



Lottery.com Inc. Enters New Era as Turnaround Completes and Strategic Acquisitions Accelerate

May 28, 2025

Company Poised to Execute on Five-Year Growth Plan Across Lottery, Sports and Entertainment Verticals

FORT WORTH, Texas, May 28, 2025 (GLOBE NEWSWIRE) -- Lottery.com Inc. (Nasdaq: LTRY, LTRYW) ("Lottery.com" or the "Company"), a leading technology company in digital lottery, sports and entertainment, announces that its registration statement on Form S-1 has been declared effective by the U.S. Securities and Exchange Commission as of May 14, 2025. This milestone unlocks access to a previously announced \$100 million financing facility ("Financing Facility") with Generating Alpha Ltd., providing the Company with financial flexibility to execute its aggressive acquisition and growth strategy.

This announcement follows a week of extraordinary market performance, with over 275 million shares traded and the stock surging from \$0.70 to a high of \$2.64. The effectiveness of the S-1 marks the official close of a two-year corporate turnaround. Under new leadership, Lottery.com has rebuilt its foundation: restructuring the Board and executive team, remediating legacy compliance issues, and implementing two clear innovative business models for Lottery.com and Sports.com.

"The turnaround is now complete. We are structurally sound, operationally ready, and strategically funded to drive aggressive growth," said Matthew McGahan, CEO and Chairman of Lottery.com. "We've stabilized the Company from its foundation, secured the capital need and are moving rapidly towards driving revenue and acquiring assets that strengthen our brand ecosystem and deliver profits for the Company and its shareholders."

The Company's focus now turns to strategic execution—transforming capital into revenue generation and high-value assets to deliver shareholder value.

While the Financing Facility provides capital through the issuance of common stock, the Company intends to deploy proceeds not for general dilution but to accelerate revenue growth and acquire accretive assets across gaming, content, media and live events—many of which are already in late-stage negotiations. Access to immediate funding allows Lottery.com to drive revenue and complete its target acquisitions, including but not limited to DotCom Ventures Inc., owner of Concerts.com and TicketStub.com, and Nook Holdings Limited (Dubai, UAE) to further develop the Sports.com brand in the Middle East. The buy-and-build acquisition strategy is designed to:

- Drive near-term revenue and sustainable long-term profitability
- Expand global brand awareness
- Enhance shareholder value
- Maximize synergies between Lottery.com and Sports.com

McGahan added: *"The S-1 going effective is transformative for Lottery.com and its shareholders. We are not just raising capital—we are deploying it against cash-generative acquisitions that enhance our balance sheet, income statement and the valuation of our brands. This is a disciplined growth phase."*

The Company's five-year vision includes expanding Lottery.com International, launching new sweepstakes products (domestically and abroad), deepening its affiliate program and building out a robust content and IP ecosystem under Sports.com Studios—all underpinned by the funding now available through the activated Generating Alpha Financing Facility, along with continued funding from United Capital Investments Ltd.

About Lottery.com

The Lottery.com Inc. (NASDAQ: LTRY, LTRYW) family of brands — including Sports.com, Tinbu, and WinTogether, is a unified ecosystem that integrates gaming, entertainment, and sports.

Important Notice Regarding Forward-Looking Statements

This press release contains statements that constitute "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. All statements, other than statements of present or historical fact included in this press release, regarding the Company's strategy, future operations, prospects, plans and objectives of management, are forward-looking statements. When used in this Form 8-K, the words "could," "should," "will," "may," "believe," "anticipate," "intend," "estimate," "expect," "project," "initiatives," "continue," the negative of such terms and other similar expressions are intended to identify forward-looking statements, although not all forward-looking statements contain such identifying words. These forward-looking statements are based on management's current expectations and assumptions about future events and are based on currently available information as to the outcome and timing of future events. The forward-looking statements speak only as of the date of this press release or as of the date they are made. The Company cautions you that these forward-looking statements are subject to numerous risks and uncertainties, most of which are difficult to predict and many of which are beyond the control of the Company. In addition, the Company cautions you that the forward-looking statements contained in this press release are subject to risks and uncertainties, including but not limited to, any future findings from ongoing review of the Company's internal accounting controls, additional examination of the preliminary conclusions of such review, the Company's ability to secure additional capital resources, the Company's ability to continue as a going concern, the Company's ability to respond in a timely and satisfactory matter to the inquiries by Nasdaq, the Company's ability to regain compliance with the Bid Price Requirement, the Company's ability to regain compliance with Nasdaq Listing Rules, the Company's ability to

become current with its SEC reports, and those additional risks and uncertainties discussed under the heading "Risk Factors" in the Form 10-K/A filed by the Company with the SEC on April 22, 2025, and the other documents filed, or to be filed, by the Company with the SEC. Additional information concerning these and other factors that may impact the operations and projections discussed herein can be found in the reports that the Company has filed and will file from time to time with the SEC. These SEC filings are available publicly on the SEC's website at www.sec.gov. Should one or more of the risks or uncertainties described in this press release materialize or should underlying assumptions prove incorrect, actual results and plans could differ materially from those expressed in any forward-looking statements. Except as otherwise required by applicable law, the Company disclaims any duty to update any forward-looking statements, all of which are expressly qualified by the statements in this section, to reflect events or circumstances after the date of this press release.

This press release was published by a CLEAR® Verified individual.

For more information, please visit www.lottery.com or www.sports.com or contact our media relations team at press@lottery.com.