Appendix 3B

Proposed issue of +securities

Information and documents given to ASX become ASX's property and may be made public.

If you are an entity incorporated outside Australia and you are proposing to issue a new class of +securities other than CDIs, you will need to obtain and provide an International Securities Identification Number (ISIN) for that class. For offers where the +securities proposed to be issued are in an existing class of security, and the event timetable includes rights (or entitlement for non-renounceable issues), and deferred settlement trading or a representation of such, ASX requires the issuer to advise ASX of the ISIN code for the rights (or entitlement), and deferred settlement trading. This code will be different to the existing class. If the securities do not rank equally with the existing class, the same ISIN code will be used for that security to continue to be quoted while it does not rank.

Further information on the requirement for the notification of an ISIN is available from the Create Online Forms page. ASX is unable to create the new ISIN for non-Australian issuers.

*Denotes minimum information required for first lodgement of this form, with exceptions provided in specific notes for certain questions. The balance of the information, where applicable, must be provided as soon as reasonably practicable by the entity. Part 1 – Entity and announcement details

Question no	Question	Answer
1.1	*Name of entity	CLIME CAPITAL LIMITED
	We (the entity here named) give ASX the following information about a proposed issue of *securities and, if ASX agrees to *quote any of the *securities (including any rights) on a *deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.	
	If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).	

⁺ See chapter 19 for defined terms

5 June 2021

1.2	*Registration type and number Please supply your ABN, ARSN, ARBN, ACN or another registration type and number (if you supply another registration type, please specify both the type of registration and the registration number).	ABN 99 106 282 777
1.3	*ASX issuer code	CAM
1.4	*This announcement is	
	Tick whichever is applicable.	☐ An update/amendment to a previous announcement
		☐ A cancellation of a previous announcement
1.4a	*Reason for update	N/A
	Answer this question if your response to Q 1.4 is "An update/amendment to previous announcement". A reason must be provided for an update.	
1.4b	*Date of previous announcement(s) to this update Answer this question if your response to Q 1.4 is "An update/amendment to previous announcement".	N/A
1.4c	*Reason for cancellation Answer this question if your response to Q 1.4 is "A cancellation of previous announcement".	N/A
1.4d	*Date of previous announcement(s) to this cancellation Answer this question if your response to Q 1.4 is "A cancellation of previous announcement".	N/A
1.5	*Date of this announcement	1 November 2021
1.6	*The proposed issue is:	☐ A +bonus issue (complete Parts 2 and 8)
	Note: You can select more than one type of issue (e.g. an offer of securities under a securities purchase	☐ A standard +pro rata issue (non-renounceable or renounceable) (complete Q1.6a and Parts 3 and 8)
	plan and a placement, however ASX may restrict certain events from being announced concurrently). Please contact your ASX listings compliance adviser if you are unsure.	☐ An accelerated offer (complete Q1.6b and Parts 3 and 8)
		☐ An offer of +securities under a +securities purchase plan (complete Parts 4 and 8)
		 ⊠ A non-+pro rata offer of +securities under a +disclosure document or +PDS (complete Parts 5 and 8)
		☐ A non-+pro rata offer to wholesale investors under an information memorandum (complete Parts 6 and 8)
		☐ A placement or other type of issue (complete Parts 7 and 8)

1.6a	*The proposed standard +pro rata issue is: Answer this question if your response to Q1.6 is "A standard pro rata issue (non-renounceable or renounceable)." Select one item from the list An issuer whose securities are currently suspended from trading cannot proceed with an entitlement offer that allows rights trading. If your securities are currently suspended, please consult your ASX listings compliance adviser before proceeding further.	□ Non-renounceable □ Renounceable
1.6b	*The proposed accelerated offer is: Answer this question if your response to Q1.6 is "An accelerated offer" Select one item from the list An issuer whose securities are currently suspended from trading cannot proceed with an entitlement offer that allows rights trading. If your securities are currently suspended, please consult your ASX listings compliance adviser before proceeding further.	 □ Accelerated non-renounceable entitlement offer (commonly known as a JUMBO or ANREO) □ Accelerated renounceable entitlement offer (commonly known as an AREO) □ Simultaneous accelerated renounceable entitlement offer (commonly known as a SAREO) □ Accelerated renounceable entitlement offer with dual book-build structure (commonly known as a RAPIDS) □ Accelerated renounceable entitlement offer with retail rights trading (commonly known as a PAITREO)

