# Livium Secures Initial A$1.575m Institutional Investment and Launches SPP

## Highlights

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- **Livium has executed two funding agreements with The Lind Partners, providing A$1.575 million in initial gross funding and minimum gross funding of A$2.4 million under the base terms, with potential capacity of up to A$11.75 million**
- **Share Purchase Plan launched at an offer price of A$0.0082 per share, providing eligible shareholders the opportunity to participate, with Livium's Directors indicating their intention to participate on the same terms as other eligible shareholders**
- **Funding supports Livium's recycling-centric strategy, selected recycling adjacencies, activities to preserve or realise value from VSPC, and general working capital**
- **The funding is unsecured and interest-free, with the initial 90-day lock-up limiting Lind to the fixed A$0.0135 subscription price**
- **The Board approved the Lind funding and SPP following a detailed assessment of a range of financing alternatives having regard to funding availability and capacity, flexibility, potential dilution and the extent to which Group assets may be encumbered**

**Livium Ltd (ASX: LIT) ("Livium" or the "Company")** is pleased to advise that it has executed a Share Subscription Agreement and a Monthly Share Purchase Agreement (together, the "**Funding Agreements**") with Lind Global Fund III LP, an entity managed by The Lind Partners ("**Lind**"). The Funding Agreements provide A$1.575 million of initial gross funding, comprising a A$1.5 million advance payment and the first A$75,000 monthly share-purchase tranche.

Under the base terms, and before any reduction elected by Livium, the Funding Agreements provide minimum gross funding of A$2.4 million over 12 months. Potential funding capacity is up to A$11.75 million, including up to A$3.5 million of additional advance payments by mutual agreement and increased monthly tranches subject to the Funding Agreements.

In addition, the Company is launching a share purchase plan ("**SPP**"), providing eligible shareholders the opportunity to apply for up to A$30,000 of new Livium shares. The combined funding supports Livium's recycling-centric strategy, selected recycling adjacencies, activities to preserve or realise value from VSPC, and general working capital.

The Board's approval of the Lind funding and SPP followed a detailed assessment of a range of financing alternatives, including a traditional placement and convertible note funding. In selecting the preferred pathway, the Board considered, among other matters, the availability and capacity of funding, the ability to access supplementary funding, potential dilution and share-price impacts, refinancing requirements and the extent to which Group assets may be encumbered. Following this assessment, the Board determined that the Lind funding and SPP represented the preferred financing pathway and are in the best interests of the Company.

**Livium CEO and Managing Director, Simon Linge commented** *" We are pleased to secure a flexible funding package with Lind, a long-term supporter of Livium, and to offer eligible shareholders the opportunity to participate through the SPP. Following a detailed assessment of available financing alternatives, the Board determined that this pathway provides the strongest combination of funding capacity, flexibility and protection of the Company's core operating assets.*

*"The funding provides additional runway as we focus on improving Envirostream's operating performance, delivering near-term process-efficiency initiatives and progressing selected recycling adjacencies. It also supports the steps required to preserve or realise value from VSPC while limiting future expenditure. Our priority is to move the Group towards cash neutrality while maintaining flexibility to progress strategic opportunities."*

**Jeff Easton, Managing Director of The Lind Partners, said:** *"Lind has been a long-term supporter of Livium and recognised early the Company's first-mover position in Australian lithium-ion battery recycling. We believe battery recycling represents a considerable growth opportunity in Australia and remain strong supporters of Livium's recycling strategy. With its established industry expertise and operating platform, we believe Livium is well positioned to leverage its early-mover advantage and continue to play a leading role in the development of Australia's lithium-ion battery recycling industry."*

## Funding Agreements

The Funding Agreements comprise a Share Subscription Agreement and a Monthly Share Purchase Agreement with Lind. At completion, Livium will receive A$1.575 million of gross funding, comprising a A$1.5 million advance payment and an initial monthly tranche of A$75,000.

Eleven further base monthly tranches of A$75,000 are scheduled over the following 11 months, with Livium able to reduce individual tranches to A$15,000 and the parties able to increase tranches to A$300,000 by mutual agreement (provided that the aggregate total of all monthly tranches is limited to A$3.375m).

Livium has the right to renew the Monthly Share Purchase Agreement for a further 12 tranches on the same terms to receive up to a further A$3.375 million.

The Share Subscription Agreement also permits up to A$3.5 million of additional advance payments by mutual agreement.

The Funding Agreements are unsecured and do not bear interest.

Further details are set out in the Appendix.

## Use of Funds

Proceeds from the Placement Agreement will be applied to:

- **Battery recycling -** completing near-term process-efficiency projects within Envirostream and supporting ongoing customer and volume growth, including delivery under existing recycling agreements.
- **Recycling adjacencies -** progressing selected recycling opportunities, including ongoing activities under the University of Melbourne licence for microwave-assisted rare earth element extraction.
- **Battery materials -** completing activities required to preserve or realise value from VSPC while minimising future expenditure, including the current strategic investment process and, if required, associated organisational restructuring and transition to care and maintenance.
- **General working capital -** supporting the Group's ongoing working-capital and corporate requirements.

