

5 January 2022

Market Announcements Office
ASX Limited
Level 4, North Tower, Rialto
525 Collins Street
Melbourne VIC 3000

Dear Sir / Madam

Section 708A(5)(e) Notice – Issue of PointsBet Holdings Limited shares without a prospectus

PointsBet Holdings Limited (ACN 621 179 351) (“the Company”) gives notice under section 708A(5)(e) of the Corporations Act 2001 (Cth) (**Act**) that:

1. on 4 January 2022, the Company issued 509,128 fully paid ordinary shares (**Shares**) at an issue price of A\$6.884 per Share to Penn Interactive Ventures, LLC (**PIV**) (a subsidiary of Penn National Gaming, Inc) (**Penn**) following the election by Penn under the Online Gaming Services Framework Agreement, dated as of July 31, 2019 (the **Agreement**) to take additional equity rather than additional cash consideration following the signing by Ohio Gov. Mike DeWine of sports betting into law on 23 December 2021 (see ASX announcement dated 1 August 2019 for further details);
2. the Company issued the Shares without disclosure to investors under Part 6D.2 of the Act;
3. as at the date of this notice, the Company has complied with:
 - (a) the provisions of Chapter 2M of the Act as they apply to the Company; and
 - (b) section 674 of the Act; and
4. as at the date of this notice, there is no information that is ‘excluded information’ (within the meaning of section 708A(7) and section 708A(8) of the Act) which is required to be disclosed by the Company.

Authorised for release by the Board of Directors.

Yours faithfully,



Andrew Hensher
Group General Counsel
and Company Secretary