

**DMC MINING LIMITED**  
**(ACN 648 372 516)**

**SECOND SUPPLEMENTARY PROSPECTUS**

**IMPORTANT INFORMATION**

This is a supplementary prospectus (**Second Supplementary Prospectus**) which supplements and is intended to be read with the prospectus dated 22 August 2024 (**Original Prospectus**) which is supplemented with the first supplementary prospectus dated 14 November 2024 (**First Supplementary Prospectus**) (together, the **Prospectus**), issued by DMC Mining Limited (ACN 648 372 516) (**Company**).

This Second Supplementary Prospectus is dated 13 February 2025 and was lodged with the Australian Securities and Investments Commission (**ASIC**) on that date. The ASIC, the ASX and their respective officers take no responsibility for the contents of this Second Supplementary Prospectus.

This Second Supplementary Prospectus is also a 'refresh document' as defined in section 724(3H) of the Corporations Act, as inserted by ASIC Corporations (Minimum Subscription and Quotation Conditions) Instrument 2016/70 (**Instrument 2016/70**) and has been lodged with ASIC in accordance with section 724(3G) of the Corporations Act as inserted by Instrument 2016/70.

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 Original Prospectus and First Supplementary Prospectus have the same meaning in this Second Supplementary Prospectus. If there is a conflict between the Original Prospectus, the First Supplementary Prospectus and this Second Supplementary Prospectus, this Second Supplementary Prospectus will prevail.

This Second Supplementary Prospectus will be issued with the Original Prospectus and the First Supplementary Prospectus as an electronic prospectus, copies of which may be downloaded free of charge from the Company's website at [www.dmcmining.com.au](http://www.dmcmining.com.au).

This is an important document and should be read in its entirety. If you do not understand the information presented in this Second Supplementary Prospectus, you should consult your professional advisers without delay.

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**1. BACKGROUND TO THIS SECOND SUPPLEMENTARY PROSPECTUS**

**1.1 Public Offer update**

As outlined in Sections 4.6 and 8.1 of the Prospectus, the completion of the Proposed Acquisitions and completion of the Public Offer is conditional upon the grant of exploration permits over the Guinean Projects.

As announced on 31 January 2025, the Guinean Centre de Promotion et de Development Miniers has been re-opened following a temporary closure. Please refer to the First Supplementary Prospectus and the Company's ASX announcements dated 23 October 2024 and 14 November 2024 for further information relating to the temporary closure.

As at the date of this Second Supplementary Prospectus, the exploration permits over the Guinean Projects have not been granted and this condition of the Public Offer remains outstanding.

**1.2 Quotation Condition and Minimum Subscription Condition**

In accordance with section 723(3) of the Corporations Act, the Shares to be issued pursuant to the Prospectus must be admitted to quotation within three months of the date of the Prospectus (**Quotation Condition**). The Corporations Act also requires the minimum subscription to be raised within four months after the date of the Prospectus (**Minimum Subscription Condition**).

Pursuant to Instrument 2016/70, by lodging the First Supplementary Prospectus, the Company extended the deadline for the satisfaction of the Quotation Condition to on or before 14 February 2025 and the Minimum Subscription Condition to on or before 14 March 2025.

As at the date of this Second Supplementary Prospectus, the Company has not satisfied the Conditions (as set out in Section 4.6 of the Prospectus), being:

- (a) the outstanding conditions precedent to the Proposed Acquisitions being satisfied or waived;
- (b) the Guinean Ministry of Mines granting the exploration permits comprising the Guinean Projects;
- (c) the Company raising the Minimum Subscription under the Public Offer; and
- (d) the Company receiving Conditional Approval (and the Company being satisfied that it can meet those conditions).

