

ALTECH BATTERIES LIMITED
ACN 125 301 206

OPTIONS PROSPECTUS

For the Offer of 126,666,667 quoted Options, exercisable at \$0.065 on or before 31 October 2028 (**New Option**) as set out in Section 2 of this Prospectus.

IMPORTANT NOTICE

This document is important and should be read in its entirety. If, after reading this Prospectus you have any questions about the Options being offered under this Prospectus or any other matter, then you should consult your professional advisers without delay.

The Options offered by this Prospectus should be considered as highly speculative.

IMPORTANT INFORMATION

This Prospectus is dated 30 October 2025 and was lodged with the ASIC on that date. The ASIC, ASX and their respective officers take no responsibility for the contents of this Prospectus or the merits of the investment to which this Prospectus relates.

No Options may be issued on the basis of this Prospectus later than 13 months after the date of this Prospectus.

No person is authorised to give information or to make any representation in connection with this Prospectus, which is not contained in this Prospectus. Any information or representation not so contained may not be relied on as having been authorised by the Company in connection with this Prospectus.

It is important that investors read this Prospectus in its entirety and seek professional advice where necessary. The Options offered by this Prospectus should be considered as highly speculative.

Applications for Options offered pursuant to this Prospectus can only be made by an original Application Form.

This Prospectus is a transaction specific prospectus for an offer of options to acquire continuously quoted securities (as defined in the Corporations Act) and has been prepared in accordance with section 713 of the Corporations Act. It does not contain the same level of disclosure as an initial public offering prospectus.

In making representations in this Prospectus, regard has been had to the fact that the Company is a disclosing entity for the purposes of the Corporations Act and certain matters are publicly available information or may reasonably be expected to be known to investors and professional advisers whom prospective investors may consult.

No investment advice

The information contained in this Prospectus is not financial product advice or investment advice and does not take into account your financial or investment objectives, financial situation or particular needs (including financial or taxation issues). You should seek professional advice from your accountant, financial adviser, stockbroker, lawyer or other professional adviser before deciding to subscribe for Options under this Prospectus to determine whether it meets your objectives, financial situation and needs.

Forward-looking statements

This Prospectus contains forward-looking statements which are identified by words such as 'may', 'could', 'believes', 'estimates', 'targets', 'expects', or 'intends' and other similar words that involve risks and uncertainties.

These statements are based on an assessment of present economic and operating conditions, and on a number of assumptions regarding future events and actions that, as at the date of this Prospectus, are expected to take place.

Such forward-looking statements are not guarantees of future performance and involve known and unknown risks, uncertainties, assumptions and other important factors, many of which are beyond the control of the Company, the Directors and the Company's management.

The Company cannot and does not give any assurance that the results, performance or achievements expressed or implied by the forward-looking statements contained in this Prospectus will actually occur and investors are

cautioned not to place undue reliance on these forward-looking statements.

The Company has no intention to update or revise forward-looking statements, or to publish prospective financial information in the future, regardless of whether new information, future events or any other factors affect the information contained in this Prospectus, except where required by law.

These forward-looking statements are subject to various risk factors that could cause the Company's actual results to differ materially from the results expressed or anticipated in these statements. These risk factors are set out in Section 5.

Overseas shareholders

The Offer does not, and is not intended to, constitute an offer in any place or jurisdiction in which, or to any person to whom, it would not be lawful to make such offers or to issue this Prospectus.

The Offer is not being extended and the New Options will not be issued to any person with a registered address which is outside Australia, Germany, Hong Kong or Switzerland

For further information on overseas Shareholders please refer to Section 2.9.

Continuous disclosure obligations

The Company is a "disclosing entity" (as defined in section 111AC of the Corporations Act) for the purposes of section 713 of the Corporations Act and, as such, is subject to regular reporting and disclosure obligations. Specifically, like all listed companies, the Company is required to continuously disclose any information it has to the market which a reasonable person would expect to have a material effect on the price or the value of its Securities.

This Prospectus is intended to be read in conjunction with the publicly available information in relation to the Company which has been notified to ASX and does not include all of the information that would be included in a prospectus for an initial public offering of securities in an entity that is not already listed on a stock exchange. Investors should therefore have regard to the other publicly available information in relation to the Company before making a decision whether or not to invest.

Having taken such precautions and having made such enquires as are reasonable, the Company believes that it has complied with the general and specific requirements of ASX as applicable from time to time throughout the three months before the issue of this Prospectus which required the Company to notify ASX of information about specified events or matters as they arise for the purpose of ASX making that information available to the stock market conducted by ASX.

Please refer to Section 6.2 for further details.

Electronic Prospectus

A copy of this Prospectus can be downloaded from the website of the Company at www.altechgroup.com. If you are accessing the electronic version of this Prospectus for the purpose of making an investment in the Company, you must reside in a Permitted Jurisdiction.

The Corporations Act prohibits any person passing onto another person an Application Form unless it is attached to a hard copy of this Prospectus, or it accompanies the complete and unaltered version of this Prospectus. You may obtain a hard copy of this Prospectus free of charge

by contacting the Company by phone on +61 8 6168 1555 during office hours or by emailing the Company at martins@altechgroup.com.

The Company reserves the right not to accept an Application Form from a person if it has reason to believe that when that person was given access to the electronic Application Form, it was not provided together with the electronic Prospectus and any relevant supplementary or replacement prospectus or any of those documents were incomplete or altered.

Company website

No documents or other information available on the Company's website is incorporated into this Prospectus by reference.

Financial forecasts

The Directors have considered the matters set out in ASIC Regulatory Guide 170 and believe that they do not have a reasonable basis to forecast future earnings on the basis that the operations of the Company are inherently uncertain.

Accordingly, any forecast or projection information would contain such a broad range of potential outcomes and possibilities that it is not possible to prepare a reliable best estimate forecast or projection.

Clearing House Electronic Sub-Register System (CHES) and Issuer Sponsorship

The Company will apply to participate in CHES, for those investors who have, or wish to have, a sponsoring stockbroker. Investors who do not wish to participate through CHES will be issuer sponsored by the Company.

Electronic sub-registers mean that the Company will not be issuing certificates to investors. Instead, investors will be provided with statements (similar to a bank account statement) that set out the number of Options issued to them under this Prospectus. The notice will also advise holders of their Holder Identification Number or Security Holder Reference Number and explain, for future reference, the sale and purchase procedures under CHES and issuer sponsorship.

Electronic sub-registers also mean ownership of securities can be transferred without having to rely upon paper documentation. Further monthly statements will be provided to holders if there have been any changes in

their security holding in the Company during the preceding month.

Definitions and Time

Unless the contrary intention appears or the context otherwise requires, words and phrases contained in this Prospectus have the same meaning and interpretation as given in the Corporations Act and capitalised terms have the meaning given in the Glossary in Section 8.

All references to time in this Prospectus are references to Australian Western Standard Time.

Privacy statement

If you complete an Application Form, you will be providing personal information to the Company. The Company collects, holds and will use that information to assess your application, service your needs as a Shareholder and to facilitate distribution payments and corporate communications to you as a Shareholder.

The information may also be used from time to time and disclosed to persons inspecting the register, including bidders for your securities in the context of takeovers, regulatory bodies including the Australian Taxation Office, authorised securities brokers, print service providers, mail houses and the share registry.

You can access, correct and update the personal information that we hold about you. If you wish to do so, please contact the share registry at the relevant contact number set out in this Prospectus.

Collection, maintenance and disclosure of certain personal information is governed by legislation including the Privacy Act 1988 (as amended), the Corporations Act and certain rules such as the ASX Settlement Operating Rules. You should note that if you do not provide the information required on the application for Options, the Company may not be able to accept or process your application.

Enquiries

If you are in any doubt as to how to deal with any of the matters raised in this Prospectus, you should consult with your broker or legal, financial or other professional adviser without delay. Should you have any questions about the Offer or how to accept the Offer please call the Company Secretary on +61 8 6168 1555.

