

**CORIZON LIMITED
(TO BE RENAMED 'eMETALS LIMITED')
ACN 142 411 390**

THIRD SUPPLEMENTARY PROSPECTUS

IMPORTANT INFORMATION

This is a supplementary prospectus (**Third Supplementary Prospectus**) which supplements the second supplementary prospectus dated 6 March 2019 (**Second Supplementary Prospectus**) which supplements the first supplementary prospectus dated 6 December 2018 (**First Supplementary Prospectus**) and the prospectus dated 5 October 2018 (**Original Prospectus**) (together, the **Prospectus**) issued by Corizon Limited (ACN 142 411 390) (to be renamed 'eMetals Limited') (**Company**).

This Third Supplementary Prospectus is dated 9 April 2019 and was lodged with ASIC on that date. The ASIC, the ASX and their respective officers take no responsibility for the contents of this Third Supplementary Prospectus.

This Third Supplementary Prospectus should 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 Third Supplementary Prospectus. If there is a conflict between the Prospectus and this Third Supplementary Prospectus, this Third Supplementary Prospectus will prevail.

This Third Supplementary Prospectus will be issued with the Prospectus as an electronic prospectus, copies of which can be downloaded free of charge from the website of the Company at www.corizonlimited.com.au and the Company will send a copy of this Third Supplementary Prospectus to all Applicants who have subscribed for Shares under the Prospectus to the date of this Third Supplementary Prospectus.

Under the Corporations Act, the Company has an obligation to update a disclosure document if it becomes aware of new information that is material to investors. This Third Supplementary Prospectus has been prepared to provide additional information to investors on items that the Company considers may be material. As such, this is an important document and should be read in its entirety. If you do not understand any of the information presented in this Third Supplementary Prospectus, you should consult your professional advisers without delay.

1. PURPOSE OF THIS DOCUMENT

This Third Supplementary Prospectus has been prepared to:

- (a) advise Shareholders, investors and the market that the Company fully intends to complete this transaction process, re-comply with Chapters 1 and 2 of the ASX Listing Rules and to satisfy ASX requirements for re-admission to the Official List;
- (b) advise investors that the Company will be lodging a replacement prospectus (**Replacement Prospectus**), which will contain:
 - (i) updated disclosure on the Company's operations;

This Third Supplementary Prospectus dated 9 April 2019 is intended to be read with the Second Supplementary Prospectus dated 6 March 2019 (which supplemented the First Supplementary Prospectus dated 6 December 2019) and the First Supplementary Prospectus dated 6 December 2018 (which supplemented the Original Prospectus dated 6 October 2018) and the Original Prospectus dated 6 October 2018 issued by Corizon Limited (ACN 142 411 390) (to be renamed 'eMetals Limited').

- (ii) updated disclosure on the Risk Factors contained at Section 4 of the Original Prospectus;
 - (iii) a revised structure to the Offers and updated disclosure relating to the Company's capital structure following completion of the Offers;
 - (iv) updated disclosure on the Company's proposed use of funds at Section 2.8 of the Original Prospectus;
 - (v) a revised timetable to the Offers;
 - (vi) an updated Investigating Accountant's Report from the Investigating Accountant which replaces the Investigating Accountant's Report in the Original Prospectus in its entirety and will include financial information for the half-year ended 31 December 2018;
 - (vii) an updated Solicitors Report on Title from the Company's Solicitors which replaces the Solicitors Report on Title in the Original Prospectus in its entirety; and
 - (viii) an updated Independent Geologists Report from the Independent Geologist which replaces the Independent Geologists Report in the Original Prospectus in its entirety to reflect current circumstances;
- (c) advise investors that, subject to approval from ASX, a notice of meeting will be released to the market for a general meeting of Shareholders which will take place in early May 2019 and prior to lodgment of the Replacement Prospectus for the changes contemplated by the Replacement Prospectus; and
- (d) advise applicants under the Entitlement Offer (which closed on 31 October 2018), the Shortfall Offer and the Public Offer (together, the **Offers**) that the Company will repay all application monies received from those applicants who subscribed under the Offers.

2. REPAYMENT OF APPLICATION MONIES

The Directors of the Company have resolved that due to the proposed changes to be set out in the Replacement Prospectus (as summarised above), the Company will repay all application monies received from applicants subscribing to the Offers within the time period prescribed by the Corporations Act, without interest.

No Shares have been issued pursuant to the Prospectus and the Company will not issue any Shares pursuant to the Offers. The Company will repay all application monies received from applicants within the time period prescribed by the Corporations Act, without interest. Applicants will be asked to provide their bank details to the Company by 5.00pm on 26 April 2019 and the Company will refund monies to applicants on 30 April 2019. If bank details have not been provided by that date, the Company will refund the application money by way of cheque on 30 April 2019.

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Mailing Address

Corizon Limited
C/- Automic
LEVEL 2, 267 ST GEORGES TERRACE
PERTH WA 6000

**Hand Delivery (Please do not use
this address for mailing purposes)**

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2. NO ACCEPTANCE OF NEW APPLICATIONS

The Company is in the process of preparing the Replacement Prospectus and no new applications will be taken with respect to the Offers until such time as the Company has lodged the Replacement Prospectus.

3. OFFERS REMAIN OPEN NO FURTHER APPLICATIONS ACCEPTED

The Company advises that while the Public Offer will remain open, the timetable for the Offers is no longer in effect.

The Company will not be accepting any further application forms under the Prospectus (**Application Forms**) and all Application Forms received to the date of this Third Supplementary Prospectus will not be processed.

The Board thanks those investors who subscribed for Shares pursuant to the Offers.

3. CONSENTS

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

4. DIRECTORS' AUTHORISATION

This Third 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 Third Supplementary Prospectus with the ASIC.



Gary Lyons
Non-Executive Chairman
For and on behalf of
CORIZON LIMITED