## Listing Rule 7.1 and 7.1A

In relation to the securities detailed in the Appendix:

- 100,000,000 Initial Shares will be issued pursuant to the Company's available placement capacity under Listing Rule 7.1;
- 83,333,333 unlisted Options will be issued pursuant to the Company's available placement capacity under Listing Rule 7.1; and
- The agreement to issue Tranche Shares under the Funding Agreements is being made pursuant to the Company's available placement capacity under Listing Rules 7.1 and 7.1A (in the amount of 332,758,445 shares), subject to applicable pricing requirements.

An Appendix 3B in relation to the Lind funding and an Appendix 3B in relation to the SPP will be released separately.

## Share Purchase Plan

Livium recognises the ongoing support of its retail shareholder base and is pleased to offer the SPP to eligible shareholders. The SPP being offered at A$0.0082 per new share ("**Offer Price**"). The Offer Price represents approximately a 10% discount to the 5-day VWAP of A$0.0091 and approximately a 9% discount to the last closing price of A$0.0090 per share as at 28 July 2026.

Shareholders with a registered address in Australia or New Zealand on the Company's register at 7.00pm (AEST) on 29 July 2026 ("**Record Date**") are eligible to participate. Eligible shareholders may apply for up to A$30,000 of new shares, subject to any scale back, without brokerage or transaction costs. New shares issued under the SPP will rank equally with existing ordinary shares. The Company may, in its absolute discretion and subject to applicable law, increase the SPP size, scale back applications or withdraw the SPP.

Livium's Directors have indicated their current intention to participate in the SPP on the same terms as other eligible shareholders, subject to their eligibility, individual circumstances and the terms and conditions of the SPP.

Full details of the SPP will be set out in the SPP offer booklet to be released and despatched to eligible shareholders. The indicative timetable is set out below.

| Event | Date* |
|---|---|
| **Record Date for SPP** | **7.00pm (AEST), 29 July 2026** |
| **Funding Agreements and SPP announcement** | **30 July 2026** |
| **Release and despatch of SPP offer booklet** | **6 August 2026** |
| **SPP offer opens** | **6 August 2026** |
| **SPP offer closes** | **5.00pm (AEST), 4 September 2026** |
| **SPP results announced** | **11 September 2026** |
| **Issue of SPP shares** | **11 September 2026** |

**The timetable is indicative and may change without notice, subject to the ASX Listing Rules, the Corporations Act 2001 (Cth) and other applicable laws. The Company may extend or close the SPP early, accept late applications or withdraw the SPP without prior notice. Eligible shareholders are encouraged to submit applications promptly after the SPP opens.*

This announcement is intended to lift the trading halt of the Company's ordinary shares.

Authorised for release by the Livium Board.

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## About Livium

Livium Ltd (ASX: LIT) is Australia's leading battery recycler through its wholly owned subsidiary Envirostream — a profitable business focused on the recovery of valuable materials from end-of-life batteries.

Building on this foundation, Livium is expanding into adjacent opportunities including recycling of rare earth elements and solar panels, and the processing of black mass — strengthening Australia's clean-energy supply chain.

## Forward-looking statements

This announcement contains forward-looking statements. Forward-looking statements are subject to a variety of risks and uncertainties that it is beyond the Company's ability to control or predict and which could cause actual events or results to differ materially from those anticipated in such forward-looking statements. Investors should be aware that past performance should not be relied upon as being indicative of future performance.

## About The Lind Partners

The Lind Partners manages institutional funds that are leaders in providing growth capital to small- and mid-cap companies publicly traded in the US, Canada, Australia and the UK. Lind's multi-strategy funds make direct investments ranging from US$1 to US$30 million, invest in syndicated equity placements and selectively buy on market. Having completed more than 200 direct investments totalling over US$2 billion in transaction value, Lind's funds have been flexible and supportive capital partners to investee companies since 2011.

## Appendix — Key Terms of Placement Agreement

The Funding Agreements provide potential total funding capacity of up to A$11.75 million, comprising:

- A$1.5 million initial advance payment under the Share Subscription Agreement
- A$75,000 initial monthly tranche and eleven further base monthly tranches of A$75,000 (A$900,000 in aggregate under the base terms) under the Monthly Share Purchase Agreement. The monthly tranches may be increased by up to A$300,000 by mutual agreement and the aggregate maximum amount available under the Monthly Share Purchase Agreement is A$3.375 million.
- Additional funding capacity of up to A$6.875 million, comprising up to A$3.5 million of further advance payments by mutual agreement and up to A$3.375 million of further monthly tranches.

