



14 July 2023

ASX:14D

NON-RENOUNCEABLE ENTITLEMENT OFFER

1414 Degrees Limited ACN 138 803 620 (ASX: 14D) (**1414 Degrees** or the **Company**) is pleased to announce a non-renounceable pro-rata offer of new fully paid ordinary shares in the Company (**Shares**) to raise up to approximately \$4.6 million (before costs) (**Entitlement Offer**).

The Entitlement Offer allows existing eligible shareholders to apply for one new Share (**New Share**) for every two Shares held at 7pm (AEST) on 19 July 2023 (**Record Date**) at an offer price of \$0.045 per New Share (**Offer Price**) with one free attaching option exercisable at \$0.10 each on or before the day that is 24 months after the date of issue (**New Option**) for each New Share applied for and issued under the Entitlement Offer.

The Entitlement Offer gives eligible shareholders the opportunity to maintain their shareholding in the Company without paying brokerage fees or other transaction costs, irrespective of holding size.

1414 Degrees is also offering eligible shareholders who take up their entitlements under the Entitlement Offer in full the opportunity to apply for additional New Shares (with free attaching New Options on the same basis as the Entitlement Offer) in excess of their entitlements pursuant to a top up facility (subject to applicable laws and the terms and conditions set out in the Prospectus accompanying this announcement (**Prospectus**)). The top up facility has been included to provide maximum opportunity for existing 1414 Degrees shareholders to apply for further Shares (and free attaching New Options) in the Company.

The funds raised from the Entitlement Offer will be primarily used to accelerate product development for commercialisation of the Company's SiBox® and SiBrick products.¹

Taylor Collison Limited (**Lead Manager**) will act as the lead manager to the Entitlement Offer (including any shortfall to the Entitlement Offer). The terms of the Lead Manager mandate are set out in the Prospectus.

Offer Price

All New Shares issued under the Entitlement Offer will be issued at a price of A\$0.045 per New Share, which represents a discount of approximately 18% to the closing price on the ASX market of fully paid ordinary shares in the Company (**Shares**) on 13 July 2023 of \$0.055.

Eligible Shareholders

Eligible shareholders are those persons who:

- are registered as a holder of Shares as at the Record Date, being 7.00pm (AEST) on 19 July 2023;
- have a registered address on the Company share register in Australia or New Zealand, or are, in the opinion of the Company, otherwise eligible to receive an offer of New Securities under the Entitlement Offer; and

¹ The proposed goals and proposed use of net proceeds are indicative only and will be subject to modification on an ongoing basis depending on the results obtained from the Company's activities and other factors relevant to the Board's discretion as to usage of funding. Due to market conditions and the development of new opportunities or any number of other factors (including the key risks outlined in the "Key Risks" section of the Prospectus), actual use of net proceeds may differ significantly.



- are not in the United States and are not acting for the account or benefit of a person in the United States,

(Eligible Shareholder).

If you are a shareholder who does not satisfy each of the criteria listed above, you are not entitled to participate in the Entitlement Offer to subscribe for New Shares (and free attaching New Options).

Entitlement Offer

Eligible Shareholders are being invited to apply (at the Offer Price) for one New Share for every two Shares held as at the Record Date. The Entitlement Offer opens on Monday, 24 July 2023 and will close at 5:00pm (AEST) on Monday, 14 August 2023 (unless modified by the 1414 Degrees Board).

The Entitlements are non-renounceable and accordingly cannot be traded on the ASX.

Under the Entitlement Offer, 1414 Degrees will offer a maximum of 102,742,729 New Shares (along with up to 102,742,729 free-attaching New Options, in each case, subject to rounding of entitlements), which, if the maximum number of Shares is issued, would result in the total Share capital of 1414 Degrees upon the completion of the Entitlement Offer increasing to up to approximately 308,228,187 Shares (excluding any Shares that may be issued on exercise of New Options). New Shares issued under the Entitlement Offer and Shares issued on the exercise of New Options will each rank equally with Shares already on issue.

Eligible Shareholders will be sent a copy of the Prospectus including a personalised entitlement and acceptance form on Monday, 23 July 2023. The Prospectus will provide the details of how to participate in the Entitlement Offer.