CORPORATE DIRECTORY

Directors

Mr Daniel Tenardi
(Non-Executive Chair)

Mr Ignatius Tan
(Managing Director)

Mr Peter Bailey
(Non-Executive Director)

Mr Tunku Yaacob
(Non-Executive Director)

Mr Uwe Ahrens
(Alternate Non-Executive Director)

Mr Hansjoerg Plaggemars
(Non-Executive Director)

Company Secretary

Mr Martin Stein

Registered Office

Suite 8
295 Rokeby Road
SUBIACO WA 6008

Telephone: + 61 8 6168 1555
Email: info@altechgroup.com
Website: www.altechgroup.com

Interactive Investor Hub:
<https://investorhub.altechgroup.com>

Auditor*

Moore Australia Audit (WA)
Level 15, Exchange Tower
2 The Esplanade,
PERTH WA 6000

Share Registry*

Automic
Level 5
191 St Georges Terrace
PERTH WA 6000

Telephone: 1300 288 664
Website: www.automicgroup.com.au

Legal Advisers

Steinepreis Paganin
Level 14, QV1 Building
250 St Georges Terrace
PERTH WA 6000

Joint Lead Managers

Evolution Capital Pty Ltd
Level 8
143 Macquarie Street
SYDNEY NSW 2000

Alpine Capital Pty Ltd
Suite 8.03, Level 8
25 Bligh Street
SYDNEY NSW 2000

*These entities are included for information purposes only. They have not been involved in the preparation of this Prospectus and have not consented to being named in this Prospectus.

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1. INDICATIVE TIMETABLE

1.1 Key Offer Information

ACTION	DATE*
Lodgement of Prospectus with ASIC and ASX	Thursday, 30 October 2025
Opening Date of the Offer	Thursday, 30 October 2025
Closing Date of the Offer (5:00pm AWST)	Monday, 3 November 2025
Issue of New Options under the Offer Expected date of Official Quotation of New Options	On or about Wednesday, 5 November 2025

* The above dates are indicative only and may change without notice. The Directors reserve the right to bring forward or extend the Closing Date of the Offer at any time after the Opening Date of the Offer without notice. Accordingly, the date the Options are expected to commence trading on ASX may vary. The Company also reserves the right not to proceed with the Offer at any time before the issue of Options to applicants.

2. DETAILS OF THE OFFER

2.1 Background

2.1.1 Placement

On 14 October 2025, the Company announced that it was undertaking a placement to raise up to \$6,000,000 (before costs) via the issue of 133,333,334 Shares at an issue price of \$0.045 per Share (**Placement**). Participants in the placement were sophisticated, professional and other investors exempt from the disclosure requirements in section 708 of the Corporations Act (**Placement Participants**).

Pursuant to the terms of the Placement, participants will receive 1 free attaching quoted Option for every 2 Shares subscribed for and issued under the Placement (**New Options**). The New Options will be exercisable at \$0.065 on or before 31 October 2028 and otherwise on the terms and conditions set out in Section 4.1. Subject to satisfying applicable ASX Listing Rule conditions, the Company intends to apply of quotation of the New Options.

All Securities under the Placement will be issued pursuant to the Company's available placement capacity under Listing Rule 7.1 as follows:

- (a) 133,333,334 Shares issued to Placement Participants on 20 October 2025;
- (b) 66,666,667 free attaching New Options to Placement Participants; and
- (c) 60,000,000 New Options to the Joint Lead Managers (as defined below).

For further information on the Placement refer to the Company's announcement made on 14 October 2025.

2.1.2 Joint Lead Managers

The Company appointed Evolution Capital Pty Ltd (**Evolution**) and Alpine Capital Pty Ltd (**Alpine Capital**) as joint lead managers to the Placement (together, the **Joint Lead Managers**).

Under the terms of the appointment, the Company has agreed to pay the Joint Lead Managers (or their nominee/s) a fee of 6% of the funds raised under the Placement and to issue 60,000,000 New Options (being 10 New Options for every \$1 raised). All fees and options will be equally apportioned between the Joint Lead Managers.

The Company will reimburse the Joint Lead Managers for reasonable out-of-pocket expenses incurred in performing their services.

The engagement is otherwise on customary terms.

2.1.3 Use of Funds

The Company intends to apply the funds raised from the Placement (less expenses) to progress its near-term objectives, namely:

- (a) to support trials and initial sales of Altech UPS batteries, targeting critical infrastructure customers across Europe, Australia and the United States;
- (b) to advance funding initiatives for the 120 MWh CERENERGY® production facility in Germany, supporting large-scale commercial rollout;
- (c) to progress pilot plant and battery commercialisation activities, including completion of the larger 90 kWh battery prototype for the CERENERGY® project and preliminary assessment for establishing a 4 GWh Giga factory for large-scale production; and
- (d) to contribute towards general working capital and costs associated with the Placement.

2.2 Minimum subscription

There is no minimum subscription for the Offer.

2.3 Not underwritten

The Offer is not underwritten.

2.4 Oversubscriptions

No oversubscriptions will be accepted by the Company.

2.5 Applications

Without prior approval from the Company, applications for New Options under this Prospectus can only be made by the Placement Participants and the Joint Lead Managers (or their nominee(s)) at the direction of the Company and must be made using the appropriate Application Form accompanying this Prospectus. The New Options offered pursuant to the Offer are being issued for nil cash consideration and therefore the Applicants are not required to pay any funds with their Application.

Completed Application Forms must be mailed or delivered to the address set out on the Application Form by no later than 5:00 pm (AWST) on the Closing Date.

The Company reserves the right to close the Offer early.

If you require assistance in completing an Application Form, please contact the Company Secretary on +61 8 6168 1555.

2.6 ASX Listing

Application for Official Quotation of the New Options offered pursuant to this Prospectus will be made within 7 days after the date of this Prospectus.

If ASX does not grant Official Quotation of the New Options offered pursuant to this Prospectus before the expiration of three months after the date of issue of the Prospectus, (or such period as varied by the ASIC), the Company will not issue any New Options.

The fact that ASX may grant Official Quotation to the New Options is not to be taken in any way as an indication of the merits of the Company or the New Options now offered for subscription.

2.7 Issue of Options

New Options offered under this Prospectus will be issued in accordance with the timetable set out in Section 1 of this Prospectus.

2.8 Defects in Applications

If an Application Form is not completed correctly, the Company may, in its discretion, still treat the Application Form to be valid. The Company's decision to treat an application as valid, or how to construe, amend or complete it, will be final.

2.9 Overseas Placement Participants

The Offer does not, and is not intended to, constitute an offer in any place or jurisdiction in which, or to any person to whom, it would not be lawful to make such an offer or to issue this Prospectus.

The Offer is not being extended and New Options will not be issued to any person with a registered address which is outside Australia, Germany, Hong Kong and Switzerland (the **Permitted Jurisdictions**).

Germany

This Prospectus has not been, and will not be, registered with or approved by any securities regulator in Germany or elsewhere in the European Union. Accordingly, this Prospectus may not be made available, nor may the Options be offered for sale, in Germany except in circumstances that do not require a prospectus under Article 1(4) of Regulation (EU) 2017/1129 of the European Parliament and the Council of the European Union (the **Prospectus Regulation**).

In accordance with Article 1(4) of the Prospectus Regulation, an offer of Options in Germany is limited:

- to persons who are "qualified investors" (as defined in Article 2(e) of the Prospectus Regulation);
- to fewer than 150 natural or legal persons (other than qualified investors); or
- in any other circumstance falling within Article 1(4) of the Prospectus Regulation.

Hong Kong

WARNING: This Prospectus has not been, and will not be, registered as a prospectus under the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap. 32) of Hong Kong, nor has it been authorised by the Securities and Futures Commission in Hong Kong pursuant to the Securities and Futures Ordinance (Cap. 571) of the Laws of Hong Kong (the **SFO**). Accordingly, this Prospectus may not be distributed, and the Options may not be offered or sold, in Hong Kong other than to "professional investors" (as defined in the SFO and any rules made under that ordinance).

No advertisement, invitation or document relating to the Options has been or will be issued, or has been or will be in the possession of any person for the purpose of issue, in Hong Kong or elsewhere that is directed at, or the contents of which are likely to be accessed or read by, the public of Hong Kong (except if permitted to do so under the securities laws of Hong Kong) other than with respect to Options that are or are intended to be disposed of only to persons outside Hong Kong or only to professional investors. No person allotted Options may sell, or offer to sell, such securities in circumstances that amount to an offer to the public in Hong Kong within six months following the date of issue of such securities.

The contents of this Prospectus have not been reviewed by any Hong Kong regulatory authority. You are advised to exercise caution in relation to the offer. If you are in doubt about any contents of this document, you should obtain independent professional advice.

