

---

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**FORM 6-K**

**REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO SECTION 13A-16 OR 15D-16  
UNDER THE SECURITIES EXCHANGE ACT OF 1934**

**For the month of September 2024**

**Commission File Number: 001-41072**

**Iris Energy Limited**

**(Translation of registrant's name into English)**

**Level 12, 44 Market Street  
Sydney, NSW 2000 Australia  
+61 2 7906 8301**

**(Address of principal executive office)**

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

---

#### **EXPLANATORY NOTE**

On September 16, 2024, Iris Energy Limited (dba IREN) (the “Company”) announced its purchase of an additional 1,080 NVIDIA H200 GPUs to expand its AI Cloud Services business.

The Company is purchasing 1,080 of the latest-generation NVIDIA H200 GPUs for \$43.9m, with delivery and commissioning expected during 4Q 2024.

This purchase increases the Company's overall GPU fleet to 1,896 NVIDIA H100 and H200 GPUs.

A copy of the Company’s press release is furnished hereto as Exhibit 99.1.

#### **INCORPORATION BY REFERENCE**

This Report on Form 6-K (other than the information contained in the press release furnished as Exhibit 99.1 to this Report on Form 6-K) shall be deemed to be incorporated by reference into the registration statements on Form S-8 (File Nos. 333-261320, 333-265949, 333-269201, 333-273071 and 333-280518) and the registration statements on Form F-3 (File Nos. 333-277119 and 333-279427) of the Company and to be a part thereof from the date on which this report is filed to the extent not superseded by documents or reports subsequently filed or furnished.

The information contained in the press release furnished as Exhibit 99.1 to this Report on Form 6-K shall not be deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference into any of the Company’s filings under the Securities Act of 1933, as amended, or the Exchange Act, whether made before or after the date hereof, except as shall be expressly set forth by specific reference in any such filing.

**EXHIBIT INDEX**

<b>Exhibit No.</b>	<b>Description</b>
<a href="#">99.1</a>	Press Release of Iris Energy Limited (dba IREN), dated September 16, 2024

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**Iris Energy Limited**

Date: September 16, 2024

By: /s/ Daniel Roberts  
Daniel Roberts  
Co-Chief Executive Officer and Director



## IREN to increase AI Cloud Services to 10% of earnings

*Purchase of additional 1,080 NVIDIA H200 GPUs*

SYDNEY, AUSTRALIA, September 16, 2024 (GLOBE NEWSWIRE) – Iris Energy Limited (NASDAQ: IREN) (together with its subsidiaries, “IREN”) today announced the purchase of 1,080 latest-generation NVIDIA H200 GPUs to support its growing AI Cloud Services business.

“We’re seeing strong levels of demand for new-generation GPUs. Ongoing discussions with NVIDIA and participation in their Cloud Partner Program gives us added confidence in deploying this new capacity”, said Daniel Roberts, Co-Founder and Co-CEO of IREN.

“This purchase is estimated to increase the AI Cloud Services proportion of IREN earnings to ~10% by year-end, a proportion we expect to continue growing through 2025.”<sup>1</sup>

### Expansion of AI Cloud Services

IREN is purchasing 1,080 of the latest-generation NVIDIA H200 GPUs for \$43.9m<sup>2</sup>, with delivery and commissioning expected during 4Q 2024.

This purchase increases IREN’s overall GPU fleet to:

- 1,896 NVIDIA H100 & H200 GPUs
- \$32m of estimated annualized hardware profit<sup>3</sup>

### Expansion of Bitcoin Mining

Current IREN installed capacity of 18.8 EH/s (16.3 J/TH efficiency), with expansion on track to 20 EH/s (this month) and 30 EH/s (4Q 2024).