As the Company considers that it is unlikely that the Conditions will be met on or before 14 February 2025, this Second Supplementary Prospectus has been prepared in accordance with Instrument 2016/70 to:

- (a) refresh the period for admission to quotation of the Shares offered under the Prospectus from three months from the date of the First Supplementary Prospectus to three months from the date of this Second Supplementary Prospectus; and
- (b) refresh the period for the minimum subscription to the Public Offer under the Prospectus being achieved from four months after the date of the First Supplementary Prospectus, to four months from the date of this Second Supplementary Prospectus.

Under this Second Supplementary Prospectus, existing Applicants shall be granted the right to withdraw their Application, which right may be exercised on or before 13 March 2025. See Section 4 of this Second Supplementary Prospectus for further information with respect to these withdrawal rights.

The Company wishes to note that it will continue to work towards satisfying the Conditions, and to the extent that these Conditions are satisfied prior to the Closing Date, the Company intends to close the Offers and complete its re-listing on ASX as soon as possible.

### **1.3 Board and Senior Management Appointments**

The Company wishes to provide investors with an update on changes to the Company's Board and senior management.

As announced on 31 January 2025, the following changes have occurred to the Company's Board and senior management:

- (a) Mr Bruce Franzen and Mr Andrew Dawes have resigned as Directors of the Company;
- (b) Mr Michael Minosora has been appointed as Non-Executive Chairman and Mr Sebastiano (Sam) Randazzo has been appointed as Non-Executive Director;
- (c) Mr David Sumich has transitioned into the role of Managing Director from Executive Chairman; and
- (d) Mr Bruce Franzen has resigned as Company Secretary and CFO of the Company, and Mrs Mindy Ku has been appointed as Company Secretary and CFO of the Company.

The biographies and interests of Messrs Minosora and Randazzo are set out in Sections 7.1 and 7.13 of the Prospectus, respectively.

Furthermore, proposed Director, Dr Andrew Wilde, has given notice to the Company that he will not join the Board of the Company upon Completion.

## 1.4 Loan Agreement

As noted in the First Supplementary Prospectus, the Company entered into the Loan Agreement with Aries Finance which was required to be repaid on or before 18 December 2024.

Prior to the repayment deadline, the Company and Aries Finance agreed to extend the repayment deadline to 18 March 2025.

Additionally, as announced on 31 January 2025, the Company reached an in-principle agreement with Aries Finance to increase the funds available under the Loan Agreement by \$100,000.

As at the date of this Second Supplementary Prospectus, the Company has not entered into a formal agreement to increase the Loan Facility under the Loan Agreement. Accordingly, no further monies have been drawn down under the Loan Agreement.

Please refer to the Original Prospectus and First Supplementary Prospectus for further information relating to the Loan Agreement.

## 1.5 Other

This Second Supplementary Prospectus has also been lodged to provide investors in relation to the:

- (a) extension of the end date for satisfaction (or waiver) of the conditions precedent under the Acquisition Agreements, from 15 February 2025 to 15 May 2025;
- (b) extension of the Closing Date to 5:00pm (WST) on 8 May 2025 as announced by the Company to ASX on 7 February 2025. See Section 6.1 of this Second Supplementary Prospectus for the revised timetable of the Offers; and
- (c) expiration of the Company's 1,000,000 unlisted Options in class 'ASX:DMMAD' (Options exercisable at \$0.30, expiring on 13 December 2024) as announced by the Company to ASX on 16 December 2024.

The amendments to the Prospectus outlined in Section 6 below should be read in conjunction with the Prospectus.

