



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

Via ASX Online

15 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) – 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 supplementary bidder's statement dated 15 August 2025 (**Supplementary Bidder's Statement**) which includes, as attachments, copies of the notices previously given pursuant to sections 650D and 650F of the Corporations Act (as modified by *ASIC Corporations (Takeover Bids) Instrument 2023/683*) increasing the consideration under the Offers from \$1.20 to \$1.25 per PointsBet share and declaring the Offers unconditional, as announced on 8 August 2025.

The Supplementary Bidder's Statement, together with the accompanying notices, has been lodged with the Australian Securities and Investments Commission and given to PointsBet, and will be sent to each person required by section 650D(1)(c)(ii) or 650D(1)(c)(iii) of the Corporations Act, as modified by *ASIC Corporations (Takeover Bids) Instrument 2023/683*.

Yours sincerely

**MIXI Australia Pty Ltd** (ABN 22 681 434 640)

A handwritten signature in black ink, appearing to read "大場 大史" (Taishi Oba).

Taishi Oba  
**Director, MIXI Australia Pty Ltd**

Enc

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# SUPPLEMENTARY BIDDER'S STATEMENT **ACCEPT**

THE OFFER TO ACQUIRE YOUR SHARES IN  
**POINTSBET HOLDINGS LIMITED** ABN 68 621 179 351  
BY MIXI AUSTRALIA PTY LTD ABN 22 681 434 640

## **ACCEPT MIXI AUSTRALIA'S UNCONDITIONAL OFFER**

- MIXI Australia has **INCREASED** its **ALL CASH OFFER** to **\$1.25** per PointsBet Share.
- The increased offer price is **BEST AND FINAL**, provided that MIXI Australia reserves the right to increase the Offer Price if it acquires more than 50% of PointsBet shares.
- MIXI Australia has waived its 50.1% minimum acceptance condition and other remaining conditions, and declared its Offer **UNCONDITIONAL** with immediate effect.
- MIXI Australia's Offer will close at **7:00PM** on **25 AUGUST 2025** (unless extended).

This is an important document and requires your immediate attention. If you are in any doubt as to how to deal with this document, you should contact your financial, legal or other professional adviser as soon as possible.

Please contact the Offer Information Line on 1300 126 515 (within Australia) or +61 2 8072 1451 (outside Australia) between 8:30am and 7:00pm (Melbourne time) on Business Days if you require assistance.

Financial Adviser

**NOMURA**

Australian Legal Adviser

CLAYTON UTZ

# IMPORTANT INFORMATION

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 first supplementary bidder's statement (**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 Supplementary Bidder's Statement supplements, and should be read together with, the bidder's statement dated 17 July 2025 (**Bidder's Statement**), including the Important Information section. This Supplementary Bidder's Statement will prevail to the extent of any inconsistency with the Bidder's Statement.

A copy of this Supplementary Bidder's Statement was lodged with ASIC and provided to ASX and PointsBet on 15 August 2025. Neither ASIC nor ASX takes any responsibility for the contents of this Supplementary Bidder's Statement.

The information contained in this Supplementary Bidder's Statement does not constitute financial product advice and has been prepared without reference to the investment objectives, financial situation, tax position or particular needs of any individual PointsBet Shareholder or any other person. Accordingly, you may wish to seek independent financial, taxation, legal or other professional advice before deciding whether or not to accept the Offer.

Numbers, figures, amounts, percentages, prices, estimates, calculations of value and fractions in this Supplementary Bidder's Statement are subject to the effect of rounding. The actual calculation of these numbers, figures, amounts, percentages, prices, estimates, calculations of value and fractions may differ from those set out in this Supplementary Bidder's Statement. Any discrepancies between totals in tables or financial statements or in calculations, graphs or charts are due to rounding, unless stated otherwise.

