



Metal Tiger plc ARBN 641 646 924

Supplementary Information Memorandum

Important Information

This supplementary Information Memorandum is dated 21 May 2021 (**Supplementary Information Memorandum**) and relates to the Information Memorandum dated 18 December 2020 issued by Metal Tiger plc ARBN 641 646 924 (**Metal Tiger** or the **Company**) (**Information Memorandum**) in connection with Metal Tiger's secondary listing to the official list of ASX Limited (**ASX**).

This Supplementary Information Memorandum was lodged with ASX on 21 May 2021. Neither the Australian Securities and Investments Commission (**ASIC**) nor ASX, nor their respective officers, take any responsibility for the contents of this Supplementary Information Memorandum or for the merits of the investment to which the Information Memorandum and this Supplementary Information Memorandum relates.

This document is not a prospectus and does not constitute an offer of Shares or an invitation to apply for the issue of Shares in any jurisdiction. However, this Supplementary Information Memorandum (when read in conjunction with the Information Memorandum) does contain all the information that would be required under section 710 of the Corporations Act if the Information Memorandum (and Supplementary Information Memorandum) were a prospectus offering for subscription the same number of securities for which quotation will be sought.

If there is a conflict between the Information Memorandum and this Supplementary Information Memorandum, the Supplementary Information will prevail to the extent of the inconsistency. Unless otherwise defined, words and expressions used in this Supplementary Information have the meanings given to them in the Information Memorandum.

This Supplementary Information Memorandum is an important document and should be read in its entirety and in conjunction with the Information Memorandum. Please consult your stockbroker, solicitor, accountant, financial adviser or other independent professional adviser before deciding whether to invest or if you do not fully understand the contents of these documents. This Supplementary Information Memorandum is available in an electronic format at <https://www2.asx.com.au/>.

1. Background

The purpose of this Supplementary Information Memorandum is to:

- confirm that all the information that would be required under section 710 of the Corporations Act if the Information Memorandum were a prospectus offering for subscription the same number of securities for which quotation will be sought is contained in the Information Memorandum; and
- provide additional disclosure of the counterparty to the Financing Arrangement to ensure a fair and accurate description and summary of the material terms of the Financing Arrangement which are relevant to a retail investor's investment decision are released to the market.

2. ASX Listing Rule 1.4.1

ASX Listing Rule 1.4.1 provides that, if ASX agrees pursuant to ASX Listing Rule 1.1 condition 3 that an entity may provide an information memorandum in lieu of a prospectus or product disclosure statement, the information memorandum must, among other things, contain a statement that all the information that would be required under section 710 of the Corporations Act if the information memorandum were a prospectus offering for subscription the same number of securities for which quotation will be. Section 710 of the Corporation Act details the general disclosure test for a prospectus and provides that a prospectus for a body's securities must contain all the information that investors and their professional advisers would reasonably require to make an informed assessment of the matters set out in section 710 of the Corporations Act.

The Company refers to the statement made to this effect in the Important Information section on page ii of the Information Memorandum.

The Company confirms that the Information Memorandum is not a prospectus and does not constitute an offer of Shares or an invitation to apply for the issue of Shares in any jurisdiction. However, the Information Memorandum does contain all the information that would be required under section 710 of the Corporations Act if the Information Memorandum were a prospectus offering for subscription the same number of securities for which quotation will be sought.

No action has been taken to register or qualify the Information Memorandum or to otherwise permit a public offering of securities in any jurisdiction.

3. Financing Arrangements

The Company confirms that the Financing Arrangement (including the First Financing Arrangement - Sixth Financing Arrangement) referred to in sections 2.4(a)(i) and 8.2(a) of the Information Memorandum are with Macquarie Bank Limited (as the counterparty to those contracts).

4. Authorisation

The Directors, have unanimously given (and not withdrawn) their consent to lodgement of this Supplementary Information Memorandum with ASX.

Signed for and on behalf of the Directors of Metal Tiger.



**Michael McNeilly, Executive Director and Chief Executive Officer
Metal Tiger plc**

Dated: 21 May 2021