Switzerland

The Options may not be publicly offered in Switzerland and will not be listed on the SIX Swiss Exchange or on any other stock exchange or regulated trading facility in Switzerland. Neither this Prospectus nor any other offering or marketing material relating to Options constitutes a prospectus or a similar notice as such terms are understood pursuant to art. 35 of the Swiss Financial Services Act (FinSA) or the listing rules of any stock exchange or regulated trading facility in Switzerland. Neither this Prospectus nor any other offering or marketing material relating to the Options or the offering may be publicly distributed or otherwise made publicly available in Switzerland.

Neither this Prospectus nor any other offering or marketing material relating to the offering, the Company or the Options have been or will be filed with or approved by any Swiss regulatory authority or authorized review body. In particular, this Prospectus will not be filed with, and the offer of Options will not be supervised by, the Swiss Financial Market Supervisory Authority (FINMA).

This Prospectus may be distributed in Switzerland only to existing Shareholders of the Company and is not for general circulation in Switzerland.

2.10 Nominees and custodians

Nominees and custodians may not submit an Application Form on behalf of any person resident outside the Permitted Jurisdictions without the prior consent of the Company, taking into account relevant securities law restrictions. Return of a duly completed Application Form will be taken by the Company to constitute a representation that there has been no breach of those regulations.

2.11 Enquiries

Any questions concerning the Offer should be directed to the Company Secretary on +61 8 6168 1555.

3. PURPOSE AND EFFECT OF THE OFFER

3.1 Purpose of the Offer

The Offer is being made such that relief provided under ASIC Corporations (Sale Offers That Do Not Need Disclosure) Instrument 2016/80 with respect to the on-sale provisions of section 707 of the Corporations Act is available.

Specifically, if the New Options pursuant to the Offer are issued with disclosure under this Prospectus, then the Options (and any Shares issued upon the exercise of any of the New Options) can be on-sold within 12 months of their issue, without a disclosure document for the on-sale offer.

Subject to the New Options being granted to Official Quotation on the ASX, holders of the New Options will be able to trade the New Options on the ASX and will be able to exercise the New Options into Shares and trade those Shares without the need for additional disclosure and without any trading restrictions.

3.2 Effect on capital structure

The effect of the Offer on the capital structure of the Company, assuming the Company issues the maximum number of New Options under the Offer, is set out below.

Shares

SHARES ¹	NUMBER
Shares currently on issue	2,668,426,253
Shares to be offered pursuant to the Offer	Nil
Total Shares on completion of the Offer	2,668,426,253

Notes:

1. The rights attaching to the Shares are summarised in Section 4.2 of this Prospectus.

Options

OPTIONS	NUMBER
Options currently on issue ¹	214,576,046
New Options to be offered pursuant to the Offer ^{2,3}	126,666,667
Total Options on completion of the Offer	341,242,713

Notes:

1. Comprising:
 - (a) 186,030,170 quoted Options (ASX:ATCOC) exercisable at \$0.06 on or before 5:00pm (WST) on 31 December 2025; and
 - (b) 28,545,876 unquoted Options exercisable at \$0.08 on or before 30 April 2026.
2. Comprising:
 - (a) 66,666,667 New Options to be issued to Placement Participants (subject to rounding of individual entitlements) as set out in Section 2.1.1; and
 - (b) 60,000,000 New Options to be issued to the Joint lead Managers as set out in Section 2.1.2.
3. The New Options will be exercisable at \$0.065 and expiry date of 31 October 2028 and otherwise on the terms and conditions set out in Section 4.1.

Performance Rights

PERFORMANCE RIGHTS	NUMBER
Performance Rights currently on issue ¹	112,650,000
Performance Rights offered pursuant to the Offer	Nil
Total Performance Rights on completion of the Offer	112,650,000

The capital structure on a fully diluted basis as at the date of this Prospectus is 2,995,652,299 Shares and on completion of the Offer would be 3,122,318,966 Shares.

3.3 Financial effect of the Offer

No funds will be raised from the Offer as the New Options under this Prospectus are being issued for nil cash consideration. However, if all New Options are exercised into Shares, the Company will receive approximately \$8,233,333 (assuming 126,666,667 New Options are issued).

The expenses of the Offer are estimated to be approximately \$46,901. The expenses of the Offer will be met utilising the Company's existing cash reserves. Accordingly, the immediate financial effect of the Offer will be to reduce the Company's existing cash reserves by \$46,901.

3.4 Substantial Shareholders

As at the date of this Prospectus, those persons which (together with their associates) have a relevant interest in 5% or more of the Shares on issue based on publicly available information are set out below:

SHAREHOLDER	SHARES	%
The Deutsche Balaton Group ¹	862,412,589	32.32%

Notes:

1. Refer to the Form 604 released on the Company's ASX platform (ASX:ATC) on 20 October 2025.

The Company confirms that the offer of New Options pursuant to the Offer will have no impact on the relevant interest of the substantial shareholders noted above.

4. RIGHTS ATTACHING TO SECURITIES

4.1 Terms of the New Options

(a) **Entitlement**

Each New Option entitles the holder to subscribe for 1 Share upon exercise of the New Option.

(b) **Exercise Price**

Subject to paragraph (i), the amount payable upon exercise of each New Option will be \$0.065 (**Exercise Price**).

(c) **Expiry Date**

Each New Option will expire at 5:00pm (AWST) on or before 31 October 2028 (**Expiry Date**). A New Option not exercised before the Expiry Date will automatically lapse on the Expiry Date.

(d) **Exercise Period**

The New Options are exercisable at any time on or prior to the Expiry Date (**Exercise Period**).

(e) **Notice of Exercise**

The New Options may be exercised during the Exercise Period by notice in writing to the Company in the manner specified on the New Option exercise notice (**Notice of Exercise**) and payment of the Exercise Price for each New Option being exercised in Australian currency by electronic funds transfer or other means of payment acceptable to the Company.

(f) **Exercise Date**

A Notice of Exercise is only effective on and from the later of the date of receipt of the Notice of Exercise and the date of receipt of the payment of the Exercise Price for each New Option being exercised in cleared funds (**Exercise Date**).

(g) **Timing of issue of Shares on exercise**

Within 5 Business Days after the Exercise Date, the Company will:

- (i) issue the number of Shares required under these terms and conditions in respect of the number of New Options specified in the Notice of Exercise and for which cleared funds have been received by the Company;
- (ii) if required, give ASX a notice that complies with section 708A(5)(e) of the Corporations Act, or, if the Company is unable to issue such a notice, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors; and
- (iii) if admitted to the official list of ASX at the time, apply for official quotation on ASX of Shares issued pursuant to the exercise of the New Options.

If a notice delivered under paragraph (g)(ii) is for any reason not effective to ensure that an offer for sale of the Shares does not require disclosure to investors, the Company must, no later than 20 Business Days after becoming aware of such notice being ineffective, lodge with ASIC a prospectus prepared in accordance with the Corporations Act and do all such things necessary to satisfy section 708A(11) of the Corporations Act to ensure that an offer for sale of the Shares does not require disclosure to investors.

(h) **Shares issued on exercise**

Shares issued on exercise of the New Options rank equally with the then issued shares of the Company.

(i) **Reconstruction of capital**

If at any time the issued capital of the Company is reconstructed, all rights of an Optionholder are to be changed in a manner consistent with the Corporations Act and the ASX Listing Rules, at the time of the reconstruction.

(j) **Participation in new issues**

There are no participation rights or entitlements inherent in the New Options and holders will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the New Options without exercising the New Options.

(k) **Change in exercise price**

A New Option does not confer the right to a change in Exercise Price or a change in the number of underlying securities over which the New Option can be exercised.

(l) **Transferability**

The New Options are transferable subject to any restriction or escrow arrangements imposed by ASX or under applicable Australian securities laws.

4.2 Rights and liabilities attaching to Shares

The following is a summary of the more significant rights and liabilities attaching to the Shares being offered pursuant to this Prospectus. This summary is not exhaustive and does not constitute a definitive statement of the rights and liabilities of Shareholders. To obtain such a statement, persons should seek independent legal advice.

Full details of the rights and liabilities attaching to Shares are set out in the Constitution, a copy of which is available for inspection at the Company's registered office during normal business hours.

(a) **General meetings**

Shareholders are entitled to be present in person, or by proxy, attorney or representative to attend and vote at general meetings of the Company.

Shareholders may requisition meetings in accordance with section 249D of the Corporations Act and the Constitution of the Company.