## Definitions and interpretation

In this Supplementary Bidder's Statement, unless the context requires otherwise:

- (a) terms defined in bold text in this Supplementary Bidder's Statement have the same meaning when used elsewhere in this Supplementary Bidder's Statement;
- (b) other capitalised terms used in this Supplementary Bidder's Statement have the same meaning as in the Bidder's Statement; and
- (c) the rules of interpretation set out in section 10.2 of the Bidder's Statement apply to this Supplementary Bidder's Statement.

Unless otherwise indicated, all references to sections are references to sections of the initial Bidder's Statement.

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# 2. INCREASE TO OFFER PRICE AND DECLARATION OFFER IS NOW UNCONDITIONAL

## 2.1 The all-cash Offer Price has been increased

MIXI Australia is pleased to advise that it has increased the Offer Price to **\$1.25 cash per PointsBet Share (Increased Offer Price)** (previously \$1.20 per PointsBet Share). The Increased Offer Price implies an enterprise value of \$419m<sup>1</sup> and represents an implied EV/EBITDA multiple of 38.1x based on PointsBet's FY25 guidance<sup>2</sup>. It represents a highly significant and attractive premium to PointsBet's undisturbed trading prices<sup>3</sup> of:

- 50.6% to the closing price on 25 February 2025 of \$0.83 per PointsBet Share, the last closing price before the announcement by MIXI Australia of the proposed acquisition of PointsBet by way of a scheme of arrangement; and
- 46.1% to the 1-month VWAP of \$0.86<sup>4</sup> for the period ending 25 February 2025.

The Increased Offer Price of \$1.25 cash per PointsBet Share is **best and final**, provided that MIXI Australia reserves the right to increase the Offer Price if it acquires more than 50% of PointsBet Shares.

A copy of the formal notice of variation in respect of the Increased Offer Price pursuant to section 650D of the Corporations Act is attached to this Supplementary Bidder's Statement at Annexure A.

## 2.2 The Offer is now unconditional

### (a) MIXI Australia declares offer unconditional

MIXI Australia is pleased to confirm that the Offer was declared unconditional on 8 August 2025, providing PointsBet Shareholders with an unconditional opportunity to receive the all-cash Offer Price of \$1.25 per PointsBet Share following acceptance of the Offer.

As announced on 5 August 2025, MIXI Australia received written confirmation from the Foreign Investment Review Board that the Commonwealth has no objection to the acquisition by MIXI Australia of up to a 100% interest in PointsBet under the Offer. Accordingly, the FIRB approval condition precedent to MIXI Australia's Offer in section 9.7(d) of the Bidder's Statement has been satisfied. MIXI Australia has also received all required regulatory approvals from gaming regulators.

With the satisfaction of the FIRB condition, the withdrawal right set out in section 9.8(a)(ii) of the Bidder's Statement is no longer available, meaning that the contract resulting from your acceptance of this Offer has come into force and is binding on you and MIXI Australia. As such, if you accept the MIXI Offer, you will be bound to that acceptance and you will not be able to withdraw your acceptance or accept another offer.

Following satisfaction of the FIRB approval condition precedent, MIXI Australia has waived the 50.1% minimum acceptance condition and all other remaining conditions and has declared the Offer unconditional in accordance with section 9.8(c) of the Bidder's Statement.

A copy of the formal notice under section 650F of the Corporations Act declaring the Offer free from all conditions is attached to this Supplementary Bidder's Statement at Annexure B.

### (b) Impact of declaring the Offer unconditional and payment of Offer Price

For PointsBet Shareholders who have already accepted the Offer, MIXI Australia will use its best endeavours to pay the Increased Offer Price due for your Accepted PointsBet Shares as soon as practicable within 15 Business Days of the Offer becoming unconditional (i.e., by **29 August 2025**) but in any case, no later than 1 month after the date that the contract resulting from your acceptance of the Offer became unconditional<sup>5</sup>.

If you have not yet accepted the Offer, MIXI Australia will use its best endeavours to pay you the Increased Offer Price as soon as practicable within 10 Business Days after the date that you accept the Offer but in any case, no later than the earlier of:

- 1 month after the date that the contract resulting from your acceptance of the Offer became unconditional; and
- 21 calendar days after the end of the Offer Period<sup>5</sup>.

