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"BILLION DOLLAR CHALLENGE™"
OFFICIAL RULES
SECOND CHANCE PROMOTION

1. **Eligibility:** The Georgia Lottery Corporation's BILLION DOLLAR CHALLENGE™ Second Chance Promotion ("the Promotion") is open to each eligible original purchaser at retail of a Georgia Lottery non-winning WILLY WONKA™ GOLDEN TICKET Scratch-off Game Ticket (Game #1280) ("Entrant"). The BILLION DOLLAR CHALLENGE™ Second Chance Promotion is a multistate second chance promotion of which the Georgia Lottery is one of several states who are participating. The WILLY WONKA™ GOLDEN TICKET (by whatever name) issued by other states are not eligible to be entered in the Promotion being administered by the Georgia Lottery. An Entrant must also be a legal resident of the United States, who is 18 years of age or older. Employees of the Georgia Lottery Corporation ("GLC" or "Georgia Lottery" or "Sponsor"), IGT Corporation, IGT International, BBDO Atlanta, Scientific Games Inc., MDI Entertainment, LLC and their respective parent companies, affiliates, subsidiaries, directors, officers, agents, contractors, advertising/promotional agencies, (collectively, "Sponsors"), and immediate family members living in the same household of each are not eligible. Void where prohibited by law.

2. **How to Enter:** Commencing on April 18, 2017 and continuing through a date to be determined and announced on the Georgia Lottery's BILLION DOLLAR CHALLENGE™ promotional website at www.galottery.com (the "Promotion Period"), an Entrant may submit an entry consisting of the serial number (located on the back of each qualifying ticket) of any non-winning WILLY WONKA™ GOLDEN TICKET issued by the Georgia Lottery, along with required information, through the Georgia Lottery's BILLION DOLLAR CHALLENGE™ promotional website at www.galottery.com. Each ticket will count as one entry. Mailed entries will not be accepted. Entrants must follow the on-screen instructions to enter, and: (a) enter the required serial ticket number from a qualifying non-winning WILLY WONKA™ GOLDEN TICKET; (b) click where indicated to show the Entrant's agreement to the Georgia Lottery's BILLION DOLLAR CHALLENGE™ Second Chance Promotion Official Rules; and c) click where indicated to submit the entry. Entrants may submit as many entries as they would like but each entry must be of a non-winning WILLY WONKA™ GOLDEN TICKET issued by the Georgia Lottery for which the Entrant is the original bona fide purchaser. Entrants may only use one unique serial ticket number per entry. Multiple entries using the same Georgia Lottery ticket and entries via automated computer scripts or other programming techniques will be disqualified. If multiple entries are submitted with the same ticket number, only the first entry submitted will be valid. If a person submits a ticket that the person did not purchase himself/herself at retail, all of that person's entries may be disqualified. The computer clock of Sponsor's webmaster is the official timekeeping device of the Promotion.

Proof of submission does not constitute proof of delivery or entry. Each entry submitted must be manually key stroked and manually entered by the individual Entrant; automated and/or repetitive electronic submission of entries (including, but not limited to, entries made using any script, macro, bot or sweepstakes service), will be not be accepted and will be disqualified. Sponsor reserves the right in its sole discretion to disqualify any individual it finds to be tampering with the operation of the Promotion or to be acting in violation of these Official Rules.

Sponsors are not responsible for incomplete, lost, late, damaged, illegible, garbled, misdirected, forged, e-mail or for any technical problems, malfunctions of any telephone lines, computer systems, servers, providers, hardware/software, lost or unavailable network connections or failed, incomplete,

