

# Mako Gold Limited ACN 606 241 829 (Company)

## Supplementary Prospectus

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### Supplementary Prospectus to a Prospectus dated 9 May 2023

#### Important Information

This supplementary prospectus is dated 11 May 2023 and was lodged with the Australian Securities and Investments Commission (**ASIC**) on that date (**Supplementary Prospectus**). This Supplementary Prospectus supplements and is intended to be read together with the prospectus dated 9 May 2023 (**Prospectus**), which was issued by Mako Gold Limited ACN 606 241 829 (**Company**).

ASIC, ASX Limited (**ASX**), and their officers take no responsibility as to the contents of this Supplementary Prospectus. This Supplementary Prospectus shall be read in its entirety together with the contents of the Prospectus and Supplementary Prospectus. If you are in any doubt as to the contents of this document, you should consult your professional advisers without delay.

Other than as set out below, all details in relation to the Prospectus remain unchanged. Terms used in this Supplementary Prospectus shall have the same meaning ascribed to them in the Prospectus. To the extent of any inconsistency between this Supplementary Prospectus and the Prospectus, the provisions of this Supplementary Prospectus will prevail.

The Company has issued an electronic version of this Supplementary Prospectus and the Prospectus. Electronic versions of each may be accessed at [www.makogold.com.au](http://www.makogold.com.au).

### 1. Purpose of this Supplementary Prospectus

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This Supplementary Prospectus has been issued for the purposes of amending the Prospectus to revise the process under Section 3 “How to apply” in relation to how to accept and make payment for the Entitlement Offer and the Shortfall Offer.

Acceptance and payment should occur in the manner prescribed on the version of the Entitlement and Acceptance Form and Application Form applicable to your Offer.

For the Entitlement Offer, this will be by way of BPAY unless your Entitlement and Acceptance Form expressly allows payment by electronic funds transfer (**EFT**). If you cannot make payment in the manner required by your Entitlement and Acceptance Form, please contact the Share Registry on +61 1300 912 776 for further instructions.

For the Shortfall Offer, payment can only be made by way of EFT.

### 2. Amendments to How to Apply

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#### 2.1 Section 3.1 - How to accept your entitlement

In section 3.1 “How to accept your Entitlement” on page 30, under the headings “Take up your Entitlement in full and apply for Additional Loyalty Options”, “Take up your Entitlement in full”, “Take up some of your Entitlement”, “Do Nothing” and “General” are amended to read:

### **Take up your Entitlement in full and apply for Additional Loyalty Options**

"If you are an Eligible Shareholder and wish to take up all of your Entitlement and apply for Additional Loyalty Options, please:

- (a) complete the Entitlement and Acceptance Form, which accompanies this Prospectus by inserting the number of Loyalty Options for which you wish to accept the Entitlement Offer under this Prospectus plus the number of Additional Loyalty Options (being more than your Entitlement as specified on the Entitlement and Acceptance Form) in accordance with the instructions set out on the form;
- (b) if the instructions on the Entitlement and Acceptance Form require you to pay by BPAY, there is no need to return the Entitlement and Acceptance Form (but you must ensure that your payment is received by no later than 5.00pm (Brisbane time) on the Closing Date for the Entitlement Offer or such later date as the Directors determine, keeping in mind that payments made by BPAY may take one or more Business Days to clear. Please refer to the information below regarding payment by BPAY; and
- (c) if payment is to be made by electronic funds transfer (**EFT**), attend to payment in accordance with the instructions on the Entitlement and Acceptance Form and then email your completed Entitlement and Acceptance Form to the Share Registry in accordance with the instructions on the form so that the payment and form is received by no later than 5.00pm (Brisbane time) on the Closing Date for the Entitlement Offer or such later date as the Directors determine,

If you cannot make payment in the manner required by your Entitlement and Acceptance Form, please contact the Share Registry on +61 1300 912 776 for further instructions.