(b) **Voting rights**

Subject to any rights or restrictions for the time being attached to any class or classes of shares, at general meetings of shareholders or classes of shareholders:

- (i) each Shareholder entitled to vote may vote in person or by proxy, attorney or representative;
- (ii) on a show of hands, every person present who is a Shareholder or a proxy, attorney or representative of a Shareholder has one vote; and
- (iii) on a poll, every person present who is a Shareholder or a proxy, attorney or representative of a Shareholder shall, in respect of each fully paid Share held by him, or in respect of which he is appointed a proxy, attorney or representative, have one vote for each Share held, but in respect of partly paid shares shall have such number of votes as bears the same proportion to the total of such Shares registered in the Shareholder's name as the amount paid (not credited) bears to the total amounts paid and payable (excluding amounts credited).

(c) **Dividend rights**

Subject to the rights of any preference Shareholders and to the rights of the holders of any shares created or raised under any special arrangement as to dividend, the Directors may from time to time declare a dividend to be paid to the Shareholders entitled to the dividend which shall be payable on all Shares according to the proportion that the amount paid (not credited) is of the total amounts paid and payable (excluding amounts credited) in respect of such Shares.

The Directors may from time to time pay to the Shareholders any interim dividends as they may determine. No dividend shall carry interest as against the Company. The Directors may set aside out of the profits of the Company any amounts that they may determine as reserves, to be applied at the discretion of the Directors, for any purpose for which the profits of the Company may be properly applied.

Subject to the ASX Listing Rules and the Corporations Act, the Company may, by resolution of the Directors, implement a dividend reinvestment plan on such terms and conditions as the Directors think fit and which provides for any dividend which the Directors may declare from time to time payable on Shares which are participating Shares in the dividend reinvestment plan, less any amount which the Company shall either pursuant to the Constitution or any law be entitled or obliged to retain, be applied by the Company to the payment of the subscription price of Shares.

(d) **Winding-up**

If the Company is wound up, the liquidator may, with the authority of a special resolution, divide among the Shareholders in kind the whole or any part of the property of the Company, and may for that purpose set such value as he considers fair upon any property to be so divided, and may determine how the division is to be carried out as between the Shareholders or different classes of Shareholders.

The liquidator may, with the authority of a special resolution, vest the whole or any part of any such property in trustees upon such trusts for the benefit of the contributories as the liquidator thinks fit, but so that no Shareholder is compelled to accept any shares or other securities in respect of which there is any liability.

(e) **Shareholder liability**

As the Shares issued will be fully paid shares, they will not be subject to any calls for money by the Directors and will therefore not become liable for forfeiture.

(f) **Transfer of shares**

Generally, shares in the Company are freely transferable, subject to formal requirements, the registration of the transfer not resulting in a contravention of or failure to observe the provisions of a law of Australia and the transfer not being in breach of the Corporations Act and the ASX Listing Rules.

(g) **Future increase in capital**

The issue of any new Shares is under the control of the Directors of the Company. Subject to restrictions on the issue or grant of securities contained in the ASX Listing Rules, the Constitution and the Corporations Act (and without affecting any special right previously conferred on the holder of an existing share or class of shares), the Directors may issue Shares as they shall, in their absolute discretion, determine.

(h) **Variation of rights**

Under section 246B of the Corporations Act, the Company may, with the sanction of a special resolution passed at a meeting of Shareholders vary or abrogate the rights attaching to Shares.

If at any time the share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the

shares of that class), whether or not the Company is being wound up, may be varied or abrogated with the consent in writing of the holders of three quarters of the issued shares of that class, or if authorised by a special resolution passed at a separate meeting of the holders of the shares of that class.

(i) **Alteration of constitution**

In accordance with the Corporations Act, the Constitution can only be amended by a special resolution passed by at least three quarters of Shareholders present and voting at the general meeting. In addition, at least 28 days written notice specifying the intention to propose the resolution as a special resolution must be given.

5. RISK FACTORS

5.1 Introduction

The New Options offered under this Prospectus are considered highly speculative. An investment in the Company is not risk free and the Directors strongly recommend potential investors consider the risk factors set out in this Section 5, together with all other information contained in this Prospectus.

The future performance of the Company and the value of the New Options and Shares issued upon the exercise of the New Options may be influenced by a range of factors, many of which are largely beyond the control of the Company and the Directors. The key risks associated with the Company's business, the industry in which it operates and general risks applicable to all investments in listed securities and financial markets generally are described below.

The risks factors set out in this Section 5, or other risk factors not specifically referred to, may have a materially adverse impact on the performance of the Company and the value of the New Options. This Section 5 is not intended to provide an exhaustive list of the risk factors to which the Company is exposed.

Before determining whether to invest in the Company you should ensure that you have a sufficient understanding of the risks described in this Section 5 and all of the other information set out in this Prospectus and consider whether an investment in the Company is suitable for you, taking into account your objectives, financial situation and needs.

If you do not understand any matters contained in this Prospectus or have any queries about whether to invest in the Company, you should consult your accountant, financial adviser, stockbroker, lawyer or other professional adviser.

5.2 Company specific

RISK CATEGORY	RISK
Operational risks	The Company will be exposed to various construction and operational risks should it advance its projects through the construction phase and into operations, including unanticipated financial, operational or political events, cost overruns, changes in the prices and demand of commodities relevant to the Company's business, equipment and labour shortages, equipment failure, technical concerns including possible reserves and deliverability difficulties, environmental impacts, increases in operating cost structures, community or industrial actions, natural disasters, interruptions to the supply of power, water, chemicals or fuel, or other circumstances which may result in the delay, suspension or termination of the project, the total or partial loss of the investment and a material adverse effect on the Company's results of operations and financial condition. In addition, construction, commissioning and operational ramp up of operational assets can be subject to unexpected problems or delays in schedule.
Processing risks	Should the Company be successful in its development and operation of its projects, the Company's operations will be subject the operating risks, including the related risks associated with storage and transportation of materials, products and wastes. These operating risks have the potential to cause personal injury, property damage or environmental contamination, and may result in the shutdown of affected facilities, business interruption, or the imposition of civil or criminal penalties, which may impact the Company's standing in the public eye. There are potential hazards associated with the Company's proposed processing operations and the related storage and transportation of products and wastes. Examples of such

RISK CATEGORY	RISK
	hazards that may arise from the Company's proposed operations could include: (a) pipeline and storage tank leaks and ruptures; (b) explosions and fires; (c) mechanical failures; and (d) chemical spills and other discharges or releases of toxic or hazardous substances or gases. These hazards may cause personal injury and loss of life, damage to property or contamination of the environment, which may result in suspension of operations or the imposition of civil or criminal penalties, including fines, expenses for remediation or claims by governmental entities or third parties. Although the Company maintains various insurance type and amounts that it believes is customary for its business activities, the Company may not fully insure against all potential hazards incidental to its operations.
Supply chain	The Company may be dependent on contractors and suppliers to supply vital goods and services to its operations, should operations commence. The Company may therefore be exposed to the possibility of adverse developments in the business environments of its contractors and suppliers. Any disruption to services or supplies may have an adverse effect on the financial performance of the Company.
Failure to scale up and commercialise	There is a risk that the Company will be unable to achieve sufficient scale in the commercialisation of its products across all target customer segments, which could potentially result in reduced or negative growth. There is also a risk that the Company's products launched and developed to the market may be unprofitable because they are not supported by sufficient market interest or otherwise not adequately marketed and fail to sell. There is also a risk that the products waste operating costs or incur operating costs earlier than necessary or greater than forecast. In relation to the CERENERGY battery project, the product has not been produced at scale, at designed product size and at commercial quantities. There is a risk that the product may fail to be commercialised due to the risk involved with scaling up and scaling up to the designed size. In relation to the Silumina Andes battery materials project, the product has not been produced or tested at scale and at commercial quantities. There is a risk that the product may fail to be commercialised due to the risk involved with scaling up and being commercially tested by potential customers.
Market demand and price risks	If the Company progresses to become a producer and seller of its products, the Company's business will rely primarily on the production and sale of its products to a variety of buyers. Fluctuations in the global market may materially affect the future financial performance of the Company. Demand for, and pricing of, the Company's products may be sensitive to external economic and political factors, including: (a) worldwide supply and demand; (b) the level of economic activity in the markets the Company may serve;