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## 2. REFRESH OF PERIOD FOR SATISFACTION OF THE QUOTATION CONDITION

The Company makes the following statements regarding the Quotation Condition for the purposes of Instrument 2016/70:

- (a) an application for admission to quotation of Shares offered under the Prospectus was made within seven days after the date of the Prospectus;
- (b) the Shares offered under the Prospectus have not been admitted to quotation as at the date of this Second Supplementary Prospectus;
- (c) ASX has not given an indication that the Shares will not be admitted to quotation or will be admitted to quotation subject to certain conditions being satisfied;
- (d) the Quotation Condition for the Shares is being amended to extended the period for admission to quotation of the Shares offered under the Prospectus from three months from the date of the First Supplementary Prospectus to three months from the date of this Second Supplementary Prospectus;
- (e) subject to the lodgement of any future refresh document or other ASIC variation, the Quotation Condition for the Shares must now be satisfied by 13 May 2025;
- (f) as at the date of this Second Supplementary Prospectus, applications for 2,810,000 Shares have been received by the Company under the Public Offer; and
- (g) no applications have been processed and no Shares have been issued pursuant to the Public Offer.

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### 3. REFRESH OF PERIOD FOR SATISFACTION OF THE MINIMUM SUBSCRIPTION CONDITION

The Company makes the following statements regarding the Minimum Subscription Condition as required by Instrument 2016/70;

- (a) as at the date of the Second Supplementary Prospectus, the Company has applications for 2,810,000 Shares under the Public Offer;
- (b) the Minimum Subscription Condition is being amended to extend the period for the Minimum Subscription being achieved from four months from the date of the First Supplementary Prospectus to four months from the date of this Second Supplementary Prospectus; and
- (c) subject to the lodgement of any future refresh document or other ASIC variation, the Minimum Subscription Condition must be satisfied by 13 June 2025, being the date that is four months from the date of the Second Supplementary Prospectus.

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### 4. WITHDRAWAL RIGHTS

In accordance with section 724(2) of the Corporations Act, if you applied for Shares under the original Prospectus (**Existing Applicant**) you will be given a copy of this Second Supplementary Prospectus and may choose to withdraw your application and be repaid their application monies, provided you give the Company written notice of your wish to do so within one month of the date of this Second Supplementary Prospectus.

Any repayments made by the Company pursuant to an Existing Applicant exercising their right to withdraw their application will be made in full without payment of interest.

An Existing Applicant who wishes to withdraw their application and obtain a refund must submit a written request to the Company by mail or hand delivery to the following address, so that it is received within one month after the date of this Second Supplementary Prospectus (i.e., received by 5:00pm (WST) on 13 March 2025):

#### **Mailing address and hand delivery**

DMC Mining Limited  
C/- Automic Pty Limited  
Level 5, 126 Phillip Street  
SYDNEY NSW 2000

The details for the payment of the refund and address to which it should be sent as set out in the written request must correspond to the details contained in the Application Form lodged by that Existing Applicant.

**If you do not wish to withdraw your application, you do not need to take any action.**

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### 5. NEW APPLICATIONS

Applications for Shares under the Public Offer must be made using a Second Supplementary Application Form attached to or accompanying this Second Supplementary Prospectus.

Applications after the date of this Second Supplementary Prospectus must not be made on the Application Form attached to or accompanying the Original Prospectus and First Supplementary Prospectus and will not be valid.

Applications for Shares under the Public Offer must be made as follows:

- (a) if you are an Eligible Shareholder, by using an online Supplementary Priority Application Form at <https://apply.automic.com.au/DMCMiningPriority>, entering your unique Public Offer access code and paying the application monies electronically;
- (b) if you are not an Eligible Shareholder, by using an online Supplementary Public Offer Application Form at <https://apply.automic.com.au/DMCMining> and paying the application monies electronically; or

- (c) completing the electronic Supplementary Application Form located at the offer website <https://apply.automic.com.au/DMCMining> that forms part of and is attached to, or accompanies, this Second Supplementary Prospectus and paying the application monies.

## 6. AMENDMENTS TO THE PROSPECTUS

### 6.1 Corporate Directory

The Corporate Directory is amended as follows:

- (a) deletion of Mr Franzen and Mr Dawes as Non-Executive Directors;
- (b) references to Mr Minosora and Mr Randazzo amended to be read as 'Current Directors' and deletion of the 'footnote 3' references;
- (c) reference to Mr Sumich as "Executive Chairman" is deleted and replaced with "Managing Director";
- (d) deletion of reference to Andrew Wilde as a "Proposed Director"; and
- (e) reference to Mr Franzen as Company Secretary be deleted and replaced with Mrs Mindy Ku as Company Secretary.

