



East 33 Limited

ACN 636 173 281

FOURTH SUPPLEMENTARY PROSPECTUS

1. IMPORTANT NOTICE

This Fourth Supplementary Prospectus contains particulars of changes to, and supplements, the prospectus dated 15 October 2020 (**Prospectus**), first supplementary prospectus dated 13 November 2020 (**First Supplementary Prospectus**), second supplementary prospectus dated 19 November 2020 (**Second Supplementary Prospectus**) and third supplementary prospectus dated 30 November 2020 (**Third Supplementary Prospectus**) issued by East 33 Limited ACN 636 173 281 (**East 33**) in respect of the offer for the issue of 160,000,000 ordinary shares (**Shares**) at \$0.20 per Share to raise \$32,000,000.

This Fourth Supplementary Prospectus is dated 3 December 2020 and was lodged with the Australian Securities and Investments Commission (**ASIC**) on that date. Neither ASIC nor the Australian Securities Exchange (**ASX**) take any responsibility as to the contents of this Fourth Supplementary Prospectus.

This Fourth Supplementary Prospectus must be read together with the Prospectus, the First Supplementary Prospectus, the Second Supplementary Prospectus and the Third Supplementary Prospectus in their entirety. To the extent of any inconsistency between this Fourth Supplementary Prospectus, the Third Supplementary Prospectus, the Second Supplementary Prospectus, the First Supplementary Prospectus and the Prospectus, the provisions of this Fourth Supplementary Prospectus will prevail. Unless otherwise indicated, terms defined and used in the Prospectus have the same meaning in this Fourth Supplementary Prospectus.

East 33 has issued both a printed and electronic version of this Fourth Supplementary Prospectus, the Third Supplementary Prospectus, the Second Supplementary Prospectus, the First Supplementary Prospectus and the Prospectus. Electronic versions of these documents may be accessed at <https://events.miraql.com/east33-ipo>.

This Fourth Supplementary Prospectus, the Third Supplementary Prospectus, the Second Supplementary Prospectus, the First Supplementary Prospectus and the Prospectus are important documents that should be read together, in their entirety. If you have any questions about the Shares being offered under the Prospectus or any other matter, you should consult your professional advisors.

2. REASON FOR THIS SUPPLEMENTARY PROSPECTUS

The purpose of this Fourth Supplementary Prospectus is to advise:

- (a) That the three Directors of East 33, James Garton, Guy Burnett and Mark Nagy have subscribed for a total of 35,000,000 New Shares in the Offer, being a subscription of \$7,000,000. The subscription has been made through a trustee company, of which each of the Directors are a beneficiary; and
- (b) The Company has agreed to increase the amount it pays to third party brokers, namely the broker commissions by \$2,000,000, and reduce its administration costs and working capital from \$5,700,000 to an equal amount to \$3,700,000. The incremental increase in the brokerage commission is not being paid to the Lead Manager, Blue Ocean Equities Pty Ltd.

The above changes have resulted in amendments to the disclosure in the Prospectus. This revised disclosure is set out below.

3. SUBSCRIPTION BY DIRECTORS

The three Directors of East 33, James Garton, Guy Burnett and Mark Nagy, have subscribed for a total of 35,000,000 New Shares for a total of \$7,000,000 under the Offer. The subscription has been made by Seven 33 Pty Ltd as trustee for the Seven 33 Trust. Each of James Garton, Guy Burnett and Mark Nagy control Seven 33 Pty Ltd and are beneficiaries of this trust.

These New Shares will be subscribed for under the Prospectus for the Offer Price of \$0.20 per New Share and will not otherwise be subject to any ASX imposed or voluntary escrow.

On the basis of this subscription, the following disclosure in the Prospectus has been replaced.

Amendment 1

The tables in section 1.5 of the Prospectus on pages 28 and 30 under the heading:

- (a) "What interest do the Directors and Proposed Directors have in the issued share capital of East 33 on a post Offer basis (assuming they do not exercise their Convertible Securities but all Converting Notes are converted)?"; and
- (b) "What interest do the Directors and Proposed Directors have in the issued share capital of East 33 on a post Offer basis (assuming all of their Convertible Securities are exercised and Converting Notes are converted)?"

are deleted in their entirety and replaced with the following:

Capital deck, interests and benefits of key people and related party transactions

What interest do the Directors and Proposed Directors have in the issued share capital of East 33 on a post Offer basis?