RISK CATEGORY	RISK
	(c) the price and availability of new technology; and (d) the availability and cost of potential substitutes. It is impossible to predict future price movements with certainty. Any sustained low prices or further declines in the price may adversely affect the Company's proposed business, results of operations or its ability to finance the development of its projects.
Access to capital risk	The Company's business and, in particular, its development of a large-scale projects, relies on access to debt and equity financing. There is a risk that the Company may not be able to access capital from these markets, which would impact the ability to develop its projects and achieve its business objectives. Further, the Company, in the ordinary course of its operations and developments, is required to issue financial assurances, particularly insurances and bond/bank guarantee instruments to secure statutory and environmental performance undertakings and commercial arrangements. The Company's ability to provide such assurances is subject to external financial and credit market assessments, and its own financial position. Loan agreements and other financing rearrangements such as debt facilities, convertible note issue and finance leases (and any related guarantee and security) that may be entered into by the Company may contain covenants, undertakings and other provisions which, if breached, may entitle lenders to accelerate repayment of loans and there is no assurance that the Company would be able to repay such loans in the event of an acceleration. Enforcement of any security granted by the Company or default under a finance lease could also result in the loss of assets. The Company is exposed to risks associated with its financial instruments (consisting of cash, receivables, accounts payable and accrued liabilities due to third parties from time to time). This includes the risk that a third party to a financial instrument fails to meet its contractual obligations; the risk that the Company will not be able to meet its financial obligations as they fall due; and the risk that market prices may vary which will affect the Company's income.
General regulatory risks	The Company' business is subject to, in each of the countries in which the Company operates, or may operate, various national and local laws and regulations relating to the mining, production, marketing, pricing, transportation and storage of the Company's products and/or residues. Permits from a variety of regulatory authorities may be required for aspects of the Company's operations. Many of those permits may be subject to conditions, and a change in the conditions attaching to those permits, or the imposition of new conditions, that could have a material adverse effect on the Company's proposed business and financial condition. A change in the laws which apply to the Company's business or the way in which it is regulated could also have a material adverse effect on the Company's business and financial condition. Other changes in the regulatory environment (including applicable accounting standards) may have a material adverse effect on the carrying value of material assets or otherwise have a material adverse effect on the Company's business and/or financial condition.

RISK CATEGORY	RISK
Environmental risks	The Company's possible future mine development and processing program will, in general, be subject to approval by governmental authorities. Development of any of the Company's properties will be dependent on the project meeting environmental guidelines and, where required, being approved by governmental authorities and the possible future activities of the Company may be subject to extensive laws and regulations controlling not only the mining of, exploration for and processing of mineral properties, but also the possible effects of such activities upon the environment and interests of local communities. In the context of obtaining environmental permits, including the approval of reclamation plans, the Company must comply with known standards, existing laws and regulations which may entail greater or lesser costs and delays depending on the nature of the activity to be permitted and how stringently the regulations are implemented by the permitting authority. With increasingly heightened government and public sensitivity to environmental sustainability, environmental regulation is becoming more stringent, and the Company could be subject to increasing environmental responsibility and liability, including laws and regulations dealing with air quality, water and noise pollution or other discharges of materials into the environment, plant and wildlife protection, the reclamation and restoration of certain of its properties, greenhouse gas emissions, the storage, treatment and disposal of wastes or the effects of its business on the water table and groundwater quality. Sanctions for non-compliance with these laws and regulations may include administrative, civil and criminal penalties, revocation of permits and corrective action orders. These laws sometimes apply retroactively. In addition, a party can be liable for environmental damage without regard to that party's negligence or fault.
Economic risks	Economic factors beyond the control of the Company, such as changes in commodity prices, interest rates, inflation, exchange rates and taxation, may negatively impact on the revenue and profitability of the Company.
Additional requirements for capital	The Company's capital requirements depend on numerous factors. The Company will require further financing in addition to amounts raised under the Placement. Any additional equity financing will dilute shareholdings, and debt financing, if available, may involve restrictions on financing and operating activities. If the Company is unable to obtain additional financing as needed, it may be required to reduce the scope of its operations and scale back its planned construction and development programs as the case may be.
Political risk (Malaysia)	The Company's HPA plant (under construction) is located in Malaysia. The fragility of the incumbent Malaysian federal coalition government has not, as yet, transpired into radical policy or regulation change, however risks remain that a change in political leadership could bring about policy and regulatory changes in the future, that may affect the Company and its planned HPA plant. Hence, there is no assurance that any unfavourable developments or change in the political and economic situation in Malaysia would not adversely affect the Company's ability to conduct business in the country.

RISK CATEGORY	RISK
Climate risk	There are a number of climate-related factors that may affect the operations and proposed activities of the Company. The climate change risks particularly attributable to the Company include: (a) the emergence of new or expanded regulations associated with the transitioning to a lower-carbon economy and market changes related to climate change mitigation. The Company may be impacted by changes to local or international compliance regulations related to climate change mitigation efforts, or by specific taxation or penalties for carbon emissions or environmental damage. These examples sit amongst an array of possible restraints on industry that may further impact the Company and its profitability. While the Company will endeavour to manage these risks and limit any consequential impacts, there can be no guarantee that the Company will not be impacted by these occurrences; and (b) climate change may cause certain physical and environmental risks that cannot be predicted by the Company, including events such as increased severity of weather patterns and incidence of extreme weather events and longer-term physical risks such as shifting climate patterns. All these risks associated with climate change may significantly change the industry in which the Company operates.
Joint venture risk	The Company's interests in the projects are subject to joint venture arrangements. As with any joint venture, it is subject to various counterparty risks including failure by the joint venture counterparty, to act in the best interests of the joint venture. Any failure by the counterparty to act in the best interests of the joint venture may or may not give the Company contractual remedies, however, even if such remedies are available, they may be costly and time consuming to pursue. In addition, the Company's subsidiary Altech Batteries GmbH (ABG) entered into a Research and Development Agreement with Fraunhofer-Institut Fur Keramische Technologien Und Systeme IKTS (Fraunhofer) to develop battery systems for stationary energy storage based on sodium nickel chloride technology. The aim is to bring the technology to commercial production through the development of a 120MWh battery production plant in Saxony, Germany. Under the terms of the Research and Development Agreement: (a) The project started on 13 September 2022 and has an expected period of performance of 4 years. (b) ABG makes quarterly payments up to a total combined amount of €13,600,000 for services performed by Fraunhofer, in accordance with an R&D Payment Plan, over a period of 4 years commencing on 13 December 2022. In the event that ABG fails to provide timely payment, Fraunhofer may terminate the R&D contract. In the event that this was to occur, the Company would have no further rights or interests in the CERENERGY® battery project.

RISK CATEGORY	RISK
	If commercialisation becomes unviable through the outcome of a Definitive Feasibility Study, ABH may terminate the R&D contract.
Sovereign risk	The projects are located in Germany, China and Malaysia and will be subject to the risks associated in operating in a foreign country. These risks may include economic, social or political instability or change, hyperinflation, currency non-convertibility or instability and changes of law affecting foreign ownership, government participation, taxation, working conditions, rates of exchange, exchange control, exploration licensing, export duties, repatriation of income or return of capital, environmental protection, labour relations as well as government control over natural resources or government regulations that require the employment of local staff or contractors or require other benefits to be provided to local residents. Any future material adverse changes in government policies or legislation in foreign jurisdictions in which the Company has projects that affect foreign ownership, exploration, development or activities of companies involved in exploration and production, may affect the viability and profitability of the Company.
Royalties	The sodium-chloride solid-state battery project is subject to a 1.5% royalty payable on batteries sold from the relevant project. The payment of these royalties may affect the economics of a project progressing to development and production.