### 6.2 Section 2 – Key Offer Information

#### Indicative Timetable

The Indicative Timetable in Section 2 of the Prospectus (as replaced in the First Supplementary Prospectus) is deleted and replaced with the following:

#### **INDICATIVE TIMTEABLE<sup>1,3</sup>**

EVENT	DATE
Lodgement of Prospectus with the ASIC	22 August 2024
General Meeting to approve the Proposed Acquisitions and the Public Offer	23 August 2024
Opening Date	2 September 2024
Lodgement of First Supplementary Prospectus with the ASIC	14 November 2024
Second General Meeting to approve the increase of the Maximum Subscription	10 February 2025
Lodgement of Second Supplementary Prospectus with the ASIC	13 February 2025
Closing Date	5:00pm (WST) on 8 May 2025
Completion of the Proposed Acquisitions <sup>2</sup>	9 May 2025
Issue of Shares under the Public Offer	9 May 2025
Despatch of holding statements	12 May 2025
Expected date for re-quotation on ASX	13 May 2025

1. The above dates are indicative only and may change without notice. Unless otherwise indicated, all times given are WST. The Company reserves the right to extend the Closing Date or close the Public Offer early without prior notice. The Company also reserves the right not to proceed with the Offers at any time before the issue of Shares to applicants.
2. The above stated date for settlement of the Proposed Acquisitions are a good faith estimate by the Directors and may be extended.
3. If the Public Offer is cancelled or withdrawn before completion of the Public Offer, then all application monies will be refunded in full (without interest) as soon as possible in accordance with the requirements of the Corporations Act.

## Key Statistics of the Offers

The following rows in the 'Key Statistics of the Offers' in Section 2 of the Prospectus is deleted and replaced with the following:

...

Options currently on issue <sup>1</sup>	25,575,000	25,575,000
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...

<b>Shares on issue on completion of the Offers (fully diluted)<sup>6</sup></b>	<b>369,025,000</b>	<b>378,025,000</b>
<b>Indicative market capitalisation on completion of the Offers (fully diluted)<sup>7</sup></b>	<b>\$18,401,250</b>	<b>\$18,901,250</b>

## 6.3 Section 3 – Investment Overview

### Proposed Acquisitions

The reference to "15 February 2025" which appears in Part A of Section 3 of the Prospectus (as replaced in the First Supplementary Prospectus) under the heading "What are the outstanding conditions precedent under the Acquisition Agreements?" is deleted and replaced with "15 May 2025".

### Key Risks

The reference to "18 December 2024" which appears in Part D of Section 3 of the Prospectus (as replaced in the First Supplementary Prospectus) under the heading "Default Risk – Loan Agreement" is deleted and replaced with "18 March 2025".

### Directors, Key Management Personnel and Promoters

The section which appears in Part E of Section 3 of the Prospectus under the heading "Who are the Current Directors and Proposed Directors?" is deleted and replaced with the following:

<b>Who are the Current Directors?</b>	<i>The Board currently consists of, and will be at Completion, the following: (a) Michael Minosora – Non-Executive Chair; (b) David Sumich – Managing Director; and (c) Sam Randazzo – Non-Executive Director. The profiles of Messrs Minosora, Sumich, Randazzo are set out in Section 7.1.</i>	Section 7.1
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The section which appears in Part E of Section 3 of the Prospectus under the heading "What related party agreements is the Company party to?" is deleted and replaced with the following:

