



**ASX Announcement**

**Dark Horse Resources Limited (ASX:DHR)**

**26 April 2017**

**Accelerated Non-Renounceable Entitlement Offer**

**Supplementary Prospectus**

The Board of Directors of Dark Horse Resources Ltd (ASX: DHR) wishes to advise that a supplementary prospectus in relation to the Company's Accelerated Non-Renounceable Entitlement Offer has been lodged today with ASIC and posted on the Company's website. A copy is hereby attached.

The Closing Date for the Retail Offer has been extended to **10 May 2017**. The revised timetable is as outlined in the attachment.

On behalf of the Board  
Karl Schlobohm  
Company Secretary

Email: [info@darkhorseresources.com.au](mailto:info@darkhorseresources.com.au)

Electronic copies and more information are available on the Company website: [www.darkhorseresources.com.au](http://www.darkhorseresources.com.au)

**For further information contact:**

**Mr. David Mason**  
CEO, Dark Horse Resources Limited  
Ph: 07 3303 0611

**Karl Schlobohm**  
Company Secretary, Dark Horse Resources Limited  
Ph: 07 3303 0680



Dark Horse Resources Ltd ACN 068 958 752  
Level 27, 111 Eagle Street, Brisbane QLD 4001  
P: +61 7 3303 0650 F: + 61 7 3303 0681  
E: [info@darkhorseresources.com.au](mailto:info@darkhorseresources.com.au)  
W: [www.darkhorseresources.com.au](http://www.darkhorseresources.com.au)

# Supplementary Prospectus

Dark Horse Resources Limited  
ACN 068 958 752

## 1. Important Information

This is a supplementary prospectus (**Supplementary Prospectus**). This Supplementary Prospectus is dated 26 April 2017 and was lodged with the Australian Securities and Investments Commission (**ASIC**) pursuant to Section 719 of the *Corporations Act 2001* (Cth) on that date.

This Supplementary Prospectus supplements and is intended to be read together with the prospectus dated 10 April 2017 (**Prospectus**) issued by Dark Horse Resources ACN 068 958 752 (the **Company**). Other than as set out below, all details in relation to the Prospectus remain unchanged. Unless otherwise indicated, terms used in this Supplementary Prospectus shall have the same meaning as is ascribed to them in the Prospectus.

ASIC, ASX and their officers take no responsibility as to the contents of this Supplementary Prospectus.

If you are in any doubt as to the contents of this document, you should consult your professional advisers without delay.

## 2. Purpose of the Supplementary Prospectus

This Supplementary Prospectus has been prepared to extend the Closing Date of the Offer to 5:00pm (Brisbane time) Wednesday 10 May 2017, to correct minor typographical errors in the Prospectus and to provide additional context and disclosure to the 'Investment Presentation' referred to in section 4 of the Prospectus (and accompanying the Prospectus).

## 3. Extension of Offer

The Closing Date of the Retail Entitlement Offer is extended from 5:00pm (Brisbane time) Wednesday 3 May 2017 to 5:00pm (Brisbane time) Wednesday 10 May 2017. Accordingly, the indicative timetables on pages 2 and 18 of the Prospectus are deleted in their entirety and replaced with the following indicative timetables:

Announcement of Retail Entitlement Offer and Appendix 3B lodged with ASX	Monday 10 April 2017
Notice of Retail Entitlement Offer sent to Ineligible Shareholders	Monday 10 April 2017
Conduct of Institutional Entitlement Offer while in a trading halt	Monday 10 April to Tuesday 11 April 2017
Trading on Ex basis	Wednesday 12 April 2017
Record Date for the Retail Entitlement Offer (7:00pm Brisbane time)	Wednesday 12 April 2017
Despatch of Prospectus	Thursday 13 April to Monday 17 April 2017
Opening Date of Retail Entitlement Offer (9:00am Brisbane time)	Tuesday 18 April 2017
Closing Date of Retail Entitlement Offer (5:00pm Brisbane time)	Wednesday 10 May 2017
Announce results of Retail Entitlement Offer	Monday 15 May 2017
Allotment Date - expected date of allotment of the New Shares issued under the Retail Entitlement Offer and the Shortfall Share Offer (if any)	Wednesday 17 May 2017
Normal trading begins	Thursday 18 May 2017
Despatch Date - expected date of despatch of New Shares holding statements under the Retail Entitlement Offer and the Shortfall Facility (if any), and deferred settlement trading ends	Friday 19 May 2017

These dates are indicative only and subject to change. Dark Horse in conjunction with the Underwriter reserves the right, subject to the Corporations Act and the Listing Rules, to change any date of the Offer including to extend the Closing Date of the Offer, to close the Offer early, to accept late acceptances either generally or in particular cases, or to withdraw or reduce the size of the Offer without notice. Any extension of the Closing Date will have a consequential effect on the issue date of New Shares. If the Offer is withdrawn, Application Monies will be returned without interest. This may have a consequential effect on the other dates. Investors are encouraged to submit their Entitlement and Acceptance Forms as soon as possible.

