Announcement Summary

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Entity name

CLIME CAPITAL LIMITED

Announcement Type

New announcement

Date of this announcement

Tuesday February 16, 2021

The Proposed issue is:

☑ An offer of securities under a securities purchase plan
☑ A placement or other type of issue

Total number of +securities proposed to be issued for an offer of securities under a securities purchase plan

ASX +security code	+Security description	Maximum Number of +securities to be issued
CAM	ORDINARY FULLY PAID	17,241,379

+Record date

Monday February 15, 2021

Offer closing date

Thursday March 11, 2021

+Issue date

Wednesday March 17, 2021

Total number of +securities proposed to be issued for a placement or other type of issue

ASX +security code	+Security description	Maximum Number of +securities to be issued
CAM	ORDINARY FULLY PAID	4,597,700

Proposed +issue date

Monday March 1, 2021

Refer to next page for full details of the announcement

Part 1 - Entity and announcement details

1.1 Name of +Entity

CLIME CAPITAL LIMITED

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

1.2 Registered Number Type

ACN

Registration Number

106282777

1.3 ASX issuer code

CAM

1.4 The announcement is

☑ New announcement

1.5 Date of this announcement

Tuesday February 16, 2021

1.6 The Proposed issue is:

☑ An offer of +securities under a +securities purchase plan

☑ A placement or other type of issue

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Part 4 - Details of proposed offer under securities purchase plan

Part 4A - Conditions

4A.1 - Are any of the following approvals required for the offer of +securities under the +securities purchase plan issue to be unconditional?

- **+Security holder approval**
- **Court approval**
- **Lodgement of court order with +ASIC**
- **ACCC approval**
- **FIRB approval**
- **Another approval/condition external to the entity**

☑ No

Part 4B - Offer details

Class or classes of +securities that will participate in the proposed issue and class or classes of +securities proposed to be issued

ASX +security code and description

CAM : ORDINARY FULLY PAID

Will the proposed issue of this +security include an offer of attaching +securities?

☑ No

Details of +securities proposed to be issued

ASX +security code and description

CAM : ORDINARY FULLY PAID

Maximum total number of those +securities that could be issued if all offers under the +securities purchase plan are accepted

17,241,379

Will the offer be conditional on applications for a minimum number of +securities being received or a minimum amount being raised (i.e. a minimum subscription condition)?

☑ No

Will the offer be conditional on applications for a maximum number of +securities being received or a maximum amount being raised (i.e. a maximum subscription condition)?

☑ No

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Will individual security holders be required to accept the offer for a minimum number or value of +securities (i.e. a minimum acceptance condition)?
☑ Yes

Is the minimum acceptance unit based or dollar based?
☑ Dollar based ($)

Please enter the minimum acceptance value

$ 2,500

Will individual security holders be limited to accepting the offer for a maximum number or value of +securities (i.e. a maximum acceptance condition)?
☑ Yes

Is the maximum acceptance unit based or dollar based?
☑ Dollar based ($)

Please enter the maximum acceptance value

$ 30,000

Describe all the applicable parcels available for this offer in number of securities or dollar value

Eligible shareholders may apply for a parcel of ordinary shares with a dollar value of A$2,500, A$5,000, A$7,500, A$10,000, A$12,500, A$15,000, A$17,500, A$20,000 A$22,500, A$25,000, A$27,500 or A$30,000

Offer price details

Has the offer price been determined?
☑ Yes

In what currency will the offer be made?	What is the offer price per +security?
AUD - Australian Dollar	AUD 0.87000

Oversubscription & Scale back details

Will a scale back be applied if the offer is over-subscribed?
☑ Yes

Describe the scale back arrangements

The share purchase plan (SPP) will initially be capped at A$15 million (Cap). The Board reserves the right to accept applications under the SPP in excess of the Cap or to scale-back applications in its absolute discretion. In the event of a scale back, eligible shareholders may not receive the full number of ordinary shares applied for under the SPP and the difference in any application monies will be refunded to them (without interest) following the issue of ordinary shares under the SPP.

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?
☑ Yes

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Part 4C - Timetable

4C.1 Date of announcement of +security purchase plan

Tuesday February 16, 2021

4C.2 +Record date

Monday February 15, 2021

4C.3 Date on which offer documents will be made available to investors

Friday February 19, 2021

4C.4 Offer open date

Friday February 19, 2021

4C.5 Offer closing date

Thursday March 11, 2021

4C.6 Announcement of results

Tuesday March 16, 2021

4C.7 +Issue date

Wednesday March 17, 2021

Part 4D - Listing Rule requirements

4D.1 Does the offer under the +securities purchase plan meet all of the requirements of listing rule 7.2 exception 5 or do you have a waiver from those requirements?

