

Form 603
Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme POINTSBET HOLDINGS LIMITED

ACN/ARSN 621 179 351

1. Details of substantial holder (1)

Name POINTSBET HOLDINGS LIMITED

ACN/ARSN (if applicable) 621 179 351

The holder became a substantial holder on 13 June 2019

2. Details of voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Fully Paid Ordinary Shares	26,930,020	26,930,020	24.48%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
PointsBet Holdings Limited	Restriction on disposal of shares under mandatory escrow arrangements disclosed in PointsBet Holdings Limited's prospectus dated 23 rd May 2019 gives PointsBet Holdings Limited a technical 'relevant interest' in its own shares under section 608(1)(c) of the <i>Corporations Act 2001</i> (Cth). However, PointsBet Holdings Limited has no right to acquire these shares or to control the voting rights attaching to these shares.	26,930,020 fully paid ordinary shares

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
PointsBet Holdings Limited	<ul style="list-style-type: none"> - ARKINDALE PTY LIMITED <B N SINGER NO 2 FAMILY TRUST> - BARRIJAG PTY LTD ATF THE HADLEY FAMILY TRUST - MR BRETT PATON + MR THOMAS PATON <THOMAS PATON SUPER FUND> - BRETT PATON SUPER PTY LTD <BRETT PATON SUPER FUND ABN 69 775 934 106> - BURT MANAGEMENT PTY LTD ATF THE BURT MANAGEMENT TRUST - BW PATON & VA PATON ATF THE BRETT PATON FAMILY SUPER FUND 	<ul style="list-style-type: none"> - ARKINDALE PTY LIMITED <B N SINGER NO 2 FAMILY TRUST> - BARRIJAG PTY LTD ATF THE HADLEY FAMILY TRUST - MR BRETT PATON + MR THOMAS PATON <THOMAS PATON SUPER FUND> - BRETT PATON SUPER PTY LTD <BRETT PATON SUPER FUND ABN 69 775 934 106> - BURT MANAGEMENT PTY LTD ATF THE BURT MANAGEMENT TRUST - BW PATON & VA PATON ATF THE BRETT PATON FAMILY SUPER FUND 	26,930,020 fully paid ordinary shares

- CANGGU INVESTMENTS PTY LTD <ALLAMBY FAMILY SUPERFUND>	- CANGGU INVESTMENTS PTY LTD <ALLAMBY FAMILY SUPERFUND>
- CHARACAM PTY LTD <CHARACAM SUPERFUND>	- CHARACAM PTY LTD <CHARACAM SUPERFUND>
- CPK INVESTMENTS PTY LIMITED	- CPK INVESTMENTS PTY LIMITED
- DOUG PASCOE INVESTMENTS PTY LIMITED <DOUG PASCOE INVESTMENT TST>	- DOUG PASCOE INVESTMENTS PTY LIMITED <DOUG PASCOE INVESTMENT TST>
- ELMSLIE FAMILY SUPERANNUATION PTY LTD <ELMSLIE FAMILY SUPERANNUATION FUND NO 2>	- ELMSLIE FAMILY SUPERANNUATION PTY LTD <ELMSLIE FAMILY SUPERANNUATION FUND NO 2>
- ELMSLIE SUPER COMPANY PTY LTD <ELMSLIE FAMILY SUPERFUND>	- ELMSLIE SUPER COMPANY PTY LTD <ELMSLIE FAMILY SUPERFUND>
- GREAT WHITE SHARK SERVICES PTY LIMITED	- GREAT WHITE SHARK SERVICES PTY LIMITED
- HOLDREY PTY LIMITED <DON MATHIESON FAMILY TRUST>	- HOLDREY PTY LIMITED <DON MATHIESON FAMILY TRUST>
- JETONIAN PTY LTD ACN 143274597 ATF THE JENTA FAMILY TRUST	- JETONIAN PTY LTD ACN 143274597 ATF THE JENTA FAMILY TRUST
- MR ANTHONY PETER SYMONS + MS CHARLOTTE ANNE O'BRYAN <SYMONS SUPER FUND>	- MR ANTHONY PETER SYMONS + MS CHARLOTTE ANNE O'BRYAN <SYMONS SUPER FUND>
- MR NICHOLAS JAMES FAHEY	- MR NICHOLAS JAMES FAHEY
- MR STEPHEN COLLINS	- MR STEPHEN COLLINS
- MR BRETT PATON	- MR BRETT PATON
- MS VICKI PATON	- MS VICKI PATON
- MR DAVID THOMAS	- MR DAVID THOMAS
- MR JASON LUI	- MR JASON LUI
- MR JOHN W MILLER	- MR JOHN W MILLER
- MR MASON ALLAMBY	- MR MASON ALLAMBY
- MR MATTHEW WAUGH	- MR MATTHEW WAUGH
- MR RICHARD FISH	- MR RICHARD FISH
- MR RYAN KEYSER	- MR RYAN KEYSER
- MS VANESSA SWANELL <BIG SWAN TRUST>	- MS VANESSA SWANELL <BIG SWAN TRUST>
- MR STEPHEN COLLINS + MRS GREER COLLINS <COLLINS FAMILY SUPER FUND>	- MR STEPHEN COLLINS + MRS GREER COLLINS <COLLINS FAMILY SUPER FUND>
- MR STEWART BAILEY <STEWART BAILEY ATF STEWART BAILEY TRUST>	- MR STEWART BAILEY <STEWART BAILEY ATF STEWART BAILEY TRUST>
- MR TIMOTHY ALEXANDER COLLINS	- MR TIMOTHY ALEXANDER COLLINS
- N J FAHEY PTY LTD <FAHEY FAMILY TRUST 1>	- N J FAHEY PTY LTD <FAHEY FAMILY TRUST 1>
- N J FAHEY PTY LTD <FAHEY FAMILY TRUST 2>	- N J FAHEY PTY LTD <FAHEY FAMILY TRUST 2>
- NICK FAHEY SUPER PTY LTD <NICK FAHEY SUPERFUND>	- NICK FAHEY SUPER PTY LTD <NICK FAHEY SUPERFUND>
- NICHOLAS PATON SUPER PTY LTD <NICHOLAS PATON SUPER FUND>	- NICHOLAS PATON SUPER PTY LTD <NICHOLAS PATON SUPER FUND>
- PAUL DUMBRELL ATF LIME INVESTMENT HOLDINGS TRUST	- PAUL DUMBRELL ATF LIME INVESTMENT HOLDINGS TRUST
- MR TROY KEYSER	- MR TROY KEYSER
- MS BROOKE KEYSER	- MS BROOKE KEYSER
- MS JANE KIEL	- MS JANE KIEL
- MS MELISSAH MULLIN	- MS MELISSAH MULLIN
- MS SHARELLE WAUGH	- MS SHARELLE WAUGH
- MS TIFFANY KEYSER	- MS TIFFANY KEYSER
- PENNINGTON INVESTMENTS PTY LIMITED <PENNINGTON SUPERFUND>	- PENNINGTON INVESTMENTS PTY LIMITED <PENNINGTON SUPERFUND>
- PU LUO CHUNG VC PRIVATE LIMITED	- PU LUO CHUNG VC PRIVATE LIMITED
- RERE TE ARUHU <TE	- RERE TE ARUHU <TE

