



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

via ASX Online

28 July 2025

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

Dear Sir / Madam

Notice of change in interests of substantial holder and under institutional acceptance facility

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 for all of the ordinary shares in PointsBet Holdings Limited (ABN 68 621 179 351) (**PointsBet**) (**Offer**).

Capitalised terms that are not defined in this letter have the meaning given to them in MIXI Australia's bidder's statement dated 17 July 2025 (as supplemented or replaced from time to time) (**Bidder's Statement**).

Since MIXI Australia's previous notice of change of interests dated 24 July 2025, the aggregate number of PointsBet Shares in respect of which:

- Acceptance Instructions (in the form of acceptance forms and/or directions to custodians to accept the Offer) are held subject to the Institutional Acceptance Facility; and
- MIXI Australia has a relevant interest (pursuant to acceptances of the Offer or pursuant to the Pre-Bid Acceptance Agreements),

as a percentage of the total number of PointsBet Shares on issue, has changed from 11.71% (as reported on 24 July 2025) to 14.98% (as at 7.00pm on 25 July 2025).

The following table identifies separately and in aggregate the changes in those two categories:

	Number of PointsBet Shares		Percentage of PointsBet Shares	
	Previous Notice*	Current Notice	Previous Notice*	Current Notice
Subject of Acceptance Instructions	N/A	575,862	N/A	0.17%
Relevant interest	39,428,714	49,897,810	11.71%	14.81%
Total	39,428,714	50,473,672	11.71%	14.98%

* As reported on 24 July 2025.



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PointsBet Shares which are the subject of Acceptance Instructions under the Institutional Acceptance Facility do not, at this stage, constitute formal acceptances of the Offer and may be withdrawn at any time prior to the preconditions being met for the Institutional Acceptance Facility Operator to release those acceptances.

Pursuant to the terms of the Institutional Acceptance Facility, upon satisfaction of the IAF Triggering Condition, being that MIXI Australia declares the Offer unconditional or otherwise states that it will declare the Offer unconditional (subject to the processing of Acceptance Instructions), MIXI Australia may deliver a Confirmation Notice to the Institutional Acceptance Facility Operator.

Accordingly, the PointsBet Shares in which MIXI Australia has a relevant interest (as set out in the table above) do not include the PointsBet Shares the subject of Acceptance Instructions, in accordance with section 609A of the Corporations Act.

Immediately after MIXI Australia provides the Confirmation Notice to the Institutional Acceptance Facility Operator, the Institutional Acceptance Facility Operator must release those Acceptance Instructions. MIXI Australia will acquire a relevant interest in the PointsBet Shares the subject of the Institutional Acceptance Facility once those Acceptance Instructions are released.

Further details regarding the Institutional Acceptance Facility are set out in section 9.4 of the Bidder's Statement.

A Form 604 (*Notice of change in interests of substantial holder*) in relation to the change in MIXI Australia's relevant interest (as recorded in the table above) in PointsBet is **attached**.

Yours sincerely

MIXI Australia Pty Ltd

Taishi Oba
Director

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Form 604
Corporations Act 2001 (Act)
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme PointsBet Holdings Limited (PointsBet)

ACN/ARSN/APFRN (if applicable) ACN 621 179 351

NFPFRN (if applicable)

1. Details of substantial holder (1)

Name MIXI Australia Pty Ltd (MIXI Australia) and MIXI, Inc.

ACN/ARSN/APFRN (if applicable) ACN 681 434 640

NFPFRN (if applicable)

There was a change in the interests of the
substantial holder on

25/07/2025

The previous notice was given to the company on

25/07/2025

The previous notice was dated

24/07/2025

2. Previous and present 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 when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Fully paid ordinary shares (ORD)	39,428,714	11.71%	49,897,810	14.81%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
25/07/25	MIXI Australia and MIXI, Inc.	Acquisition of relevant interest pursuant to acceptances of offers dated 22 July 2025 made by MIXI Australia under its off-market takeover bid to acquire all of the ordinary shares in PointsBet (Offer) as set out in its bidder's statement dated 17 July 2025	The Offer Price payable under the terms of the Offer	ORD 10,469,096	10,469,096

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
MIXI Australia and MIXI, Inc.	PointsBet shareholders who have accepted the Offer	Subject to the terms of the Offer, MIXI Australia	Relevant interest under section 608(1) of the Corporations Act pursuant to acceptances of the Offers. The ordinary shares which are the subject of acceptances of the Offer have not yet been transferred into the name of MIXI Australia. The power of MIXI Australia to vote or dispose of the ordinary shares that are the subject of acceptances is qualified as the Offer has not been declared unconditional and MIXI Australia is not presently registered as the holder of the ordinary shares.	ORD 19,063,415	19,063,415
	Bennelong Long Short Equity Management Pty Ltd (ACN 118 724 173) (Bennelong)	MIXI Australia may become entitled to be registered as holder of the relevant securities pursuant to the Bennelong PBAA	MIXI Australia and MIXI, Inc. have a relevant interest under section 608(1)(c) of the Act pursuant to a pre-bid acceptance agreement dated 16 July 2025 between MIXI Australia and Bennelong, a copy of which is annexed to the Form 603 of MIXI Australia lodged on 17/07/2025 (Bennelong PBAA)	ORD 9,286,588	9,286,588
	Pictet Asset Management (Singapore) Pte Ltd (Pictet)	MIXI Australia may become entitled to be registered as holder of the relevant securities pursuant to the Pictet PBAA	MIXI Australia and MIXI, Inc. have a relevant interest under section 608(1)(c) of the Act pursuant to a pre-bid acceptance agreement dated 16 July 2025 between MIXI Australia and Pictet, a copy of which is annexed to the Form 603 of MIXI Australia lodged on 17/07/2025 (Pictet PBAA)	ORD 21,547,807	21,547,807

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

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

6. Addresses

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

Name	Address
MIXI Australia	Level 13, 350 Collins Street Melbourne, VIC 3000
MIXI, Inc.	Shibuya Scramble Square 36F, 2-24-12 Shibuya, Shibuya-ku Tokyo 150-6136 Japan

Bennelong	Level 1, 9 Queen St, Melbourne VIC 3000
Pictet	Marina Bay Financial Centre, 10 Marina Blvd #22-01 Tower 2, Singapore 018983

Signature

print name Taishi Oba

capacity Director

sign here

大場 大史

date 28/07/2025

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 6 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 person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
 - (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. 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.
- (7) Details of the consideration must include any and all benefits, money 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 on 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.
 - (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) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.