

Clime Capital Limited
(ACN 106 282 777)

Supplementary Prospectus

This is a Supplementary Prospectus issued by Clime Capital Limited (ACN 106 282 777) (**Company**). It supplements, and is intended to be read with, the Prospectus dated 27 October 2021 relating to the offer of CAM Notes to raise up to \$35 million (**Prospectus**).

This Supplementary Prospectus is dated 24 November 2021 and was lodged with the Australian Securities and Investments Commission (**ASIC**) on that date. None of ASIC, the Australian Securities Exchange (**ASX**), or their respective officers take responsibility for the contents of this Supplementary Prospectus.

Pursuant to Section 719(4) of the Corporations Act 2001 (Cth) (**Corporations Act**), the information set out below is taken to be included in the Prospectus. Terms defined in the Prospectus have the same meaning in this Supplementary Prospectus, except where otherwise defined in this Supplementary Prospectus.

1. Purpose of this Document

The purpose of this Supplementary Prospectus is to inform investors of the Company's decision to increase the cap on the total number of CAM Notes that will be on issue following the Offer to 36.5 million and to provide additional disclosure to investors.

2. Amendments to the Prospectus

The Company issued the Prospectus for the Offer of unsecured, redeemable, convertible notes to raise up to \$35 million. The Notes offered under the Prospectus will be issued in the same class as the existing ASX:CAMG notes. The Prospectus states that, as at the date of the Prospectus, the Company intended to issue only those number of CAM Notes so that the total number of CAM Notes on issue would be 35 million CAM Notes.

Following the issue of the Prospectus, the Company received strong interest from investors wanting to participate in the Offer. The Company now proposes to increase the cap on the total number of CAM Notes on issue following the Offer to 36.5 million.

Capital Structure

Section 2.5 of the Prospectus set out the effect of the Offer on the Company's capital structure. Table A and Table B in Section 2.5 illustrate the effect on the Company's capital based on certain assumptions. The Company now knows how many of the current CAM notes will be redeemed and converted. Each of these tables (and their accompanying assumptions) should be disregarded and replaced with the below new Table A.

Table A – Capital structure of the Company following the Offer

	Shares	Notes
Existing securities	140,204,734	22,581,880

Existing Notes that are 'rolled-over' on a post-consolidated basis from 1 December 2021		20,223,480 (on a post-consolidation basis) ¹
Number of CAM Notes issued under the Offer		16,276,520
Number of shares issued on conversion of Notes	282,863 ²	
Total securities on issue following completion of the Offer	140,487,597	36,500,000

3. Directors' Authorisation

Each Director has given and has not withdrawn their consent to the lodgement of this Supplementary Prospectus with ASIC.



John Abernethy
Chairman

¹ The Company received valid redemption notices for 1,239,792 Notes and valid conversion notices for 275,963 Notes.

² Conversion ratio of 1:1.025.