

NEXION GROUP LTD
ACN 628 415 887
SECOND SUPPLEMENTARY PROSPECTUS

IMPORTANT INFORMATION

This the second supplementary prospectus (**Second Supplementary Prospectus**) intended to be read with the prospectus dated 30 November 2020 (**Prospectus**) and supplementary prospectus dated 7 December 2020 (**First Supplementary Prospectus**) issued by NEXION Group Ltd (ACN 628 415 887) (**Company**).

This Second Supplementary Prospectus is dated 17 December 2020 and was lodged with the Australian Securities and Investments Commission (**ASIC**) on that date. The ASIC, the ASX and their respective officers take no responsibility for the contents of this Supplementary Prospectus.

This Second Supplementary Prospectus should be read together with the Prospectus and First Supplementary Prospectus. Other than as set out below, all details in relation to the Prospectus and the First Supplementary Prospectus remain unchanged. Terms and abbreviations defined in the Prospectus have the same meaning in this Second Supplementary Prospectus. If there is a conflict between the Prospectus, the First Supplementary Prospectus and this Second Supplementary Prospectus, this Second Supplementary Prospectus will prevail.

This Second Supplementary Prospectus will be issued with the Prospectus and the First Supplementary Prospectus in hard copy or as an electronic copy and may be accessed on the Company's website at www.nexiongroup.io.

This is an important document and should be read in its entirety. If you do not understand it, you should consult your professional advisers without delay.

The Directors believe that the changes in this Second Supplementary Prospectus are not materially adverse from the point of view of an investor.

1. BACKGROUND

By this Second Supplementary Prospectus, the Company makes the amendments to the Prospectus as set out in Section 2. The amendments to the Prospectus outlined in Section 2 below should be read in conjunction with the Prospectus.

2. AMENDMENT TO THE PROSPECTUS

2.1 Closing Date

The Board confirms that the Closing Date for Offer remains 17 December 2020. However, solely for the purposes of cleansing the Shares to be issued on conversion of the Convertible Notes, the Prospectus remains open. The Board confirms that the Prospectus will close immediately following the issue of all of the Shares to be issued on conversion of the Convertible Notes.

3. DIRECTORS' AUTHORISATION

This Supplementary Prospectus is issued by the Company and its issue has been authorised by a resolution of the Directors.

In accordance with Section 720 of the Corporations Act, each Director has consented to the lodgement of this Supplementary Prospectus with the ASIC.



Mr Peter Christie
Non-Executive Chairman
For and on behalf of NEXION Group Ltd