Based on 30 EH/s (15 J/TH efficiency):

- \$20k electricity cost per Bitcoin mined<sup>3</sup>
- \$31k all-in cash cost per Bitcoin mined<sup>4</sup>

### Business Mix

AI Cloud Services estimated to contribute ~10% to run-rate earnings (7 months ago: nil)<sup>1</sup> from IREN’s 510MW data center portfolio by end of 2024, a proportion expected to continue to grow through 2025.

<b>Illustrative economics<sup>3</sup></b>	<b>AI Cloud Services</b>	<b>Bitcoin Mining</b>
Annualized exit run-rate (end of 2024)		
Revenue	\$33m	\$460m
Electricity Costs	(\$1m)	(\$156m)
<b>Hardware Profit</b>	<b>\$32m</b>	<b>\$304m</b>
<b>% Proportion</b>	<b>~10%</b>	<b>~90%</b>



**Assumptions and Notes**

1. Refers to Illustrative Annualized Hardware Profit, as defined in footnote 3 below. See Forward-Looking Statements disclaimer below, including Non-IFRS Financial Measures.
2. Includes servers and ancillary equipment such as InfiniBand, racks, cabling and labor.
3. Illustrative Annualized Hardware Profit = illustrative revenue less assumed electricity costs (excludes all other site, overhead and Renewable Energy Certificate ("REC") costs). Calculations assume hardware operates at 100% uptime. AI Cloud Services calculations assume 1.25kW power draw per GPU, \$0.045/kWh electricity costs and lower end of a \$2.00 - \$2.50 per GPU hour revenue assumption range. Bitcoin mining calculations assume \$60,000 (Bitcoin price), 662 EH/s (global hashrate), 3.125 BTC (block reward), 0.1 BTC (transaction fees), 0.15% (pool fees), 468MW (power consumption), \$0.038/kWh electricity costs (4.5c/kWh BC, 3.5c/kWh Childress – note August 2024 electricity price at Childress of 3.1c/kWh following transition to spot pricing).
4. Estimated all-in cash costs per Bitcoin mined at 30 EH/s include electricity costs (as noted in footnote 3 above) and indicative all other opex (including all corporate overheads) of ~\$80m per annum.







## ***Forward-Looking Statements***

This investor update includes “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements generally relate to future events or IREN’s future financial or operating performance. For example, forward-looking statements include but are not limited to IREN’s business strategy, expected operational and financial results, and expected increase in power capacity and hashrate. In some cases, you can identify forward-looking statements by terminology such as “anticipate,” “believe,” “may,” “can,” “should,” “could,” “might,” “plan,” “possible,” “project,” “strive,” “budget,” “forecast,” “expect,” “intend,” “target,” “will,” “estimate,” “predict,” “potential,” “continue,” “scheduled” or the negatives of these terms or variations of them or similar terminology, but the absence of these words does not mean that statement is not forward-looking. Such forward-looking statements are subject to risks, uncertainties, and other factors which could cause actual results to differ materially from those expressed or implied by such forward-looking statements. In addition, any statements or information that refer to expectations, beliefs, plans, projections, objectives, performance or other characterizations of future events or circumstances, including any underlying assumptions, are forward-looking.