<b>What related party agreements is the Company party to?</b>	<i>Directors, Michael Minosora and Sam Randazzo have an interest in the Proposed Acquisitions as the Directors (or their controlled entities) are shareholders or have a beneficial interest in the issued capital of Veridis and Mining Development. The number of Securities that each of these Directors will have a relevant interest in at Completion (being the Securities issued as consideration for the Proposed Acquisitions) is set out in Sections 5.13 and 7.3. Refer to Section 8.1 for summaries of the Acquisition Agreements.  The Company has entered into the Consultancy Agreement with a related party of Director Mr Sumich, consultancy letters with related parties of Directors, Sam Randazzo and Michael Minosora, and deeds of indemnity, insurance access with the Directors. Refer to Section 8.3 for further details.</i>	Sections 8.1 and 8.3
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#### **6.4 Section 4.2 – Minimum Subscription**

The second paragraph of Section 4.2 of the Prospectus is deleted and replaced with the following:

*If the Minimum Subscription has not been raised within four months after the date of the Second Supplementary Prospectus, or such period as varied by ASIC or an ASIC instrument, the Company will not issue any Shares and will repay all application monies for the Shares within the time prescribed under the Corporations Act, without interest.*

#### **6.5 Section 4.10 – ASX Listing**

The second paragraph of Section 4.10 of the Prospectus is deleted and replaced with the following:

*If the Shares are not admitted to Official Quotation by ASX before the expiration of three months after the date of the Second Supplementary Prospectus, or such period as varied by ASIC or an ASIC instrument, the Company will not issue any Shares and will repay all application monies for the Shares within the time prescribed under the Corporations Act, without interest.*

#### **6.6 Section 5.3 – Board and Management**

Section 5.3 of the Prospectus is deleted and replaced with the following:

*The Board of the Company upon re-listing on the ASX will be as follows:*

- (a) Mr Michael Minosora – Non-Executive Chair;*
- (b) Mr David Sumich – Managing Director; and*
- (c) Mr Sam Randazzo – Non-Executive Director.*

*The profiles of Messrs Minosora, Sumich and Randazzo are set out in Section 7.1.*

#### **6.7 Section 5.12 – Capital Structure**

##### **Section 5.12.1 - Overview of Capital Structure**

The reference to “26,575,000” in the column entitled ‘Options’ in the capital structure table set out in Section 5.12.1 of the Prospectus is deleted and replaced with “25,575,000”.

##### **Section 5.12.2 - Terms of classes of Existing Options**

The second row in relation to ‘DMMAD’ Options in the table of existing Options in Section 5.12.2 of the Prospectus is deleted.

#### **6.8 Section 5.13 – Substantial shareholders**

The rows entitled “Fully Diluted” in the first table in Section 5.13 of the Prospectus are deleted and replaced with the following figures for each shareholder:

- (a) Jason Peterson: 14.01%;*
- (b) Colin Locke: 9.11%;*
- (c) William Witham: 6.62%;*
- (d) Bruce Franzen: 6.26%; and*
- (e) David Sumich: 6.26%.*

The rows entitled “Fully Diluted” in the second table in Section 5.13 of the Prospectus are deleted and replaced with the following figures for each shareholder:

- (a) Jason Peterson: 11.73%;*
- (b) Michael Minosora: 14.04%; and*

(c) Ranchild Pty Ltd <The Ranchild Trust>: 14.04%.

## 6.9 Section 6.2 – Risk Factors

The reference to the repayment deadline of “18 December 2024” which appears in Section 6.2 of the Prospectus (as replaced in the First Supplementary Prospectus) under the heading “Default Risk – Loan Agreement” is deleted and replaced with “18 March 2025”.

## 6.10 Section 7.1 – Board of Directors

Section 7.1(d) of the Prospectus is deleted.

