Date: Our Ref:



Computershare Investor Services (Jersey) Limited

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# Statement - Devolver Digital, Inc

Dear Shareholder

Shareholder Reference Number: C0000000000

We are writing to you in respect of your shareholding in Devolver Digital Inc.

You have been allocated a unique Shareholder Reference Number "SRN" which is quoted above.

To view your holding you should register online on the Computershare 'Investor Centre' at www.investorcentre.co.uk

To register you will need to enter your personal Shareholder Reference Number (SRN) and postcode; shareholders outside of the United Kingdom should select the appropriate country. You will also be required to start typing the name of the company 'Devolver Digital, Inc.' and then select it from the options provided. Once you have selected the company, enter the on screen security code and accept the terms and conditions. After your shareholding has been validated you will be required to set up your Investor Centre account details. For additional security purposes, Computershare may send you a unique activation code to your registered address. You will need to use this code to take full advantage of the site.

If you have any queries about any aspect of our shareholder services, please contact Computershare on the contact details above.

Additional information is overleaf.

Yours sincerely

Sophie De Freitas

# 1. Why have I been sent this statement?

This statement is being delivered pursuant to Section 151(f) of the Delaware General Corporation Law to confirm your ownership of uncertificated shares of common stock, par value \$0.0001 per share, of Devolver Digital, Inc., a Delaware corporation. A share certificate will not be issued in respect of your shares unless you request one. Instead your record of ownership will be maintained in book-entry form on the share register. A share certificate represents the ownership of a shareholding. In order to prevent the potential risk and expense to yourself for issuance of a replacement if a share certificate is lost, a share certificate will only be issued at your request or if you are wishing to affect a sale or transfer of shares.

# 2. Where are my shares held?

2. Where are my shares held?

Your Devolver Digital, Inc. shares are represented by an inscription in the Jersey flat ore register as "restricted securities, which means that you have a securities and the securities and the securities are transaction exempt from registered under the U.S. Securities and of 1933, as amended, or in a transaction exempt from registration, such as pursuant to an "offshore transaction" in compliance with rate of the U.S. Securities Act. To trade your shares, you will need to your shares to a brokerage account (turtner initiation policy). as pursuant to an "offshore transaction" in compliance with Rule 904 Reg tion S under the U.S. Securities Act or in a transaction that complies with Rule advised that occasionally it can take somewhat longer

# 3. How do I move my shares to a brokerage account?

When moving to a brokerage account, your shares are being transferred to the UK register (electronically held in CREST as Depositary Interests). You will need the services of a UK broker or an International broker with a UK agent. Please note Computershare does not offer this service. You can locate a broker from the following website:

www.londonstockexchange.com/exchange/prices-and-markets/stocks/tools-and-services/find-a-broker/locate-abroker-search.html

The broker will submit a CREST transfer form with your requested certificate to the CREST Counter operated by Euroclear. They will barcode the form before sending to Computershare. Your shares will be transferred into the name of the broker (nominee) where they will become Depositary Interests.

#### 4. What is CREST?

CREST is the electronic trading and settlement platform operated by Euroclear UK & Ireland for dematerialised stock within the United Kingdom, Ireland, and Channel Islands.

# 5. What are Depositary Interests?

A depositary interest enables the holder to transact and to settle trades of Devolver Digital, Inc. Shares in CREST. Securities of issuers domiciled outside the United Kingdom, such as Devolver Digital, Inc. Shares, cannot be held or settled directly in CREST. The Company has therefore entered into arrangements to enable investors to hold, transact and settle trades of Devolver Digital, Inc. Shares in CREST, in the form of the Devolver Digital, Inc. Depositary Interests. Ownership of the Devolver Digital, Inc. Depositary Interests will represent the entitlement to the Devolver Digital, Inc. Shares. Eg each Devolver Digital, Inc. Depositary Interest represents an entitlement to one underlying Devolver Digital, Inc. Share.

# 6. Can I sell my Devolver Digital, Inc. shares? What do I need to do? Shares in CREST or Shares withdrawn from CREST are subject to the following legend:

