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**SOUTH DAKOTA COMMISSION ON GAMING SPECIAL MEETING**

**MINUTES**  
February 19, 2015

The South Dakota Commission on Gaming held a special meeting by telephone conference call on Thursday February 19, 2015 at 1:00 PM CST. Present at the roll call were:

Commissioner Karen Crew, Chairman, Commissioner Dennis Duncan, Vice Chairman, Commissioner Ralph "Chip" Kemnitz, Commissioner Harry Christianson and Commissioner Tim Holland. Other persons present included: Michael Shaw, Commission Counsel, Larry Eliason, Executive Secretary, Craig Sparrow, Deputy Executive Secretary, Ed Winkofsky and Todd Gerber of GTECH, S.p.A, and Kathy Fredericksen, Recorder.

The meeting was called to order by Commissioner Crew.

Regulatory Approval of GTECH/IGT Merger

Staff recommended approval of the following thirteen individuals as Directors for Georgia Worldwide Limited, the parent company of our licensee IGT **(0101-MA)**:

- |                     |                     |                   |
|---------------------|---------------------|-------------------|
| ✓ Marco Sala        | ✓ Alberto Dessy     | ✓ Patti Hart      |
| ✓ Marco Drago       | ✓ Gianmario Tondato | ✓ Paget Alves     |
| ✓ Lorenzo Pellicoli | Da Ruos             | ✓ Vincent Sadusky |
| ✓ Paolo Ceretti     | ✓ Jim McCann        | ✓ Tracy Weber     |
| ✓ Sir Jeremy Hanley | ✓ Phil Satre        |                   |

Staff recommended approval of the proposed merger between GTECH S.p.A and International Gaming Technology.

Commissioner Christianson made a motion to approve the Directors and the proposed merger between GTECH S.p.A and IGT that staff recommended. Commissioner Duncan seconded the motion. On roll call the Commissioners voted as follows:

- |                           |     |
|---------------------------|-----|
| Commissioner Crew         | Aye |
| Commissioner Christianson | Aye |
| Commissioner Duncan       | Aye |
| Commissioner Holland      | Aye |
| Commissioner Kemnitz      | Aye |

Commissioner Kemnitz made a motion to adjourn the meeting. Commissioner Duncan seconded the motion. On roll call the Commissioners voted as follows:

- |                           |     |
|---------------------------|-----|
| Commissioner Crew         | Aye |
| Commissioner Christianson | Aye |
| Commissioner Duncan       | Aye |
| Commissioner Holland      | Aye |
| Commissioner Kemnitz      | Aye |

The meeting was adjourned at 1:08 PM CST.

Respectfully Submitted,

Kathy Fredericksen



Karen Crew  
Chairman



Larry B. Eliason  
Executive Secretary