ONLY ON THE BASIS OF THE INFORMATION PROVIDED IN A TENDER OFFER DOCUMENT. OFFERS WILL NOT BE MADE DIRECTLY OR INDIRECTLY IN ANY JURISDICTION WHERE EITHER AN OFFER OR PARTICIPATION THEREIN IS PROHIBITED BY APPLICABLE LAW OR WHERE ANY TENDER OFFER DOCUMENT OR REGISTRATION OR OTHER REQUIREMENTS WOULD APPLY IN ADDITION TO THOSE UNDERTAKEN IN FINLAND.

THE TENDER OFFER IS NOT BEING MADE DIRECTLY OR INDIRECTLY IN ANY JURISDICTION WHERE PROHIBITED BY APPLICABLE LAW AND, WHEN PUBLISHED, THE TENDER OFFER DOCUMENT AND RELATED ACCEPTANCE FORMS WILL NOT AND MAY NOT BE DISTRIBUTED, FORWARDED OR TRANSMITTED INTO OR FROM ANY JURISDICTION WHERE PROHIBITED BY APPLICABLE LAWS OR REGULATIONS. IN PARTICULAR, THE TENDER OFFER IS NOT BEING MADE, DIRECTLY OR INDIRECTLY, IN OR INTO, OR BY USE OF THE POSTAL SERVICE OF, OR BY ANY MEANS OR INSTRUMENTALITY (INCLUDING, WITHOUT LIMITATION, FACSIMILE TRANSMISSION, TELEX, TELEPHONE OR THE INTERNET) OF INTERSTATE OR FOREIGN COMMERCE OF, OR ANY FACILITIES OF A NATIONAL SECURITIES EXCHANGE OF, AUSTRALIA, HONG KONG, JAPAN, NEW ZEALAND OR SOUTH AFRICA. THE TENDER OFFER CANNOT BE ACCEPTED, DIRECTLY OR INDIRECTLY, BY ANY SUCH USE, MEANS OR INSTRUMENTALITY OR FROM WITHIN, AUSTRALIA, HONG KONG, JAPAN, NEW ZEALAND OR SOUTH AFRICA AND ANY PURPORTED ACCEPTANCE OF THE TENDER OFFER RESULTING DIRECTLY OR INDIRECTLY FROM A VIOLATION OF THESE RESTRICTIONS WILL BE INVALID.

THIS RELEASE HAS BEEN PREPARED IN COMPLIANCE WITH JAPANESE AND FINNISH LAW, THE RULES OF NASDAQ HELSINKI AND THE HELSINKI TAKEOVER CODE AND THE

INFORMATION DISCLOSED MAY NOT BE THE SAME AS THAT WHICH WOULD HAVE BEEN DISCLOSED IF THIS ANNOUNCEMENT HAD BEEN PREPARED IN ACCORDANCE WITH THE LAWS OF JURISDICTIONS OUTSIDE OF FINLAND AND JAPAN.

Information for shareholders and option holders of Rovio in the United States

Shareholders and option holders of Rovio in the United States are advised that the Shares are not listed on a U.S. securities exchange and that Rovio is not subject to the periodic reporting requirements of the U.S. Securities Exchange Act of 1934, as amended (the “**Exchange Act**”), and is not required to, and does not, file any reports with the U.S. Securities and Exchange Commission (the “**SEC**”) thereunder.

