

**D3 ENERGY LIMITED**

**ACN 649 276 808**

**SECOND SUPPLEMENTARY PROSPECTUS**

**IMPORTANT INFORMATION**

This is a second supplementary prospectus (**Second Supplementary Prospectus**) intended to be read with the prospectus dated 5 March 2024 and the supplementary prospectus dated 10 April 2024) (together, **Prospectus**) issued by D3 Energy Limited (ACN 649 276 808) (**Company**).

This Second Supplementary Prospectus is dated 17 April 2024 and was lodged with the Australian Securities and Investments Commission (**ASIC**) on that date.

ASIC, the ASX and their respective officers take no responsibility for the contents of this Second Supplementary Prospectus.

This Second Supplementary Prospectus must be read together with the Prospectus. Other than as set out below, all details in relation to the Prospectus remain unchanged. Terms and abbreviations defined in the Prospectus have the same meaning in this Second Supplementary Prospectus. If there is a conflict between the Prospectus and this Second Supplementary Prospectus, this Second Supplementary Prospectus will prevail.

This Second Supplementary Prospectus will be issued with the Prospectus in hard copy or as an electronic copy and may be accessed on the Company's website at [www.d3energy.com.au](http://www.d3energy.com.au).

This is an important document and should be read in its entirety. If you do not understand it, you should consult your professional advisers without delay.

**1. BACKGROUND**

The purpose of this Second Supplementary Prospectus is to advise investors that the Company has revised the Indicative Timetable in section 3.1 of the Prospectus.

**2. INDICATIVE TIMETABLE**

The Board wishes to advise that the Closing Date of the Offer has been extended until Wednesday 26 April 2024. Accordingly, the Indicative Timetable at Section 3.1 of the Prospectus is replaced with the following revised table:

**INDICATIVE TIMETABLE\***

|  |               |
|--|---------------|
| <b>Lodgement of Prospectus with ASIC</b>         | 5 March 2024  |
| <b>Exposure Period begins</b>                    | 5 March 2024  |
| <b>Opening Date of the Offers</b>                | 13 March 2024 |
| <b>Closing Date of the Offers 5.00pm (WST)</b>   | 26 April 2024 |
| <b>Issue Date of Securities under the Offers</b> | 3 May 2024    |
| <b>Despatch of holding statements</b>            | 6 May 2024    |

**This Second Supplementary Prospectus is intended to be read with the Prospectus lodged 5 March 2024 and the Supplementary Prospectus dated 10 April 2024, issued by D3 Energy Limited (ACN 649 276 808)**


|   |             |
|---|-------------|
| <b>Expected date for Quotation of Shares on ASX</b> | 13 May 2024 |
|---|-------------|

*\*The above dates are indicative only and may change without notice subject to the Corporations Act, ASX Listing Rules and other applicable laws. In particular, the Company reserves the right to extend the Closing Date or close the Offers (or any of them) early without notice, which may have a consequential effect on other dates set out above. The Company also reserves the right to not proceed with the Offers (or any of them) at any time before the issue of Securities to applicants.*

### **3. DIRECTORS AUTHORISATIONS**

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

In accordance with Section 720 of the Corporations Act, each Director has consented to the lodgement of this Second Supplementary Prospectus with the ASIC.



**David Casey**  
**MANAGING DIRECTOR**

For and on behalf of  
D3 Energy Limited