Top Up Facility

Eligible Shareholders who take up their entitlements to subscribe for New Shares pursuant to the Entitlement Offer in full may also apply (pursuant to a top up facility) for additional New Shares in excess of their entitlements at the Offer Price by completing the relevant section of their personalised entitlement and acceptance form, subject to the terms and conditions detailed in the Prospectus (**Top Up Facility**).

Eligible Shareholders who apply for and are issued additional New Shares under the Top Up Facility will also receive a free-attaching New Option for each additional New Share applied for and issued to that Eligible Shareholder under the Top Up Facility.

Shortfall Offer

Any shortfall that is remaining after the issue of the additional New Shares under the Top Up Facility will be offered to professional and sophisticated investors under the shortfall offer under the Prospectus (**Shortfall Offer**). The Lead Manager will place the shortfall on a best endeavours basis, subject to the Board's discretion as to the allocation of the shortfall, in accordance with the mandate between the Lead Manager and the Company.

Eligible applicants who apply for and are issued additional New Shares under the Shortfall Offer will also receive a free-attaching New Option for each additional New Share applied for and issued to that applicant under the Shortfall Offer.

Conditional Placement Offer

In the event the total value of the shortfall available to be placed by the Lead Manager pursuant to the Shortfall Offer is less than \$500,000, the Lead Manager will have the right (but not the obligation) to place up to an additional 22,222,223 New Shares to sophisticated and professional investors (**Conditional Placement Right**) pursuant to the conditional placement offer in the Prospectus (**Conditional Placement Offer**). Eligible applicants who apply for and are issued additional New Shares under the Conditional Placement Offer will also receive a free-attaching New Option for each additional New Share applied for and issued to that applicant under the Conditional Placement Offer.

The Conditional Placement Offer is a separate offer made pursuant to the Prospectus and is subject to the Lead Manager validly exercising the Conditional Placement Right and the Company receiving the requisite shareholder approval or having the requisite placement capacity under ASX Listing Rule 7.1 to issue the New Shares (and free-attaching New Options) under the Conditional Placement Offer.

Key Dates for the Entitlement Offer

Key dates of the Entitlement Offer are provided in the indicative timetable below.

Announcement Announcement of Entitlement Offer	Friday, 14 July 2023
Lodgement Prospectus lodged with ASX and ASIC	Friday, 14 July 2023
Ex-date Ex-date (date from which Shares begin trading without the right to participate in the Entitlement Offer)	Tuesday, 18 July 2023
Record Date Record Date (to identify shareholders entitled to participate in the Entitlement Offer)	7:00pm (AEST) on Wednesday, 19 July 2023
Despatch of Prospectus and Entitlement and Acceptance Form Prospectus and Entitlement and Acceptance Forms sent to Eligible Shareholders	Monday, 24 July 2023
Opening Date Entitlement Offer opens	Monday, 24 July 2023
Extension Last day to extend the Closing Date	By 12:00pm (AEST) on Wednesday, 9 August 2023
Closing Date Entitlement Offer closes	5:00pm (AEST) on Monday, 14 August 2023
Quotation on deferred settlement basis Quotation of New Shares to be issued under the Entitlement Offer commences on a deferred settlement basis	Tuesday, 15 August 2023
Announcement of results Announcement of the results of the Entitlement Offer and notification of the Shortfall	By 12:00pm (AEST) on Monday, 21 August 2023
Entitlement Offer – Issue New Securities issued under the Entitlement Offer	By 12:00pm (AEST) on Monday, 21 August 2023



Note: This timetable is indicative only and subject to change. The Company reserves the right to amend the timetable for the Entitlement Offer without notice, subject to the Corporations Act, the ASX Listing Rules and other applicable laws. In particular, 1414 Degrees reserves the right to extend the Closing Date of the Entitlement Offer at any time, to accept late applications under the Entitlement Offer (either generally or in particular cases) and to withdraw the Entitlement Offer without prior notice. Any extension of the Closing Date will have a consequential effect on the issue date of New Shares under the Entitlement Offer. The commencement of quotation of New Shares is subject to confirmation from ASX.

Further Information

Nothing contained in this announcement constitutes investment, legal, tax or other advice. You should make your own assessment and take independent professional advice in relation to the information and any action on the basis of the information.