Director / Proposed Director	Shares at Prospectus Date	Shares issued at Share Split and following conversion of Converting Notes	Convertible Securities	New Shares acquired under the Offer	% of Shares on IPO Completion (and assuming no Convertible Securities are exercised)	% of Shares on IPO Completion (assuming all Convertible Securities are exercised solely by the persons below)	% of Shares on IPO Completion (assuming all Convertible Securities are exercised)
James Garton	29,800 Shares	35,093,188 additional Shares as a result of Share Split	27,000,000 Share Rights (MCE Vendor) Issued to Balmoral Island Pty Ltd as trustee for Yacht Bay Trust	35,000,000 New Shares to be issued to Seven 33 Pty Ltd as trustee for the Seven 33 Trust ¹	17.1% ¹	19.35 ¹	16.75% ¹
Guy Burnett	29,800 Shares	35,093,188 additional Shares as a result of Share Split	27,000,000 Share Rights (MCE Vendor) Issued to Mkhambathi Pty. Ltd. as trustee for Mkhambathi Trust	35,000,000 New Shares to be issued to Seven 33 Pty Ltd as trustee for the Seven 33 Trust ¹	17.1% ¹	19.35% ¹	16.75% ¹

Mark Nagy	29,800 Shares	35,093,188 additional Shares as a result of Share Split	27,000,000 Share Rights (MCE Vendor) Issued to Mark Leslie Nagy as trustee for Challenger Trust	35,000,000 New Shares to be issued to Seven 33 Pty Ltd as trustee for the Seven 33 Trust ¹	17.1% ¹	19.35% ¹	16.75% ¹
Xingqi Gao	Nil Shares	32,924,658 Shares (following conversion of 3,000 Converting Notes)	9,000,000 Performance Rights	Nil	8.0%	8.2%	7.2%
Kara Hurry Walker	Nil Shares	Nil Shares	Nil	Nil	Nil	Nil	Nil%
Philip Corne	Nil Shares	Nil Shares	2,050,000 Performance Rights	Nil	Nil	0.4%	0.4%
Georgina Williams	Nil Shares	Nil Shares	Nil	Nil	Nil	Nil	Nil%
Xialei (Raymond) Yu	Nil Shares	2,194,977 Shares (following conversion of 200 Converting Notes)	Nil	Nil	0.5%	0.4%	0.4%

Notes:

- Given each of James Garton, Guy Burnett and Mark Nagy are beneficiaries of the Seven 33 Trust, the percentage holding by Seven 33 Pty Ltd as trustee of the Seven 33 Trust has been aggregated for each of them on the basis that James Garton, Guy Burnett and Mark Nagy are controllers of the trustee and beneficiaries of the Seven 33 Trust.

This table does not take into account any non-material number of New Shares that may be acquired under the Offer by the Proposed Directors.

Amendment 2

Section 6.7.2 of the Prospectus commencing on page 152 under the heading "Directors' and Proposed Directors' interests in Shares and Convertible Securities" is replaced in its entirety as follows:

Directors' and Proposed Directors' interests in Shares and Convertible Securities

Directors are not required under the Constitution to hold any Shares in the Company. The Directors (and their associates) are entitled to apply for Shares in the Offer.

Shares, Converting Notes and other Convertible Securities

The Directors and Proposed Directors have the following interests in Shares, Converting Notes and other Convertible Securities both at the Prospectus Date and IPO Completion:

As at the Prospectus Date

Director & Proposed Director	Shares¹	Converting Notes²	Options	Share Rights (CMB & Verdich Vendor)	Share Rights (MCE Vendor)	Performance Rights	Redeemable Convertible Preference Shares
Mr James Garton	29,800 Shares held by Balmoral Island Pty Ltd as trustee for Yacht Bay Trust ³	Nil	Nil	Nil	Nil	Nil	Nil

Mr Guy Burnett	29,800 Shares held by Mkhambathi Pty Ltd as trustee for Mkhambathi Trust ⁴	Nil	Nil	Nil	Nil	Nil	Nil
Mr Mark Nagy	29,800 Shares held by Mark Leslie Nagy as trustee for Challenger Trust ⁵	Nil	Nil	Nil	Nil	Nil	Nil
Mr Xingqi Gao⁸ (Proposed Director)	Nil	3,000 Converting Notes held by SCIFP Pty Ltd ⁶	Nil	Nil	Nil	Nil	Nil
Ms Kara Hurry Walker⁸ (Proposed Director)	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Mr Philip Corne⁸ (Proposed Director and proposed chairman of the Advisory Committee)	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Ms Georgina Williams⁸ (Proposed Director)	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Mr Xialei (Raymond) Yu⁸ (Alternate Director to Mr Xingqi Gao)	Nil	200 Converting Notes held by Parson Shoal Pty Ltd ⁷	Nil	Nil	Nil	Nil	Nil

Notes:

1. Refer to Section 11.2 and Section 11.4 for detail of the Existing Shares.
2. Refer to Section 11.2 and Section 11.7 for a snapshot of the Converting Notes and a summary of the rights attaching to the Converting Notes.
3. Balmoral Island Pty Ltd as trustee for Yacht Bay Trust is controlled by James Garton, Director.
4. Mkhambathi Pty. Ltd. as trustee for Mkhambathi Trust is controlled by Guy Burnett, Director.
5. The Challenger Trust is controlled by Mark Nagy, Director.
6. SCIFP Pty Ltd is controlled by Mr Xingqi Gao, Proposed Director.
7. Parson Shoal Pty Ltd is controlled by Mr Xialei (Raymond) Yu, (Alternate Director to Mr Xingqi Gao).

