



12 June 2019

## POINTS BET HOLDINGS LIMITED PRE-QUOTATION DISCLOSURE

The following information is provided to ASX Limited for release to the market in connection with the admission of PointsBet Holdings Limited (ASX: PBH) (**PointsBet** or the **Company**) to the Official List of ASX and quotation of the Company's fully paid ordinary shares (**Shares**).

Capitalised terms used but not defined in this announcement have the meanings given to those terms in the replacement prospectus issued by the Company on 23 May 2019 (**Prospectus**).

### Close of the Offer and issue of Shares

PointsBet has successfully completed the issue of 37,500,000 Shares under the Offer as described in its Prospectus. The Shares were issued at the Offer Price of \$2.00 per Share and the Offer raised gross proceeds of \$75 million.

PointsBet has received cleared funds for all of the Shares issued under the Offer.

The allocation policy for the Offer is described at sections 7.3.4, 7.4.5 and 7.6.2 of the Prospectus.

### Holding statements and refund cheques

CHES transaction confirmation statements and issuer sponsored holding statements, together with refund cheques, have been despatched to Shareholders.

### Securities subject to ASX escrow restrictions

The following Shares are classified as restricted securities and are subject to ASX mandatory escrow restrictions:

Restriction Period	Securities
24 months from Listing, expiring 12 June 2021	22,216,235 Shares
12 months from date of issue, expiring 6 August 2019	2,074,131 Shares
12 months from date of issue, expiring 31 October 2019	2,639,654 Shares
<b>Total</b>	<b>26,930,020 Shares</b>

In section 9.6.1 of the Prospectus it was disclosed that a total of 28,376,923 Shares would be subject to mandatory escrow on Listing whereas the final number of escrowed Shares is as set out above. The primary reason for the variance (being 1,446,903 Shares) is ASX's decision not to apply mandatory escrow on restricted securities in circumstances where the restriction period would expire within one month of Listing.

The following Options are classified as restricted securities and are subject to ASX mandatory escrow restrictions for a period of 24 months from Listing:

Option Exercise Price	Number of Options	Option Expiry Date	Restriction Period
\$0.89	450,216	1 November 2020	24 months from Listing (all)
\$1.07	349,232	29 June 2021	
\$1.61	2,263,653	30 January 2023	
\$1.61	1,194,706	30 January 2024	
\$1.61	1,194,706	30 January 2025	
<b>Total</b>	<b>5,452,513</b>	<b>N/A</b>	<b>N/A</b>

#### ASX confirmations

ASX has confirmed the following in relation to various provisions in the Constitution:

- The provisions relating to the suspension of dividend and voting rights in clause 15.12 of the Constitution are appropriate and equitable for the purposes of Listing Rule 6.10.5.
- The divestment provisions in clauses 15.5 to 15.11 of the Constitution are appropriate and equitable for the purposes of Listing Rule 6.12.3.

#### Other pre-quotation disclosure

The following documents have been provided for release to the market:

- Appendix 1A and Information Form and Checklist.
- Prospectus dated 23 May 2019 (which replaced the prospectus dated 16 May 2019).
- Constitution.
- Audited accounts of PointsBet Pty Limited and PointsBet Australia Pty Limited for the year ending 30 June 2017.
- Audited accounts of PointsBet Holdings Pty Limited for the year ending 30 June 2018.
- Reviewed accounts of PointsBet Holdings Pty Limited for the half year ending 31 December 2018.
- Distribution schedule.
- Top 20 holders statement.
- Employee Share Option Plan Rules.
- Securities Dealing Policy.

Andrew Hensher  
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