

20 July 2018

\$6.7 MILLION ACCELERATED NON-RENOUNCEABLE ENTITLEMENT OFFER

The BetMakers Holdings Limited (ASX: TBH) ("**TBH**") is pleased to announce an accelerated non-renounceable entitlement offer. Eligible shareholders will be entitled to one (1) new fully paid ordinary share ("**New Shares**") for every two (2) existing shares held in the Company at 7:00pm AEST on Tuesday, 24 July 2018 ("**Record Date**"), at the offer price of 8 cents (\$0.08) per New Share to raise approximately \$6.7 million (before costs of the offer) ("**Offer**").

The Offer includes an institutional component ("**Institutional Offer**") and a retail component ("**Retail Offer**").

The funds raised from this Offer will be used as follows:

- The Company is looking to increase its product suite for the wholesale Data & Analytics division of the business and will use funds to continue development and monetisation of these products.
- The Company has entered into binding agreements with both Dynamic Odds and Global Betting Services and will use funds raised in the Retail Offer to complete these transactions and the make the initial payments to control the entities (should the conditions precedent to each transaction be satisfied or waived)*.

Please note that Option Holders will not be eligible to participate in the Offer (with respect to any Shares that underlie their Options) unless they first exercise some or all of their Options in accordance with the Option terms. In order to take up the Offer, Option Holders will be required to complete the exercise of their options before the record date of Tuesday, 24 July 2018.

Any Option Holder who wishes to exercise some or all of their Options (provided the Options are eligible to be exercised on their terms) should contact the Company by Monday 23 July 2018."

The Offer is only being made available to those shareholders who have a registered address in Australia or New Zealand.

As this is a non-renounceable offer, the entitlement will not be tradeable on ASX. Eligible shareholders who do not wish to take up their entitlement will not receive any benefit from those entitlements.

The offer document relating to the Retail Offer ("**Retail Offer Booklet**") will be released to the ASX on Tuesday, 24 July 2018 and will be mailed to the eligible retail shareholders on Friday, 27 July 2018. Eligible retail shareholders will also receive a personalised entitlement and Acceptance Form.

Proposed Timetable

The current proposed timetable of the Offer is as follows:

Institutional Offer Opens	20 July 2018
Institutional Offer Results	24 July 2018
Record Date for Retail Offer	24 July 2018

* While further payments are required for both acquisitions, given the companies are profitable, management believe the final payments will be funded through a combination of: cash at hand at the time, profit generated during the next 12 months, or further capital raise.

Retail Offer Booklet, together with Personalised Offer and Acceptance Form Dispatched to Eligible Retail Shareholders	27 July 2018
Retail Offer Opens	27 July 2018
Settlement of Institutional Offer	31 July 2018
Quotation of New Shares issued under Institutional Offer	1 August 2018
Retail Offer Closing Date*	7 August 2018
Retail Offer Results	10 August 2018
Settlement of Retail Offer	14 August 2018
Anticipated Date of Issue of New Shares under the Retail Offer	14 August 2018
Quotation of New Shares issued under Retail Offer	15 August 2018
Dispatch of Holding Statements	16 August 2018

* Subject to the ASX Listing Rules, the directors of TBH retain the right to extend the closing date of the Offer at their discretion. Any extension of the Closing Date will have consequential effect on the anticipated date for issue of the Shares.

The dates and times listed above are indicative only and subject to change. TBH reserves the right to amend the above timetable without notice subject to the *Corporations Act 2001* (Cth) ("**Corporations Act**"), the ASX Listing Rules and other applicable laws.

Cleansing notice

This notice is given by TBH under section 708AA(2)(f) of the Corporations Act, as modified by ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84 ("**ASIC Instrument 2016/84**").

Requirement under section 708AA(7) of the Corporations Act

As per section 708AA(7) of the Corporations Act, TBH advises that:

- a) the New Shares will be issued without disclosure under part 6D.2 of the Corporations Act, as notionally modified by the ASIC Instrument 2016/84;
- b) this notice is given under section 708AA(2)(f) of the Corporations Act, as notionally modified by ASIC Instrument 2016/84;
- c) as at the date of this notice, TBH has complied with:
 - (i) the provisions of Chapter 2M of the Corporations Act as they apply to TBH; and
 - (ii) section 674 of the Corporations Act;
- d) as at the date of this notice, there is no excluded information of the type referred to in sections 708AA(8) and 708AA(9) of the Corporations Act, as notionally modified by the ASIC Instrument 2016/84; and
- e) the potential effect the issue of the New Shares will have on the control of TBH, and the consequences of that, is set out below.

Effect of the Offer on Control

TBH does not expect the issue of New Shares under the Offer to have a material effect or consequence on the control of TBH, but this is dependent on whether eligible shareholders will be taking up their entitlement to New Shares.

The potential effect that the issue of New Shares under the Offer will have on TBH is as follows:

- (a) if all eligible shareholders take up their entitlements under the Offer, the issue of New Shares under the Offer will have no material effect on the control of TBH and shareholders will retain the same percentage interest in TBH, subject only to minimal changes resulting from ineligible shareholders being unable to participate in the Offer; or
- (b) if a shareholder does not take up their full entitlement, their interest will be diluted relative to those eligible shareholders who do take up their entitlements and relative to those who apply for, and are issued, New Shares under the Shortfall Facility. Acceptance of entitlements or the placement of any of the Shortfall Facility may also result in existing shareholders significantly increasing their interest in the Company or obtaining a substantial interest in the Company.

Therefore, it is not possible to predict the effect of the Offer on the control of TBH.

For further information, please contact:

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