These forward-looking statements are based on management’s current expectations and beliefs. These statements are neither promises nor guarantees, but involve known and unknown risks, uncertainties and other important factors that may cause IREN’s actual results, performance or achievements to be materially different from any future results performance or achievements expressed or implied by the forward looking statements, including, but not limited to: Bitcoin price and foreign currency exchange rate fluctuations; IREN’s ability to obtain additional capital on commercially reasonable terms and in a timely manner to meet its capital needs and facilitate its expansion plans; the terms of any future financing or any refinancing, restructuring or modification to the terms of any future financing, which could require IREN to comply with onerous covenants or restrictions, and its ability to service its debt obligations, any of which could restrict its business operations and adversely impact its financial condition, cash flows and results of operations; IREN’s ability to successfully execute on its growth strategies and operating plans, including its ability to continue to develop its existing data center sites and to diversify and expand into the market for high performance computing (“HPC”) solutions it may offer (including the market for AI Cloud Services); IREN’s limited experience with respect to new markets it has entered or may seek to enter, including the market for HPC solutions (including AI Cloud Services); expectations with respect to the ongoing profitability, viability, operability, security, popularity and public perceptions of the Bitcoin network; expectations with respect to the profitability, viability, operability, security, popularity and public perceptions of any current and future HPC solutions (including AI Cloud Services) that IREN offers; IREN’s ability to secure and retain customers on commercially reasonable terms or at all, particularly as it relates to its strategy to expand into markets for HPC solutions (including AI Cloud Services); IREN’s ability to manage counterparty risk (including credit risk) associated with any current or future customers, including customers of its HPC solutions (including AI Cloud Services) and other counterparties; the risk that any current or future customers, including customers of its HPC solutions (including AI Cloud Services), or other counterparties may terminate, default on or underperform their contractual obligations; Bitcoin global hashrate fluctuations; IREN’s ability to secure renewable energy, renewable energy certificates, power capacity, facilities and sites on commercially reasonable terms or at all; delays associated with, or failure to obtain or complete, permitting approvals, grid connections and other development activities customary for greenfield or brownfield infrastructure projects; IREN’s reliance on power and utilities providers, third party mining pools, exchanges, banks, insurance providers and its ability to maintain relationships with such parties; expectations regarding availability and pricing of electricity; IREN’s participation and ability to successfully participate in demand response products and services and other load management programs run, operated or offered by electricity network operators, regulators or electricity market operators; the availability, reliability and/or cost of electricity supply, hardware and electrical and data center infrastructure, including with respect to any electricity outages and any laws and regulations that may restrict the electricity supply available to IREN; any variance between the actual operating performance of IREN’s miner hardware achieved compared to the nameplate performance including hashrate; IREN’s ability to curtail its electricity consumption and/or monetize electricity depending on market conditions, including changes in Bitcoin mining economics and prevailing electricity prices; actions undertaken by electricity network and market operators, regulators, governments or communities in the regions in which IREN operates; the availability, suitability, reliability and cost of internet connections at IREN’s facilities; IREN’s ability to secure additional hardware, including hardware for Bitcoin mining and any current or future HPC solutions (including AI Cloud Services) it offers, on commercially reasonable terms or at all, and any delays or reductions in the supply of such hardware or increases in the cost of procuring such hardware; expectations with respect to the useful life and obsolescence of hardware (including hardware for Bitcoin mining as well as hardware for other applications, including any current or future HPC solutions (including AI Cloud Services) IREN offers); delays, increases in costs or reductions in the supply of equipment used in IREN’s operations; IREN’s ability to operate in an evolving regulatory environment; IREN’s ability to successfully operate and maintain its property and infrastructure; reliability and performance of IREN’s infrastructure compared to expectations; malicious attacks on IREN’s property, infrastructure or IT systems; IREN’s ability to maintain in good standing the operating and other permits and licenses required for its operations and business; IREN’s ability to obtain, maintain, protect and enforce its intellectual property rights and confidential information; any intellectual property infringement and product liability claims; whether the secular trends IREN expects to drive growth in its business materialize to the degree it expects them to, or at all; any pending or future acquisitions, dispositions, joint ventures or other strategic transactions; the occurrence of any environmental, health and safety incidents at IREN’s sites, and any material costs relating to environmental, health and safety