5.3 Industry specific

RISK CATEGORY	RISK
Customer and market acceptance	Many customers have long term supply agreements in place with their battery supplier. It is probable that a potential customer would require time to test new batteries in their end-user products, negotiate new agreements, machine up to manufacture new batteries, potentially adapt their products to work with the new battery and utilise their current battery stock. As a result, despite the Company's battery design being successful there may be a considerable period of time before the Company generates revenues and cash inflows.
Specific design risk	The Company is researching and developing the use of HPA coated silicon for anode material in lithium batteries, along with its Sodium Chloride Solid State battery (R&D Products). The use of the R&D Products are not yet comprehensively tested and verified at commercial scale, and the Company may not be able to develop and commercially produce the anode material or Sodium Chloride Solid State that is more competitive to other anode materials and existing batteries in use.
Competitors	Many potential competitors operate their own manufacturing facilities, have a long history of operations, presence in key markets, large customer bases, brand recognition, significant resources dedicated to research and technology and product development and access to financial resources. These competitors may be able to adapt more quickly to new or emerging technologies, changes in customer requirements and may have greater resources committed to the research

RISK CATEGORY	RISK
	sales and marketing of their technologies and products. They may have or may establish financial or strategic relationships with existing customers, resellers or other third parties. As a result, competitors may develop new technologies or better position themselves to compete resulting in pricing pressures, decreased gross margins and loss of market share which could materially adversely affect the Company's business, financial condition and the results of its operations.
Patent applications	The Company holds a combination of granted patents as well as pending applications and acknowledges that its prospect of obtaining patent protection for products and the technology such as those proposed under the patent applications is uncertain and involves complex and continually evolving factual and legal questions with such questions potentially impacted by legislative and judicial changes, or changes to examination guidelines in relevant jurisdictions. There is a risk provisional patent applications may not proceed to granted patents or may not afford the Company adequate protection from competing products. Even if the Company succeeds in obtaining patent protection for its products, its patents could be wholly or partially invalidated following challenges by third parties.
Operating and development risks	The Company's ability to achieve production, development, operating cost and capital expenditure estimates on a timely basis cannot be assured. The Company's business involves many risks and may be impacted by factors including the overall availability of free cash to fund continuing development activities, labour force disruptions, cost overruns, changes in the regulatory environment and other unforeseen contingencies. Such occurrences could result in damage to, or destruction of, production facilities, personal injury or death, environmental damage, delays in production, increased production costs and other monetary losses and possible legal liability to the owner or operator of the project. In addition, the Company's profitability could be adversely affected if for any reason its production and processing of or project development is unexpectedly interrupted or slowed. Examples of events which could have such an impact include unscheduled plant shutdowns or other processing problems, mechanical failures, the unavailability of materials and equipment, unusual or unexpected rock formations, poor or unexpected geological or metallurgical conditions, poor water condition, interruptions to electricity supplies, human error and adverse weather conditions.
Extraterritorial risks	The Company has interests in assets overseas, namely Germany and Malaysia, and in that respect such assets are subject to risks particular to their extraterritoriality such as changes in laws, practices and policies in the relevant jurisdictions, including laws that deal with overseas investors. In particular, logistical difficulties may arise due to the assets being located overseas including the incurring of additional costs with respect to overseeing and managing the projects, including costs associated with taking advice in relation to the application of local laws as well as the cost of establishing a local presence in Germany and Malaysia.

RISK CATEGORY	RISK
	Changes to Germany or Malaysia's mining or investment policies and legislation or a shift in political attitude may adversely affect the Company's operations and profitability. It is not possible for the Company to accurately predict any developments or changes in laws or policy or to what extent any such developments or changes may have a material adverse effect on the Company's operations.
Project development	Possible future development of the Company's projects are dependent on a number of factors including but not limited to, receiving the necessary approvals from all relevant authorities and parties, unanticipated technical and operational difficulties, mechanical failure of equipment, shortages or increases in the price of consumables, spare parts and plant and equipment, cost overruns, access to the required level of funding and contracting risk from third parties providing essential services.
Fluctuation in commodity prices	International factors such as inflation, exchange rates, supply and demand and political and economic events, amongst other things, impact on lithium prices, particularly in the current global economic market. As the Company is currently not in production, future revenue that may come from the sale of these mineral products and the Company's future profits are related to and influenced by the market price of lithium products. If the price of Sodium Chloride Solid State batteries or HPA seriously declines in the future, this will materially impact on the Company's ability to continue with its projects and the Company may be forced to discontinue some or all of its operations. The Company gives no assurance that the fluctuations in the commodity prices will not affect timing and viability of the projects.

5.4 General risks

RISK CATEGORY	RISK
Market conditions	Share market conditions may affect the value of the Company's quoted securities regardless of the Company's operating performance. Share market conditions are affected by many factors such as: (a) general economic outlook; (b) introduction of tax reform or other new legislation; (c) interest rates and inflation rates; (d) changes in investor sentiment toward particular market sectors; (e) the demand for, and supply of, capital; and (f) terrorism or other hostilities. The market price of securities can fall as well as rise and may be subject to varied and unpredictable influences on the market for equities in general and resource exploration and mining stocks in particular. Neither the Company nor the Directors warrant the future performance of the Company or any return on an investment in the Company.

RISK CATEGORY	RISK
	In addition, the extent of the effects of COVID-19 is at this stage uncertain and continuing to evolve. The COVID-19 pandemic is having, and is expected to continue to have, a significant influence on the volatility of equity markets generally and may continue to impact and influence the value of the Company's quoted securities.
Liquidity risk	There can be no guarantee that there will always be an active market for the Company's shares or that the price of Shares will be maintained or increase. There may be relatively few buyers or sellers of shares on the ASX at any given time and the demand for the Company shares specifically is subject to various factors, many of which are beyond the Company's control. This may affect the volatility of the market price of Shares. It may also affect the prevailing market price at which the Company shareholders are able to sell their Shares. This may result in the Company's shareholders receiving a market price for their Shares that is less or more than the price paid pursuant to the Offer (as applicable).
Funding	The Company's ability to effectively implement its business and operations plans in the future, to take advantage of opportunities for acquisitions, joint ventures or other business opportunities and to meet any unanticipated liabilities or expenses which the Company may incur may depend in part on its ability to raise additional funds. The Company may seek to raise further funds through equity or debt financing, joint ventures, production sharing arrangements or other means. Further, the Company, in the ordinary course of its operations and developments, is required to issue financial assurances, particularly insurances and bond/bank guarantee instruments to secure statutory and environmental performance undertakings and commercial arrangements. The Company's ability to provide such assurances is subject to external financial and credit market assessments, and its own financial position. Loan agreements and other financing rearrangements such as debt facilities, convertible note issue and finance leases (and any related guarantee and security) that may be entered into by the Company may contain covenants, undertakings and other provisions which, if breached, may entitle lenders to accelerate repayment of loans and there is no assurance that the Company would be able to repay such loans in the event of an acceleration. Enforcement of any security granted by the Company or default under a finance lease could also result in the loss of assets. The Company is exposed to risks associated with its financial instruments (consisting of cash, receivables, accounts payable and accrued liabilities due to third parties from time to time). This includes the risk that a third party to a financial instrument fails to meet its contractual obligations; the risk that the Company will not be able to meet its financial obligations as they fall due; and the risk that market prices may vary which will affect the Company's income.
Litigation risks	The Company may be exposed to possible litigation risks including intellectual property claims, contractual disputes, occupational health and safety claims and employee claims. Further, the Company may be involved in disputes with other parties in the future which may result in litigation. Any such claim or dispute if proven, may impact adversely on the Company's

RISK CATEGORY	RISK
	operations, financial performance and financial position. The Company is not currently engaged in any litigation.
Taxation	The acquisition and disposal of Securities will have tax consequences, which will differ depending on the individual financial affairs of each investor. All prospective investors in the Company are urged to obtain independent financial advice about the consequences of acquiring New Options from a taxation viewpoint and generally. To the maximum extent permitted by law, the Company, its officers and each of their respective advisors accept no liability and responsibility with respect to the taxation consequences of subscribing for New Options under this Prospectus.
Reliance on key personnel	The responsibility of overseeing the day-to-day operations and the strategic management of the Company depends substantially on its senior management and its key personnel. There can be no assurance given that there will be no detrimental impact on the Company if one or more of these employees cease their employment.
Investment risk	There are a number of risks associated with any stock market investment. The market price of quoted securities can be expected to rise and fall in accordance with general market conditions and factors. The value of the New Options will be determined by the stock market and will be subject to a range of factors beyond the control of the Company or its Directors. These factors include movements in local and international stock exchanges, local interest rates and exchange rates, domestic and international economic and political conditions, government taxation, market supply, competition and demand and other legal, regulatory or policy changes. The trading price of the New Options after their quotation may also be affected by the financial and operating performance of the Company.
Management actions	Directors of the Company will, to the best of their knowledge, experience and ability endeavour to anticipate, identify and manage the risks inherent in the activities of the Company, but without assuming any personal liability for the same, with the aim of eliminating, avoiding and mitigating the impact of risks on the performance of the Company and its security.
Changes in government policies and legislation	Any material adverse changes in government policies or legislation of Australia, Germany, Malaysia, China or any other country that the Company may acquire economic interests in may affect the viability and profitability of the Company.
Unforeseen expenditure risk	Expenditure may need to be incurred that has not been taken into account in the preparation of this Prospectus. Although the Company is not aware of any such additional expenditure requirements, if such expenditure is subsequently incurred, this may adversely affect the expenditure proposals of the Company.
Insurance risk	The Company is subject to a number of operational risks and may not be adequately insured for certain risks, including industrial and transportation accidents, catastrophic accidents, changes in the regulatory environment, natural occurrences or technical failures.