## 6.11 Section 7.3 – Disclosure of interests

Section 7.3 of the Prospectus is deleted and replaced with the following:

### Remuneration

Details of the Current Directors, Mr Franzen and Mr Dawes' remuneration (exclusive of superannuation) for the previous two completed financial years and the current financial year (on an annualised basis) are set out in the table below:

DIRECTOR	PROPOSED REMUNERATION FOR YEAR ENDING 30 JUNE 2025 <sup>2</sup>	REMUNERATION FOR THE YEAR ENDED 30 JUNE 2024	REMUNERATION FOR THE YEAR ENDED 30 JUNE 2023
David Sumich <sup>1</sup>	\$240,000	\$243,728	\$240,110
Michael Minosora <sup>2</sup>	\$49,315	Nil	Nil
Sam Randazzo <sup>2</sup>	\$19,726	Nil	Nil
Bruce Franzen <sup>3</sup>	\$83,638	\$156,193	\$174,833
Andrew Dawes <sup>4</sup>	\$25,677	\$41,684	Nil

### **Notes:**

1. Transitioned to Managing Director on 31 January 2025.
2. Appointed as a Director on 30 January 2025.
3. Mr Franzen resigned as a Director on 29 January 2025. Includes directors' fees of \$12,000 and company secretarial and financial accounting services fees of \$132,000 (exclusive of GST) pursuant to an agreement between the Company and Zen Magnolia Pty Ltd.
4. Resigned as a Director on 30 January 2025.

The total proposed remuneration package (exclusive of superannuation) for the Directors upon Completion is set out below:

DIRECTOR	REMUNERATION PACKAGE	RELEVANT AGREEMENT
David Sumich	\$240,000	Consultancy Agreement
Michael Minosora	\$120,000	Consultancy Letter
Sam Randazzo	\$48,000	Consultancy Letter

### Interests in Securities

#### **As at the date of this Prospectus**

Directors are not required under the Company's Constitution to hold any Shares to be eligible to act as a director.



As at the date of this Prospectus, the Current Directors, and Messrs Franzen and Dawes have relevant interests in Securities as follows:

DIRECTOR	SHARES	OPTIONS <sup>1</sup>	PERCENTAGE (%)	
			UNDILUTED	FULLY DILUTED
David Sumich	3,000,000	1,500,000	6.47%	6.26%
Michael Minosora	-	-	-	-
Sam Randazzo	-	-	-	-
Bruce Franzen <sup>2</sup>	3,000,000	1,500,000	6.47%	6.26%
Andrew Dawes <sup>3</sup>	-	-	-	-

**Notes:**

1. Quoted options exercisable at \$0.20 each on or before 30 April 2026 (**Quoted Options**).
2. Resigned as a Director on 29 January 2025.
3. Resigned as a Director on 30 January 2025.

**Post-Completion**

Details of the Current Directors, and Messrs Franzen and Dawes' relevant interest in the Securities of the Company upon Completion (assuming Minimum Subscription) are set out in the table below:

DIRECTOR	SHARES	OPTIONS	PERFORMANCE RIGHTS	PERFORMANCE SHARES	PERCENTAGE (%)	
					UNDILUTED	FULLY DILUTED
David Sumich <sup>1,2</sup>	10,000,000	1,500,000	6,000,000	-	4.84%	4.76%
Michael Minosora	14,750,000	-	-	32,500,000 <sup>3</sup>	7.14%	12.84%
Sam Randazzo	14,750,000	-	-	32,500,000 <sup>3</sup>	7.14%	12.84%
Bruce Franzen <sup>4</sup>	3,000,000	1,500,000	-	-	1.45%	1.22%
David Sumich <sup>1,2</sup>	10,000,000	1,500,000	6,000,000	-	4.84%	4.76%