The Tender Offer will be made for the Shares and Options of Rovio, which is domiciled in Finland, and is subject to Finnish disclosure and procedural requirements. The Tender Offer is expected to be made in the United States pursuant to Section 14(e) of, and Regulation 14E, under the Exchange Act, subject to the exemption provided under Rule 14d-1(d) under the Exchange Act, for a Tier II tender offer and otherwise in accordance with the disclosure and procedural requirements of Finnish law, including with respect to the Tender Offer timetable, settlement procedures, withdrawal, waiver of conditions and timing of payments, which are different from those applicable under the tender offer procedures and laws of the United States for domestic offers. In particular, the financial information included in this announcement has been prepared in accordance with applicable accounting standards in Finland, which may not be comparable to the financial statements or financial information of U.S. companies. The Tender Offer is made to Rovio’s shareholders and option holders resident in the United States on the same terms and conditions as those made to all other shareholders and option holders of Rovio to whom an offer is made. Any informational documents, including this announcement, are being disseminated to U.S. shareholders and option holders on a basis comparable to the method that such documents are provided to Rovio’s other shareholders and option holders.

To the extent permissible under applicable law or regulations, the Offeror and its affiliates or its brokers and its brokers’ affiliates (acting as agents for the Offeror or its affiliates, as applicable) may from time to time after the date of this stock exchange release and during the pendency of the Tender Offer, and other than pursuant to the Tender Offer, directly or indirectly purchase or arrange to purchase Shares or any securities that are convertible into, exchangeable for or exercisable for Shares. These purchases may occur either in the open market at prevailing prices or in private transactions at negotiated prices, and the consideration in the Offer must be increased to match any such consideration paid outside the Offer. To the extent information about such purchases or arrangements to purchase is made public in Finland, such information will be disclosed by means of a press release or other means reasonably calculated to inform U.S. shareholders and option holders of Rovio of such information. In addition, the financial advisers to the Offeror may also engage in ordinary course trading activities in securities of Rovio, which may include purchases or arrangements to purchase such securities. To the extent required in Finland, any information about such purchases will be made public in Finland in the manner required by Finnish law.

Neither the SEC nor any U.S. state securities commission has approved or disapproved the Tender Offer, passed upon the merits or fairness of the Tender Offer, or passed any comment upon the adequacy, accuracy or completeness of the disclosure in relation to the Tender Offer. Any representation to the contrary is a criminal offence in the United States.

The receipt of cash pursuant to the Tender Offer by a U.S. holder of Shares or Options may be a taxable transaction for U.S. federal income tax purposes and under applicable U.S. state and local, as well as foreign and other, tax laws. Each holder of Shares or Options is urged to consult its independent professional advisers immediately regarding the tax and other consequences of accepting the Tender Offer.

To the extent the Tender Offer is subject to U.S. securities laws, those laws only apply to U.S. holders of Shares or Options and will not give rise to claims on the part of any other person. It may be difficult for Rovio’s shareholders or option holders to enforce their rights and any claims they may have arising under the U.S. federal securities laws, since the Offeror and Rovio are located in non-U.S. jurisdictions and some or all of their respective officers and directors may be residents of non-U.S. jurisdictions. Rovio’s shareholders or option holders may not be able to sue the Offeror or Rovio or their respective officers or directors in a non-U.S. court for violations of the U.S. federal securities

laws. It may be difficult to compel the Offeror and Rovio and their respective affiliates to subject themselves to a U.S. court's judgment.

Forward-looking statements disclaimer

This release contains statements that, to the extent they are not historical facts, constitute "forward-looking statements". Forward-looking statements include statements concerning plans, expectations, projections, objectives, targets, goals, strategies, future events, future revenues or performance, capital expenditures, financing needs, plans or intentions relating to acquisitions, competitive strengths and weaknesses, plans or goals relating to financial position, future operations and development, business strategy and the trends in the industries and the political and legal environment and other information that is not historical information. In some instances, they can be identified by the use of forward-looking terminology, including the terms "believes", "intends", "may", "will" or "should" or, in each case, their negative or variations on comparable terminology. By their very nature, forward-looking statements involve inherent risks, uncertainties and assumptions, both general and specific, and risks exist that the predictions, forecasts, projections and other forward-looking statements will not be achieved. Given these risks, uncertainties and assumptions, investors are cautioned not to place undue reliance on such forward-looking statements. Any forward-looking statements contained herein speak only as at the date of this release.