garbled or delayed computer transmission or any combination thereof. Sponsors are not responsible for any damage to any individual's computer system/software related to or resulting from participation or downloading any material in this Promotion. CAUTION: ANY ATTEMPT BY AN INDIVIDUAL TO DAMAGE ANY WEBSITE OR UNDERMINE THE LEGITIMATE OPERATION OF THIS PROMOTION IS A VIOLATION OF CRIMINAL AND CIVIL LAW. SHOULD SUCH AN ATTEMPT BE MADE, SPONSOR RESERVES THE RIGHT TO SEEK DAMAGES FROM ANY SUCH INDIVIDUAL OR PROSECUTE TO THE FULLEST EXTENT PERMITTED BY LAW. If for any reason the Promotion is not capable of running as planned due to, without limitation, errors in these Official Rules, infection by computer virus, bugs, tampering, unauthorized intervention, fraud, technical failures, insufficient sales or any other causes outside control of Sponsor which impair or affect the administration, security, fairness, integrity or proper conduct of this Promotion, the GLC reserves the right, at its sole discretion, to cancel, modify, terminate, or suspend the Promotion. In the event of termination, a notice will be posted on the Georgia Lottery's BILLION DOLLAR CHALLENGE™ promotional website at www.galottery.com.

3. **Drawings:** Up to two (2) drawings may be conducted on dates to be determined. The first drawing is estimated to take place in the Winter/Spring of 2018 and the second drawing (if applicable) is estimated to take place in the Winter/Spring of 2019. Once the drawing dates are set, the drawing dates and their corresponding entry period for each drawing date will be posted on the Georgia Lottery's BILLION DOLLAR CHALLENGE™ promotional website at www.galottery.com.

On each drawing date, eligible entries will be randomly selected from all eligible entries received during the corresponding entry period. Entries received outside of the corresponding entry period for the corresponding drawing date will not be eligible.

Odds of winning depend upon the total number of eligible entries received for each drawing in Georgia and other states participating in the BILLION DOLLAR CHALLENGE™ Second Chance Promotion. New entries during the corresponding entry period are required for each drawing. Entries will not be rolled over from one drawing to another drawing.

The Georgia Lottery Corporation reserves the right to conduct additional drawings and award additional prizes within the Promotion. Any amendments to the Promotion will be posted on the Georgia Lottery Corporation's promotional website at www.galottery.com

4. **Prizes:**

A. **Trip Prize**

Each Georgia Lottery BILLION DOLLAR CHALLENGE™ Second Chance Promotion Prize winner will win a trip for two (2) to Las Vegas. The trip prize includes: round-trip airfare for two (2) from any U.S. International airport to Las Vegas, Nevada, round-trip ground transportation for two (2), three (3) nights deluxe hotel accommodations (double occupancy), \$1,000 spending money, and the GLC will pay the minimum required federal and state tax withholdings for the value of the trip as part of the prize. The approximate value of the trip prize is seven thousand five hundred dollars (\$7,500) and includes the minimum required federal and state income tax withholdings. Expenses not identified in the prize description are excluded and the sole responsibility of the winner. The value of the trip prize will be reported for tax purposes and each winner will be responsible for paying any additional taxes or withholdings for the value of the trip above and beyond any federal and state taxes withheld, reported and paid by the Sponsors on behalf of the winner. Each trip winner and their guest are subject to a background investigation prior to the event. Only one trip per household per drawing.

If a Prize Winner (1) is traveling via air and fails to show at the designated time and place of departure, or (2) fails to check in to the hotel when he or she arrives in Las Vegas, Nevada, or (3) fails to arrive for his or her scheduled participation in the BILLION DOLLAR CHALLENGE™, or (4) is unable to attend the trip due to unforeseen and reasonable circumstances, the balance of the Trip Package shall be forfeited with the exception of the one thousand dollar (\$1,000.00) cash portion of the Prize, less any withholding taxes; however, the Georgia Lottery or MDI will appoint a proxy to play the BILLION DOLLAR CHALLENGE™ for the Prize Winner and the Prize Winner shall receive any prizes won by the proxy (less applicable taxes and any outstanding debt setoff remaining).