As at IPO Completion

Director & Proposed Director	Shares¹	Converting Notes	Options	Share Rights (CMB & Verdich Vendor)	Share Rights (MCE Vendor)²	Performance Rights³	Redeemable Convertible Preference Shares
Mr James Garton	35,122,988 Shares Held by Balmoral Island Pty Ltd as trustee for Yacht Bay Trust 35,000,000 Shares	Nil	Nil	Nil	27,000,000 Share Rights (MCE Vendor) held by Balmoral Island Pty Ltd as trustee for	Nil	Nil

	<i>Held by Seven 33 Pty Ltd as trustee for the Seven 33 Trust⁴</i>				<i>Yacht Bay Trust</i>		
<i>Mr Guy Burnett</i>	<i>35,122,988 Shares Held by Mkhambathi Pty. Ltd. as trustee for Mkhambathi Trust 35,000,000 Shares Held by Seven 33 Pty Ltd as trustee for the Seven 33 Trust⁴</i>	<i>Nil</i>	<i>Nil</i>	<i>Nil</i>	<i>27,000,000 Share Rights (MCE Vendor) Held by Mkhambathi Pty. Ltd. as trustee for Mkhambathi Trust</i>	<i>Nil</i>	<i>Nil</i>
<i>Mr Mark Nagy</i>	<i>35,122,988 Shares Held by Mark Leslie Nagy as trustee for Challenger Trust 35,000,000 Shares Held by Seven 33 Pty Ltd as trustee for the Seven 33 Trust⁴</i>	<i>Nil</i>	<i>Nil</i>	<i>Nil</i>	<i>27,000,000 Share Rights (MCE Vendor) Held by Mark Leslie Nagy as trustee for Challenger Trust</i>	<i>Nil</i>	<i>Nil</i>
<i>Mr Xingqi Gao (Proposed Director)</i>	<i>32,924,658 Shares Held by SCIFP Pty Ltd</i>	<i>Nil, All 3,000 Converting Notes converted into Shares</i>	<i>Nil</i>	<i>Nil</i>	<i>Nil</i>	<i>9,000,000 Performance Rights</i>	<i>Nil</i>
<i>Ms Kara Hurry Walker (Proposed Director)</i>	<i>Nil</i>	<i>Nil</i>	<i>Nil</i>	<i>Nil</i>	<i>Nil</i>	<i>Nil</i>	<i>Nil</i>
<i>Mr Philip Corne (Proposed Director)</i>	<i>Nil</i>	<i>Nil</i>	<i>Nil</i>	<i>Nil</i>	<i>Nil</i>	<i>2,050,000 Performance Rights</i>	<i>Nil</i>
<i>Ms Georgina Williams (Proposed Director)</i>	<i>Nil</i>	<i>Nil</i>	<i>Nil</i>	<i>Nil</i>	<i>Nil</i>	<i>Nil</i>	<i>Nil</i>
<i>Mr Xialei (Raymond) Yu (Alternate Director to Mr Xingqi Gao)</i>	<i>2,194,977 Shares Held by Parson Shoal Pty Ltd</i>	<i>Nil, All 200 Converting Notes converted into Shares</i>	<i>Nil</i>	<i>Nil</i>	<i>Nil</i>	<i>Nil</i>	<i>Nil</i>

Notes:

1. Refer to Section 11.2 and Section 11.4 for detail of the Existing Shares and the Share Split.
2. The Share Rights (MCE Vendor) are exercisable into Shares on a 1:1 basis. Refer to Section 11.8 for a snapshot of the Share Rights (MCE Vendor) and a summary of the rights attaching to the Share Rights (MCE Vendor). Refer to Section 3.3 for a summary of the agreement for the MCE Acquisition.
3. The Performance Rights are exercisable into Shares on a 1:1 basis. 9,000,000 Performance Rights are to be issued to Mr Xingqi Gao, Proposed Director. Refer to Section 11.9 for a snapshot of the Performance Rights and a summary of the rights attaching to the Performance Rights.
4. Given each of James Garton, Guy Burnett and Mark Nagy are beneficiaries of the Seven 33 Trust, the percentage holding by Seven 33 Pty Ltd as trustee of the Seven 33 Trust has been aggregated for each of them on the basis that James Garton, Guy Burnett and Mark Nagy are controllers of the trustee and beneficiaries of the Seven 33 Trust.

This table does not take into account any non-material number of New Shares that may be acquired under the Offer by the Proposed Directors.

Shares and Convertible Securities – diluted

The table below sets out the interests of the Directors as at the Prospectus Date and their percentage interest in East 33 following IPO Completion. The numbers and percentage assume:

- (a) at IPO Completion - all Shares and Convertible Securities are issued in accordance with the Order of Events;
- (b) in example 1 - that only the Directors and Proposed Directors exercise their Convertible Securities – no other Convertible Securities are converted or exercised into Shares however all Converting Notes are converted; and
- (c) in example 2 - that the Directors and Proposed Directors exercise their Convertible Securities and all other Convertible Securities and Converting Notes are also converted.