Part 5 – Details of proposed non-pro rata offer under a +disclosure document or +PDS

If your response to Q1.6 is "A non-pro rata offer of securities under a disclosure document or PDS", please complete Parts 5A – 5F and the details of the securities proposed to be issued in Part 8.

Part 5A - Proposed non-pro rata offer under a +disclosure document or +PDS – conditions

Question No.	Question	Answer
5A.1	*Do any external approvals need to be obtained or other conditions satisfied before the non-pro rata offer of +securities under a +disclosure document or + PDS can proceed on an unconditional basis? For example, this could include: +Security holder approval Court approval Lodgement of court order with +ASIC ACCC approval FIRB approval Disregard any approvals that have already been obtained or conditions that have already been satisfied.	No
5A.1a	Conditions Answer these questions if your response to 5A.1 is "Yes"	:

*Approval/ condition Type Select the applicable approval/condition from the list (ignore those that are not applicable). More than one approval/condition can be selected.	*Date for determination The 'date for determination' is the date that you expect to know if the approval is given or condition is satisfied (for example, the date of the security holder meeting in the case of security holder approval or the date of the court hearing in the case of court approval).	*Is the date estimated or actual?	**Approval received/ condition met? Please respond "Yes" or "No". Only answer this question when you know the outcome of the approval.	Comments
+Security holder approval				
Court approval				
Lodgement of court order with +ASIC				
ACCC approval				
FIRB approval				
Other (please specify in comment section)				

Part 5B – Proposed non-pro rata offer under a +disclosure document or +PDS – offer details

Question No.	Question	Answer
5B.1	*Class of +securities to be offered under the +disclosure document or +PDS (please enter both the ASX security code & description)	CAMG Convertible Notes Interest rate: 5.25% per annum Maturity Date: 30 November 2025
5B.2	*The number of +securities to be offered under the +disclosure document or +PDS If the number of securities proposed to be issued is based on a formula linked to a variable (for example, VWAP or an exchange rate or interest rate), include the number of securities based on the variable as at the date the Appendix 3B is lodged with ASX and add a note in the "Any other information the entity wishes to provide about the proposed offer" field at the end of this form making it clear that this number is based on the variable as at the date of the Appendix 3B and that it may change.	Up to a maximum of 35,000,000 (the exact number of securities issued under the disclosure document will depend on how many existing CAMG Convertible Notes remain on issue after 30 November 2021, as well as whether shareholder approval for ASX Listing Rule 7.1 purposes is obtained)
5B.3	*Will the offer be conditional on applications for a minimum number of +securities being received or a minimum amount being raised (i.e. a minimum subscription condition)?	No
5B.3a	*Describe the minimum subscription condition Answer this question if your response to Q5B.3 is "Yes".	N/A
5B.4	*Will the entity be entitled to accept over- subscriptions?	No