As a consequence of the extension of the Closing Date (as set out above), the Prospectus is amended as follows:

- (a) On pages 1, 7, 17, 20, 23 and 46, the references to the date '3 May 2017' are deleted and replaced with '10 May 2017'.
- (b) On pages 8 and 17, the references to the date '10 May 2017' are deleted and replaced with '17 May 2017'.
- (c) On pages 9, 16 and 18, the references to the date '11 May 2017' are deleted and replaced with '18 May 2017'.
- (d) On page 18, the reference to the date '12 May 2017' is deleted and replaced with '19 May 2017'.

In addition, and as a consequence of the extension of the Closing Date (as set out above), the Investment Presentation accompanying the Prospectus is also amended as follows:

- (a) Bullet point 5 on the slide entitled "**Details of the Entitlement Offer**" – in reference to the Retail Offer, the date '3 May 2017' is deleted and replaced with '10 May 2017';
- (b) Bullet point 7 on the slide entitled "**Details of the Entitlement Offer**" is deleted in its entirety and replaced with "**Full details in Prospectus published on 10 April 2017 and in Supplementary Prospectus dated 26 April 2017**".
- (c) The slide entitled "**Entitlement Issue Timetable**" is deleted in its entirety and replaced as follows:

Event	Date
Announcement of Retail Entitlement Offer	10 April 2017
Letters to shareholders	10 April 2017
Institutional Offer Conducted	10 – 11 April 2017
Retail Offer – Record Date	12 April 2017
Retail Offer – Despatch of Prospectus	13 April - 17 April 2017
Retail Offer - Opening Date	18 April 2017
Quotation of Shares issued under Institutional Offer	18 April 2017
Retail Offer - Closing Date	10 May 2017
Retail Offer – Results Announced	15 May 2017
Quotation of Shares issued under Retail Offer	18 May 2017
Retail Offer – Statements mailed to shareholders	19 May 2017

#### 4. Other amendments to the Prospectus

---

##### 4.1 Section 4 - Company Presentation

The Company Presentation referred to in section 4 of the Prospectus (and accompanying the Prospectus) (**Investment Presentation**) is amended as follows:

On slide 2 of the Investment Presentation entitled "**Developing & Powering Argentina**", the title "**Developing & Powering Argentina**" is deleted and replaced with the following:

**"Dark Horse Argentina Projects"**

On slide 7 of the Investment Presentation entitled "**PQ 2017 Exploration Program**", the sentence "**It is anticipated this work could facilitate the preparation of a JORC Resources Report**" is deleted in its entirety.

Slides 8 to 11 of the Investment Presentation entitled "**Pico Power Station Project – Aims**", "**Joint Venture**", "**Indicative Timetable for Pico Power Project**" and "**Cost of Construction \$ Million**" are deleted in their entirety.

##### 4.2 Section 6.3 - Potential Effect of the Entitlement Offer on Control – Scenario 3

In the right hand column of the table set out under the heading "**Scenario 3 - approximately 25% take up**" in section 6.3 on page 29 of the Prospectus, the phrase "**DGR Global acquired 93 of New Shares pursuant to Underwriting Agreement**" is deleted in its entirety, and replaced with the phrase "**DGR Global acquires 281,250,000 New Shares pursuant to Underwriting Agreement**".

##### 4.3 Section 8.1 - Transaction Specific Prospectus

The fourth paragraph of section "**8.1 Transaction Specific Prospectus**" on page 37 of the **Prospectus** is deleted in its entirety, and replaced with the following:

"The Company will provide a copy of any of the following documents, free of charge, to any person who asks for a copy of the document before the Closing Date in relation to this Prospectus:

- (a) the annual financial report for the Company for the year ended 30 June 2016;
- (b) the half yearly financial report for the Company for the half year ended 31 December 2016; and
- (c) any other financial statements lodged in relation to Dark Horse with ASIC and any continuous disclosure notices given by Dark Horse to ASX, in the period starting immediately after lodgement of the annual financial report for the Company for the year ended 30 June 2016, and ending on the date of lodgement of this Prospectus with ASIC."

##### 4.4 Section 8.2 - ASX Announcements

The first paragraph of section "**8.2 ASX announcements**" is deleted in its entirety, and replaced with the following:

"The Company has made several ASX announcements after the date of the lodgement of the annual financial report for the Company for the year ended 30 June 2016, and before the lodgement of this Prospectus with ASIC. A summary of the announcements made is as follows:"

#### 4.5 Section 8.9 - Related Party Transactions

Immediately following the last paragraph of section “8.9 Related Party Transactions”, the following paragraphs are inserted:

“As set out in the Letter from the Chairman on page 7 of the Prospectus, DGR Global is the largest Shareholder of the Company. Having regard to the various scenarios set out in the tables in section 6.3 of the Prospectus, the Company believes that it is likely that DGR Global will continue to remain the largest shareholder of the Company following the Offer. Notwithstanding the fact that DGR Global is (and will likely remain) a substantial Shareholder of the Company, the Board does not believe DGR Global to be a “related party” (as that term is defined in the Corporations Act) of the Company.

The Board is nevertheless satisfied that DGR Global will be capable of meeting its obligations under the Underwriting Agreement as and when they arise.”

#### 5. Other Material Information

---

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

- (a) the effect of the Offer on the Company; or
- (b) the rights attaching to the Shares.

This Supplementary Prospectus has been signed by a Director of **Dark Horse Resources Limited** **ACN 068 958 752** with the authority and consent of each of the Directors and is dated 26 April 2017.

.....  
Director