Refer to Section 11.2 for further details on the capital structure.

Director & Proposed Director	Shares held directly or indirectly following the Share Split and conversion of Converting Notes	Shares to be acquired under the Offer	Total Shares held assuming all of their Convertible Securities and Converting Notes are converted into Shares at IPO Completion	Example 1 % of Shares on IPO Completion (assuming they exercise 100% of their Convertible Securities and Converting Notes and no other Convertible Securities are exercised other than the Converting Notes)	Example 2 % of Shares on IPO Completion (assuming they exercise 100% of their Convertible Securities and Converting Notes & 100% of all other Convertible Securities and Converting Notes are exercised)
Mr James Garton	35,122,988 Shares Held by Balmoral Island Pty Ltd as trustee for Yacht Bay Trust	35,000,000 Shares Held by Seven 33 Pty Ltd as trustee for the Seven 33 Trust ¹	97,122,988 Shares ¹ This assumes the exercise of 27,000,000 Share Rights	19.35% ¹	16.75% ¹
Mr Guy Burnett	35,122,988 Shares Held by Mkhambathi Pty. Ltd. as trustee for Mkhambathi Trust	35,000,000 Shares Held by Seven 33 Pty Ltd as trustee for the Seven 33 Trust ¹	97,122,988 Shares ¹ This assumes the exercise of 27,000,000 Share Rights	19.35% ¹	16.75% ¹
Mr Mark Nagy	35,122,988 Shares Held by Mark Leslie Nagy as trustee for Challenger Trust	35,000,000 Shares Held by Seven 33 Pty Ltd as trustee for the Seven 33 Trust ¹	97,122,988 Shares ¹ This assumes the exercise of 27,000,000 Share Rights	19.35% ¹	16.75% ¹
Mr Xingqi Gao (Proposed Director)	32,924,658 Shares Held by SCIFP Pty Ltd	Nil	41,924,658 Shares This assumes the exercise of the 9,000,000 Performance Rights	8.21%	7.23%
Ms Kara Hurry Walker	Nil	Nil	Nil	Nil	Nil

(Proposed Director)					
Mr Philip Come (Proposed Director)	Nil	Nil	2,050,000 Shares <i>This assumes the exercise of 2,050,000 Performance Rights</i>	0.4%	0.35%
Ms Georgina Williams (Proposed Director)	Nil	Nil	Nil	Nil	Nil
Mr Xialei (Raymond) Yu (Alternate Director to Mr Xingqi Gao)	2,194,977 Shares <i>Held by Parson Shoal Pty Ltd</i>	Nil	2,194,977 Shares	0.4%	0.38%

Note:

1. This figure is a total of the Shares to be held by each of James Garton, Guy Burnett and Mark Nagy, following the exercise of the Performance Rights, through their individual trusts and through the Seven 33 Trust. Given each of James Garton, Guy Burnett and Mark Nagy are beneficiaries of the Seven 33 Trust, the percentage holding by Seven 33 Pty Ltd as trustee of the Seven 33 Trust has been aggregated for each of them on the basis that James Garton, Guy Burnett and Mark Nagy are controllers of the trustee and beneficiaries of the Seven 33 Trust.

This table does not take into account any non-material number of New Shares that may be acquired under the Offer by a Proposed Director.

Amendment 3

Section 7.9 of the Prospectus on page 168 under the heading "Control implications" is replaced in its entirety as follows:

Control implications on the Offer

The Directors do not expect any Shareholder to control East 33 on IPO Completion (as defined in Section 50AA of the Corporations Act). East 33 expects that James Garton, Guy Burnett and Mark Nagy, being the Directors of East 33 will each hold a relevant interest of approximately 17.10% each on IPO Completion. This relevant interest is made of up:

- (a) 8.6% that they each hold by entities they control (being Balmoral Island Pty Ltd as trustee for Yacht Bay Trust, Mkhambathi Pty. Ltd. as trustee for Mkhambathi Trust and Mark Leslie Nagy as trustee for Challenger Trust respectively); and
- (b) 8.536% to be acquired at IPO Completion by Seven 33 Pty Ltd as trustee for the Seven 33 Trust, an entity established with a third party trustee to hold the 35,000,000 New Shares on trust for each of James Garton, Guy Burnett and Mark Nagy.

Given each of James Garton, Guy Burnett and Mark Nagy are beneficiaries of the Seven 33 Trust and controllers of the trustee, the percentage holding by Seven 33 Pty Ltd as trustee for the Seven 33 Trust has been aggregated for each of them and they are each deemed to have a relevant interest in the entire holding of Seven 33 Pty Ltd as trustee for the Seven 33 Trust.