1. Assumes fully diluted shares on issue of 347.8m and cash of \$15.3m.
2. PointsBet FY25 EBITDA guidance was \$11m – \$14m and PointsBet announced to ASX on 27 June 2025 that FY25 EBITDA would be at the bottom of the aforementioned guidance range.
3. Premiums presented on an undisturbed basis referencing PointsBet trading prices as at 25 February 2025, being the last day on which PointsBet Shares traded prior to the announcement by MIXI Australia of the proposed acquisition of PointsBet by way of Scheme of Arrangement.
4. Volume Weight Average Price (VWAP). Source: IRESS. The VWAP is calculated based on the market value traded on ASX divided by market volume traded on ASX.
5. Exact payment times are subject to the terms of the Offer as set out in section 9.9 of the Bidder's Statement.

## 2.3 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 CHESS sponsored holder, instructing your Controlling Participant (usually your stockbroker) to accept the Offer on your behalf.

Acceptances must be received in the manner specified in the Bidder's Statement prior to the close of the Offer Period at 7:00pm (Melbourne time) on 25 August 2025, unless extended.

## 2.4 Relevant Interest in PointsBet Shares

As at 7:00pm (Melbourne time) on 14 August 2025 (being the date immediately preceding the date of this Supplementary Bidder's Statement), MIXI Australia and its Associates had a relevant interest in 96,876,716 PointsBet Shares representing voting power of 28.76% in PointsBet.

## 2.5 Further information

In deciding whether to accept the Offer, PointsBet Shareholders should have regard to the information contained in the Bidder's Statement.

This Supplementary Bidder's Statement and the Bidder's Statement do not consider your individual investment objectives, financial situation and particular needs. You may wish to seek independent financial, legal and taxation advice before deciding whether to accept the Offer.

# 3. FUNDING OF INCREASED OFFER PRICE

## 3.1 Total consideration

The total consideration for the acquisition of PointsBet Shares to which the Offer relates will be satisfied by the payment of the Increased Offer Price, being \$1.25 cash for each PointsBet Share (in Australian dollars).

The Increased Offer Price of \$1.25 cash per PointsBet Share is **best and final**, provided that MIXI Australia reserves the right to increase the Offer Price if it acquires more than 50% of PointsBet Shares.

In the event that acceptances are received for all 336,836,032 PointsBet Shares on issue as at the date of this Supplementary Bidder's Statement, the aggregate amount of cash consideration that MIXI Australia would be required to pay would be \$421,045,040 (**Increased Aggregate Amount**), plus associated transaction costs.<sup>6</sup>

## 3.2 Source of cash consideration

The Increased Aggregate Amount will be funded from MIXI's cash reserves. As at 30 June 2025 (being MIXI's most recently reported balance sheet date), MIXI had approximately JPY 89 billion (approximately A\$942 million<sup>7</sup>) of cash and deposits on its balance sheet. MIXI has guaranteed MIXI Australia's obligation to pay the Offer Price pursuant to the terms of the BID.

MIXI has allocated a sufficient amount of its cash reserves to satisfy the Increased Aggregate Amount required under the Offer (including associated transaction costs), and such allocation is not otherwise required for any other arrangements or obligations. MIXI does not anticipate any significant disbursements or expenditures which may impact the availability of its existing cash reserves during the Offer Period.

## 3.3 Provision of consideration

On the basis of the arrangements described in this section 3, 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 offered under the Offer, as well as meet the associated transaction costs.

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

7. Based on the exchange rate of 1 AUD : 94.66 as at 30 June 2025.

# 4. MIXI AUSTRALIA'S INTENTIONS IN RELATION TO POINTSBET

## 4.1 Introduction

This section 4 describes MIXI Australia's intentions if it were to acquire a Relevant Interest in 50% or less of PointsBet Shares on issue at the end of the Offer Period (noting the waiver of all remaining conditions, including the minimum acceptance condition) and supplements MIXI Australia's intentions in the event that it acquires more than 50% of PointsBet Shares. This section 4 supplements and should be read together with section 6 ('MIXI Australia's intentions in relation to PointsBet') of the Bidder's Statement.