☑ Yes

Part 4E - Fees and expenses

4E.1 Will there be a lead manager or broker to the proposed offer?

☑ Yes

4E.1a Who is the lead manager/broker?

The lead manager to the share purchase plan is Sanlam Private Wealth Pty Ltd ACN 136 960 775

4E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

In respect of the share purchase plan, Sanlam Private Wealth Pty Ltd will be paid a fee equal to 2% of the amount which is the greater of A$2.5 million or the gross amount raised under the institutional placement (which was announced by CAM on Tuesday, 16 February 2021), plus GST (for lead managing, arranging and underwriting the share purchase plan).

4E.2 Is the proposed offer to be underwritten?

☑ Yes

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4E.2a Who are the underwriter(s)?

Sanlam Private Wealth Pty Ltd ACN 136 960 775

4E.2b What is the extent of the underwriting (ie the amount or proportion of the issue that is underwritten)?

The share purchase plan will be underwritten up to the amount which is the greater of A$2.5 million or the gross amount raised under the institutional placement (which was announced by CAM on Tuesday, 16 February 2021).

4E.2c What fee, commission or other consideration is payable to them for acting as underwriter(s)?

In respect of the share purchase plan, Sanlam Private Wealth Pty Ltd will be paid a fee of 2% of the amount which is the greater of A$2.5 million or the gross amount raised under the placement (which was announced by CAM on Tuesday, 16 February 2021), plus GST (for lead managing, arranging and underwriting the share purchase plan).

4E.2d Please provide a summary of the significant events that could lead to the underwriting being terminated.

Please refer to CAM's announcement dated Tuesday, 16 February 2021

4E.2e Is a party referred to in listing rule 10.11 underwriting or sub-underwriting the proposed offer?

☑ No

4E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?

☑ No

4E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer

None other than as stated in this Appendix 3B

Part 4F - Further Information

4F.01 The purpose(s) for which the entity intends to use the cash raised by the proposed issue

The Company intends to use the net proceeds received from the share purchase plan to invest in securities listed on the ASX and selective unlisted entities or funds in accordance with its previously disclosed investment strategy.

4F.1 Will the entity be changing its dividend/distribution policy if the proposed offer is successful?

☑ No

4F.2 Countries in which the entity has +security holders who will not be eligible to accept the proposed offer

Austria, Canada, China, Malaysia, South Africa, Thailand and United States of America

4F.3 URL on the entity's website where investors can download information about the proposed offer

https://clime.com.au/invest-with-us/clime-capital-limited/

4F.4 Any other information the entity wishes to provide about the proposed offer

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Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

7A.1 - Are any of the following approvals required for the placement or other type of issue?

- **+Security holder approval**
- **Court approval**
- **Lodgement of court order with +ASIC**
- **ACCC approval**
- **FIRB approval**
- **Another approval/condition external to the entity**

☑ No

Part 7B - Issue details

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

☑ Existing class

Will the proposed issue of this +security include an offer of attaching +securities?

☑ No

Details of +securities proposed to be issued

ASX +security code and description

CAM : ORDINARY FULLY PAID

Number of +securities proposed to be issued

4,597,700

Offer price details

Are the +securities proposed to be issued being issued for a cash consideration?

☑ Yes

In what currency is the cash consideration being paid?

AUD - Australian Dollar

What is the issue price per +security?

AUD 0.87000

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

☑ Yes

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Part 7C - Timetable

7C.1 Proposed +issue date

Monday March 1, 2021

Part 7D - Listing Rule requirements

7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?

☑ No

7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

☑ Yes

7D.1b (i) How many +securities are proposed to be issued without security holder approval using the entity's 15% placement capacity under listing rule 7.1?

4,597,700

7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?

☑ No

7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?

☑ No

7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?

☑ No

7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?

☑ No

Part 7E - Fees and expenses

7E.1 Will there be a lead manager or broker to the proposed issue?

☑ Yes

7E.1a Who is the lead manager/broker?

The lead manager to the placement is Sanlam Private Wealth Pty Ltd ACN 136 960 775

7E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

In respect of the placement, Sanlam Private Wealth Pty Ltd will be paid a fee of 2% of the gross amount raised under the placement, plus GST (for lead managing and arranging the placement).

7E.2 Is the proposed issue to be underwritten?

☑ No

7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue

None other than as stated in this Appendix 3B

Part 7F - Further Information

7F.01 The purpose(s) for which the entity is issuing the securities

The Company intends to use the proceeds of the institutional placement to invest in securities listed on the ASX and selective unlisted entities or funds in accordance with its previously disclosed investment strategy.

7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?

☑ No

7F.2 Any other information the entity wishes to provide about the proposed issue

For further details of the placement please refer to the announcement released to ASX by the Company on Tuesday, 16 February 2021.

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