On the basis of the above, the aggregate relevant interest of James Garton, Guy Burnett and Mark Nagy is 34.336%. This is calculated by multiplying 8.6% x 3 for each of the three Directors plus 8.536%, being the total holding of Seven 33 Pty Ltd as trustee for the Seven 33 Trust.

Amendment 4

Section 11.4 of the Prospectus on page 212 under the heading "Top 11 Shareholders at IPO Completion" is replaced in its entirety as follows:

Top 10 Shareholders at IPO Completion

As at the Prospectus Date, the following Existing Shares are held by the Existing Shareholders:

Holder	Holder's Relationship with East 33	Number of Shares Held	% Held
<i>Balmoral Island Pty Ltd as trustee for Yacht Bay Trust</i>	<i>Controlled by Director – James Garton.</i>	29,800	29.8%
<i>Mkhambathi Pty. Ltd. as trustee for Mkhambathi Trust</i>	<i>Controlled by Director – Guy Burnett.</i>	29,800	29.8%
<i>Mark Leslie Nagy as trustee for Challenger Trust</i>	<i>Controlled by Director – Mark Leslie.</i>	29,800	29.8%
<i>John Lennon Wilson</i>	<i>Vendor of Stage 2 Assets</i>	2,800	2.8%
<i>TFSF Pty Ltd as trustee for The Thomas Family Superannuation Fund</i>	<i>Shareholder and controlled by Mr Richard Thomas, a proposed member of the Advisory Committee.</i>	5,000	5%
<i>Ever Wise Ventures Limited</i>	<i>Shareholder only</i>	2,800	2.8%
TOTAL		100,000	100%

As at IPO Completion it is anticipated that the top 10 Shareholders (on an undiluted basis) will be as detailed below.

Holder	Total Shares held on IPO Completion	% on IPO Completion
<i>Balmoral Island Pty Ltd as trustee for Yacht Bay Trust (controlled by James Garton, Director)</i>	<i>35,122,988 Shares following Share Split of the Existing Shares</i>	8.6%
<i>Mkhambathi Pty. Ltd. as trustee for Mkhambathi Trust (controlled by Guy Burnett, Director)</i>	<i>35,122,988 Shares following Share Split of the Existing Shares</i>	8.6%
<i>Mark Leslie Nagy as trustee for Challenger Trust (controlled by Mark Nagy, Director)</i>	<i>35,122,988 Shares following Share Split of the Existing Shares</i>	8.6%
<i>Seven 33 Pty Ltd as trustee for the Seven 33 Trust (an entity beneficially held by James Garton, Director, Mark Nagy, Director and Guy Burnett, Director)</i>	<i>35,000,000 Shares subscribed for under the Offer</i>	8.537%
<i>SCIFP Pty Ltd (controlled by Mr Xingqi Gao, Proposed Director)</i>	<i>32,924,658 Shares issued following conversion of the Converting Notes</i>	8.0%
<i>Regal Funds Management Pty Ltd</i>	<i>27,437,215 Shares issued following conversion of the Converting Notes</i>	6.7%
<i>Regal Funds Management Pty Ltd</i>	<i>16,462,329 Shares issued following conversion of the Converting Notes</i>	4.0%
<i>Seisun Capital Pty Ltd</i>	<i>13,169,863 Shares issued following conversion of the Converting Notes</i>	3.2%
<i>National Nominees Limited</i>	<i>7,682,420 Shares issued following conversion of the Converting Notes</i>	1.9%
<i>Omnioffices Pty Limited</i>	<i>5,487,443 Shares issued following conversion of the Converting Notes</i>	1.3%
	243,562,892 shares	59.43%

With the exception of the New Shares proposed to be acquired by Seven 33 Pty Ltd as trustee for the Seven 33 Trust, (an entity controlled by James Garton, Mark Nagy and Guy Burnett and for which each of James Garton, Mark Nagy and Guy Burnett are a beneficiary), this table does not take into account any New Shares that may be acquired under the Offer. Refer to Section 11.2 for details of the New Shares issued following the Share Split and the New Shares issued on conversion of the Converting Notes.

4. INCREASE OF BROKERAGE FEES

The Company will increase the amount it pays to brokers, namely the third party broker commissions by \$2,000,000, and reduce its administration costs and working capital from \$5,700,000 by an equal amount to \$3,700,000.

The incremental increase in the brokerage commission is not being paid to the Lead Manager, Blue Ocean Equities Pty Ltd.

On the basis of the above, the following disclosure in the Prospectus has been replaced.

Amendment 5

The table in Section 1.6 of the Prospectus on page 36 under the heading "How will the proceeds of the Offer and the Amortising Term Loan Facility be used?" has been replaced as follows:

Summary of the Offer

How will the proceeds of the Offer and the Amortising Term Loan Facility be used?