The ability of MIXI Australia to implement the intentions set out in this section 4 will be subject to the legal obligations of the PointsBet Directors (including any nominees of MIXI Australia) to have regard to the interests of PointsBet, and to the statutory and fiduciary duties of the PointsBet Directors to act in the best interests of PointsBet, as well as the Corporations Act, other applicable laws and the ASX Listing Rules. These may limit or modify the implementation of the intentions outlined in this section 4, and the approval of PointsBet Shareholders may be required for the implementation of some of the intentions outlined in this section 4.

The intentions set out in this section 4 represent the current intentions of MIXI Australia as at the date of this Supplementary Bidder's Statement, which are formed on the basis of facts and information concerning PointsBet, its business and the general business environment which are known to MIXI Australia as at the time of preparing this Supplementary Bidder's Statement. Any changes in MIXI Australia's intentions will be disclosed to the extent and in the manner required by law.

MIXI Australia does not currently have full knowledge of all material information, facts and circumstances that are necessary to assess the operational, commercial, tax and financial implications of its current intentions. Final decisions regarding these matters will only be made by MIXI Australia in light of material information and circumstances at the relevant time. Accordingly, the statements set out in this section 4 are statements of current intention only, which may change as new information becomes available to MIXI Australia or as circumstances change. The intentions of MIXI are the same as the intentions of MIXI Australia.

MIXI Australia will not know the extent of its shareholding in PointsBet until the close of the Offer. Accordingly, the precise circumstances surrounding MIXI Australia's ability to pursue the outcomes set out in this section 4 and section 6 of the Bidder's Statement may not be known until after the close of the Offer.

## 4.2 Intentions upon acquiring 50% or less of PointsBet Shares

### (a) Board representation

Should MIXI Australia have a Relevant Interest in 50% or less of PointsBet Shares, MIXI Australia may not have the capacity to implement its specific intentions concerning PointsBet as set out in section 6 of the Bidder's Statement. For example, MIXI Australia will not be in a position to cast sufficient votes to unilaterally pass an ordinary resolution of PointsBet Shareholders.

In this scenario (and without limitation), MIXI Australia:

- intends to seek to obtain representation on the PointsBet Board to an extent that is at least commensurate with its proportionate voting power in PointsBet. This may include proposing that shareholders appoint persons nominated by MIXI Australia to the PointsBet Board at a general meeting of PointsBet Shareholders; and
- subject to applicable law, would request any such nominee director(s) to advocate for the implementation of the intentions set out in section 6 of the Bidder's Statement.

MIXI Australia would otherwise have regard to the circumstances at the time and advocate for the interests of MIXI Australia and its strategic vision for PointsBet, including with respect to the intentions otherwise disclosed in the Bidder's Statement.

## 4. MIXI AUSTRALIA'S INTENTIONS IN RELATION TO POINTSBET continued

### (b) Future dealings in PointsBet Shares

MIXI Australia may further acquire, and make future acquisitions of, PointsBet Shares in a manner consistent with the Corporations Act and any other applicable laws. Alternatively, after the end of the Offer Period, MIXI Australia may dispose, and make future disposals of, PointsBet Shares in a manner consistent with the Corporations Act and any other applicable laws.

MIXI Australia does not currently intend to accept the proposed takeover offer from betr. After the end of the Offer Period, if MIXI Australia acquires less than 50% of PointsBet, it will review its strategic and legal alternatives to maximise the economic returns of its investment in PointsBet for the benefit of MIXI's shareholders.

These alternatives may include retaining its investment in PointsBet and benefitting from the receipt of any dividends declared by the Board of PointsBet, acknowledging that the capital value of the investment will vary with the PointsBet share price, as well as considering its options as regards the betr offer for PointsBet and potential subsequent share buy-back.