### **Take up your Entitlement in full**

If you are an Eligible Shareholder and wish to take up all of your Entitlement, please:

- (a) complete the Entitlement and Acceptance Form, which accompanies this Prospectus, in accordance with the instructions set out on the form;
- (b) if the instructions on the Entitlement and Acceptance Form require you to pay by BPAY, there is no need to return the Entitlement and Acceptance Form (but you must ensure that your payment is received by no later than 5.00pm (Brisbane time) on the Closing Date for the Entitlement Offer or such later date as the Directors determine, keeping in mind that payments made by BPAY may take one or more Business Days to clear. Please refer to the information below regarding payment by BPAY; and
- (c) if payment is to be made by electronic funds transfer (**EFT**), attend to payment in accordance with the instructions on the Entitlement and Acceptance Form and then email your completed Entitlement and Acceptance Form to the Share Registry in accordance with the instructions on the form so that the payment and form is received by no later than 5.00pm (Brisbane time) on the Closing Date for the Entitlement Offer or such later date as the Directors determine.

If you cannot make payment in the manner required by your Entitlement and Acceptance Form, please contact the Share Registry on +61 1300 912 776 for further instructions.

### **Take up some of your Entitlement**

If you are an Eligible Shareholder and wish to take up only some of your Entitlement, please:

- (a) complete the Entitlement and Acceptance Form, which accompanies this Prospectus, by inserting the number of Loyalty Options for which you wish to accept the Offer under this Prospectus (being less than your Entitlement as specified on the Entitlement and Acceptance Form);

- (b) if the instructions on the Entitlement and Acceptance Form require you to pay by BPAY, there is no need to return the Entitlement and Acceptance Form (but you must ensure that your payment is received by no later than 5.00pm (Brisbane time) on the Closing Date for the Entitlement Offer or such later date as the Directors determine, keeping in mind that payments made by BPAY may take one or more Business Days to clear. Please refer to the information below regarding payment by BPAY; and
- (c) if payment is to be made by electronic funds transfer (**EFT**), attend to payment in accordance with the instructions on the Entitlement and Acceptance Form and then email your completed Entitlement and Acceptance Form to the Share Registry in accordance with the instructions on the form so that the payment and form is received by no later than 5.00pm (Brisbane time) on the Closing Date for the Entitlement Offer or such later date as the Directors determine

If you cannot make payment in the manner required by your Entitlement and Acceptance Form, please contact the Share Registry on +61 1300 912 776 for further instructions.

### **Do nothing**

You may do nothing, in which case you will have no right to subscribe for Loyalty Options and no Loyalty Options will be issued to you. However, if you are an Eligible Shareholder and you do nothing, then Loyalty Options representing your Entitlement may be sold to an Eligible Shareholder who applies for Additional Loyalty Options or other third parties procured by the Directors in exercising their discretion in placing any Shortfall.

You should also note that, if you do not take up your Entitlement, then although you will continue to own the same number of Shares, your percentage shareholding in the Company may decrease if any Loyalty Options issued under this Offer are exercised before the Expiry Date.

### **General**

If you have any queries concerning your Entitlement, please contact the Share Registry on 1300 912 776 (within Australia) or +61 1300 912 776 (outside Australia) or contact your stockbroker or professional adviser.

Entitlement and Acceptance Forms may be lodged and payment of the Acceptance Amount made at any time before the Closing Date for the Entitlement Offer. Applications and payment received after the Closing Date for the Entitlement Offer may not be accepted. The Company will not be responsible for postal or delivery delays.

The Offer Price of \$0.005 for each Loyalty Option is payable in full on acceptance of part or all of your Entitlement.

Where payment is to be made using BPAY, the Eligible Shareholder must contact their bank, credit union or building society to make payment of the Acceptance Money from their cheque or savings account. Refer to the Entitlement and Acceptance Form for the biller code and customer reference number. Eligible Shareholders who have multiple holdings will have multiple customer reference numbers.

Payment will only be accepted in Australian currency and BPAY payments must be drawn on an Australian bank.

