

24 April 2024

Dividend Reinvestment Plan Underwriting

Duxton Water Limited (“**the Company**” or “**D20**”) is pleased to announce that it has entered into an underwriting agreement with Petra Capital Pty Ltd (“**Petra Capital**”) under which Petra Capital will underwrite \$4.5 million of the shortfall under the Company’s Dividend Reinvestment Plan (“**DRP**”) in relation to D20’s fully franked dividend of 3.6 cents per share which is payable on 26 April 2024 (“**Underwriting Agreement**”).

D20 considers this as an excellent opportunity to expand its shareholder base and enhance balance sheet flexibility. The funds obtained are expected to initially be offset against the Company’s debt facilities. Furthermore, the Company plans to reinvest the funds into well-priced water entitlements as opportunities arise.

DRP participation

Approximately 14.93% of the Company’s shareholders have elected to reinvest their dividends under the DRP, representing approximately \$820,882 of the total dividend. Shares will be issued under the DRP on the dividend payment date of 26 April 2024 at a 5% discount to the share price based on a 5-day VWAP prior to and inclusive of the record date of 12 April 2024, being \$1.426. \$4.5 million of the shortfall will be underwritten by Petra Capital.

Underwriting arrangements

Petra Capital has agreed to underwrite the shortfall to the DRP by subscribing, or procuring subscriptions, for 3,155,680 shares at \$1.426 per share, expected to be issued on or around 2 May 2024.

A summary of the key terms of the Underwriting Agreement is provided in the appendix to this announcement in accordance with ASX Listing Rule 3.10.9.

This announcement has been authorised for release by the Board of Duxton Water Limited.

Contact Information

For further information or if you have any questions, you can call the Duxton Water Shareholder Information Line on (08) 8130 9500 (within Australia) or +61 8 8130 9500 (outside Australia), from 8:30am to 5.30pm (Adelaide Time), Monday to Friday (excluding public holidays).

<https://www.duxtonwater.com.au/>

Appendix

Details of Underwriting Agreement (ASX Listing Rule 3.10.9)

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| Name of Underwriter | Petra Capital Pty Ltd ABN 95 110 952 782 |
| Extent of the Underwriting | Partially underwritten |
| Underwritten Amount | \$4,500,000 |
| Fee, commissions or other consideration payable to the Underwriter | <p>Cash underwriting fee of 3% (exclusive of GST) of the Underwritten Amount.</p> <p>In accordance with the terms of the DRP, shares will be issued under the DRP at a 5% discount to the share price based on a 5-day VWAP prior to and inclusive of the record date of 12 April 2024, being \$1.426. This discounted share price will apply to the shares applied for by the Underwriter in accordance with the terms of the Underwriting Agreement.</p> |
| Summary of significant events that could lead to the underwriting being terminated | <p>Events that could trigger a right for the Underwriter to terminate are as follows:</p> <ul style="list-style-type: none"> • Material adverse change. There is a material adverse change in the condition (financial or otherwise), assets, earnings, business, affairs, results of operations, management or prospects of the Company from the position disclosed in the information publicly available at the date of the Underwriting Agreement. • Suspension. Trading in the Company's shares is suspended for 1 Trading Day without the prior approval of the Underwriter, or the Company's shares cease to be officially quoted by ASX. • Bank facilities. Any of the Company's debt facilities are void or voidable, terminated or rescinded, breached, altered or amended (other than usual course of business dealings with the Company's bank). • Market fall. The S&P/ASX 300 Index as published by ASX falls by 10% or more from the level as at the close of trading on the date of the Underwriting Agreement and is at or below that level at the close of trading: <ul style="list-style-type: none"> (i) for 2 consecutive Business Days during any time after the date of the Underwriting Agreement; or |



(ii) on the Business Day immediately prior to the allotment date.

- **Hostilities.** There is an outbreak or an escalation of in specified jurisdictions and the Underwriter believes (on reasonable grounds) that the outbreak or escalation is likely to result in the S&P ASX 300 Index falling by the percentage contemplated by the Market Fall paragraph above;
- **Banking Moratorium.** Any of the following occurs:
 - (i) a general moratorium on commercial banking activities in specified jurisdictions is declared, or there is a disruption in commercial banking or security settlement or clearance services in any of those jurisdictions; or
 - (ii) trading in all securities quoted or listed on certain stock exchanges is suspended or limited in a material respect.