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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**FORM 15**

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**CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION UNDER  
SECTION 12(g) OF THE SECURITIES EXCHANGE ACT OF 1934 OR SUSPENSION  
OF DUTY TO FILE REPORTS UNDER SECTIONS 13 AND 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934.**

Commission File Number 001-39721

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**NeoGames S.A.**  
(now known as Neo Group Ltd.)  
(Exact name of registrant as specified in its charter)

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190 Elgin Avenue  
George Town, Grand Cayman KY1-9008  
Cayman Islands  
+1 (345) 949 0100  
(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

Ordinary Shares, no par value  
(Title of each class of securities covered by this Form)

None  
(Titles of all other classes of securities for which a duty to file reports under section 13(a) or 15(d) remains)

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Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

- Rule 12g-4(a)(1)   
Rule 12g-4(a)(2)   
Rule 12h-3(b)(1)(i)   
Rule 12h-3(b)(1)(ii)   
Rule 15d-6   
Rule 15d-22(b)

Approximate number of holders of record as of the certification or notice date: One.

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Pursuant to the requirements of the Securities Exchange Act of 1934, Neo Group Ltd. has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

**Neo Group Ltd.**

Date: May 6, 2024

By: /s/ Moti Malul  
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Moti Malul  
Chief Executive Officer

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