
Information Memorandum

Clean TeQ Water Limited

1. Purpose of Information Memorandum

- 1.1 This Information Memorandum has been prepared by Clean TeQ Water Limited (ACN 647 935 948) (**Clean TeQ Water**) in accordance with Listing Rule 1.4 in connection with its application for:
- (a) admission to the official list of the Australia Securities Exchange (**ASX**); and
 - (b) fully paid ordinary shares in the capital of Clean TeQ Water (**Clean TeQ Water Shares**) to be granted official quotation on the securities exchange operated by ASX.
- 1.2 This document is not a disclosure document lodged with the Australian Securities and Investments Commission (**ASIC**) under the *Corporations Act 2001* (Cth) (**Corporations Act**).
- 1.3 This document does not constitute or contain any offer of Clean TeQ Water Shares for subscription, issue or purchase or any invitation to subscribe for, apply for the issue of, or purchase Clean TeQ Water Shares.
- 1.4 Neither ASX nor any of its officers takes any responsibility for the contents of this Information Memorandum.
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2. Incorporation of Demerger Booklet

- 2.1 The following parts of the demerger booklet prepared by Sunrise Energy Metals Limited (ACN 127 457 916) (**Sunrise Energy Metals**) dated 17 May 2021 in connection with the proposed demerger of Clean TeQ Water (**Demerger Booklet**), a copy of which accompanies this Information Memorandum, are taken to be included in this Information Memorandum:
- (a) Important Information (to the extent it relates to Clean TeQ Water);
 - (b) Section 1 Summary of Demerger Proposal (to the extent it relates to Clean TeQ Water);
 - (c) Section 2 Frequently Asked Questions (to the extent it relates to Clean TeQ Water);
 - (d) Section 3 (Advantages, Disadvantages and Risks of the Demerger) (to the extent it relates to Clean TeQ Water);
 - (e) Section 4 (Overview of Clean TeQ Water);
 - (f) Section 5 (Financial Information of Clean TeQ Water)
 - (g) Section 8.9 (Demerger Transaction Documents) and Section 8.10 (Implications if the Demerger does not proceed);
 - (h) Section 9 (Taxation Implications for Sunrise Energy Metals Shareholders) (to the extent it relates to Clean TeQ Water);
 - (i) Section 10 (Risk Factors - Investing in Clean TeQ Water)
 - (j) Section 11.2 (Interests of Sunrise Energy Metals and Clean TeQ Water Directors) (to the extent it relates to Clean TeQ Water), Section 11.3 (Agreements or arrangements with Sunrise Energy Metals Directors in connection with the Demerger), Section 11.4 (Overview of Clean TeQ Water Constitution), Section 11.5 (Regulatory waivers and

consents) (to the extent it relates to Clean TeQ Water), Section 11.6 (Consents and disclaimers), Section 11.7 (Foreign selling restrictions) and Section 11.9 (Supplementary information);

- (k) Section 12 (Glossary);
- (l) Appendix 4 (Investigating Accountant's Report) (to the extent it relates to Clean TeQ Water); and
- (m) Appendix 5 (Independent Expert's Report) (to the extent it relates to Clean TeQ Water).

2.2 Words defined in the Demerger Booklet have the same meaning where used in this Information Memorandum (unless the context otherwise requires).

3. ASX listing

- 3.1 This Information Memorandum contains all the information which would have been required under section 710 of the Corporations Act if the Information Memorandum were a prospectus in respect of an offering by Clean TeQ Water of the same number of Clean TeQ Water Shares as will be transferred pursuant to the Demerger and for which quotation on ASX will be sought.
- 3.2 An application has been made to ASX for Clean TeQ Water to be admitted to the official list of ASX and for Clean TeQ Water Shares to be granted official quotation on the securities exchange operated by ASX.
- 3.3 Neither ASIC nor ASX accepts responsibility for any statement in this Information Memorandum. The fact that ASX may admit Clean TeQ Water to the official list of ASX is not to be taken in any way as an indication of the merits of Clean TeQ Water.

