



MIXI Australia Pty Ltd
ABN 22 681 434 640 | ACN 681 434 640
LEVEL 13 , 350 COLLINS STREET,
MELBOURNE VIC 3000

Via ASX Online

21 August 2025

Market Announcements Office
ASX Limited
Exchange Centre
20 Bridge Street
Sydney NSW 2000

Dear Sir/Madam

Off-market takeover bid for PointsBet Holdings Limited (ASX:PBH) – Second Supplementary Bidder's Statement

MIXI Australia Pty Ltd (ABN 22 681 434 640) (**MIXI Australia**), a wholly-owned subsidiary of MIXI, Inc (TSE:2121), refers to its off-market takeover bid under Chapter 6 of the *Corporations Act 2001* (Cth) (**Corporations Act**) for all of the fully paid ordinary shares in PointsBet Holdings Limited (ABN 68 621 179 351) (**PointsBet**) (**Offers**).

We **enclose** by way of service pursuant to section 647(3)(a)(ii) of the Corporations Act (as inserted by *ASIC Corporations (Replacement Bidder's and Target's Statements) Instrument 2023/688*), MIXI Australia's second supplementary bidder's statement dated 21 August 2025 (**Second Supplementary Bidder's Statement**).

The Second Supplementary Bidder's Statement has been lodged with the Australian Securities and Investments Commission and given to PointsBet.

Yours sincerely

MIXI Australia Pty Ltd (ABN 22 681 434 640)

A handwritten signature in black ink, consisting of the Japanese characters "大場 大史" (Oba Taishi).

Taishi Oba
Director, MIXI Australia Pty Ltd

Enc



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This document is a supplementary bidder's statement under section 643(1) of the *Corporations Act 2001* (Cth) (**Corporations Act**) given by MIXI Australia Pty Ltd ABN 22 681 434 640 (**MIXI Australia**). This document is the second supplementary bidder's statement (**Second Supplementary Bidder's Statement**) issued by MIXI Australia in relation to its off-market takeover offer to acquire all of the ordinary shares in PointsBet Holdings Limited ABN 68 621 179 351 (**PointsBet**). This Second Supplementary Bidder's Statement supplements, and should be read together with, the bidder's statement dated 17 July 2025 (**Bidder's Statement**) as supplemented by the first supplementary bidder's statement dated 15 August 2025 (**First Supplementary Bidder's Statement**), including the Important Information section. This Second Supplementary Bidder's Statement will prevail to the extent of any inconsistency with the Bidder's Statement or First Supplementary Bidder's Statement. A copy of this Second Supplementary Bidder's Statement was lodged with ASIC and provided to ASX and PointsBet on 21 August 2025. Neither ASIC nor ASX takes any responsibility for the contents of this Second Supplementary Bidder's Statement. Words and phrases defined in the Bidder's Statement have the same meaning when used in this Second Supplementary Bidder's Statement, unless the context requires otherwise.

Second Supplementary Bidder's Statement

1. Extension of Offer Period

On 21 August 2025, MIXI Australia lodged with ASIC and served on PointsBet and ASX a Notice of Variation extending the Offer such that the Offer Period will now end on 7:00pm (Melbourne time) on **Friday, 29 August 2025**.

MIXI Australia also announced that there will be **no further extension** of the Offer Period, other than as required by the Corporations Act.

Accordingly, the Offer Period will only be further extended as required by section 624 of the Corporations Act if, in the last 7 days of the Offer Period, MIXI Australia acquires more than 50% of PointsBet Shares, or MIXI Australia improves the offer consideration (see section 2 below). In either case, the Offer Period will be automatically extended by 14 days.

2. Intention to increase Offer Price

2.1 "Last and Final" increase to \$1.30 cash per PointsBet Share

MIXI Australia intends to increase the Offer Price under the Offers from A\$1.25 cash per PointsBet Share to **A\$1.30** cash per PointsBet Share, subject to and conditional upon MIXI Australia acquiring a relevant interest in at least **90%** of the PointsBet Shares on issue before the Offer closes and becoming entitled to compulsorily acquire all outstanding PointsBet shares. PointsBet Shareholders should note that:

- (a) all PointsBet Shareholders who accept, or have accepted, the Offer will be able to participate in any increase in the Offer Price to A\$1.30 cash per PointsBet Share, regardless of when they accepted the Offer;
- (b) if MIXI Australia acquires a relevant interest in at least 90% of PointsBet Shares before the Offer closes, MIXI Australia intends to serve all formal documentation necessary to vary its current Offer within 1 business day after acquiring that interest; and
- (c) any price increase to A\$1.30 cash per PointsBet share will be **last and final**.

2.2 Total cash consideration and sources

In the event that acceptances are received for all 336,836,032 PointsBet Shares on issue as at the date of this Second Supplementary Bidder's Statement, the aggregate amount of cash consideration that MIXI Australia would be required to pay at the increased Offer Price of A\$1.30 would be A\$437,886,842 (**Increased Aggregate Amount**), plus associated transaction costs.¹

The Increased Aggregate Amount, if required, will be funded from MIXI's cash reserves, as outlined in the First Supplementary Bidder's Statement. On the basis of those arrangements, MIXI Australia believes that it has reasonable grounds for holding the view, and does hold the view, that MIXI Australia will be able to provide the Increased Aggregate Amount if it becomes payable under the Offer, as well as meet the associated transaction costs.

3. Relevant Interest in PointsBet Shares

As at 7.00pm (Melbourne time) on 20 August 2025 (being the date immediately preceding the date of this Second Supplementary Bidder's Statement), MIXI Australia and its Associates had a relevant interest in 125,019,231 PointsBet Shares representing voting power of 37.12% in PointsBet.

4. How to accept the Offer

Full details on how to accept the Offer are set out in section 9.3 of the Bidder's Statement. You may accept the Offer by:

- **Acceptance Form:** completing and signing the Acceptance Form that was distributed with the Bidder's Statement and available on the Automic investor portal, and returning it to the address specified on the Acceptance Form;
- **Online:** logging into <https://portal.automic.com.au/investor/home> and following the instructions; or
- **Contacting your Controlling Participant:** if you are a CHESSE sponsored holder, instructing your Controlling Participant (usually your stockbroker) to accept the Offer on your behalf.

PointsBet Shareholders should ensure that their acceptances are received in the manner specified in the Bidder's Statement prior to the close of the Offer Period at **7.00pm (Melbourne time) on 29 August 2025**.

5. Approval of Second Supplementary Bidder's Statement

This Second Supplementary Bidder's Statement has been approved by a resolution of the directors of MIXI Australia.

Dated: 21 August 2025

Signed on behalf of MIXI Australia Pty Ltd



Taishi Oba
Director

¹ Based on 336,836,032 PointsBet Shares on issue.