MIXI reserves all of its rights as a significant minority shareholder in PointsBet, including the possibility of participating in the betr share buy-back to the maximum extent possible, thereby reducing the size of the funds available for other eligible shareholders.

### (c) Other intentions

MIXI Australia will attempt to give effect to the other intentions set out in section 6 of the Bidder's Statement to the greatest extent possible, and will otherwise have regard to the circumstances at the time and consider the appropriate courses of action that are in the best interests of MIXI Australia, subject to all applicable legal and regulatory requirements.

### 4.3 Intentions upon acquiring between 50% and 90% of PointsBet Shares

Please refer to section 6.3 of the Bidder's Statement. MIXI Australia's intentions in this scenario include those intentions with respect to PointsBet's operations and assets, management and employees, head office and operations, and other intentions, as set out in sections 6.2(b), (d), (e) and (f) of the Bidder's Statement. MIXI Australia will seek to give effect to those intentions to the greatest extent possible, subject to all applicable legal and regulatory requirements.

### 4.4 Intentions upon acquiring 90% or more of PointsBet Shares

Please refer to section 6.2 of the Bidder's Statement.

### 4.5 Limitations on intentions

Please refer to section 6.4 of the Bidder's Statement, which will also limit the intentions set out in this section 4.

# 5. OTHER INFORMATION

## 5.1 On-market purchases of PointsBet Holdings Limited shares

As contemplated in section 8.23 of the Bidder's Statement, and in accordance with rules 5.13.1 and 5.14.1 of the *ASIC Market Integrity Rules (Securities Market) 2017 (ASIC Market Integrity Rules)* and the Corporations Act, MIXI Australia reserves the right to acquire PointsBet Shares on-market during normal trading hours on the ASX during the Bid Period (as defined in the ASIC Market Integrity Rules) at prices equal to or below the Increased Offer Price of \$1.25 cash per PointsBet Share.

MIXI Australia has appointed Macquarie Securities (Australia) Limited (**MSAL**) as its broker to make such purchases. MSAL is unable to give sellers advice in respect of the proposed purchases of PointsBet Shares.

PointsBet Shareholders who sell their PointsBet Shares on the ASX will receive payment on a T+2 basis (being two Business Days after the date of the relevant transaction). PointsBet Shareholders who sell their PointsBet Shares on the ASX cannot subsequently accept the Offer in respect of their PointsBet Shares sold on the ASX. This means that PointsBet Shareholders who sell their PointsBet Shares on market will also not be eligible to receive any future price increases to the MIXI Offer (noting that the Increased Offer Price of \$1.25 cash per PointsBet Share is **best and final**, provided that MIXI Australia reserves the right to increase the Offer Price if it acquires more than 50% of PointsBet Shares).

In addition, PointsBet Shareholders who sell PointsBet Shares on the ASX may incur brokerage charges and GST on brokerage charges which they may not incur if they accept the Offer.

# 6. CONSENTS

MIXI Australia confirms that the firms and companies named at section 8.24 of the Bidder's Statement have not at the date of this Supplementary Bidder's Statement withdrawn their consent to being named in the Bidder's Statement.

In addition to the firms and companies named at section 8.24 of the Bidder's Statement, the following firms and companies have given and have not at the date of this Supplementary Bidder's Statement withdrawn, their consent to being named in this Supplementary Bidder's Statement:

Name of person	Named as
MIXI, Inc.	Parent Company
Nomura	Financial Adviser
Clayton Utz	Australian Legal Adviser
Macquarie Securities (Australia) Limited	Broker

None of these firms and companies have caused or authorised the issue of this Supplementary Bidder's Statement or have in any way been involved in the making of the Offer. The Offer is made by MIXI Australia.