⁺ See chapter 19 for defined terms

5B.4a	*Provide details of the number or value of	N/A
55.4a	over-subscriptions that the entity may accept	
	Answer this question if your response to Q5B.4 is "Yes".	
5B.5	*Will individual investors be required to accept the offer for a minimum number or value of +securities (i.e. a minimum acceptance condition)?	Yes
5B.5a	*Describe the minimum acceptance condition Answer this question if your response to Q5B.5 is "Yes".	\$2,000
5B.6	*Will individual investors be limited to accepting the offer for a maximum number or value of +securities (i.e. a maximum acceptance condition)?	No
5B.6a	*Describe the maximum acceptance condition Answer this question if your response to Q5B.6 is "Yes".	N/A
5B.7	*Will a scale back be applied if the offer is over-subscribed?	Yes
5B.7a	*Describe the scale back arrangements Answer this question if your response to Q5B.7 is "Yes".	Any scale back of securities offered under the disclosure document will be done at the absolute discretion of the board of the Company. If the applications are scaled-back, the scaled-back application monies will be returned to the applicant without interest.
5B.8	*In what currency will the offer be made? For example, if the consideration for the issue is payable in Australian Dollars, state AUD.	AUD
5B.9	*Has the offer price been determined?	Yes
5B.9a	*What is the offer price per +security? Answer this question if your response to Q5B.9 is "Yes" using the currency specified in your answer to Q5B.8.	\$1.00
5B.9b	*How and when will the offer price be determined?	N/A
	Answer this question if your response to Q5B.9 is "No".	
5B.9c	*Will the offer price be determined by way of a bookbuild?	Yes or No
	Answer this question if your response to Q5B.9 is "No". If your response to this question is "Yes", please note the information that ASX expects to be announced about the results of the bookbuild set out in section 4.12 of Guidance Note 30 Notifying an Issue of Securities and Applying for their Quotation.	
5B.9d	*Provide details of the parameters that will apply to the bookbuild (e.g. the indicative price range for the bookbuild) Answer this question if your response to Q5B.9 is "No" and your response to Q5B.9c is "Yes".	N/A

⁺ See chapter 19 for defined terms 5 June 2021

Part 5C – Proposed non-pro rata offer under a +disclosure document or +PDS – timetable

Question No.	Question	Answer
5C.1	*Lodgement date of +disclosure document or +PDS with ASIC	27/10/2021
	Note: If the securities are to be quoted on ASX, you must lodge an Appendix 2A Application for Quotation of Securities with ASX within 7 days of this date.	
5C.2	*Date when +disclosure document or +PDS and acceptance forms will be made available to investors	18/11/2021
5C.3	*Offer open date	18/11/2021
5C.4	*Closing date for receipt of acceptances	26/11/2021
5C.5	[deleted]	
5C.6	*Proposed +issue date	1/12/2021

Part 5D – Proposed non-pro rata offer under a +disclosure document or +PDS – listing rule requirements

Question No.	Question	Answer
5D.1	*Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?	Yes
	Answer this question if the issuer is an ASX Listing (i.e. not an ASX Debt Listing or ASX Foreign Exempt Listing).	
	If the issuer has obtained security holder approval for part of the issue only and is therefore relying on its placement capacity under listing rule 7.1 and/or listing rule 7.1A for the remainder of the issue, the response should be 'no'.	
5D.1a	*Date of meeting or proposed meeting to approve the issue under listing rule 7.1 Answer this question if the issuer is an ASX Listing and your response to Q5D.1 is "Yes".	18 November 2021
5D.1b	*Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?	Yes or No
	Answer this question if the issuer is an ASX Listing and your response to Q5D.1 is "No".	

5 June 2021

5D.1b(i)	*How many +securities are proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1? Answer this question if the issuer is an ASX Listing, your response to Q5D.1 is "No" and your response to Q5D.1 b is "Yes". Please complete and separately send by email to your ASX listings adviser a work sheet in the form of Annexure B to Guidance Note 21 confirming the entity has the available capacity under listing rule 7.1 to issue that number of securities.	
5D.1c	*Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)? Answer this question if the issuer is an ASX Listing and your response to Q5D.1 is "No".	Yes or No
5D.1c(i)	*How many +securities are proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A? Answer this question if the issuer is an ASX Listing, your response to Q5D.1 is "No" and your response to Q5D.1c is "Yes". Please complete and separately send by email to your ASX listings adviser a work sheet in the form of Annexure C to Guidance Note 21 confirming the entity has the available capacity under listing rule 7.1A to issue that number of securities.	
5D.2	*Is a party referred to in listing rule 10.11 participating in the proposed issue?	No