The minimum age requirement to play the BILLION DOLLAR CHALLENGE™ is twenty-one (21) years per Nevada State Law. If the Prize Winner is under the age of twenty-one (21) years old,

he or she may pre-designate a proxy to play the BILLION DOLLAR CHALLENGE™ and the Prize Winner shall receive any prizes won by the proxy (less applicable taxes and any outstanding debt setoff remaining).

Upon a Prize Winner being validated by the Georgia Lottery, title to such prize shall immediately pass to the Prize Winner. The Georgia Lottery's debt setoff procedures shall be applied at this point and the one thousand dollar (\$1,000.00) cash portion of the trip package will be subject to any debt setoff made according to law.

B. Chance To Play For Money Prizes – BILLION DOLLAR CHALLENGE™ Contest Details

While in Las Vegas, the trip winners in Section A above will be invited to be contestants, along with the multistate trip prize winner contestants drawn by other state lotteries in the BILLION DOLLAR CHALLENGE™ for the chance to win cash as set forth below:

The BILLION DOLLAR CHALLENGE™ promotion (the "CHALLENGE") is an event produced by Scientific Games ("SG") in connection with participating state lotteries ("Lotteries" or "Lottery"). Grand Prize Finalists (the "Finalists") are randomly selected by participating Lotteries per individual state Lottery rules. The total number of CHALLENGE Finalists depends upon Lottery participation levels. Finalists will receive a Lottery-sponsored trip to Las Vegas and compete in a series of contests for the chance to win cash prizes ranging from \$1,000 to a grand prize opportunity for one (1) Finalist to win a minimum \$1 million and possibly up to \$1 billion. By participating in the CHALLENGE, each Finalist agrees all decisions regarding the CHALLENGE are made at the sole and exclusive discretion of SG and are final and binding on all Finalists.

1. To participate in the CHALLENGE, eligible participating Lottery ticket holders must enter the CHALLENGE through the participating Lottery's promotional, second-chance website/app following all entry rules established by the participating Lottery, be randomly selected by the participating Lottery in one (1) or more drawings from among all eligible entries received during the official entry periods and meet all participating Lottery selection and prize validation requirements. (See participating Lottery website for official entry and drawing rules.)
2. The CHALLENGE will take place in Las Vegas, Nevada, on or about May 2, 2018. The specific date and location of the CHALLENGE is subject to change and shall be posted on the Lottery's website no later than September 30, 2017.
3. The CHALLENGE will consist of two elimination rounds, plus one Billion Dollar Round. Elimination Round 1 will reduce the field to five (5) "Million Dollar Spin Finalists" and Elimination Round 2 will reduce the field to one (1) "Billion Dollar Finalist" who will move on to the Billion Dollar Round. The rounds will take place as follows:
 - a. Elimination Round 1: At the start of the CHALLENGE, each Finalist receives one (1) envelope; all envelopes being of identical outward appearance. The envelopes will contain the following messages:
 1. Five (5) of the envelopes contain a "GOLDEN TICKET." The Finalists revealing the "GOLDEN TICKET" move on to Elimination Round 2.
 2. Four (4) of the envelopes contain a "\$25,000" message. The Finalists revealing this message win \$25,000, less applicable withholding taxes. After the \$25,000 prize is revealed, that Finalist's opportunity to win additional money ends.
 3. Four (4) of the envelopes contain a "\$5,000" message. The Finalists revealing this message win \$5,000, less applicable withholding taxes. After the \$5,000 prize is revealed, that Finalist's opportunity to win additional money ends.
 4. Four (4) of the envelopes contain a "\$2,500" message. The Finalists revealing this message win \$2,500, less applicable withholding taxes. After the \$2,500 prize is revealed, that Finalist's opportunity to win additional money ends.