| Initial Investment Key Terms | Description |
|---|---|
| **Facility** | Pre-paid ordinary-share facility of up to A$5.0 million, comprising a A$1.5 million initial advance payment and up to A$3.5 million of follow-on advance payments by mutual agreement. |
| **Initial advance** | At completion, Lind will advance A$1.5 million in exchange for an Advance Payment Credit of A$1.725 million. Subject to the lock-up and issuance limits, Lind may request Placement Shares over the 24-month term. |
| **Subscription price** | Placement Shares are issued at the lesser of:<br>• A$0.0135 per share (Price A); and<br>• 90% of the average of the five lowest daily VWAPs during the 20 trading days immediately preceding the pricing date, rounded down to A$0.0001 (Price B), subject to the minimum issue price permitted by Listing Rule 7.1A. |
| **Lock-up** | For the first 90 days, Lind may request Placement Shares only at Price A. |
| **Issuance limits** | Placement Share issuances are limited as follows:<br>• Months 1 to 3: Price A only.<br>• Months 4 to 12: no limit at Price A; Price B limited to A$100,000 per month, increasing to A$150,000 in a month where no funding occurs under the monthly share purchase facility. Lind may increase the Price B limit to A$200,000 for two months.<br>• Months 13 to 24: no contractual monthly issuance limit, subject to the Funding Agreements and applicable law. |
| **Term** | 24 months from the initial advance-payment date. |
| **Cash settlement and repayment** | Livium may satisfy an issue request by paying 105% of the relevant amount in cash. From 30 days after the end of the lock-up, Livium may repay the outstanding Advance Payment Credit at a 5% premium; Lind may exclude up to one-third of the outstanding amount from repayment and instead receive Placement Shares at the applicable subscription price. |
| **Initial Shares and ownership cap** | Livium will issue 100,000,000 Initial Shares at completion, to be offset against future Placement Shares or otherwise paid for under the agreement. Lind is restricted from holding more than 19.99% of Livium's issued shares at any time. |

| Additional Investment Key Terms | Description |
|---|---|
| **Facility and tranches** | Monthly share-purchase facility of up to A$3.375 million:<br>• A$75,000 first tranche at completion.<br>• A$75,000 base monthly tranche thereafter for 11 months.<br>• Livium may reduce an individual monthly tranche to A$15,000.<br>• The parties may increase an individual tranche to A$300,000 by mutual agreement. |
| **Term** | 12 months, with Livium holding an option to extend for a further 12 months. |
| **Purchase price** | For each tranche, Lind may use:<br>• Price A of A$0.0135 for up to two tranches during the term; or<br>• Price B, being 90% of the average of the [three] lowest daily VWAPs during the 20 trading days immediately preceding the issuance date. |
| **Floor and base-price protection** | The Floor Price and Base Price are each A$0.006. If the calculated purchase price is below the Floor Price, Livium may refuse to issue shares and repay 105% of the relevant tranche amount, or terminate the agreement at no cost. Lind may pause funding for up to 60 days if the VWAP is at or below the Base Price for two consecutive trading days. |
| **Pause and termination** | After A$225,000 of tranches have been funded, Livium may pause tranches for up to three months once in each 12-month period and may terminate at no cost. Before that threshold, Livium may terminate for A$50,000. Livium may also terminate at no cost if the purchase price is below the Floor Price. |
| **Dilution protections** | Lind may not hold more than 19.99% of Livium's issued shares at any time. Unless increased by mutual agreement, a tranche may not exceed 0.5% of Livium's market capitalisation. |

| Other Key Terms | Description |
|---|---|
| **Fees and costs** | The principal fees and costs are:<br>• 3% commitment fee on the initial A$1.5 million advance payment (A$45,000).<br>• A$15,000 establishment fee for the monthly-tranche facility.<br>• 3% investment fee on each monthly tranche.<br>• A$50,000 early termination fee if the Company wishes to terminate the monthly-tranche facility before A$225,000 has been funded, unless a no-cost termination right applies.<br>• Lind legal and due-diligence costs capped at A$30,000 in aggregate, including A$15,000 previously paid. |
| **Options** | 83,333,333 unlisted options, exercisable at A$0.012 per share and expiring 48 months after issue, to be issued using the Company's Listing Rule 7.1 capacity. |
| **Security** | The funding is unsecured. |
| **Interest** | No interest is payable on the funding. |
| **Other terms** | The Funding Agreements include customary conditions precedent, representations, warranties, covenants, default and termination provisions. Lind is prohibited from short selling Livium shares. |
| **Maximum Share Number** | Notwithstanding any other provision of the agreements, the aggregate maximum number of new securities (excluding any securities the past issue of which has been ratified by the Company's shareholders in a manner permitted under Listing Rule 7.4) that the Company may or is required to issue under the agreements, without the Company first obtaining shareholder approval is to the relevant issue is 516,091,778 shares. |