

Scheme of Arrangement

Auckland, New Zealand | Redmond, Washington; Colorado Springs, Colorado; Plano, Texas, US – 21 February 2023 (NZT)

Pushpay Holdings Limited (NZSX:PPH, ASX:PPH, 'Pushpay' or 'the Company') advises that it has today sent the attached document to shareholders who are registered to receive electronic communications and is in the process of mailing a hard copy to other shareholders.

In summary, the shareholder communication:

- sets out voting information for the scheme of arrangement under which Pegasus Bidco Limited proposes to acquire all of the shares in Pushpay;
- advises shareholders that Pushpay has answered certain Frequently Asked Questions in respect of the Scheme;
- advises shareholders of Pushpay's 7 February 2023 updated revenue and earnings guidance (and provides context for that update); and
- corrects a small number of errors that have been discovered in the Independent Adviser's Report that relates to the Scheme. The correction of these errors does not change the Independent Adviser's valuation range for the Pushpay shares or the Independent Adviser's assessment of the merits of the Scheme.

Pushpay's Non-Conflicted Directors re-iterate their unanimous recommendation that shareholders should vote in favour of the Scheme, and undertake to vote all of their own Pushpay shares in favour of the Scheme, in the absence of a superior proposal. The Non-Conflicted Directors believe the Scheme represents compelling risk adjusted value for shareholders. It provides shareholders with an opportunity to accelerate a capital return, while also mitigating the risks and uncertainties that are otherwise involved in delivering the opportunities from executing Pushpay's strategic plan over time. Since the announcement of the Scheme Implementation Agreement on 28 October 2022, no superior proposal has emerged and the Non-Conflicted Directors believe that a superior proposal is unlikely to emerge.

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This announcement is authorised by Graham Shaw (Independent Chairman) and Molly Matthews (Chief Executive Officer) of Pushpay Holdings Limited.

About Pushpay

Pushpay provides a donor management system, including donor tools, finance tools and a custom community app, a church management system (ChMS), and video streaming solutions to the faith sector, non-profit organisations and education providers located predominantly in the United States (US) and other jurisdictions. Our leading solutions simplify engagement, payments and administration, enabling our Customers to increase participation and build stronger relationships with their communities.

Church Community Builder and Resi Media LLC (Resi) are subsidiaries of Pushpay Holdings Limited. Church Community Builder provides a Software as a Service (SaaS) church management system that churches use to connect and communicate with their community members, record member service history, track online giving and perform a range of administrative functions. Resi is a high growth SaaS company that provides end-to-end live video streaming solutions enabled by hardware products predominantly to the faith sector, whilst also servicing commercial, non-profit organisations and education providers in the US.

Pushpay is an award-winning company. For more information visit www.pushpay.com/investors/awards.

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