



**ReNu Energy Limited**  
**ACN 095 006 090**  
**(to be renamed Janus Electric Holdings Limited)**

## **SECOND SUPPLEMENTARY PROSPECTUS**

### **1. IMPORTANT NOTICE**

This supplementary prospectus (**Second Supplementary Prospectus**) contains particulars of changes to, and supplements, the prospectus dated 25 February 2025 (**Prospectus**) and supplementary prospectus dated 25 March 2025 (**First Supplementary Prospectus**) issued by ReNu Energy Limited ACN 095 006 090 (**ReNu Energy**) for the following offers (**Offers**):

- (a) The Capital Raising Offer – being the offer of a minimum of 40,000,000 New Shares in ReNu Energy and a maximum of 50,000,000 New Shares in ReNu Energy at an Offer Price of \$0.20 per ordinary share to raise a minimum of \$8.0 million and up to a maximum of \$10.0 million;
- (b) The Ancillary Offers – being the:
  - (i) Vendor Offer – offer of New Shares to Target Shareholders and Target Noteholders;
  - (ii) Advisor, Director & Management Offer – offer of New Shares, Director Options and Advisor Options to the Advisors, Directors and Managers;
  - (iii) Loan Note Conversion Offer – offer of New Shares and Loan Note Conversion Options to the Existing Loan Noteholders; and
  - (iv) Cleansing Offer.

This Second Supplementary Prospectus is dated 3 April 2025 and was lodged with the Australian Securities and Investments Commission (**ASIC**) on that date. Neither ASIC nor the Australian Securities Exchange (**ASX**) take any responsibility as to the contents of this Second Supplementary Prospectus.

This Second Supplementary Prospectus must be read together with the Prospectus and the First Supplementary Prospectus in their entirety. To the extent of any inconsistency between this Second Supplementary Prospectus, the First Supplementary Prospectus and the Prospectus, the provisions of this Second Supplementary Prospectus will prevail. Unless otherwise indicated, terms defined and used in the Prospectus have the same meaning in this Second Supplementary Prospectus.

This Second Supplementary Prospectus, the First Supplementary Prospectus and the Prospectus are important documents that should be read together, in their entirety. If you have any questions about the Shares and Options being offered under the Prospectus or any other matter, you should consult your professional advisors.

### **2. OBTAINING A COPY OF THE SECOND SUPPLEMENTARY PROSPECTUS**

This Second Supplementary Prospectus is available electronically on the Company's website at <http://www.renuenergy.com.au/> and on the ASX's website at [www.asx.com.au](http://www.asx.com.au) and will be sent to all Applicants. Paper copies of this Second Supplementary Prospectus can be obtained free of charge during the Offer Period by calling the Offer Information Line on 07 2102 3654 (within Australia) +61 7 2102 3654 (from outside Australia).

### 3. REASON FOR SECOND SUPPLEMENTARY PROSPECTUS

The Board wishes to advise that the Closing Date of the Offers has been extended until 5:00pm (AEST) on 11 April 2025 to allow additional time for several key investors to apply for New Shares under the Capital Raising Offer.

Accordingly, the "Key Offer Information" as set out on page 5 of the Prospectus has been updated as follows:

Completion of the Proposed Divestment	4 April 2025
Closing Date of the Offers (except for the Cleansing Offer)	11 April 2025
Allotment and issue of New Shares under the Capital Raising Offer	16 April 2025
Completion of the Proposed Acquisition under the Vendor Offer, which consists of: <ul style="list-style-type: none"><li>the acquisition of the Target Shares and issue of New Shares to the Target Shareholders; and</li><li>the conversion of the Target Notes and issue of New Shares to the Target Noteholders</li></ul>	16 April 2025
Allotment and issue of: <ul style="list-style-type: none"><li>New Shares, Director Options and Advisor Options under the Advisor, Director &amp; Management Offer; and</li><li>New Shares and Loan Note Conversion Options under the Loan Note Conversion Offer</li></ul>	16 April 2025
Cleansing Offer Closing Date	17 April 2025
Despatch of Holding Statements	17 April 2025
Reinstatement of the Company to trading on the Official List of the ASX	24 April 2025
Shares (including the New Shares) expected to begin trading on ASX (on a normal settlement basis)	24 April 2025

The above dates are subject to change and are indicative only. The Company (in consultation with the Joint Lead Managers) reserves the right to vary the dates and times of the Offers, including to close the Offers early, extend the Offers or accept late Applications, without notifying any recipient of this Prospectus or any Applicants. Applicants are encouraged to submit their Applications as soon as possible after the Offers open. If the Offers are cancelled before the issue of relevant securities, then all Application Monies will be refunded in full (without interest) as soon as practicable in accordance with the requirements of the Corporations Act.

### 4. CONSENTS

ReNu Energy confirms that as at the date of this Second Supplementary Prospectus, each of the parties that have been named as having consented to being named in the Prospectus have not withdrawn that consent.

### 5. NO INVESTOR ACTION REQUIRED

This Second Supplementary Prospectus is within the contemplation of Note 3 to section 719(1) of the Corporations Act. This Second Supplementary Prospectus is not (in the opinion of the Directors of the Company) materially adverse from the point of view of an investor. Accordingly, there are no withdrawal rights attaching to valid applications received to date under the Prospectus and no action needs to be taken if you have already applied for securities under the Offers.

#### **The Priority Offer**

The Priority Offer (part of the Capital Raising Offer) is only open to persons residing in Australia and Institutional Investors in a Permitted Jurisdiction who have been identified by ReNu Energy to participate in the Priority Offer.

Such persons can, following invitation by ReNu Energy, apply online at <https://events.miraqle.com/rne-offer/>, where they will receive a copy of the Prospectus, the First Supplementary Prospectus and this Second Supplementary Prospectus.

If any investor has transferred funds under the Priority Offer and has not provided a completed Application Form (either online or a written Application Form), please contact the Offer Information Line on 07 2102 3654 (within Australia) +61 7 2102 3654 (from outside Australia).

### **The Broker Firm Offer**

The Broker Firm Offer (part of the Capital Raising Offer) is only open to those persons who have received a firm allocation of New Shares from their Broker and who have a registered address in Australia or who are otherwise an Institutional Investor in a Permitted Jurisdiction.

## **6. DIRECTORS' AUTHORISATIONS**

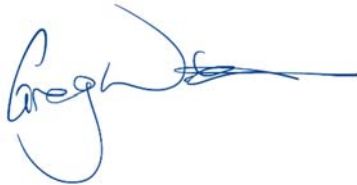
This Second Supplementary Prospectus is issued by ReNu Energy and its issue has been authorised by a resolution of its Directors.

The Directors believe that the Prospectus and the First Supplementary Prospectus when read together with this Second Supplementary Prospectus contains all the information that would be required by sections 710 and 711 of the Corporations Act and does not contain any material statement that is misleading or deceptive.

In accordance with section 720 of the Corporations Act, each Director and Proposed Director has consented to the lodgement of this Second Supplementary Prospectus with ASIC and has not withdrawn that consent prior to lodgement.

Dated: 3 April 2025

Signed for and on behalf of ReNu Energy Limited.



Greg Watson  
Managing Director  
ReNu Energy Limited