Part 5E – Proposed non-pro rata offer under a disclosure document or PDS – fees and expenses

Question No.	Question	Answer
5E.1	*Will there be a lead manager or broker to the proposed offer?	Yes
5E.1a	*Who is the lead manager/broker? Answer this question if your response to Q5E.1 is "Yes".	Morgans Financial Limited

Page 7

"What fee, commission or other or consideration is payable to them for acting as lead manager/broker? Answer this question if your response to QSE.1 is response to QSE.1 is an addition, the Lead Manager will be paid an Application Fee of 1.25% (inclusive of GST) of the total proceeds of the Broker Firm Offer raised by the Lead Manager and its Participating Brokers from participating Wholesale and Sophisticated Clients and Retail Clients. The Company has agreed to pay or reimburse the Lead Manager for all reasonable legal costs and expenses incurred by it in connection with the Offer, of up to \$15,000 (exclusive of GST) and disbursements), as well as other additional out of pocket expenses. The Company has agreed to pay or reimburse the Lead Manager for all reasonable legal costs and expenses incurred by it in connection with the Offer, of up to \$15,000 (exclusive of GST) and disbursements), as well as other additional out of pocket expenses. The Company has agreed to pay or reimburse the Lead Manager for all reasonable legal costs and expenses incurred by it in connection with the Offer, of up to \$15,000 (exclusive of GST) and disbursements), as well as other additional out of pocket expenses. No The Company has agreed to pay or reimburse the Lead Manager for all reasonable legal costs and expenses incurred by it in connection with the Offer. No "Who are the underwriter(s)? Answer this question if your response to Q5E2 is "Yes". Note: This includes any applicable discount the underwriter receives to the sixue price payable by participants in the offer. The Company has agreed to pay or reimburse the question if your response to Q5E2 is "Yes". Yes or No Yes or No The Lead Manager fee 1.25%. Note: If your response to Q5E2 is Yes". Note: If your response is "Yes", this will require security holder approval under fisting rule 10.11, the paid of your pay is the payon to the issue ris an ASX Listing (i.e., of an ASX Det Listing or ASX Foreign Exempt Listing and your response to Q5E2 is Yes".			The Lead Manager will be resident formal
"Yes". In addition, the Lead Manager will be paid an Application Fee of 1.25% (inclusive of GST) of the total proceeds of the Broker Firm Offer raised by the Lead Manager and its Participating Brokers from participating Wholesale and Sophisticated Clients and Retail Clients. The Company has agreed to pay or reimburse the Lead Manager for all reasonable legal costs and expenses incurred by it in connection with the Offer, of up to \$15,000 (exclusive of GST and disbursements), as well as other additional out of pocket expenses. 5E.22 *Is the proposed offer to be underwritten? **Who are the underwriter(s)?* *Answer this question if your response to Q5E.2 is "Yes". 5E.2b *What is the extent of the underwriting (i.e. the amount or proportion of the offer that is underwritten)? **Answer this question if your response to Q5E.2 is "Yes". **Se.* **Note: This includes any applicable discount the underwriter receives to the issue price payable by participants in the offer. **E.2d **Provide a summary of the significant events that could lead to the underwriting being terminated Answer this question if your response to Q5E.2 is "Yes". **Yes". **Yes". **Yes". **Yes". **Yes". **Yes or No underwriting question if the issue rise an ASX but string (i.e. not an ASX both string or ASX Poneign Exempt Listing an ASX Poneign Exempt Listing and your response is "Yes". Wait will require security. **Note: Hyour response is "Yes". Wis will require security.	5E.1b	consideration is payable to them for acting as lead manager/broker?	
reimburse the Lead Manager for all reasonable legal costs and expenses incurred by it in connection with the Offer, of up to \$15,000 (exclusive of GST and disbursements), as well as other additional out of pocket expenses. 5E.2 *Is the proposed offer to be underwritten? No 5E.2a *Who are the underwriter(s)? Answer this question if your response to Q5E.2 is "Yes". 5E.2b *What is the extent of the underwriting (i.e. the amount or proportion of the offer that is underwriter); answer this question if your response to Q5E.2 is "Yes". 5E.2c *What fees, commissions or other consideration are payable to them for acting as underwriter(s)? Answer this question if your response to Q5E.2 is "Yes". Note: This includes any applicable discount the underwriter receives to the issue price payable by participants in the offer. 5E.2d *Provide a summary of the significant events that could lead to the underwriting being terminated Answer this question if your response to Q5E.2 is "Yes". You may cross-refer to another document with this information provided it has been released on the ASX Market Announcements Platform. 5E.2e *Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer? Answer this question if the issuer is an ASX Listing (i.e. not an ASX Debt Listing or ASX Foreign Exempt Listing) and your response in Q5E.2 is "Yes". Note: If your response is "Yes", list will require security.			paid an Application Fee of 1.25% (inclusive of GST) of the total proceeds of the Broker Firm Offer raised by the Lead Manager and its Participating Brokers from participating Wholesale and
5E.2a "Who are the underwriter(s)? Answer this question if your response to Q5E.2 is "Yes". 5E.2b "What is the extent of the underwriting (i.e. the amount or proportion of the offer that is underwritten)? Answer this question if your response to Q5E.2 is "Yes". 5E.2c "What fees, commissions or other consideration are payable to them for acting as underwriter(s)? Answer this question if your response to Q5E.2 is "Yes". Note: This includes any applicable discount the underwriter receives to the issue price payable by participants in the offer. 5E.2d "Provide a summary of the significant events that could lead to the underwriting being terminated Answer this question if your response to Q5E.2 is "Yes". You may cross-refer to another document with this information provided it has been released on the ASX Market Announcements Platform. 5E.2e "Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer? Answer this question if the Issuer is an ASX Listing (i.e. not an ASX Debt Listing) or ASX Foreign Exempt Listing) and your response is "Yes". Note: If your response is "Yes", this will require security			reimburse the Lead Manager for all reasonable legal costs and expenses incurred by it in connection with the Offer, of up to \$15,000 (exclusive of GST and disbursements), as well as other