Each of the above firms and companies (other than MIXI):

- do not make or purport to make, any statement in this Supplementary Bidder's Statement, or any statement on which a statement in this Supplementary Bidder's Statement is based, other than a reference to its name; and
- to the maximum extent permitted by law, expressly disclaim and take no responsibility for any part of this Supplementary Bidder's Statement, other than a reference to its name.

# 7. APPROVAL

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

Dated: 15 August 2025

Signed on behalf of MIXI Australia Pty Ltd

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

Taishi Oba  
Director

# ANNEXURE A – NOTICE OF VARIATION FOR INCREASED OFFER PRICE

**MIXI Australia Pty Ltd**  
(ABN 22 681 434 640)

## **Notice of Variation under Section 650D of the Corporations Act – Increase in Consideration**

To: Australian Securities and Investments Commission (**ASIC**)

ASX Limited (**ASX**)

PointsBet Holdings Limited (ABN 68 621 179 351) (**PointsBet**)

Each person referred to in section 650D(1)(c)(ii) or 650D(1)(c)(iii) of the *Corporations Act 2001* (Cth) (**Corporations Act**), as modified by *ASIC Corporations (Takeover Bids) Instrument 2023/683*

MIXI Australia Pty Ltd (ABN 22 681 434 640) (**MIXI Australia**) gives notice for the purposes of section 650D of the Corporations Act that the offers dated 22 July 2025 (**Offers**) made under its off-market takeover bid for all of the fully paid ordinary shares in PointsBet contained in MIXI Australia's bidder's statement dated 17 July 2025 (**Bidder's Statement**) are varied as set out in this notice. Terms defined in the Bidder's Statement have the same meaning where used in this notice unless the context provides otherwise.

A copy of this notice was lodged with ASIC on 8 August 2025. Neither ASIC, ASX nor any of their respective officers takes any responsibility for the content of this notice.

### **1. Increase in Offer Price**

In accordance with section 650B(1)(a) of the Corporations Act, MIXI Australia varies the Offers by:

- (a) increasing the Offer Price from \$1.20 per PointsBet Share in cash to \$1.25 per PointsBet Share in cash; and
- (b) replacing references to "\$1.20" as the Offer Price with "\$1.25" in all places it appears (or is deemed to appear) in the Bidder's Statement, the Acceptance Form enclosed with the Bidder's Statement and in all other instances where the amount "\$1.20" appears as the Offer Price.

The increased Offer Price will apply to all PointsBet Shareholders who accept the Offer, including those PointsBet Shareholders who have already accepted the Offer.

### **2. Total cash consideration**

As a result of the increased Offer Price of \$1.25 cash per PointsBet Share, the maximum consideration amount that could be payable by MIXI Australia under the Offer, if acceptances were received for all PointsBet Shares on issue as at the date of this notice (being 336,836,032 PointsBet Shares), is \$421,045,040.

### **3. Source of funding**

The cash reserves described in section 5.2 of the Bidder's Statement are sufficient to satisfy the maximum consideration amount of \$421,045,040 (and associated transaction costs). The increased Offer Price of \$1.25 per PointsBet Share will be fully funded on the same basis as currently disclosed in section 5.2 of the Bidder's Statement. The Offer is not subject to any financing conditions.

MIXI Australia remains of the opinion that it has a reasonable basis for holding the view, and does hold the view, that it will be able to provide the consideration offered under the Offer, as well as meet the associated transaction costs.

This notice has been approved by a resolution passed by the directors of MIXI Australia.

ANNEXURE A – NOTICE OF VARIATION FOR INCREASED OFFER PRICE  
continued

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Dated 8 August 2025

Signed for and on behalf of  
**MIXI Australia Pty Ltd** (ABN 22 681 434 640)  
by



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Taishi Oba  
**Director, MIXI Australia Pty Ltd**

# ANNEXURE B – NOTICE DECLARING OFF-MARKET BID FREE FROM ALL REMAINING CONDITIONS

**MIXI Australia Pty Ltd**  
(ABN 22 681 434 640)

**Notice under Section 650F of the Corporations Act – Declaring off-market bid free from all remaining Conditions**

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To: ASX Limited (**ASX**)

