

23 October 2023

Institutional Investment

ReNu Energy Limited (**ASX: RNE**) (**ReNu Energy** or the **Company**) is pleased to announce an institutional investment by Towards Net Zero, LLC (the **Investor**). Proceeds from the investment will be used to fund the Company's general working capital requirements.

The investment is comprised of up to three tranches, with each investment being made by the Investor by way of a prepayment for ordinary shares in the Company (**Shares**) to be issued by the Company.

The initial investment will raise \$300,000 as a prepayment for \$348,000 worth of Shares at the Issue Price (see below) and is expected to be received in the next week.

Additionally, the Investor may within 12 months of the initial investment make a second investment of \$500,000 as a prepayment for \$545,000 worth of Shares at the Issue Price.

Finally, a third investment of \$700,000 as a prepayment for Shares worth an equivalent amount at the Issue Price, may be undertaken by mutual consent of the Investor and the Company within 24 months of the initial investment.

The Company will have the right (but no obligation), instead of issuing shares to the Investor, to make a cash payment to the Investor equal to the value of the Shares that would have otherwise been issued, instead of issuing Shares to the Investor. If the Company does not exercise that right, the Company will issue Shares at the Issue Price when requested by the Investor within 24 months of the date of the related prepayment. The number of shares issued by the Company will be determined by applying the Issue Price (as set out below) to the value of Shares to be issued, but subject to the Floor Price (as set out below).

The Issue Price of the Shares will be equal to:

- for the first month after signing – \$0.06 per Share, representing a premium of approximately 107% to the closing price of the Company's shares on 20 October 2023; and
- subject to the Floor Price described below, after the first month – the Issue Price will be the average of five daily volume-weighted average prices selected by the Investor during the 20 consecutive trading days immediately prior to the date of the Investor's notice to issue shares, less a 10% discount, rounded down to the nearest 1/10th of a cent if the share price is at or below 20 cents, or whole cent otherwise.

The Issue Price will, nevertheless, be subject to the Floor Price of \$0.02. If the Issue Price formula would result in a price that is less than the Floor Price, the Company may forego issuing Shares and

instead opt to repay the applicable subscription amount in cash (with a 12% premium), subject to the Investor's right to elect to receive Shares at the Floor Price in lieu of such cash payment.

The Company will make an initial issuance of 1,900,000 Shares to the Investor at the time of the funding of the initial investment, towards the ultimate number of Shares to be issued. Alternatively, in lieu of applying these Shares towards the aggregate number of Shares to be issued by the Company, the Investor may (and will, no later than five business days after the date as of which the Investor no longer has funding obligations to the Company and all the Shares are issued to the Investor in relation to the subscriptions) make a cash payment to the Company equal to the value of these Shares determined using the Issue Price at the time of the payment, unless the Company is de-listed from ASX or suspended from quotation for more 120 days, in which case no payment would be required.

The Company has also agreed to issue 2,086,957 Shares to the Investor at the time of the funding of the initial investment by way of a fee.

All Shares to be issued to the Investor referred to in this announcement (except for any Shares that may be issued under the third tranche investment, which tranche remains subject to the mutual consent of both parties), will be issued without shareholder approval, utilising the Company's placement capacity under Listing Rule 7.1.

This market announcement has been authorised for release to ASX by the ReNu Energy Board. For more information please contact:

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About ReNu Energy (<https://renuenergy.com.au/>)

ReNu Energy's purpose is to strategically drive the transition to a low carbon future. It does this by investing in renewable and clean energy technologies and identifying and developing hydrogen projects to create stakeholder value, enabling the transformation to a low carbon future through collaboration and innovation. ReNu Energy's vision is to be a leader in the renewable and clean energy sector in Australia striving for a sustainable future, producing green hydrogen for domestic use and with a portfolio of domestic and international projects.