Answer this question if your response to Q5E.2 is "Yes". 5E.2b "What is the extent of the underwriting (i.e. the amount or proportion of the offer that is underwritten)? Answer this question if your response to Q5E.2 is "Yes". 5E.2c "What fees, commissions or other consideration are payable to them for acting as underwriter(s)? Answer this question if your response to Q5E.2 is "Yes". Note: This includes any applicable discount the underwriter receives to the issue price payable by participants in the offer. 5E.2d "Provide a summary of the significant events that could lead to the underwriting being terminated Answer this question if your response to Q5E.2 is "Yes". You may cross-refer to another document with this information provided it has been released on the ASX Market Announcements Platform. 5E.2e "Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer? Answer this question if the issuer is an ASX Listing (i.e. not an ASX Debt Listing or ASX Foreign Exempt Listing) and your response to SEE.2 is "Yes". Note: If your response is "Yes", this will require security	5E.2	*Is the proposed offer to be underwritten?	No
the amount or proportion of the offer that is underwritten)? Answer this question if your response to Q5E.2 is "Yes". 5E.2c "What fees, commissions or other consideration are payable to them for acting as underwriter(s)? Answer this question if your response to Q5E.2 is "Yes". Note: This includes any applicable discount the underwriter receives to the issue price payable by participants in the offer. 5E.2d "Provide a summary of the significant events that could lead to the underwriting being terminated Answer this question if your response to Q5E.2 is "Yes". You may cross-refer to another document with this information provided it has been released on the ASX Market Announcements Platform. 5E.2e *Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer? Answer this question if the issuer is an ASX Listing (i.e. not an ASX pote Listing) and your response to Q5E.2 is "Yes". Note: If your response is "Yes", this will require security	5E.2a	Answer this question if your response to Q5E.2 is	
*Yes". *What fees, commissions or other consideration are payable to them for acting as underwriter(s)? *Answer this question if your response to Q5E.2 is "Yes". *Note: This includes any applicable discount the underwriter receives to the issue price payable by participants in the offer. *Provide a summary of the significant events that could lead to the underwriting being terminated *Answer this question if your response to Q5E.2 is "Yes". You may cross-refer to another document with this information provided it has been released on the ASX Market Announcements Platform. *Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer? *Answer this question if the issuer is an ASX Listing (i.e. not an ASX Debt Listing or ASX Foreign Exempt Listing) and your response to Q5E.2 is "Yes". *Note: If your response is "Yes", this will require security	5E.2b	the amount or proportion of the offer that is underwritten)?	
consideration are payable to them for acting as underwriter(s)? Answer this question if your response to Q5E.2 is "Yes". Note: This includes any applicable discount the underwriter receives to the issue price payable by participants in the offer. 5E.2d *Provide a summary of the significant events that could lead to the underwriting being terminated Answer this question if your response to Q5E.2 is "Yes". You may cross-refer to another document with this information provided it has been released on the ASX Market Announcements Platform. 5E.2e *Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer? Answer this question if the issuer is an ASX Listing (i.e. not an ASX Debt Listing or ASX Foreign Exempt Listing) and your response to Q5E.2 is "Yes". Note: If your response is "Yes", this will require security			
"Yes". Note: This includes any applicable discount the underwriter receives to the issue price payable by participants in the offer. 5E.2d *Provide a summary of the significant events that could lead to the underwriting being terminated Answer this question if your response to Q5E.2 is "Yes". You may cross-refer to another document with this information provided it has been released on the ASX Market Announcements Platform. 5E.2e *Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer? Answer this question if the issuer is an ASX Listing (i.e. not an ASX Debt Listing or ASX Foreign Exempt Listing) and your response to Q5E.2 is "Yes". Note: If your response is "Yes", this will require security	5E.2c	consideration are payable to them for acting	
*Provide a summary of the significant events that could lead to the underwriting being terminated *Answer this question if your response to Q5E.2 is "Yes". You may cross-refer to another document with this information provided it has been released on the ASX Market Announcements Platform. *Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer? *Answer this question if the issuer is an ASX Listing (i.e. not an ASX Debt Listing or ASX Foreign Exempt Listing) and your response to Q5E.2 is "Yes". Note: If your response is "Yes", this will require security		"Yes". Note: This includes any applicable discount the underwriter receives to the issue price payable by	
*Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer? Answer this question if the issuer is an ASX Listing (i.e. not an ASX Debt Listing or ASX Foreign Exempt Listing) and your response to Q5E.2 is "Yes". Note: If your response is "Yes", this will require security	5E.2d	*Provide a summary of the significant events that could lead to the underwriting being terminated Answer this question if your response to Q5E.2 is "Yes". You may cross-refer to another document with this information provided it has been released on the ASX	
not an ASX Debt Listing or ASX Foreign Exempt Listing) and your response to Q5E.2 is "Yes". Note: If your response is "Yes", this will require security	5E.2e	*Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer?	Yes or No
<u> </u>		not an ASX Debt Listing or ASX Foreign Exempt Listing) and your response to Q5E.2 is "Yes". Note: If your response is "Yes", this will require security	