	<ul style="list-style-type: none"> - AHURUTANGA TRUST> - SCALEUP MEDIA FUND - TYARA PTY LIMITED - <BRUCE W C WILSON PROPERTY TRUST> - WEEMALA HOLDINGS PTY LTD <SINGER FAMILY TRUST> - WEEMALA HOLDINGS PTY LTD ATF D&T - SINGER SUPER FUND 	<ul style="list-style-type: none"> - AHURUTANGA TRUST> - SCALEUP MEDIA FUND - TYARA PTY LIMITED - <BRUCE W C WILSON PROPERTY TRUST> - WEEMALA HOLDINGS PTY LTD <SINGER FAMILY TRUST> - WEEMALA HOLDINGS PTY LTD ATF D&T - SINGER SUPER FUND 	
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5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
PointsBet Holdings Limited	13 June 2019		Non-cash pursuant to mandatory escrow deeds between PointsBet Holdings Limited and each of the registered holders listed at 4.	26,930,020 fully paid ordinary shares

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:


Name and ACN/ARSN (if applicable)	Nature of association
N/A	N/A

7. Addresses

The addresses of persons named in this form are as follows:

Name	Address
All persons named in paragraph 4	C/- PointsBet Holdings Limited, 155 Cremorne Street, Cremorne VIC 3121

Signature

print name	Andrew Hensher	capacity	Company Secretary
sign here		date	20 June 2019

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown."
- (9) Details of the consideration must include any and all benefits, moneys and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

GUIDE

This guide does not form part of the prescribed form and is included by ASIC to assist you in completing and lodging form 603.

Signature

This form must be signed by either a director or a secretary of the substantial holder.

Lodging period

Nil

Lodging Fee

Nil

Other forms to be completed

Nil

Additional information

- (a) If additional space is required to complete a question, the information may be included on a separate piece of paper annexed to the form.
- (b) This notice must be given to a listed company, or the responsible entity for a listed managed investment scheme. A copy of this notice must also be given to each relevant securities exchange.
- (c) The person must give a copy of this notice:
 - (i) within 2 business days after they become aware of the information; or
 - (ii) by 9.30 am on the next trading day of the relevant securities exchange after they become aware of the information if:
 - (A) a takeover bid is made for voting shares in the company or voting interests in the scheme; and
 - (B) the person becomes aware of the information during the bid period.

Annexures

To make any annexure conform to the regulations, you must

- 1 use A4 size paper of white or light pastel colour with a margin of at least 10mm on all sides
- 2 show the corporation name and ACN or ARBN
- 3 number the pages consecutively
- 4 print or type in BLOCK letters in dark blue or black ink so that the document is clearly legible when photocopied
- 5 identify the annexure with a mark such as A, B, C, etc
- 6 endorse the annexure with the words:
This is annexure (mark) of (number) pages referred to in form (form number and title)
- 7 sign and date the annexure.

The annexure must be signed by the same person(s) who signed the form.

Information in this guide is intended as a guide only. Please consult your accountant or solicitor for further advice.