RISK CATEGORY	RISK
Legislative	Changes in relevant taxes, legal and administration regimes, accounting practice and government policies may adversely affect the financial performance of the Company.

5.5 Speculative investment

The risk factors described above, and other risks factors not specifically referred to, may have a materially adverse impact on the performance of the Company and the value of the New Options offered under this Prospectus.

Existing and prospective investors should consider that an investment in the Company is highly speculative.

There is no guarantee that the New Options offered under this Prospectus will provide a return on capital, payment of dividends or increases in the market value of those New Options.

Before deciding whether to subscribe for New Options under this Prospectus you should read this Prospectus in its entirety and consider all factors, taking into account your objectives, financial situation and needs.

6. ADDITIONAL INFORMATION

6.1 Litigation

As at the date of this Prospectus, the Company is not involved in any legal proceedings and the Directors are not aware of any legal proceedings pending or threatened against the Company.

6.2 Continuous Disclosure Obligations

As set out in the Important Notices Section of this Prospectus, the Company is a disclosing entity for the purposes of section 713 of the Corporations Act. Accordingly, information that is already in the public domain has not been reported in this Prospectus other than that which is considered necessary to make this Prospectus complete.

The Company, as a disclosing entity under the Corporations Act states that:

- (a) it is subject to regular reporting and disclosure obligations;
- (b) copies of documents lodged with the ASIC in relation to the Company (not being documents referred to in section 1274(2)(a) of the Corporations Act) may be obtained from, or inspected at, the offices of the ASIC; and
- (c) it will provide a copy of each of the following documents, free of charge, to any person on request between the date of issue of this Prospectus and the Closing Date:
 - (i) the annual financial report most recently lodged by the Company with the ASIC;
 - (ii) any half-year financial report lodged by the Company with the ASIC after the lodgement of the annual financial report referred to in (i) and before the lodgement of this Prospectus with the ASIC; and
 - (iii) any continuous disclosure documents given by the Company to ASX in accordance with the ASX Listing Rules as referred to in section 674(1) of the Corporations Act after the lodgement of the annual financial report referred to in (i) and before the lodgement of this Prospectus with the ASIC.

Copies of all documents lodged with the ASIC in relation to the Company can be inspected at the registered office of the Company during normal office hours.

Details of documents lodged by the Company with ASX since the date of lodgement of the Company's latest annual financial report and before the lodgement of this Prospectus with the ASIC are set out in the table below.

DATE	DESCRIPTION OF ANNOUNCEMENT
28 October 2025	Altech - SNC Batteries Outstanding Safety Destructive Testing
23 October 2025	Altech - Notice of AGM
23 October 2025	Altech - AGM Letter to Shareholders
21 October 2025	Appendix 3Y - Tunku Yaacob Khyra
20 October 2025	Change in substantial holding
20 October 2025	Change in substantial holding
20 October 2025	Notice Under Section 708A of the Corporations Act
17 October 2025	Application for quotation of securities - ATC
15 October 2025	Appendix 3Y - Tunku Yaacob Khyra
15 October 2025	Change in substantial holding
14 October 2025	Proposed issue of securities - ATC

DATE	DESCRIPTION OF ANNOUNCEMENT
10 October 2025	Altech - \$6M Placement to Advance Battery Projects
10 October 2025	Appendix 3Y - Tunku Yaacob Khyra
10 October 2025	Change in substantial holding
10 October 2025	Trading Halt
9 October 2025	Altech - Spherical Coated Silicon Achieves 88.5% Retention
8 October 2025	Altech Launches 15kWh UPS Battery for European Gas Pipelines
3 October 2025	UPS Batteries For Explosive (EX & ATEX) Environments
1 October 2025	Altech - AGM Date and Closing Date for Director Nominations
30 September 2025	Altech - Commences Selling Sodium Nickel Chloride Batteries
30 September 2025	ALTECH TO COMMENCE SELLING SODIUM NICKEL CHLORIDE BATTERIES
23 September 2025	NEXT GENERATION CERENERGY PACK ACHIEVES 90 KWH
17 September 2025	Appendix 3Y - Tunku Yaacob Khyra
16 September 2025	Annual Report to shareholders

ASX maintains files containing publicly available information for all listed companies. The Company's file is available for inspection at ASX during normal office hours.

The announcements are also available through the Company's website at <https://investorhub.altechgroup.com/announcements>.

6.3 Market Price of Shares

The Company is a disclosing entity for the purposes of the Corporations Act and its Shares are enhanced disclosure securities quoted on the ASX.

The highest, lowest and last market sale prices of the Shares on the ASX on days which trades were made during the three months immediately preceding the date of lodgement of this Prospectus with the ASIC and the respective dates of those sales were:

	(\$)	DATE
Highest	\$0.059	6 October 2025
Lowest	\$0.032	22 September 2025, 15-19 September 2025, 8-12 September 2025 and 4-5 September 2025
Last	\$0.036	29 October 2025

The highest, lowest and last market closing prices of the Options (ASX:ATCOC) on ASX on days which trades were made during the three months immediately preceding the date of lodgement of this Prospectus with the ASIC and the respective date of those sales were:

	(\$)	DATE
Highest	\$0.006	6 October 2025

	(\$)	DATE
Lowest	\$0.001	20 October 2025, 17 October 2025, 14-15 October 2025, 30 September 2025, 12 September 2025, 2-3 September 2025, 20 August 2025, 14 August 2025 and 30-31 July 2025,
Last	\$0.001	29 October 2025

6.4 Interests of Directors

Other than as set out below or elsewhere in this Prospectus, no Director or proposed Director holds, or has held within the 2 years preceding lodgement of this Prospectus with the ASIC, any interest in:

- (a) the formation or promotion of the Company;
- (b) any property acquired or proposed to be acquired by the Company in connection with:
 - (i) its formation or promotion; or
 - (ii) the Offer; or
- (c) the Offer,

and no amounts have been paid or agreed to be paid and no benefits have been given or agreed to be given to a Director or proposed Director:

- (d) as an inducement to become, or to qualify as, a Director; or
- (e) for services provided in connection with:
 - (i) the formation or promotion of the Company; or
 - (ii) the Offer.

6.4.1 Security Holdings

The relevant interest of each of the Directors in the Securities of the Company as at the date of this Prospectus is set out in the table below:

DIRECTOR ¹	SHARES	OPTIONS	PERFORMANCE RIGHTS
Ignatius Tan	7,940,000	-	10,000,000
Daniel Tenardi	5,809,200	-	4,000,000
Peter Bailey	3,774,710	-	4,000,000
Tunku Yaacob Khyra ²	129,034,225	54,386,788	4,000,000
Uwe Ahrens	1,000,000	-	13,000,000
Hansjoerg Plaggemars ³	633,107,276	-	4,000,000

Notes:

- Refer to the Appendix 3Y (and Form 604 where applicable) for each Director for further details with respect to their relevant interests in the securities of the Company.
- Tunku Yaacob Khyra has an indirect interest in Melewar Equities (BVI) Limited: 44,038,984 Shares and MAA Group Berhad: 84,995,241 Shares. Melewar Equities (BVI) Limited (**MEBVI**) is a company in which Tunku Yaacob Khyra has indirect interests by virtue of him being a beneficial owner of the holding company of MEBVI (Shares are registered in the names of Citicorp Nominees and BNP Paribas Securities Services). MEBVI is a major shareholder of MAA Group Berhad.
- Hansjoerg Plaggemars has an indirect interest in 633,107,276 Shares by virtue of being director of DELPHI Unternehmensberatung Aktiengesellschaft and Altech Advanced Materials AG with power in respect of voting and disposal rights over the shares in accordance with section 608(1) of the Corporations Act.

No New Options being offered under this Prospectus will be issued to Directors.

6.4.2 Remuneration

The remuneration of an executive Director is decided by the Board, without the affected executive Director participating in that decision-making process. The total maximum remuneration of non-executive Directors is initially set by the Constitution and subsequent variation is by ordinary resolution of Shareholders in general meeting in accordance with the Constitution, the Corporations Act and the ASX Listing Rules, as applicable. The determination of non-executive Directors' remuneration within that maximum will be made by the Board having regard to the inputs and value to the Company of the respective contributions by each non-executive Director. The current amount has been set at an amount not to exceed \$500,000 per annum.