5E.2e(i)	*What is the name of that party?	
	Answer this question if the issuer is an ASX Listing and your response to Q5E.2e is "Yes".	
	Note: If there is more than one such party acting as underwriter or sub-underwriter include all of their	
	details in this and the next 2 questions.	
5E.2e(ii)	*What is the extent of their underwriting or	
	sub-underwriting (ie the amount or proportion of the issue they have	
	underwritten or sub-underwritten)?	
	Answer this question if the issuer is an ASX Listing and	
FF 20(:::)	your response to Q5E.2e is "Yes".	
5E.2e(iii)	*What fee, commission or other consideration is payable to them for acting	
	as underwriter or sub-underwriter?	
	Answer this question if the issuer is an ASX Listing and your response to Q5E.2e is "Yes".	
	Note: This includes any applicable discount the	
	underwriter or sub-underwriter receives to the issue price payable by participants in the issue.	
5E.3	*Will brokers who lodge acceptances or	Yes
	renunciations on behalf of eligible +security holders be paid a handling fee or	
	commission?	
5E.3a	* Will the handling fee or commission be	Percentage based (%)
	dollar based or percentage based?	_ ` ` .
	Answer this question if your response to Q5E.3 is "Yes".	
5E.3b	*Amount of handling fee or commission	\$
	payable to brokers who lodge acceptances or renunciations on behalf of eligible	
	+security holders	
	Answer this question if your response to Q5E.3 is "Yes"	
5E.3c	and your response to Q5E.3a is "dollar based".	4.25 % Including CCT
3E.30	*Percentage handling fee or commission payable to brokers who lodge acceptances	1.25 % Including GST
	or renunciations on behalf of eligible	
	+security holders	
	Answer this question if your response to Q5E.3 is "Yes" and your response to Q5E.3a is "percentage based".	
5E.3d	Please provide any other relevant	Retail Clients who participate in the
	information about the handling fee or commission method	Broker Firm Offer will be rebated the
	Answer this question if your response to Q5E.3 is	Application Fee paid in respect of their allocation by their Broker. To find out
	"Yes".	more about this rebate, including
		whether you are eligible contact your
		Broker.
		No application fees will be paid (or
		rebated) in respect of proceeds raised via the Priority Offer.
EF 4	Details of any other metarial feet an activity	Retail Clients who participate in the
5E.4	Details of any other material fees or costs to be incurred by the entity in connection with	Broker Firm Offer will be rebated the
	the proposed offer	Application Fee paid in respect of their
		allocation by their Broker.