requirements or liabilities; damage to IREN's property and infrastructure and the risk that any insurance IREN maintains may not fully cover all potential exposures; ongoing proceedings relating to the default by two of IREN's wholly-owned special purpose vehicles under limited recourse equipment financing facilities; ongoing securities litigation relating in part to the default; and any future litigation, claims and/or regulatory investigations, and the costs, expenses, use of resources, diversion of management time and efforts, liability and damages that may result therefrom; IREN's failure to comply with any laws including the anti-corruption laws of the United States and various international jurisdictions; any failure of IREN's compliance and risk management methods; any laws, regulations and ethical standards that may relate to IREN's business, including those that relate to Bitcoin and the Bitcoin mining industry and those that relate to any other services it offers, including laws and regulations related to data privacy, cybersecurity, the storage, use or processing of information and consumer laws; IREN's ability to attract, motivate and retain senior management and qualified employees; increased risks to IREN's global operations including, but not limited to, political instability, acts of terrorism, theft and vandalism, cyberattacks and other cybersecurity incidents and unexpected regulatory and economic sanctions changes, among other things; climate change, severe weather conditions and natural and man-made disasters that may materially adversely affect IREN's business, financial condition and results of operations; public health crises, including an outbreak of an infectious disease (such as COVID-19) and any governmental or industry measures taken in response; IREN's ability to remain competitive in dynamic and rapidly evolving industries; damage to IREN's brand and reputation; expectations relating to Environmental, Social or Governance issues or reporting; the costs of being a public company; and other important factors discussed under the caption "Risk Factors" in IREN's annual report on Form 20-F filed with the SEC on August 28, 2024 as such factors may be updated from time to time in its other filings with the SEC, accessible on the SEC's website at [www.sec.gov](http://www.sec.gov) and the Investor Relations section of IREN's website at <https://investors.iren.com>.

These and other important factors could cause actual results to differ materially from those indicated by the forward-looking statements made in this investor update. Any forward-looking statement that IREN makes in this investor update speaks only as of the date of such statement. Except as required by law, IREN disclaims any obligation to update or revise, or to publicly announce any update or revision to, any of the forward-looking statements, whether as a result of new information, future events or otherwise.

#### *Non-IFRS Financial Measures*

This investor update includes non-IFRS financial measures, including electricity costs (presented on a net basis) and hardware profit margin. We provide these measures in addition to, and not as a substitute for, measures of financial performance prepared in accordance with IFRS. There are a number of limitations related to the use of non-IFRS financial measures. For example, other companies, including companies in our industry, may calculate these measures differently. IREN believes that these measures are important and supplement discussions and analysis of its results of operations and enhances an understanding of its operating performance.

Electricity costs are calculated as our IFRS Electricity charges net of Realized gain/(loss) on financial asset, ERS revenue (included in Other income) and ERS fees (included in Other operating expenses), and excludes the cost of RECs.

Illustrative Annualized Hardware Profit is calculated as illustrative revenue less assumed electricity costs (excludes all other site, overhead and REC costs).





---

## About IREN

---

IREN is a leading data center business powering the future of Bitcoin, AI and beyond utilizing 100% renewable energy.

- Bitcoin Mining: providing security to the Bitcoin network, expanding to 30 EH/s in 2024. Operations since 2019.
- AI Cloud Services: providing cloud compute to AI customers, 1,896 NVIDIA H100 & H200 GPUs. Operations since 2024.
- Next-Generation Data Centers: 330MW of operating data centers, expanding to 510MW in 2024. Specifically designed and purpose-built infrastructure for high-performance and power-dense computing applications.
- Technology: technology stack for performance optimization of AI Cloud Services, Bitcoin Mining and energy trading operations.
- Development Portfolio: 2,310MW of grid-connected power secured across North America, >1,000 acre property portfolio and additional development pipeline.
- 100% Renewable Energy (from clean or renewable energy sources or through the purchase of RECs): targets sites with low-cost & underutilized renewable energy, and supports electrical grids and local communities.

---

## Contacts

---

### Media

Jon Snowball  
Domestique  
+61 477 946 068

Danielle Ghiglieria  
Aircover  
Communications  
+1 510 333 2707

### Investors

Lincoln Tan  
IREN  
+61 407 423 395  
lincoln.tan@iren.com



To keep updated on IREN's news releases and SEC filings, please subscribe to email alerts at <https://iren.com/investor/ir-resources/email-alerts>.

---