Refer to the other announcements and documents released to the ASX by 1414 Degrees, including those accompanying this announcement (such as the Prospectus), for further information (including details on how to accept the Entitlement Offer and key risks associated with an investment in the Company).

Taylor Collison Limited acted as sole lead manager to the Entitlement Offer.

Thomson Geer is acting as legal advisor to the Company.

AUTHORISED BY:

Dr Kevin Moriarty, Executive Chairman on behalf of the Board of Directors

For investor enquiries or further information, please contact:

Entitlement Offer information line on 1300 850 505 (within Australia) or +61 3 9415 4000 (outside Australia) between 8:30am and 5:00pm (AEST), Monday to Friday during the Offer Period, or

info@1414degrees.com.au or +61 8 8357 8273

ABOUT 1414 DEGREES LIMITED

1414 Degrees is developing and commercialising its proprietary silicon thermal energy storage brick, SiBrick™, as the key component in its SiBox® thermal energy storage technology. SiBox® delivers high temperature carbon free industrial heat by harnessing silicon's extremely high latent heat capacity. This enables intermittent renewables to provide flexible, ultra-high temperature heat 24/7 for large industrial applications.

The Company commissioned a module of the SiBox® technology in 2023 to accelerate the commercialisation of its silicon storage media as a competitive clean energy solution.

In 2019 the Company made the strategic purchase of the Aurora Energy Project (AEP) located near Port Augusta, South Australia. The project is developing a long-term renewable energy project to deliver reliable electricity to the region and National Electricity Market. The AEP has approval for 14D to pilot and demonstrate a large commercial scale version of the SiBox® technology.

For more information, please visit www.1414degrees.com.au



Important Information

This announcement has been authorised for release by the Company's Board of directors and is issued by the Company. This announcement is not a prospectus or offering document under Australian law or under any other law. It is for information purposes only and does not constitute an offer, invitation or recommendation to subscribe for, retain or purchase any securities in the Company in any jurisdiction. This announcement does not constitute financial product advice and does not and will not form part of any contract for the acquisition of securities in the Company.

This announcement does not constitute an offer to sell, or the solicitation of an offer to buy, any securities in the United States or any other country. No action has been taken to register or qualify the Entitlement Offer, the New Shares, the New Options, or otherwise permit a public offering of the New Shares or the New Options, in any jurisdiction outside of Australia. In particular, the New Shares and the New Options have not been, and will not be, registered under the U.S. Securities Act of 1933 or the securities laws of any state or other jurisdiction of the United States.

Accordingly, the New Shares and New Options may not be offered or sold within the United States except in a transaction exempt from, or not subject to, the registration requirements of the US Securities Act and applicable securities laws of any state or other jurisdiction in the United States. The entitlements pursuant to the Entitlement Offer and the New Shares and New Options may only be offered and sold outside the United States in "offshore transactions" in reliance on Regulation S under the US Securities Act. None of the Prospectus, any accompanying ASX announcements or the Entitlement and Acceptance Forms may be distributed in the United States.

The content of this announcement is not, and should not be considered as, a securities recommendation or financial product advice. The information in this announcement is general information only, and does not take into account your individual objectives, taxation position, financial situation or needs. Before acting on the information, you should consider the appropriateness of the information, having regard to your objectives, taxation position, financial situation or needs. If you are unsure of your position, please contact your stockbroker, accountant, taxation adviser, financial adviser or other professional adviser.

No representation or warranty is given as to the accuracy or likelihood of achievement of any forward-looking statement in this announcement, or any events or results expressed or implied in any forward-looking statement. These statements can generally be identified by the use of words such as "anticipate", "believe", "expect", "project", "forecast", "estimate", "likely", "intend", "should", "could", "may", "target", "predict", "guidance", "plan" and other similar expressions. Such forward-looking statements are not guarantees of future performance and are by their nature subject to significant uncertainties, risks and contingencies. Actual results or events may differ materially from any expressed or implied in any forward-looking statement and deviations are both normal and to be expected. Past performance is not a reliable indicator of future performance. Except as required by law or regulation (including the ASX Listing Rules), the Company undertakes no obligation to provide any additional or updated information whether as a result of new information, future events or results or otherwise.