No stamp duty, brokerage or handling fees are payable by the Applicant for the Loyalty Options offered by this Prospectus. Completed Entitlement and Acceptance Forms can be emailed in accordance with the instructions on the Entitlement and Acceptance Form or be forwarded to the following address:

Mailing Address	OR	Hand Delivery
<b>Mako Gold Limited Offer</b>		<b>Mako Gold Limited Offer</b>
C/- Link Market Services Limited Locked Bag A14 Sydney South NSW 1235 Australia		C/- Link Market Services Limited 1A Homebush Bay Drive Rhodes NSW 2138 Australia

The amount payable on acceptance will not vary during the period of the Offer and no further amount is payable on allotment. Acceptance Money will be held in trust in a subscription account until allotment of the Loyalty Options. The subscription account will be established and kept by the Company on behalf of the Applicants. Any interest earned on the Acceptance Money will be retained by the Company irrespective of whether allotment takes place.”

## 2.2 Section 3.2 - Binding effect of Entitlement and Acceptance Form

Section 3.2 “Binding effect of Entitlement and Acceptance Form” on page 31, is amended to read:

“A completed and lodged Entitlement and Acceptance Form, or a payment made through BPAY, constitutes a binding offer to acquire Loyalty Options on the terms and conditions set out in this Prospectus and, once lodged or paid, cannot be withdrawn. If the Entitlement and Acceptance Form is not completed correctly it may still be treated as a valid application for Loyalty Options. The Directors’ decision whether to treat an acceptance as valid and how to construe, amend or complete the Entitlement and Acceptance Form is final.

By completing and returning your personalised Entitlement and Acceptance Form with payment of the requisite Acceptance Money or making a payment by BPAY, you will also be deemed to have acknowledged, represented and warranted on behalf of each person on whose account you are acting that:

- (a) you are an Eligible Shareholder and are not in the United States and are not a person (including nominees or custodians) acting for the account or benefit of a person in the United States and are not otherwise a person to whom it would be illegal to make an offer or issue Loyalty Options under the Offer;
- (d) you acknowledge that the Loyalty Options have not been, and will not be, registered under the US Securities Act or under the laws of any other jurisdiction outside of the Eligible Jurisdictions; and

you have not and will not send any materials relating to the Offer to any person in the United States or to any person (including nominees or custodians) acting for the account or benefit of a person in the United States.”

## 2.3 Section 3.3 - Shortfall Offer – How to Apply

Section 3.3 “Shortfall Offer - How to Apply” on page 32, is amended to read:

“Investors who wish to apply for Loyalty Options pursuant to the Shortfall Offer must lodge their Application Form and make payment of the Acceptance Money by the Closing Date for the Shortfall Offer, **5.00pm (Brisbane time) on Friday, 9 June 2023**.

The completed Application Form must be mailed or delivered to the Share Registry at the below address:

<b>Mail Address</b>	<b>OR</b>	<b>Hand Delivery</b>
<b>Mako Gold Limited Offer</b>		<b>Mako Gold Limited Offer</b>
C/- Link Market Services Limited Locked Bag A14 Sydney South NSW 1235 Australia		C/- Link Market Services Limited 1A Homebush Bay Drive Rhodes NSW 2138 Australia

Payment of the Acceptance Money is to be made by EFT in accordance with the instructions on the Application Form.

Application Forms may be lodged and payment made at any time before the Closing Date for the Shortfall Offer. Application Forms and payments received after the Closing Date for the Shortfall Offer may not be accepted. The Company will not be responsible for postal or delivery delays.

Application monies will be held in trust in a subscription account until allotment of the Loyalty Options comprising the Shortfall. The subscription account will be established and kept by the Company on behalf of the Shortfall Applicants. Any interest earned on the application monies will be retained by the Company irrespective of whether allotment takes place.”

### **3. Other Material Information**

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The Directors of the Company are not aware of any acts, matters or things (not already described in the Supplementary Prospectus or the Prospectus) which may be material to the making of an informed assessment of the effect of the Offers on the Company.

### **4. Director Consent**

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#### **Directors' authorisation and consent**

This Supplementary Prospectus has been signed by a Director of the Company with the authority of each of the Directors and is dated 11 May 2023. Each Director has consented to lodgement of this Supplementary Prospectus with ASIC.



Peter Ledwidge  
Director  
Mako Gold Limited