The table below sets out the proposed use of proceeds from the Offer plus the Amortising Term Loan Facility:

<i>Use of proceeds and Amortising Term Loan Facility¹</i>	<i>Subscription Amount plus Amortising Term Loan Facility (million)</i>	<i>% of funds</i>
<i>Paying the Cash Consideration for the Stage 2 Acquisitions²</i>	<i>\$27.1</i>	<i>65%</i>
<i>Capital expenditure³</i>	<i>\$4.4</i>	<i>10%</i>
<i>Marketing and Branding⁴</i>	<i>\$1.6</i>	<i>4%</i>
<i>Administration costs and working capital⁵</i>	<i>\$3.7</i>	<i>9%</i>
<i>Payment of costs of the Offer and other transactions costs⁶</i>	<i>\$5.2</i>	<i>12%</i>
<i>TOTAL</i>	<i>\$42.0</i>	<i>100%</i>

Notes:

- Amounts included in the table above exclude inflows from potential revenues (and the associated production and supply costs).*
- Refer to Section 9.1 for details on the Acquisition Agreements for the Stage 2 Acquisitions.*
- This includes investment into water infrastructure, onshore facilities infrastructure and reconfiguration plus additional heavy equipment (boats, handlers and other speciality equipment). Refer to Section 3.12(b) for further detail.*
- Refer to Section 3.8 for detail on East 33's brand and marketing strategy.*
- The working capital is to be applied towards funds required to expand the business, and towards administration costs associated with East 33. These costs include costs for wages and salaries, occupancy costs, professional consultant's fees, compliance and reporting costs associated with running an ASX listed company, as well as other typical administration costs.*
- The total outstanding costs of the Offer (excluding GST) and transaction related costs are estimated to be approximately \$5.2 million, comprising amongst other things, legal expenses, accounting, Audit and tax advisory fees, Lead Manager fees, ASIC and ASX fees and prospectus design, printing costs and other transaction costs. Please refer to Section 11.16 for a detailed breakdown of the total costs of the Offer.*

The above table is a statement of current intentions as at the date of this Prospectus. Investors should note that, as with any budget, the allocation of funds set out in the above table may change depending on a number of factors, including the outcome of sales success, operational and development activities, regulatory developments, and market and general economic conditions. In light of this, the Board reserves its right to alter the way the funds raised are applied.

Amendment 6

Section 7.5 of the Prospectus on page 166 under the heading "Application of Proceeds" is replaced in its entirety as follows:

Application of proceeds

In satisfaction of the specific requirements of ASX Listing Rule 1.3.2(b) regarding the indicative future application of cash expected to be available to East 33 following IPO Completion, the use of proceeds relating to the Offer is detailed below.

Based on the Subscription Amount of \$32,000,000 (subject to satisfying the Amortising Term Loan Facility Condition), East 33 expects to receive approximately \$27,020,000 million of net proceeds from the Offer. This amount is then supplemented by \$9,700,000 net proceeds after costs paid under the Amortising Term Loan Facility, which is a condition of East 33 accepting the Subscription Amount. If the Amortising Term Loan Facility Condition is not satisfied, East 33 will not proceed with the Offer. East 33 expects to receive approximately \$9,700,000 of net proceeds under the Amortising Term Loan Facility.

The table below sets out the proposed use of funds from the Offer. It reflects the Subscription Amount of \$32,000,000 plus \$10,000,000 under the Amortising Term Loan Facility.

Sources of Funds	Uses of Funds	Subscription Amount plus \$10 m in Amortising Term Loan Facility (\$million)	%
Gross Cash proceeds received from issue of New Shares		\$32.0	76%
Amortising Term Loan Facility of \$10,000,000		\$10.0	24%
TOTAL		\$42.0	100%
	Cash consideration required for the Stage 2 Acquisitions ¹	\$27.1	65%
	Capital expenditure ²	\$4.4	10%
	Marketing and branding ³	\$1.6	4%
	Administration costs and working capital ⁴	\$3.7	9%
	Payment of costs of the Offer and transaction related costs ⁵	\$5.2	12%
Total sources	Total uses	\$42.0	100%

Notes:

1. Refer to Section 9.1 for a summary of the Stage 2 Acquisition Agreements.
2. Refer to Section 3.12(b) for detail on capital expenditure.
3. Refer to Section 3.8 for detail on the marketing and branding strategy of East 33.
4. Working capital expenditure is to be applied towards funds required to expand the business, and towards administration costs associated with East 33. These costs include costs for wages and salaries, occupancy costs, professional consultants' fees, compliance and reporting costs associated with running an ASX listed company, as well as other typical administration costs.
5. Refer to Section 11.16 for detail on the expenses of the Offer.

The funds raised under the Amortising Term Loan Facility will not be used to fund the consideration for any of Browne, CMB Seafoods or Verdich.

The use of funds set out above represents East 33's current intentions based upon its present plans and business conditions. The amounts and timing of the actual expenditures may vary significantly and will depend upon numerous factors, including the timing and success of East 33's development efforts.

The above table is a statement of current intentions as at the date of this Prospectus. Investors should note that, as with any budget, the allocation of funds set out in the above table may change depending on a number of factors, including the level of sales success, operational and development activities, regulatory developments, and market and general economic conditions. In light of this, the Board reserves its right to alter the way the funds are applied.