**Notes:**

1. The Company obtained Shareholder approval at the General Meeting for the issue of 2,000,000 Shares and 6,000,000 Performance Rights (comprising 2,000,000 Tranche 1 Performance Rights, 2,000,000 Tranche 2 Performance Rights and 2,000,000 Tranche 3 Performance Rights) to Mr Sumich (or his nominee/s) as part of his remuneration arrangements. Refer to Section 8.3.1 for a summary of the Consultancy Agreement, Section 5.12.3 for the Milestones attaching to the Performance Rights and Section 9.5 for the other terms of the Performance Rights.
2. The Company obtained Shareholder approval at the General Meeting for Mr Sumich to apply for up to 5,000,000 Shares under the Public Offer.
3. Comprising 11,250,000 Tranche 1 Performance Shares, 11,250,000 Tranche 2 Performance Shares and 10,000,000 Tranche 3 Performance Shares. Refer to Section 5.12.3. for the Milestones attaching to the Performance Shares and Section 9.4 for the other terms of the Performance Shares.
4. Resigned as a Director on 29 January 2025.
5. Resigned as a Director on 30 January 2025.

The Company's Constitution provides that the remuneration of non-executive Directors will not be more than the aggregate fixed sum determined by a general meeting. The aggregate remuneration for non-executive Directors is \$300,000 per annum although may be varied by ordinary resolution of the Shareholders in general meeting.

The remuneration of any executive director that may be appointed to the Board will be fixed by the Board and may be paid by way of fixed salary or consultancy fee.

## 6.12 Section 7.5 – Corporate Governance

The second paragraph under the heading “Composition of the Board” in Section 7.5 of the Prospectus is deleted and replaced with the following:

The Board consists of three Directors (two non-executive Directors and one executive Director) of whom none will be considered independent. The Board considers the current balance of skills and expertise to be appropriate given the Company for its currently planned level of activity.

## 6.13 Section 8.1 – Acquisition Agreements

The reference to “15 February 2025” which appears in Sections 8.1.1 and 8.1.2 of the Prospectus is deleted and replaced with “15 May 2025”.

## 6.14 Section 8.3.1 – Executive Director Consultancy Agreement

The row ‘Term’ in the Consultancy Agreement summary in Section 8.3.1 of the Prospectus be deleted and replaced with the following:

<b>TERM</b>	The Consultancy Agreement commenced on 30 January 2025, and will continue until terminated in accordance with the terms of the Consultancy Agreement.
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## 6.15 Section 8.3.2 – Proposed Director Agreements

Section 8.3.2 of the Prospectus is retitled “Non-Executive Director Agreements”, and deleted and replaced with the following:

### Non-Executive Director Agreements

The Company has entered into the following agreements with related entities of Messrs Minosora and Randazzo:

DIRECTOR	ROLE	REMUNERATION PACKAGE	TERM	RELEVANT AGREEMENT
Michael Minosora	Non-Executive Chair	\$120,000	Commencing 30 January 2025, and will continue until terminated in accordance with the terms of the agreement.	Consultancy letter agreement with Seabourn Capital Pty Ltd (as the consultant) and Mr Michael Minosora (as the nominated period) for the provision of Non-Executive Chair services.
Sam Randazzo	Non-Executive Director	\$48,000	Commencing 30 January 2025, and will continue until terminated in accordance with the terms of the agreement.	Consultancy letter agreement with Ranchild Pty Ltd (as the consultant) and Mr Sam Randazzo (as the nominated period) for the provision of Non-Executive Director services.

The consultancy agreements may be terminated without prior notice by operation of the Constitution, Corporations Act and ASX Listing Rules or upon the giving of 30 days written notice by a party.

**6.16 Section 8.3.3 – Company Secretarial Agreement**

Section 8.3.3 of the Prospectus is deleted.

**6.17 Section 8.4 – Loan Agreement**

The reference to the repayment deadline of “18 December 2024” in the Loan Agreement summary which appears in Section 8.4 of the Prospectus is deleted and replaced with “18 March 2025”.

**6.18 Glossary**

All references to ‘Proposed Directors’ in the Prospectus are deleted.

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**7. CONSENTS**

The Company 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.

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**8. DIRECTORS’ AUTHORISATION**

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.