5. The remaining envelopes contain a "\$1,000" message. The Finalists revealing this message win \$1,000, less applicable withholding taxes. After the \$1,000 prize is revealed, those Finalists' opportunity to win additional money ends.
 6. Odds of a Finalist successfully moving to Elimination Round 2 are dependent upon state Lottery participation levels.
- b. Elimination Round 2: Each of the five (5) remaining Finalists receives one (1) envelope; all envelopes being of identical outward appearance. The envelopes contain the following messages:
1. One (1) envelope contains a "GOLDEN TICKET". The Finalist revealing the one (1) "GOLDEN TICKET" moves on to the Billion Dollar Round.
 2. Four (4) envelopes contain a "\$1 Million Spin" message. The Finalists revealing this message will advance to play the \$1 Million Spin (Spin Finalists). Each Spin Finalist will receive three separate spins of a wheel containing 24 equally sized slices. The slices contain the following messages:
 - a) Two (2) of the slices contain the words "GOLDEN TICKET" worth \$25,000.
 - b) Two (2) of the slices contain the dollar amount of \$22,500.
 - c) Five (5) of the slices contain the dollar amount of \$20,000.
 - d) Three (3) of the slices contain the dollar amount of \$15,000.
 - e) Five (5) of the slices contain the dollar amount of \$12,500.
 - f) Three (3) of the slices contain the dollar amount of \$10,000.
 - g) Four (4) of the slices contain the words "Spin Again."
 3. Each Spin Finalist spins the wheel until he or she lands on a dollar amount slice and/or "GOLDEN TICKET" slice on three separate spins. If the Spin Finalist lands on a "Spin Again" slice, the spin does not count against the three separate spins. Each Spin Finalist wins the cumulative dollar amount and/or "GOLDEN TICKET" amount (\$25,000) indicated on each of the three separate spins with the following exceptions:
 - a) The Spin Finalist wins a total of \$100,000, if he or she lands on the "GOLDEN TICKET" slice in any two spins.
 - b) The Spin Finalist wins a \$1,000,000 annuity, if he or she lands on the "GOLDEN TICKET" slice in all three (3) spins.
- c. Billion Dollar Round: The Finalist who received the one (1) envelope containing the "GOLDEN TICKET" in Elimination Round 2 is the Billion Dollar Finalist. The Billion Dollar Finalist participates in up to three steps as follows:
1. Step 1: The Billion Dollar Finalist is presented with a one (1) in five (5) opportunity to randomly reveal a "GOLDEN TICKET" and a four (4) in five (5) opportunity to randomly reveal a \$250,000 prize.
 - a) If the "\$250,000" prize is revealed, the Billion Dollar Finalist "bankrolls" \$250,000 and automatically advances to Step 2.
 - b) If the "GOLDEN TICKET" is revealed, the Billion Dollar Finalist "bankrolls" \$500,000 and automatically advances to Step 2.
 - c) No matter which prize is randomly revealed in Step 1, the Billion Dollar Finalist automatically advances to Step 2.
 2. Step 2: The Billion Dollar Finalist is presented with a one (1) in fifteen (15)

opportunity to randomly reveal a "GOLDEN TICKET" and a fourteen (14) in fifteen (15) opportunity to randomly reveal a "4X Multiplier."

a) If the Billion Dollar Finalist advanced to Step 2 with a bankroll of \$250,000 and a "4X Multiplier" is randomly revealed, the Billion Dollar Finalist shall win a \$1,000,000 annuity and the Billion Dollar Finalist's attempt shall conclude.

b) If the Billion Dollar Finalist advanced to Step 2 with a bankroll of \$250,000 and the "GOLDEN TICKET" is randomly revealed, the Billion Dollar Finalist shall win a \$1,250,000 annuity and the Billion Dollar Finalist's attempt shall conclude.

c) If the Billion Dollar Finalist advanced to Step 2 with a bankroll of \$500,000 ("GOLDEN TICKET") and a "4X Multiplier" is randomly revealed, the Billion Dollar Finalist shall win a \$2,000,000 annuity and the Billion Dollar Finalist's attempt shall conclude.

d) If the Billion Dollar Finalist advanced to Step 2 with a bankroll of \$500,000 ("GOLDEN TICKET") and the "GOLDEN TICKET" is randomly revealed in Step 2, the Billion Dollar Finalist is presented with two options:

(1) Do not proceed to Step 3, win a \$20,000,000 annuity and the Billion Dollar Finalist's attempt shall conclude; or

(2) Proceed to Step 3 and win either a \$2,500,000 annuity or a \$1,000,000,000 annuity.

e) Odds of the Billion Dollar Finalist successfully advancing to Step 3 are 1 in 75.