The use of further equity funding or share placements will be considered by the Board where it is appropriate to accelerate a specific project, transaction or expansion.

It is possible that future projects, transactions or expansions that may be contemplated may exceed the current projected financial resources of East 33, and it is expected that these activities would be funded by project finance and/or subsequent equity issues (subject to required shareholder approvals, if any).

Amendment 7

Section 11.16 of the Prospectus on page 242 under the heading "*Expenses of the Offer*" is replaced in its entirety as follows:

Expenses of the Offer

The total expenses of the Offer (excluding GST) and transaction related costs are estimated to be approximately \$5.2 million and are expected to be applied towards the items set out in the table below:

Item of Expenditure	(\$)
ASIC fees	\$3,206
ASX fees	\$143,808
Broker commissions ¹	\$3,500,000
Legal fees	\$450,000
Investigating Accountant's fees	\$100,000
Independent Expert fees	\$80,000
Independent Asset Valuation Report	\$45,000
Audit	\$167,000
Corporate and communications advisory ²	\$230,000
Marketing and distribution	\$128,000
Printing and distribution	\$3,000
Prospectus Insurance	\$100,000
Miscellaneous ³	\$20,000
TOTAL	\$4,970,014
Other related costs:	
Success fee for the Amortising Term Loan Facility ⁴	\$300,000
TOTAL expenses of the offer and transaction related costs	\$5,270,014

Notes:

1. These commissions will only be paid on applications made through a licensed securities dealers or Australian financial services licensee and accepted by the Company (refer to Section 7.11 of this Prospectus for further information).
2. This includes the advisory fee of \$37,500 payable to Capricorn Commodities Pty Limited, \$32,000 paid Kara Hurry Walker and other corporate and communications advisory costs.
3. This includes Share Registry costs and roadshow costs.
4. Refer to Section 6.8 for detail on this fee.

The Directors believe that, on IPO Completion, East 33 will have sufficient working capital available from the cash proceeds of the Offer to fulfil the purposes of the Offer and meet East 33's stated business objectives as described in this Prospectus.

Amendment 8

Key Offer statistics on page 05 of the Prospectus is revised as follows:

Enterprise value	\$86,170,000
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Amendment 9

Table 6 'Pro Forma Historical Consolidated Statement of Financial Position' in Section 4.5 of the Prospectus on page 111 is replaced in its entirety to reflect the impact of the \$2,000,000 increase in expenses of the Offer (being broker commissions) and the corresponding decrease in Cash. The replacement table is provided below:

Table 6: Pro Forma Historical Consolidated Statement of Financial Position

STATEMENT OF FINANCIAL POSITION	Note	FY2020	Stage 2 Acquisitions	Offer impacts	Debt	Pro forma
		<i>Audited</i>	<i>Reviewed</i>	<i>Reviewed</i>	<i>Reviewed</i>	<i>Reviewed</i>
		<i>\$ million</i>	<i>\$ million</i>	<i>\$ million</i>	<i>\$ million</i>	<i>\$ million</i>
<u>Current Assets</u>						
Cash at bank		2.96	(27.07)	27.02	9.70	12.61
Receivables and other assets		0.52	-	-	-	0.52
Biological assets	2	1.17	8.91	-	-	10.08
Total current assets		4.65	(18.16)	27.02	9.70	23.21
<u>Non-Current Assets</u>						
Intangible assets	3	2.68	7.62	-	-	10.30
Intangible assets - goodwill	3	-	16.58	-	-	16.58
Property plant and Equipment		2.65	3.19	-	-	5.84
Biological assets	2	0.52	6.95	-	-	7.47
Right of use assets	4	0.34	0.39	-	-	0.73
Total non-current assets		6.19	34.73	-	-	40.92
Total assets		10.84	16.57	27.02	9.70	64.13
<u>Current Liabilities</u>						
Accounts payable		(0.22)	-	-	-	(0.22)
Convertible note liability		(11.44)	-	11.44	-	-
Other current liabilities		(0.77)	-	-	-	(0.77)
Short term loans	1	-	-	-	(1.00)	(1.00)
Lease liabilities	5	(0.05)	(0.31)	-	-	(0.36)

