

28 June 2018

### Clarification of DynamicOdds Deal

The BetMakers Holdings Limited (ASX:TBH) (“**TBH**” or the “**Company**”) wishes to provide clarification in relation to a particular component of the agreement with DynamicOdds Pty Ltd (**DynamicOdds**) which was announced to the market on 14 June 2018 (**Previous Announcement**). As disclosed in the Previous Announcement, within 12 months of completion of the acquisition of assets from C.D.K Software Limited (**CDK**) and 100% of the shares in DynamicOdds (**Completion**), the Company must:

- a. pay to CDK \$7.5m in cash; or
- b. issue shares in TBH (“**TBH Shares**”) to the value of \$7.5m (“**CDK Balance**”). If TBH elects to settle the CDK Balance by issuing TBH Shares, CDK may require TBH to pay up to \$5.5m of the CDK Balance in cash, with the remainder satisfied by way of issue of TBH Shares.

The Company wishes to clarify that there is no agreement to issue TBH Shares to CDK or the DO Shareholders on the basis that the Company has a discretion as to whether to satisfy the \$7.5m payment either via the issue of shares or a cash payment.

If the Company elects to exercise its discretion to issue the TBH Shares in full or partial satisfaction of this payment, the Company may issue these shares under its 15% placement capacity under ASX Listing Rule 7.1 or, if it does not have enough capacity to issue the shares under ASX Listing Rule 7.1, it will seek prior shareholder approval to the issue of those shares.

For further information, please contact:

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#### **Disclaimer**

This announcement contains “forward-looking statements.” These can be identified by words such as “may”, “should”, “anticipate”, “believe”, “intend”, “estimate”, and “expect”. Statements which are not based on historic or current facts may be forward-looking statements. Forward-looking statements are based on:

- (a) assumptions regarding the Company’s financial position, business strategies, plans and objectives of management for future operations and development and the environment in which the Company will operate; and
- (b) current views, expectations and beliefs as at the date they are expressed and which are subject to various risks and uncertainties.

The forward-looking statements contained within the announcement are not guarantees or assurances of future performance and involve known and unknown risks, uncertainties and other factors, many of which are beyond the control of the Company, which may cause the actual results, performance or achievements of the Company to differ materially from those expressed or implied by forward-looking statements. For example, the factors that are likely to affect the results of the Company include: general economic conditions in Australia and globally; exchange rates; competition in the markets in which the Company does and will operate; weather and climate conditions; technology and infrastructure; conduct of contracted counterparties; and the inherent regulatory risks in the businesses of the Company. The forward-looking statements contained in this announcement should not be taken as implying that the assumptions on which the projections have been prepared are correct or exhaustive. The Company disclaims any responsibility for the accuracy or completeness of any forward-looking statement. The Company disclaims any responsibility to update or revise any forward-looking statement to reflect any change in the Company’s financial condition, status or affairs or any change in the events, conditions or circumstances on which a statement is based, except as required by law. The data, projections or forecasts included in this announcement have not been audited, examined or otherwise reviewed by the independent auditors of the Company. You must not place undue reliance on these forward-looking statements.