

**Media and Games Invest SE: The Board of Directors has decided to propose at the next AGM to move the headquarter from Malta to Sweden**

- The relocation to Sweden is the next logical step for the Company and follows the listing in Sweden in 2020
- In line with Swedish laws and governance rules, MGI will implement a Nomination Committee and the Board of Directors will institute Remuneration and Audit Committees to reflect the size of the underlying business
- In line with the set-up of the new Committees, the Company also plans to increase the number of directors on the Board
- The Chairman and CEO role will be split in line with the Swedish Corporate Governance Code, while Remco Westermann will remain as CEO and Director of the Company
- The relocation and the optimization of the governance structure will provide the Company with better access to capital markets as certain investors have restrictions on investing in Maltese companies

**February 09, 2022 – Media and Games Invest SE ("MGI" or the "Company", ISIN: MT0000580101; ticker M8G; Nasdaq First North Premier Growth Market and Scale Segment Frankfurt Stock Exchange):** The Board of Directors resolved to propose to the shareholders at the next AGM to relocate the Company's registered office and headquarters from Malta to Sweden, thus completing the transformation process of MGI, which started in 2020 with the Swedish listing. With the listing in 2020 and the conversion into an SE (*Societas Europaea*, European Company) in 2021, key elements of the transformation have already been completed. Through the relocation to Sweden and further strengthening of the governance structure, the Company expects to complete the transformation by the end of 2022 with an effective date in January 2023. The board and management expect that the completed transformation will lay the foundation for the future operational performance and growth and that it will further enhance MGI's reputation, open the Company to additional investor groups and further reduce the risk premium of MGI's stock.

**Background on the relocation to Sweden**

As a result of Malta's grey-listing by the Financial Action Task Force (FATF) in mid-2021, the Board of Directors and the management of MGI believes that the Company's registration in Malta may result in an increased risk premium on the Company's shares. Furthermore, the Company's Maltese registration may also preclude certain prospective investors from investing in the Company.

Given that the Company's core business is in North America and Continental Europe, and that its operations are not tied to Malta, the Board of Directors has chosen Sweden as the new registered office and headquarter of the Company. The Board of Director's decision was motivated by the fact that the Company

- has been listed in Sweden since 2020,
- is already familiar with the local capital markets, and
- has a very strong local network on the ground, as well as several operating subsidiaries and employees in Stockholm.

Furthermore, a large part of the Company's shareholders hail from the Nordics and the regulatory framework is globally recognized. While MGI's listing structure currently covers three jurisdictions – Malta (registered office), Germany (listing) and Sweden (listing) – the administrative complexity will be significantly reduced as a result of the relocation.

### **Strengthened Swedish governance structure**

Since 2018, MGI's revenues have grown from 45mEUR to 221mEUR as of LTM Q3 2021. Over the same period, the number of employees has increased by roughly 5 times. Accordingly, the requirements for MGI's governance structure have also changed significantly. The planned measures will continue the process started in 2020 to adapt, optimize and strengthen the governance structure in line with the size and growth of the Company.

Specifically, a Nomination Committee will be implemented to prepare certain resolutions ahead of general meetings and the Board of Directors will institute a Remuneration Committee and an Audit Committee. The Committees will be instituted in accordance with Swedish law and the Swedish Corporate Governance Code.

The Board and management expect that these measures will have a positive impact on the operating business in the long term. At the same time, the company is adapting to the Swedish standard, which is internationally recognized and will further increase transparency and shareholder participation.

### **Quote of the Chairman**

*"In the recent years Sweden has already become our home due to the Nasdaq Stockholm First North Premier Growth Market listing as well as our capital market activities. Also, the acquisitions of Platform 161 and Match2One have increased our geographical footprint in Sweden. As we already have a strong infrastructure in Sweden and apply the Swedish Corporate Governance Code, we view the relocation and adoption of various further Committees in line with good Swedish governance as the next logical step for us",* says Remco Westermann, current CEO & Chairman of MGI.

### **Responsible parties**

The information in this release has been made public through the agency of the responsible persons set out below for publication at the time stated by MGI's news distributor EQS Newswire at the publication of this release. The responsible persons below may be contacted for further information.

#### **For further information, please contact:**

Sören Barz  
Head of Investor Relations  
+49 170 376 9571  
[soeren.barz@mgi-se.com](mailto:soeren.barz@mgi-se.com), [investor@mgi-se.com](mailto:investor@mgi-se.com)  
[www.mgi-se.com](http://www.mgi-se.com)

Jenny Rosberg, ROPA, IR contact Stockholm  
+46707472741  
[Jenny.rosberg@ropa.sejenn](mailto:Jenny.rosberg@ropa.sejenn)

Axel Mühlhaus / Dr. Sönke Knop, edicto GmbH, IR contact Frankfurt  
+49 69 9055 05 51  
mgi@edicto.de

#### **About Media and Games Invest SE**

Media and Games Invest SE is a digitally integrated games and media company with main operational presence in Europe and North America. The company combines organic growth with value-generating synergetic acquisitions, demonstrating continuous strong, profitable growth with a revenue CAGR of 78% (2018 – LTM Q3'21). Next to strong organic growth, the MGI Group has successfully acquired more than 35 companies and assets in the past 6 years. The acquired assets and companies are integrated and amongst others cloud technology is actively used to achieve efficiency gains and competitive advantages. The Company is registered as Societas Europaea in Malta (registration number SE 15) and its shares are listed on Nasdaq First North Premier Growth Market in Stockholm and in the Scale segment of the Frankfurt Stock Exchange. The Company has a secured bond that is listed on Nasdaq Stockholm and on the Frankfurt Stock Exchange Open Market.

The Company's certified advisor on Nasdaq First North Premier Growth Market is FNCA Sweden AB; info@fnca.se, +46-8-528 00 399.