

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

**IMPORTANT INFORMATION**

This is a supplementary prospectus (**Supplementary Prospectus**) which supplements the prospectus dated 24 June 2019 (**Original Prospectus**) (together, the **Prospectus**) issued by Corizon Limited (ACN 142 411 390) (**Company**).

This Supplementary Prospectus is dated 24 September 2019 and was lodged with the 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 Original Prospectus. Other than as set out below, all details in relation to the Prospectus remain unchanged. Terms and abbreviations defined in the Original Prospectus have the same meaning in this Supplementary Prospectus. If there is a conflict between the Original Prospectus and this Supplementary Prospectus, this Supplementary Prospectus will prevail.

This Supplementary Prospectus will be issued with the Original 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](http://www.corizonlimited.com.au).

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.

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**1. PURPOSE OF THIS DOCUMENT**

The Supplementary Prospectus has been prepared to:

- (a) advise investors that the closing date of the Offer has been extended until 8 November 2019;
- (b) advise investors that the Shares the subject of the Offer must be quoted on the ASX, and the Company consequently reinstated to the Official List of the ASX, by 24 December 2019, being the date that is three months from the date of this Supplementary Prospectus; and
- (c) advise investors that the Minimum Subscription must be raised by 24 January 2020, being the date that is 4 months from the date of this Supplementary Prospectus.

Pursuant to the ASX Listing Rules the Company is required to have net tangible assets of at least \$4,000,000 at the time it is to be admitted to the Official List of ASX (after deducting the costs of the Offer) (**NTA Condition**).

The Company has recently been advised by ASX that the Company does not satisfy the NTA Condition. As a result, the Company will seek to raise an additional sum of at least \$150,000 and up to \$300,000 under the Offer in order to satisfy the NTA Condition. The increase to the Offer will be the subject of a further supplementary prospectus to be lodged in the coming days and will include audited financial accounts for both the Company and RWG for the financial year ended 30 June 2019 and an updated pro forma balance sheet and limited assurance report. All Applicants will be offered withdrawal rights under that supplementary prospectus, once lodged.

An increase to the Offer amount will require Shareholder approval and a variation to the waiver of the ASX Listing Rules previously granted by ASX to permit the Company to raise capital in connection with its re-compliance with Chapters 1 and 2 of the ASX Listing Rules at \$0.02 per Share.

## 2. AMENDMENTS TO THE PROSPECTUS

### 2.1 Timetable

The Board wishes to advise that the Closing Date of the Public Offer has been extended until 5:00pm (WST) on 8 November 2019, and accordingly the Timetable as set out on page 7 of the Prospectus is replaced with:

#### TIMETABLE

Event	Date
Lodgement of Supplementary Prospectus with ASIC	24 September 2019
General Meeting to approval Offer	28 October 2019
Closing date of the Offer	8 November 2019
Issue date of Shares under the Offer and Acquisition	13 November 2019
Despatch of holding statements	14 November 2019
Re-quotations of securities on ASX (subject to CIZ re-complying with Chapters 1 and 2 of the ASX Listing Rules and subject to ASX agreeing to reinstate CIZ's securities to quotation)	20 November 2019

- The Company reserves the right to extend the Closing Date or close the Offer early without prior notice.*
- The issue date of securities under the Offer, as well as under the Acquisition Agreement, are subject to and conditional upon receipt of conditional approval from ASX for the reinstatement of the Company to trading on the Official List. As such, those securities may not be issued on the date set out in the timetable above.*

### 2.2 Section 2.4 – Minimum Subscription

The paragraph at Section 2.4 of the Prospectus is updated to reflect that if the Minimum Subscription has not been raised within 4 months after the date of this Supplementary Prospectus, 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 (**Minimum Subscription Condition**),

This amendment is pursuant to ASIC Corporations (Minimum Subscription and Quotation Conditions) Instrument 2016/70 (**Instrument**).

#### Minimum Subscription Condition

The Company makes the following statements regarding the Minimum Subscription Condition as required by the Instrument:

- as at the date of this Supplementary Prospectus, \$4,150,000 has been raised, representing applications for 207,500,000 Shares under the Prospectus;
- the Minimum Subscription will not change as a result of this Supplementary Prospectus, but will be changed from \$4,150,000 to \$4,300,000 pursuant to a further supplementary prospectus to be lodged in the coming days;

- (c) the Minimum Subscription Condition is being amended to extend the period for the Minimum Subscription being achieved from the date four months from the date of the Original Prospectus to four months from the date of the Supplementary Prospectus; and
- (d) the Minimum Subscription Condition must be satisfied by 24 January 2019, being the date that is four months from the date of this Supplementary Prospectus.

### 2.3 Section 2.13 - ASX listing

The second paragraph at Section 2.13 of the Prospectus is updated to reflect that if the Shares for which application for Official Quotation on ASX are not admitted to Official Quotation by ASX before the expiration of 3 months after the date of issue of this Supplementary Prospectus, or such period as varied by the ASIC, the Company will not issue any Shares under the Offers and will repay all application monies for the Shares within the time prescribed under the Corporations Act, without interest (**Quotation Condition**). In those circumstances the Company will not proceed with the Acquisition.

This amendment is pursuant to the Instrument.

#### **Quotation Condition**

The Company makes the following statements regarding the Quotation Condition as required by the Instrument:

- (a) an application for admission to quotation of Shares offered under the Original Prospectus was made within seven days after the date of the Original Prospectus;
- (b) the Shares offered under the Original Prospectus have not been admitted to quotation as at the date of the Supplementary Prospectus;
- (c) the ASX has not, at the date of this Supplementary Prospectus, indicated that the Company's securities will be admitted to quotation, on a conditional basis or otherwise;
- (d) the Quotation Condition is being amended to extend the period for admission to quotation of Shares offered under the Original Prospectus from three months from the date of the Original Prospectus to three months from the date of the Supplementary Prospectus;
- (e) the Quotation Condition must be satisfied by 24 December 2019, being the date three months from the date of the Supplementary Prospectus; and
- (f) as at the date of the Supplementary Prospectus, the number of Shares for which applications have been received is 207,500,000.

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### 3. WITHDRAWAL OF PREVIOUS APPLICATIONS

In accordance with section 724(2) of the Corporations Act, if you applied for Shares under the Original Prospectus (**Existing Applicant**), you may withdraw your application and be repaid your application monies, provided you give the Company written notice of your wish to do so before 24 October 2019.

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

An Existing Applicant who wishes to withdraw their application and obtain a refund must submit a written request to the Company's share registry by mail or delivery to the address set out below so that it is received within 1 month of the date of the Supplementary Prospectus (i.e. **by close of business on 24 October 2019**).

**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)**

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

The details for the payment of the refund cheque 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.

**3.1 New Applications**

Applications for Shares under the Offer after lodgement of the Supplementary Prospectus **must** be made using the Supplementary Application Form attached to or accompanying the Supplementary Prospectus. Applications after the date of the Supplementary Prospectus **must not** be made on the Application Form attached to or accompanying the Prospectus and will not be valid.

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**4. CONSENTS**

The Company confirms that as at the date of this 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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**5. 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.



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