

THOMSON RESOURCES LTD
ACN 138 358 728
SUPPLEMENTARY PROSPECTUS

1. IMPORTANT INFORMATION

This supplementary prospectus (**Supplementary Prospectus**) is dated 9 November 2021 and is supplementary to the prospectus dated 8 November 2021 (**Prospectus**) issued by Thomson Resources Ltd (**Thomson** or **Company**).

This Supplementary Prospectus was lodged with ASIC on 9 November 2021. ASIC, the ASX and each of their respective officers take no responsibility for the contents of this Supplementary Prospectus.

This Supplementary Prospectus must be read together with the Prospectus. Other than as set out below, all details in relation to the Prospectus remain unchanged. Terms and abbreviations defined in the Prospectus have the same meaning in this Supplementary Prospectus.

To the extent of any inconsistency between this Supplementary Prospectus and the Prospectus, the provisions of this Supplementary Prospectus will prevail.

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.

2. REASONS FOR THE SUPPLEMENTARY PROSPECTUS

This Supplementary Prospectus has been prepared to correct a typographical error in the Prospectus. As the content of this Supplementary Prospectus is not considered by the Company to be materially adverse to investors, no action needs to be taken by investors.

3. AMENDMENT TO THE PROSPECTUS

Section 1.11.4 of the Prospectus is deleted and replaced with the following:

Some or all of the New Options may be exercised at any time or times prior to the Expiry Date provided that if the number of New Options held is less than 50,000 then all the New Options must be exercised at one time and if more than 50,000 New Options are held they must be exercised in parcels of at least 50,000.

4. CONSENTS

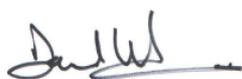
The Company confirms that as at the date of this Supplementary Prospectus, each of the parties that have been named as having consented to being named in the Prospectus have not withdrawn that consent.

5. 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 ASIC.

For and on behalf of Thomson Resources Ltd:



David Williams
Executive Chairman