

JERVOIS MINING LIMITED

ACN 007 626 575

SUPPLEMENTARY PROSPECTUS

IMPORTANT NOTICE

This Supplementary Prospectus is dated 1 June 2017 and is supplementary to the Prospectus issued by Jervois Mining Limited (**Jervois**) dated 9 May 2017 and the Supplementary Prospectus dated 19 May 2017 in relation to a non-renounceable pro rata rights issue (**Prospectus**).

This Supplementary Prospectus was lodged with ASIC on 1 June 2017. ASIC takes no responsibility for the content of this Supplementary Prospectus.

This Supplementary Prospectus must be read together with the Prospectus. If there is a conflict between the Prospectus and this Supplementary Prospectus, this Supplementary Prospectus will prevail.

Terms defined in the Prospectus have the same meaning when used in this Supplementary Prospectus.

1. Underwriting Agreements

The Company and John Newton, an Underwriter and Director, have agreed to amend the underwritten amount from \$50,000 to \$550,000.

The Prospectus is updated as follows:

In Section 3.1 on page 7 by deleting “\$50,000 (1,000,000 New Shares)” in the paragraph titled The Offer and replacing it with “\$550,000 (11,000,000 New Shares)”.

In Section 3.11 on page 12 by deleting “\$50,000” in section 3.11(b) and replacing it with “\$550,000”.

In Section 6.7 on page 28 by deleting the last sentence of the first paragraph and replacing it with “To the extent that the Shortfall is less and \$625,000, then Stephen van der Sluys will subscribe for 12% of the Shortfall and John Newton will subscribe for 88% of the Shortfall.”

2. Use of Funds

The Company has set out in this Supplementary Prospectus the updated use of funds from the Offer.

The Prospectus is updated on pages 7 and 8 by deleting Section 3.2 and replacing it as follows:

3.2 Use of funds

The Company intends to apply the funds raised from the Offer (being a maximum of approximately \$1,365,536 before expenses of the Offer and exercise of any Options), as indicated below:

Use of Funds	Underwritten Amount Only	Maximum under the Offer
Review and prepare a valuation of the Company's existing royalty agreements	\$75,000	\$75,000
Undertake new and on-going exploration and metallurgical test work on drill hole samples from the Company's existing tenements	\$100,000	\$100,000
Make new strategic investments	Nil	\$750,000
Pay general overhead and operating costs	\$373,912	\$374,448
Pay expenses associated with this Offer	\$76,088	\$66,088
Total	\$625,000	\$1,365,536

The above use of funds is a statement of current intentions as at the date of this Prospectus. As with any budget, intervening events and new circumstances may affect the way funds will ultimately be applied. The Directors reserve the right to vary the way funds are applied on this basis.

In the event only the Underwritten Amount is received by the Company, the Directors will seek to place the balance of the Shortfall Shares pursuant to the Placement Offer set out in Section 3.12 (b).

3. *Expenses of the Offer*

The Prospectus is updated in Section 6.13 on page 33 by deleting this section and replacing it as follows:

6.13 Expenses of the offer

In the event that all Entitlements are accepted, the total expenses of the Offer are estimated to be approximately \$76,088 (excluding GST) and are expected to be applied towards the items set out in the table below:

	\$
ASIC fees	\$2,350
ASX fees	\$6,238
Legal fees	\$35,000
Underwriting fees	\$12,500
Printing and distribution	\$20,000
Total	\$76,088

DIRECTORS' AUTHORISATION

This Supplementary Prospectus is issued by Jervois and its issue has been authorised by a resolution of the Directors. In accordance with section 720 of the Corporations Act, each director and the proposed director has consented to the lodgement of this Supplementary Prospectus with ASIC.

Mr Stephen van der Sluys
For and on behalf of
Jervois Mining Limited