Part 5F – Proposed non-pro rata offer under a +disclosure document or +PDS – further information

Question No.	Question	Answer
5F.1	*The purpose(s) for which the entity intends to use the cash raised by the proposed offer You may select one or more of the items in the list.	□ For additional working capital
		☐ To pay for the acquisition of an asset [provide details below]
		☐ To pay for services rendered [provide details below]
		☐ Other [provide details below]
		Additional details:
5F.2	*Will the entity be changing its dividend/distribution policy if the proposed issue is successful?	No
5F.2a	*Please explain how the entity will change its dividend/distribution policy if the proposed issue is successful Answer this question if your response to Q5F.2 is "Yes".	
5F.3	*Please explain the entity's allocation policy for the offer, including whether or not acceptances from existing +security holders will be given priority	CAM will seek to provide Applicants under the Priority Offer with an allocation of at least 2,000 CAM Notes (where such Applicants have applied for 2,000 or more CAM Notes) on a reasonable endeavours basis. CAM does not guarantee any minimum allocation and the extent of any allocation will ultimately depend on the number of Applicants under the Priority Offer and the total level of Applications under the Offer. Allocations to brokers and institutional investors under the Broker Firm Offer will
		be determined by CAM, in agreement with the Lead Manager.
5F.4	*URL on the entity's website where investors can download the +disclosure document or +PDS	https://clime.com.au/invest-with- us/clime-capital-limited/
5F.5	Any other information the entity wishes to provide about the proposed offer	Please refer to the Notice of Annual General Meeting and Notice of Meeting of Noteholders for details relating to the Offer.

Part 8 – details of +securities proposed to be issued

Answer the relevant questions in this part for the type of +securities the entity proposes to issue. If the entity is proposing to issue more than one class of security, including free attaching securities, please complete a separate version of Part 8 for each class of security proposed to be issued.