3. Step 3: The Billion Dollar Finalist is presented with a one (1) in thirty five (35) opportunity to randomly reveal a "GOLDEN TICKET" and a thirty four (34) in thirty five (35) opportunity to randomly reveal "\$2,500,000."

a) If the "\$2,500,000" prize is revealed, the Billion Dollar Finalist shall win a \$2,500,000 annuity and the Billion Dollar Finalist's attempt shall conclude.

b) If the "\$1,000,000,000" prize is revealed, the Billion Dollar Finalist shall win a \$1,000,000,000 annuity and the Billion Dollar Finalist's attempt shall conclude.

c) Odds of the Billion Dollar Finalist winning the top prize in the Billion Dollar Round are 1 in 2,625.

Prizes are not transferable, and no substitutes for prizes available, except by Sponsor, which reserves the right, in its sole discretion, to substitute different prizes of comparable value. Sponsor's decisions shall be final and conclusive in all matters relating to the Promotion. Prize Winners will be responsible for any additional applicable federal, state, and local taxes and any customs charges or tariffs on a Prize. Each Prize Winner will be required to furnish his / her Social Security Number for federal and state tax reporting and withholding.

All BILLION DOLLAR CHALLENGE™ rounds will be audited by an independent auditor.

The \$1 billion annuity will be paid in increasing annual payments of no less than \$5,000,000 over 39 years (40 payments total), or in one lump-sum payment of \$450 million at the Billion Dollar Finalist winner's election with approval of the participating Lottery.

Prizes awarded during the CHALLENGE in the amount of \$1 million up to \$20 million shall be paid in the form of an annuity over 19 years (20 equal payments). Lump sum payments may be awarded with approval of the participating Lottery.

All decisions regarding technical difficulties, mechanical failures, or human errors, including but not limited to the premature reveal of any game material or elements, the malfunction of any piece of stage equipment or electronics or the failure of any audio equipment, in connection with

the CHALLENGE will be determined by SG in its sole discretion and shall be final and binding on all Finalists.

SG reserves the right to change, add to, delete from, modify or amend these rules at any time at its sole discretion, subject to the approval of participating Lotteries.

Odds of being selected as a Finalist vary by participating Lottery depending upon the number of eligible entries received and the number of Finalists prizes available.

All prizes paid during the CHALLENGE are the sole responsibility of SG and are underwritten by a third party. Participating Lotteries shall have no liability for any cash prize amounts awarded in the BILLION DOLLAR CHALLENGE™.

- C. **Winner Notification:** Telephone and email contact will be attempted for each potential trip prize winner described in Section 4(A) who has a telephone number or email listed in the game entry. Prize winners will be required to complete, sign, and return a Winner Claim form and an Affidavit of Eligibility and Liability/Publicity Release within fourteen (14) days of the drawing. If, after reasonable attempts to contact a prize winner by the Georgia Lottery Corporation, a prize winner cannot be contacted or does not return the form(s) within fourteen (14) days of the drawing, the prize may be forfeited. In the event the prize is forfeited, an alternate Entrant will be awarded the prize

Acceptance of prize shall further constitute and signify the prize winner's agreement and consent that Sponsor may use the prize winner's name, likeness and/or prize and biographical information worldwide without limitation and without further compensation, except where expressly prohibited by law.