THE SHARES REPRESENTED HEREBY HAVE NOT BEEN, AND WILL NOT BE, REGISTERED UNDER THE US SECURITIES ACT OF 1933, AS AMENDED (THE "US SECURITIES ACT"), AND MAY NOT BE OFFERED OR SOLD IN THE UNITED STATES OR TO, OR FOR THE ACCOUNT OR BENEFIT OF, US PERSONS (AS DEFINED IN REGULATION S UNDER THE US SECURITIES ACT ("REGULATION S")). THE SHARES ARE BEING OFFERED ONLY TO NON-US PERSONS OUTSIDE THE UNITED STATES IN TRANSACTIONS EXEMPT FROM THE REGISTRATION REQUIREMENTS OF THE US SECURITIES ACT IN RELIANCE ON REGULATION S. THE SHARES ARE "RESTRICTED SECURITIES" AS DEFINED UNDER RULE 144(a)(3) PROMULGATED UNDER THE US SECURITIES ACT. THE SHARES MAY NOT BE TAKEN UP, OFFERED, SOLD, RESOLD, DELIVERED OR DISTRIBUTED, DIRECTLY OR INDIRECTLY WITHIN, INTO OR FROM THE UNITED STATES OR TO, OR FOR THE ACCOUNT OR BENEFIT OF, US PERSONS (AS DEFINED IN REGULATION S) EXCEPT: (I) IN AN OFFSHORE TRANSACTION MEETING THE REQUIREMENTS OF REGULATION S, (II) PURSUANT TO AN AVAILABLE EXEMPTION FROM THE REGISTRATION REQUIREMENTS OF THE US SECURITIES ACT, OR (III) PURSUANT TO AN EFFECTIVE REGISTRATION STATEMENT UNDER THE US SECURITIES ACT.

RESALES OR REOFFERS OF SHARES MADE OFFSHORE IN RELIANCE ON REGULATION S MAY NOT BE SOLD TO, OR FOR THE ACCOUNT OR BENEFIT OF, ANY US PERSON (AS DEFINED IN REGULATION S) DURING THE ONE YEAR DISTRIBUTION COMPLIANCE PERIOD UNDER REGULATION S OR SUCH LONGER PERIOD AS MAY BE REQUIRED UNDER APPLICABLE LAW OR AS DETERMINED BY THE COMPANY. HEDGING TRANSACTIONS INVOLVING THESE SHARES MAY NOT BE CONDUCTED UNLESS IN COMPLIANCE WITH THE US SECURITIES ACT.

BY ACCEPTING THESE SHARES, THE HOLDER REPRESENTS AND WARRANTS THAT IT (A) IS NOT A US PERSON (AS DEFINED IN REGULATION S) AND (B) IS NOT HOLDING THE SHARES FOR THE ACCOUNT OR BENEFIT OF ANY US PERSON.

If you are holding Shares previously withdrawn from CREST, you will need to be verepresentation letter acknowledging that the Shares are subject to the foregonal poer restrictions Computershare a broker's representation letter and a shareholder end and that the broker and holder agrees to comply with the foregoing restrictions.

If you hold Shares that have not previously been held in CREST: You may be subject to a contractual lock-in in addition to the transfer restrictions under the U.S. Securities Act. Your Shares are subject to the following legend:

THESE SECURITIES HAVE NOT BEEN REGISTERED UNDER THE SECURITIES ACT OF 1933, AS AMENDED (THE "SECURITIES ACT"), OR THE SECURITIES LAWS OF ANY STATE OR OTHER JURISDICTION. THE SECURITIES MAY NOT BE OFFERED, SOLD, PLEDGED OR OTHERWISE TRANSFERRED EXCEPT (1) PURSUANT TO AN EXEMPTION FROM REGISTRATION UNDER THE SECURITIES ACT OR (2) PURSUANT TO AN EFFECTIVE REGISTRATION STATEMENT UNDER THE SECURITIES ACT, IN EACH CASE IN ACCORDANCE WITH ALL APPLICABLE LOCAL SECURITIES LAWS AND THE SECURITIES LAWS OF OTHER JURISDICTIONS AND IN THE CASE OF A TRANSACTION EXEMPT FROM REGISTRATION, UNLESS THE COMPANY HAS RECEIVED AN OPINION OF A SECURITIES ACT AND SUCH OTHER APPLICABLE LAWS.

If your stipulated lock in period has expired, please contact the Corn any negal@devolverdigital.com) who will contact the Registrar and provide the required documents to authorize the Registrar to transfer the Shares. You will need to deliver to the Company and Computershare a broker's representation letter and a shareholder representation letter acknowledging that the area are subject to the foregoing legend and that the broker and holder agrees to comply with the foregoing restrictions in the form approved by the area and as an opinion of counsel that the transfer does not require registration under the U.S. Securities Act or other applicable securities laws. The company will assist you with this process.

# 7. Can I ask Computershare to transfer my shares?

In addition to the above requirements, if you wish to transfer your Shares, please contact Computershare for a stock transfer form for completion also available on devolverdigital.com and return together with necessary buyers and sellers' representations available on devolverdigital.com. Upon receipt of the stock transfer form and the completed broker's and shareholder's representation letters, to the extent you have not already done so, the Registrar will contact Company to arrange for the necessary legal opinion, if necessary, and instruction to process the transfer.

# 8. How can I request a share certificate?

Please approach Computershare who will obtain approval from the Client

For assistance and for services relating to your holding please register/login to Investor Centre:

www.investorcentre.co.uk

Or call our shareholder helpline:

+44 (0370) 707 4040

Alternatively please email:

Info@computershare.co.je <mailto:Info@computershare.co.je>

We will be happy to assist you with any queries you may have. devolverdigital.com