A Director may be paid fees or other amounts (i.e. non-cash performance incentives such as Options, subject to any necessary Shareholder approval) as the other Directors determine where a Director performs special duties or otherwise performs services outside the scope of the ordinary duties of a Director. In addition, Directors are also entitled to be paid reasonable travelling, hotel and other expenses incurred by them respectively in or about the performance of their duties as Directors.

The following table shows the total annual remuneration paid to the Directors for the previous financial year, and the proposed remuneration for the current financial year.

DIRECTOR	FY ENDING 30 JUNE 2025	FY ENDING 30 JUNE 2026 (PROPOSED)
Ignatius Tan	\$2,578 ¹	\$629,465
Daniel Tenardi	\$107,784 ²	\$107,784
Peter Bailey	\$99,078 ³	\$99,078
Tunku Yaacob Khyra	\$99,078 ³	\$99,078
Uwe Ahrens	\$223,031 ⁴	\$223,031
Hansjoerg Plaggemars	\$99,078 ³	\$99,078

Notes:

1. Comprises of Directors' salary/fees of \$475,157, short term incentives of \$89,386, superannuation contributions of \$64,922 and deducting \$626,887 for expired Performance Rights.
2. Comprises of Directors' salary/fees of \$75,707, superannuation contributions of \$8,706 and equity compensation of \$23,373.
3. Comprises of Directors' salary/fees of \$75,705 and equity compensation of \$23,373.
4. Comprises base salary/fees of \$65,541, short term incentives of \$64,000 and equity compensation of \$93,490.

6.5 Interests of Experts and Advisers

Other than as set out below or elsewhere in this Prospectus, no:

- (a) person named in this Prospectus as performing a function in a professional, advisory or other capacity in connection with the preparation or distribution of this Prospectus;
- (b) promoter of the Company; or
- (c) underwriter (but not a sub-underwriter) to the issue or a financial services licensee named in this Prospectus as a financial services licensee involved in the issue,

holds, or has held within the 2 years preceding lodgement of this Prospectus with the ASIC, any interest in:

- (d) the formation or promotion of the Company;
- (e) any property acquired or proposed to be acquired by the Company in connection with:
 - (i) its formation or promotion; or
 - (ii) the Offer; or

(f) the Offer,

and no amounts have been paid or agreed to be paid and no benefits have been given or agreed to be given to any of these persons for services provided in connection with:

(g) the formation or promotion of the Company; or

(h) the Offer.

Steinepreis Paganin has acted as the solicitors to the Company in respect of the Prospectus. The Company estimates it will pay Steinepreis Paganin \$15,000 (excluding GST and disbursements) for these services. Subsequently, fees will be charged in accordance with normal charge out rates. During the 24 months preceding lodgement of this Prospectus with the ASIC, Steinepreis Paganin has been paid fees totalling \$112,800 (excluding GST and disbursements) for legal services provided to the Company.

Evolution and Alpine Capital have acted as Joint Lead Managers to the Company in respect of the Placement and the Prospectus. The Company estimates it will pay the Joint Lead Managers the fees set out in Section 2.1.2 (excluding GST and disbursements) for these services. During the 24 months preceding lodgement of this Prospectus with the ASIC, Evolution and Alpine Capital have been paid fees totalling \$637,000 and \$nil respectively (excluding GST and disbursements) for lead manager and corporate advisory services provided to the Company.

6.6 Consents

Chapter 6D of the Corporations Act imposes a liability regime on the Company (as the offeror of the Securities), the Directors, the persons named in the Prospectus with their consent as Proposed Directors, any underwriters, persons named in the Prospectus with their consent having made a statement in the Prospectus and persons involved in a contravention in relation to the Prospectus, with regard to misleading and deceptive statements made in the Prospectus. Although the Company bears primary responsibility for the Prospectus, the other parties involved in the preparation of the Prospectus can also be responsible for certain statements made in it.

Each of the parties referred to in this Section:

- (a) does not make, or purport to make, any statement in this Prospectus other than those referred to in this Section; and
- (b) in light of the above, to the maximum extent permitted by law, expressly disclaim and take no responsibility for any part of this Prospectus other than a reference to its name and a statement included in this Prospectus with the consent of that party as specified in this Section; and
- (c) has not withdrawn its consent prior to the lodgement of this Prospectus with the ASIC.

Evolution has given its written consent to being named as the lead manager to the Offers in this Prospectus. Evolution has not withdrawn its consent prior to the lodgement of this Prospectus with the ASIC.

Alpine Capital has given its written consent to being named as the lead manager to the Offers in this Prospectus. Alpine Capital has not withdrawn its consent prior to the lodgement of this Prospectus with the ASIC.

Steinepreis Paganin has given its written consent to being named as the solicitors to the Company in this Prospectus. Steinepreis Paganin has not withdrawn its consent prior to the lodgement of this Prospectus with the ASIC.

6.7 Estimated Expenses of the Offer

The total expenses of the Offer are estimated to be approximately \$46,901 (excluding GST) and are expected to be applied towards the items set out in the table below:

ITEM	AMOUNT
ASIC fees	\$3,206
ASX fees	\$23,695
Legal fees	\$15,000
Miscellaneous, printing and other expenses	\$5,000
Total	\$46,901

7. DIRECTORS' AUTHORISATION

This 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 Prospectus with the ASIC.

8. GLOSSARY

\$ means an Australian dollar.

Alpine Capital means Alpine Capital Pty Ltd (ABN 96 155 409 653), holder of Australian Financial Services Licence No: 422 477.

Applicant means an investor that applies for New Options pursuant to Offer (as the case may be).

Application Form means the application form attached to or accompanying this Prospectus.

ASIC means Australian Securities & Investments Commission.

ASX Listing Rules means the official listing rules of ASX.

ASX means ASX Limited (ACN 008 624 691) or the financial market operated by it as the context requires.

ASX Settlement Operating Rules means the settlement rules of the securities clearing house which operates CHES.

AWST means Australian Western Standard Time as observed in Perth, Western Australia.

Board means the board of Directors as constituted from time to time.

Business Day means Monday to Friday inclusive, except New Year's Day, Good Friday, Easter Monday, Christmas Day, Boxing Day and any other day that ASX declares is not a business day.

Closing Date means the date specified in the timetable in the Section 1 (unless extended or closed earlier).

Company means Altech Batteries Limited (ACN 125 301 206).

Constitution means the constitution of the Company as at the date of this Prospectus.

Corporations Act means the *Corporations Act 2001* (Cth).

Deutsche Balaton Group means associates Latonba AG, Heidelberg, Germany; Altech Advanced Materials AG, Heidelberg, Germany; Deutsche Balaton Aktiengesellschaft, Heidelberg, Germany; W Beteiligungen Aktiengesellschaft, Heidelberg, Germany; DELPHI Unternehmensberatung Aktiengesellschaft, Heidelberg, Germany; and Wilhelm K.T. Zours, Heidelberg, Germany. Refer to the Form 604 lodged on 1 September 2025.

Director means an appointed director of the Company.

Evolution means Evolution Capital Pty Ltd (ACN 652 397 263), a Corporate Authorised Representative (No.1293314) of Evolution Capital Securities Pty Ltd (ACN 669 773 979), the Holder of Australian Financial Services Licence No. 551094.

Exercise Date has the meaning given in Section 4.1.

Exercise Period has the meaning given in Section 4.1.

Exercise Price has the meaning given in Section 4.1.

Expiry Date has the meaning given in Section 4.1.

FMC Act has the meaning given in Section 2.9.

Joint Lead Managers has the meaning given in Section 2.1.2.

New Option has the meaning given on the covering page of this Prospectus.

Notice of Exercise has the meaning given in Section 4.1.

Offer means the New Options Offer.

Official Quotation means official quotation by ASX in accordance with the ASX Listing Rules.

Opening Date means the opening date of the Offer as set out in the indicative timetable in Section 1.1.

Option means an option to acquire a Share, including where the context requires, New Options.

Optionholder means a holder of an Option.

Performance Rights means a performance right convertible into a Share upon the satisfaction of the relevant performance criteria.

Permitted Jurisdictions has the meaning given in Section 2.9.

Placement has the meaning given in Section 2.1.1.

Placement Participants means the participants in the Placement.

Prospectus means this prospectus.

Section means a section of this Prospectus.

Securities means Shares, Options and/or Performance Rights as the context requires.

Share means a fully paid ordinary share in the capital of the Company.

Shareholder means the holder of a Share.