- D. **General Terms and Conditions:** The Georgia Lottery Corporation, IGT Corporation, IGT International, BBDO Atlanta, Scientific Games International, Inc., MDI Entertainment, LLC and their respective parent companies, affiliates, subsidiaries, directors, officers, agents, contractors, advertising/promotional agencies, and employees assume no liability or responsibility for damages, losses, or injury resulting from this promotion or acceptance or use of a prize. Taxes and any other incidental expenses not specifically mentioned herein are the sole responsibility of a Prize Winner. All federal, state, and local laws and regulations shall apply.

By participating in the Promotion, all participants and prize winners agree to the Georgia Lottery's BILLION DOLLAR CHALLENGE™ Second Chance Promotion Official Rules and the decisions of the Georgia Lottery, whose decisions shall be final in all respects and legally binding in all matters related to this Promotion. All participants and prize winners agree to release and discharge, hold harmless and indemnify Sponsor against any and all liability whatsoever for any injuries, losses, harm, damage (including but not limited to property damage, personal injury and/or death), claims, actions, costs and expenses (including without limitation, all attorney's fees and court costs) arising directly or indirectly from or in connection with his/her participation in the Promotion, acceptance, possession or use/misuse of the prize or participation in any prize-related activity, including but not limited to any travel-related thereto or any goods/services provided in connection with any prize. Participants further acknowledge that Sponsor and Sponsors are in no manner responsible or liable for, any warranty, representation or guarantee, express or implied, in fact or in law, relative to any prize, including but not limited to its quality, mechanical condition or fitness for a particular purposes. Any and all warranties and/or guarantees of a prize (if any) are subject to the respective manufacturers' terms; therefore, prize winners agree to look solely to such manufacturers for any such warranty and/or guarantee. Prize winners are solely responsible for any federal, state, or local taxes on prizes. Sponsor reserves the right to take such action as it deems necessary to enforce these Official Rules and ensure the fair operation of the Promotion, including without limitation, barring and disqualifying individuals who do not comply with these Official Rules. By entering, participants agree that all issues and questions concerning the construction, validity, interpretation and enforceability of these Official Rules, participants' rights and obligations, or the rights and obligations of the Sponsor and Sponsors in connection with the Promotion shall be governed by, and construed in accordance with, the laws of the State of Georgia, without giving effect to any choice of law or conflict of law rules. By entering, participants consent to the jurisdiction and

venue of the Superior Court of Fulton County, located in Atlanta, Georgia. Records related to the Promotion (including, but not limited to, Entries, drawing results and winners lists) will be retained for a period of one-hundred eighty (180) days after the last drawing date.

The final detailed security procedures for all drawings in the Promotion shall be determined by the Sponsors in accordance with the Goods and Services Agreement between the GLC and MDI ENTERTAINMENT, LLC, dated on or about February 28, 2017.

- E. **Official Rules:** For a complete copy of the Georgia Lottery's BILLION DOLLAR CHALLENGE™ Second Chance Promotion Official Rules, players may: (1) visit the Georgia Lottery's promotional website at www.galottery.com; or (2) send a request to: Georgia Lottery's Second Chance Promotion, Attn: Rules Request, 250 Williams Street, Suite 3000, Atlanta, 30303.
- F. **Winners List:** For a copy of the names of the prize winners for the Georgia Lottery's BILLION DOLLAR CHALLENGE™ Second Chance Promotion, players may: (a) visit the Georgia Lottery's promotional website at www.galottery.com; or b) send a request to: Georgia Lottery's Second Chance Promotion, Attn: Winners List Request, 250 Williams Street, Suite 3000, Atlanta, GA 30303.
- G. **Decisions of the President / CEO:** In the event of any situation not provided for in these Georgia Lottery's BILLION DOLLAR CHALLENGE™ Second Chance Promotion Official Rules, or any conflict between any provisions of these rules, the decision of the President/CEO of the Georgia Lottery Corporation, or her designee, shall be final and binding.
- H. **Sponsor:** Georgia Lottery Corporation, 250 Williams Street, Suite 3000, Atlanta, GA 30303.



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PLEASE PLAY RESPONSIBLY. It's all about fun.

You must be 18 or older to play Lottery Games.

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