PointsBet Holdings Limited (ABN 68 621 179 351) (ASX:PBH) (**PointsBet**)

For the purposes of section 650F(1) of the *Corporations Act 2001* (Cth) (**Corporations Act**), MIXI Australia Pty Ltd (ABN 22 681 434 640) (**MIXI Australia**) hereby gives notice that the offers dated 22 July 2025 under its off-market takeover bid under Part 6.5 of the Corporations Act to acquire all of the ordinary shares in PointsBet (**Offers**) as set out its bidder's statement dated 17 July 2025 (**Bidder's Statement**), and each contract resulting from the acceptance of the Offers, are free from all of the remaining Conditions in section 9.7 of the Bidder's Statement as follows (and as such are now unconditional):

- (a) 9.7(a) (Minimum acceptance);
- (b) 9.7(b) (Restraint);
- (c) 9.7(c) (No Prescribed Occurrence);
- (d) 9.7(e) (No Material Adverse Change);
- (e) 9.7(f) (PointsBet warranties); and
- (f) 9.7(g) (Options and Performance Share Rights).

Notice was previously given on 5 August 2025 under section 630(4) of the Corporations Act that the Condition in section 9.7(d) (FIRB Approval) has been fulfilled.

Pursuant to section 650F(2)(b) of the Corporations Act, as at the date of this notice, MIXI Australia confirms that its voting power in PointsBet is 26.27%.

Date: 8 August 2025

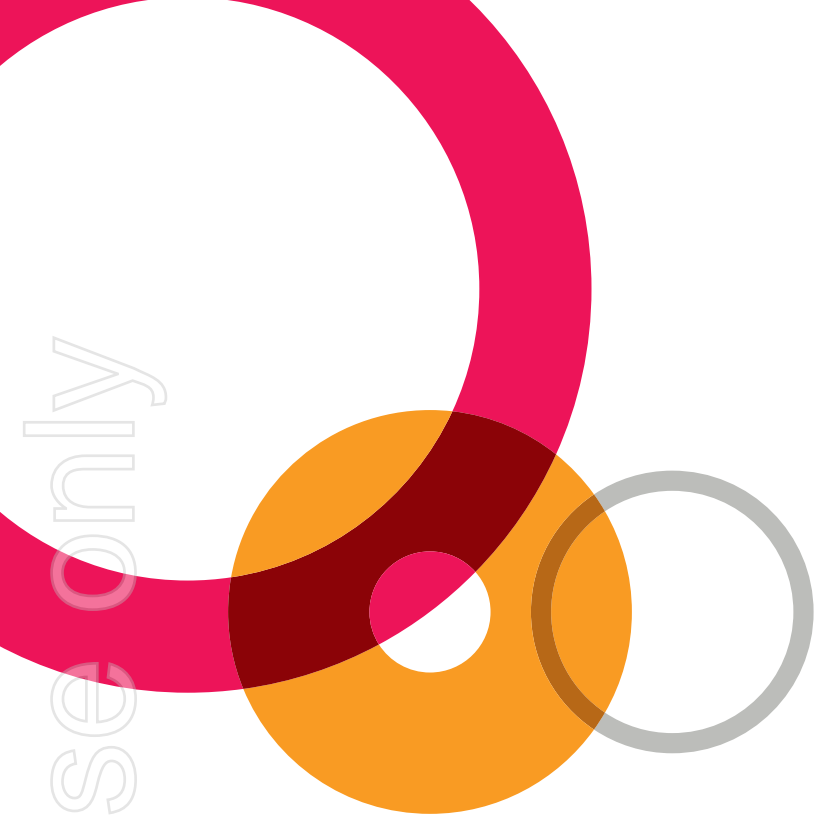
Signed for and on behalf of MIXI Australia Pty Ltd (ABN 22 681 434 640):



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Taishi Oba  
Director, MIXI Australia Pty Ltd

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**MIXI**  
■ ■