4. Capital raisings

- 4.1 Clean TeQ Water has not issued any capital for the three months before the date of this Information Memorandum and Clean TeQ Water does not need to issue any capital for three months after the date of this Information Memorandum.

5. Supplementary Information Memorandum

- 5.1 Clean TeQ Water will issue a supplementary information memorandum (**Supplementary Information Memorandum**) if it becomes aware of any of the following between the date of this Information Memorandum and the date on which Clean TeQ Water Shares are quoted:
 - (a) a material statement in this Information Memorandum is misleading or deceptive;
 - (b) there is a material omission from this Information Memorandum;
 - (c) there has been a significant change affecting a matter included in this Information Memorandum; or
 - (d) a significant new circumstance has arisen and it would have been required to be included in this Information Memorandum if it had arisen prior to the date of this Information Memorandum.

6. Disclosure of interests

Directors

- 6.1 Other than as set out in the Demerger Booklet, no director of Clean TeQ Water or any entity in which any such director is a member or partner has at the date of this Information Memorandum, or within two years before the date of this Information Memorandum had, any interests in the promotion of Clean TeQ Water or in any property acquired or proposed to be acquired by Clean TeQ Water and no amounts, whether in cash or securities or otherwise, have been paid or agreed to be paid by any person to any director or to any entity in which a director is a member or partner, either to induce them to become, or to qualify them as, a director, or otherwise for services rendered by them or by the entity in connection with the promotion or formation of Clean TeQ Water.

Experts

- 6.2 Other than as set out in the Demerger Booklet, no expert named in the Demerger Booklet or entity in which any such expert is a member or partner has any interest in the promotion of Clean TeQ Water or in any property acquired or proposed to be acquired by Clean TeQ Water and no amounts, whether in cash or securities or otherwise, have been paid or agreed to be paid by any person to any such expert or to any entity in which any such expert is a member or partner for services rendered by him or her or the entity in connection with the promotion or formation of Clean TeQ Water.

7. Statement from Directors

- 7.1 Each director of Clean TeQ Water believes that Clean TeQ Water has enough working capital to carry out its stated objectives.

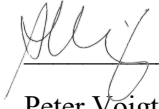
8. Consents

- 8.1 Each of the parties named in this section as consenting parties:
- (a) has given and has not, before the date of this Information Memorandum, withdrawn its consent to be named in this Information Memorandum in the form and context in which it is named;
 - (b) has given and has not, before the date of this Information Memorandum, withdrawn its written consent to the inclusion of its respective statements and reports (where applicable) noted next to its name below, and the references to those statements and reports in the form and context in which they are included in this Information Memorandum;
 - (c) does not make, or purport to make, any statement in this Information Memorandum other than those statements referred to below in respect of that person's name (and as consented to by that person);
 - (d) has not caused or authorised the issue of this Information Memorandum; and
 - (e) to the extent permitted by law, expressly disclaims and takes no responsibility for any statements in or omissions from this Information Memorandum.

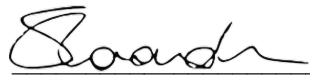
Role	Consenting parties	Relevant statement or report
Legal adviser	Baker McKenzie	N/A
Financial adviser	Grant Samuel Corporate Finance Pty Limited	N/A
Investigating Accountant	KPMG Financial Advisory Services (Australia) Pty Ltd	Appendix 4 (Investigating Accountant's Report) and any statements based on that report.
Tax Adviser	KPMG	KPMG has prepared Section 9 relating to the description of the tax implications of the Demerger.
Independent Expert	Loneragan Edwards & Associates Limited	Appendix 5 (Independent Expert's Report) and any statements based on that report.

AUTHORISATION


Signed by each director of Clean TeQ Water or a person authorised by them in writing to sign this Information Memorandum on their behalf:




Peter Voigt



Stefanie Loader



Ian Knight



Sam Riggall

DATED: 17 May 2021