Part 8A - type of +securities proposed to be issued

Question No.	Question	Answer
8A.1	*The +securities proposed to be issued are: Tick whichever is applicable Note: SPP offers must select "existing quoted class"	□ Additional +securities in a class that is already quoted on ASX ("existing quoted class")
		☐ Additional +securities in a class that is not currently quoted, and not intended to be quoted, on ASX ("existing unquoted class")
		□ New +securities in a class that is not yet quoted, but is intended to be quoted, on ASX ("new quoted class")
		☐ New +securities in a class that is not quoted, and not intended to be quoted, on ASX ("new unquoted class")
8A.2	*Any on-sale of the +securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of: Answer this question if your response to Q1.6 is "A standard pro rata issue (non-renounceable or renounceable)", "An accelerated offer", "A non-pro rata offer to wholesale investors under an information memorandum" or "A placement or other type of issue" and your response to Q8A.1 is "existing quoted class" or "new quoted class". Note: Under Appendix 2A of the Listing Rules, when the entity applies for quotation of the securities proposed to be issued, it gives a warranty that an offer of the securities for sale within 12 months after their issue will not require disclosure under section 707(3) or 1012C(6) of the Corporations Act. If you are in any doubt as to the application of, or the entity's capacity to give, this warranty, please see ASIC Regulatory Guide 173 Disclosure for on-sale of securities and other financial products and consult your legal adviser.	□ The publication of a +disclosure document or +PDS for the +securities proposed to be issued
		☐ The publication of a cleansing notice under section 708A(5), 708AA(2)(f), 1012DA(5) or 1012DAA(2)(f)
		☐ The publication of a +disclosure document or +PDS involving the same class of securities as the +securities proposed to be issued that meets the
		requirements of section 708A(11) or 1012DA(11)
		☐ An applicable ASIC instrument or class order
		□ Not applicable – the entity has arrangements in place with the holder that ensure the securities cannot be onsold within 12 months in a manner that would breach section 707(3) or 1012C(6)
		Note: Absent relief from ASIC, a listed entity can only issue a cleansing notice where trading in the relevant securities has not been suspended for more than 5 days during the shorter of: (a) the period during which the class of securities are quoted; and (b) the period of 12 months before the date on which the relevant securities were issued.

Note: If the +securities referred to in this form are being offered under a +disclosure document or +PDS and the entity selects the first or third option in its response to question 8A.1 above (existing quoted class or new quoted class), then by lodging this form with ASX, the entity is taken to have applied for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, the entity will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

5 June 2021

Part 8B – details of +securities proposed to be issued (existing quoted class or existing unquoted class)

Answer the questions in this Part if your response to Q8A.1 is "existing quoted class" or "existing unquoted class".

Question No.	Question	Answer
8B.1	*ASX security code & description	ASX:CAMG Convertible Note Interest rate: 5.25% per annum Maturity Date: 30 November 2025
8B.1a	ISIN Code for the entitlement or right to participate in a non-renounceable issue; or for the tradeable rights created under a renounceable right issue (if Issuer is foreign company and +securities are non CDIs)	
8B.2a	*Will the +securities to be quoted rank equally in all respects from their issue date with the existing issued +securities in that class?	Yes
8B.2b	*Is the actual date from which the +securities will rank equally (non-ranking end date) known? Answer this question if your response to Q8B.2a is "No".	Yes or No
8B.2c	*Provide the actual non-ranking end date Answer this question if your response to Q8B.2a is "No" and your response to Q8B.2b is "Yes".	
8B.2d	*Provide the estimated non-ranking end period Answer this question if your response to Q8B.2a is "No" and your response to Q8B.2b is "No".	
8B.2e	*Please state the extent to which the +securities do not rank equally: • in relation to the next dividend, distribution or interest payment; or • for any other reason Answer this question if your response to Q8B.2a is "No". For example, the securities may not rank at all, or may rank proportionately based on the percentage of the period in question they have been on issue, for the next dividend, distribution or interest payment or they may not be entitled to participate in some other event, such as an entitlement issue.	