<i>Total current liabilities</i>		<i>(12.48)</i>	<i>(0.31)</i>	<i>11.44</i>	<i>(1.00)</i>	<i>(2.35)</i>
<hr/>						
<i>Non-Current Liabilities</i>						
<i>Long term loans</i>	1	-	<i>(7.08)</i>	-	<i>(8.70)</i>	<i>(15.78)</i>
<i>Lease liabilities</i>		<i>(0.33)</i>	-	-	-	<i>(0.33)</i>
<hr/>						
<i>Total non-current liabilities</i>		<i>(0.33)</i>	<i>(7.08)</i>	-	<i>(8.70)</i>	<i>(16.11)</i>
<hr/>						
<i>Total liabilities</i>		<i>(12.81)</i>	<i>(7.39)</i>	<i>11.44</i>	<i>(9.70)</i>	<i>(18.46)</i>
<hr/>						
<i>Net assets/(liabilities)</i>		<i>(1.97)</i>	<i>9.18</i>	<i>38.46</i>	-	<i>45.67</i>
<hr/>						
<i>Equity</i>						
<i>Share capital</i>		-	-	<i>38.31</i>	-	<i>38.31</i>
<i>Retained earnings/(accumulated losses)</i>		<i>(1.97)</i>	<i>3.19</i>	-	-	<i>1.22</i>
<i>Share based payments reserve</i>	6	-	<i>5.99</i>	<i>0.15</i>	-	<i>6.14</i>
<hr/>						
<i>Total equity/(deficiency)</i>		<i>(1.97)</i>	<i>9.18</i>	<i>38.46</i>	-	<i>45.67</i>
<hr/>						

Pro Forma Adjustments to the Pro forma Historical Statement of Financial Position

In conjunction with the Offer, E33 will issue new equity pursuant to the Offer and Stage 2 Acquisitions and has secured debt financing to a value of \$10 million. Proceeds from the Offer and debt financing will be used as follows:

- (a) \$27.1 million to fund the cash component of the consideration for the Stage 2 Acquisitions;*
- (b) \$4.4 million to fund growth capital expenditure;*
- (c) \$1.6 million to fund marketing and branding*
- (d) \$3.7 million to fund administration costs and working capital; and*
- (e) \$5.2 million to pay costs and expenses arising in connection with the Offer and other transaction costs. See Section 11.16 for further details.*

Details of the pro forma adjustments made to the statutory historical statement of financial position of E33 as at 30 June 2020 are set out in the Notes to Table 6 below. The Pro Forma Historical Statement of Financial Position is provided for illustrative purposes only and is not represented as being necessarily indicative of the Company's future financial position subsequent to the Stage 2 Acquisitions.

Notes to Table 6

1. Indebtedness

The Consolidated Group will have the following liabilities post IPO:

- (a) *A term loan totalling \$10 million with the key terms being interest of 5% above BBSY and a three year term.*
- (d) *Redeemable Convertible Preference Shares totalling \$7 million with the key terms being redemption by the Company after 30 months or conversion by the holder into ordinary shares at the greater of 20 cents or 25% below the 30 day VWAP immediately prior to the conversion request.*
- (e) *Lease liabilities arising as a result of the adoption of AASB 16 Leases.*
- (f) *Standard working capital liabilities including creditors and sundry payables.*

The Stage 1 Acquisitions and associated operations and initial capital raising costs have been funded from an issue of \$12 million of convertible notes in December 2019. A key term of this convertible note debt is its conversion to ordinary shares in the Company upon completion of an IPO which has been assumed in preparing the pro forma statement of financial position presented above.

The Stage 1 and Stage 2 Acquisitions have been acquired debt free (apart from the liabilities recognised under AASB 16 Leases).

2. Biological assets

Biological assets (current and non-current) reflect the value of oysters currently in the water owned by the Consolidated Group.

3. Intangible assets

Intangible assets include the estimated value of leases owned by the Consolidated Group and Goodwill arising as a result of the Acquisitions.

4. Right of use assets

These assets represent the value of the 143 leases brought to account in accordance with AASB 16 Leases.

5. Lease liabilities (current and non-current)

These liabilities represent the present value of future lease payments of the 143 leases brought to account in accordance with AASB 16 Leases.

6. Share based payments reserve

This represents the value of the portion of the consideration for the Acquisitions settled by means of share based payments, namely share rights and performance rights, as well as the value of the options issued to the Lead Manager.

5. CONSENTS

East 33 confirms that as at the date of this Fourth Supplementary Prospectus, each of the parties that have been named as having consented to being named in the Prospectus have not withdrawn their consent.

6. NO INVESTOR ACTION REQUIRED

As the content of this Fourth Supplementary Prospectus is not considered by East 33 to be materially adverse to investors, no action needs to be taken by investors who have already applied for Shares under the Prospectus to the date of this Fourth Supplementary Prospectus.

7. DIRECTORS' AUTHORISATIONS

This Fourth Supplementary Prospectus is issued by East 33 and its issue has been authorised by a resolution of its Directors.

The Directors believe that the Prospectus when read together with this Third Supplementary Prospectus, the Second Supplementary Prospectus and the First Supplementary Prospectus contains

all the information that would be required by sections 710 and 711 of the Corporations Act and does not contain any statement that is misleading or deceptive.

In accordance with section 720 of the Corporations Act, each Director has consented to the lodgement of this Third Supplementary Prospectus with ASIC and has not withdrawn that consent prior to lodgement.

Dated: 3 December 2020

Signed for and on behalf of East 33 Limited

A handwritten signature in black ink, appearing to read 'J Garton', written in a cursive style.

James Garton
Executive Chairman
East 33 Limited