



ASX Release
Powerhouse Ventures Limited
(ASX Code: "PVL")
NZ Company No. 1854396 / ARBN 612 076 169

Supplementary Prospectus

Christchurch, New Zealand, 03 September 2020

The Board of Powerhouse Ventures Limited (**PVL** or the **Company**) has today lodged the attached supplementary prospectus (**Supplementary Prospectus**) with ASIC.

The Supplementary Prospectus is intended to be read with the Company's prospectus dated 17 July 2020 (**Prospectus**).

The Supplementary Prospectus contains additional disclosures relating to the Company's engagement of PAC Partners to provide services in relation to the Shortfall Offer and ongoing market advice.

Other than as set out in the Supplementary Prospectus, the Prospectus remains unchanged.

This announcement has been authorized for release by the Board of Powerhouse Ventures Limited

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For further information contact:

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About Powerhouse Ventures Limited

Powerhouse Ventures Limited (PVL) is an ASX listed company that invests in ground-breaking intellectual property generated through scientific and technological research. PVL works closely with universities in Australasia to form, or assist in the formation of, spin-out companies based on world-leading innovation. Powerhouse successfully manages the process of identifying intellectual property with commercial potential, the establishment of commercialization vehicles and subsequent generation of shareholder value. For more information go to:

www.powerhouse-ventures.co.nz

POWERHOUSE VENTURES LIMITED
ARBN 612 076 169

SUPPLEMENTARY PROSPECTUS

IMPORTANT INFORMATION

This is a supplementary prospectus (**Supplementary Prospectus**) intended to be read with the prospectus dated 17 July 2020 (**Prospectus**) issued by Powerhouse Ventures Limited (ARBN 612 076 169) (**Company**).

This Supplementary Prospectus is dated 3 September 2020 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 Supplementary Prospectus.

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

This Supplementary Prospectus will be issued with the Prospectus as an electronic copy and may be accessed on the Company's website www.powerhouse-ventures.co.nz.

The Company will send a copy of the Supplementary Prospectus to all Eligible Shareholders who have applied for Securities pursuant to the Prospectus prior to the date of this Supplementary Prospectus.

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. REASON FOR SUPPLEMENTARY PROSPECTUS

The purpose of this Supplementary Prospectus is to provide Eligible Shareholders with an update on the following further information in relation to the Company agreeing to issue 8,000,000 Options (exercisable at A\$0.07 per Option on or before 31 December 2023) to PAC Partners Securities Pty Ltd (**PAC Partners**) in consideration for their assistance in allocating Shortfall Securities and their engagement as the Company's corporate advisor (**Broker Options**).

2. BROKER OPTIONS

2.1 General

As announced on 2 September 2020, the Company has agreed to issue 8,000,000 Broker Options to PAC Partners in consideration for their engagement as the Company's corporate advisor.

The Broker Options were issued on the same terms as the Options issued under the Offer and the Shortfall Offer, which are set out in Section 6.2 of the Prospectus.

No funds will be raised from the issue of the Broker Options.

2.2 Capital Structure

As a result of the issue of the Broker Options, the Options table set out in Section 5.4 of the Prospectus is amended as follows:

Options

	Number
<i>Options on issue as at the date of the Prospectus</i>	<i>Nil</i>
<i>Options issued under the Offer</i>	<i>29,694,426</i>
<i>Broker Options</i>	<i>8,000,000</i>
Total Shares on issue after completion of the Offer and the issue of the Broker Options	37,694,426

2.3 Interests of experts and advisers

Section 8.5 of the Prospectus is amended to include the following additional paragraph:

PAC Partners Securities Pty Ltd has acted provided the Company corporate advisory services in relation to the Shortfall Offer and ongoing market advice. The Company will pay PAC Partners Securities Pty Ltd A\$48,000 (excluding GST and disbursements) and issue 8,000,000 Options to PAC Partners Securities Pty Ltd (or its nominee) for these services. During the 24 months preceding lodgement of this Prospectus with the ASIC, PAC Partners Securities Pty Ltd has not been paid any fees by the Company.

3. NEW APPLICATIONS

Applications for Shares under the Offer **after** lodgement of this Supplementary Prospectus **must** be made using the Entitlement and Acceptance Form attached to or accompanying this Supplementary Prospectus.

4. DIRECTORS' AUTHORISATION

This 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 Supplementary Prospectus with the ASIC.

Russell Yardley
Executive Chairman
For and on behalf of
POWERHOUSE VENTURES LIMITED