

Madrid, September 29, 2020

In accordance with article 226 of the consolidated text of the Spanish Stock Market Act approved by the Legislative Royal Decree 4/2015 of 23 October, Codere S.A. (the "**Company**"), hereby informs of the following:

INSIDE INFORMATION

Refinancing Transaction

On 3 August 2020, the Company announced by means of the inside information announcement (register number 413) that its English subsidiary, Codere Finance 2 (UK) Limited ("**Codere UK**"), intended to propose an English law scheme of arrangement (the "**Scheme**") to implement Codere's previously announced refinancing transaction relating to the existing notes (the "**Existing Notes**") co-issued by Codere UK and Codere Finance 2 (Luxembourg) S.A.

Convening Judgment and Notice of Scheme Meeting

On 11 September 2020, the Company announced that the English High Court (the "**Court**") made an order:

- confirming that the creditors entitled to vote on the Scheme (the "**Scheme Creditors**") were to be the holders of a beneficial interest as principal in the Existing Notes as at the "Record Time", which was 4.00 pm (London time) on 25 September 2020;
- granting Codere UK's request that all Scheme Creditors vote together as a single class at a single meeting; and
- convening the meeting of Scheme Creditors to consider the Scheme (the "**Scheme Meeting**"), which was scheduled to commence at 2.00 pm (London time) on 29 September 2020.

Pursuant to the order of the Court, the Company also issued a notice to Scheme Creditors of the Scheme Meeting on 14 September 2020, confirming the details of the Scheme Meeting.

Result of Scheme Meeting

The Scheme Meeting commenced at 2.00 pm (London time) on 29 September 2020. The Company is pleased to announce that the Scheme Creditors voted to approve the Scheme at the Scheme Meeting. Codere UK has published a notice of the result, which is appended hereto (the "**Notice of the Result of the Scheme Meeting**").

GLAS Specialist Services Limited, acting as information agent for the Company and Codere UK (the "**Information Agent**"), confirmed to the Company and Codere UK that the Notice of the Result of the Scheme Meeting was:

- sent to Euroclear Bank SA/NV, and Clearstream Banking S.A., for distribution to the Existing Noteholders;
- sent to GLAS Trust Corporation Limited, as trustee for the Existing Notes, for distribution to the Existing Noteholders; and
- made available on the Information Agent's website at <https://glas-agency.appiancloud.com/suite/sites/codere>.

Luis Argüello

Secretary of the Board of Directors

NOTICE OF THE RESULT OF THE SCHEME MEETING

NOTICE IS HEREBY GIVEN that a meeting of the Scheme Creditors (as such term is defined in the Scheme hereinafter referred to) of the Scheme Company (the "**Scheme Meeting**") took place at 2.00pm today, 29 September 2020, pursuant to an Order of the High Court of Justice of England and Wales dated 11 September 2020. The purpose of the Scheme Meeting was for the Scheme Creditors to consider and, if thought fit, approve (with or without modification) the scheme of arrangement under Part 26 of the Companies Act 2006 proposed to be made between the Scheme Company and its Scheme Creditors (the "**Scheme**").

1. Scheme Creditors representing 94.76 per cent. in value of the total Scheme Claims (as such term is defined in the Scheme) participated in the Scheme Meeting, whether in person or by proxy:
 - a. Scheme Creditors representing 99.60 per cent. in number and 99.99 per cent. in value of those Scheme Creditors participating in the Scheme Meeting voted in favour of the Scheme; and
 - b. Scheme Creditors representing 0.40 per cent. in number and 0.01 per cent. in value of those Scheme Creditors participating in the Scheme Meeting voted against the Scheme.
2. No Scheme Creditors abstained from voting at the Scheme Meeting.
3. Consequently, the resolution to approve the Scheme passed.
4. The Scheme Company will now seek the sanction of the Scheme by the High Court of Justice of England and Wales at a hearing scheduled to take place on 6 and 7 October 2020. Details of how to attend the sanction hearing will be made available on the Scheme Website in due course.

Dated: 29 September 2020

Codere Finance 2 (UK) Limited