

migme Limited ACN 059 457 279

SUPPLEMENTARY PROSPECTUS

Supplementary Prospectus in relation to a Prospectus dated 30 June 2014 for the purposes of satisfying Chapters 1 and 2 of the ASX Listing Rules and to satisfy the ASX requirements for re-listing following a change to the nature and scale of the Company's activities and for the issue of 40,000,000 Shares at an issue price of 20 cents each, to raise a total of \$8,000,000 (Original Prospectus).

This is an important document and should be read in its entirety.

If you do not understand this Supplementary Prospectus you should consult your professional advisers without delay. The Shares offered by this Supplementary Prospectus are of a speculative nature.

1 INTRODUCTION

This document is a Supplementary Prospectus in relation to migme Limited's Original Prospectus.

This Supplementary Prospectus should be read together with the Original Prospectus.

This Supplementary Prospectus is dated 22 July 2014 and was lodged with the Australian Securities and Investments Commission on that date. Neither ASIC nor ASX takes any responsibility for the contents of this Supplementary Prospectus or the merits of the investment to which this Supplementary Prospectus relates.

Unless the context otherwise requires, terms defined the Original Prospectus in part have the same meaning as in this Supplementary Prospectus.

2 APPLICATIONS FOR SHARES

Applications for Shares under the Offer can only be made by Big Build Enterprises Limited. Further information in relation to Applications is contained in Section 5.5 of the Original Prospectus.

3 INCORPORATION OF DOCUMENTS BY REFERENCE

Since the lodgment of the Original Prospectus the Company has released to ASX an Appendix 3B dated 18 July 2014 in the relation to the grant of 7,500,000 Options to the nominee of Proposed Director Mr Steven Goh (**Appendix 3B**) and on 21 July 2014 released to ASX the Annual Report of PGI for the financial year ended 31 December 2013 (**Annual Report**). Pursuant to section 712 of the Corporations Act the Appendix 3B and the Annual Report are incorporated in this Supplementary Prospectus. The Annual Report includes a note in relation to PGI's ability to continue as a going concern which is dependent on PGI's ability to secure further equity and/or loan capital and generating sufficient profitability and cash flows from its existing businesses and proposed business activities. In the opinion of the Directors, following the completion of the Acquisition and the raising of the minimum subscription being sought pursuant to the Original Prospectus, the Company will have sufficient working capital to achieve the objectives set out in Section 4.11 of the Original Prospectus.

The Company will give a copy of the Appendix 3B and Annual Report free of charge to anyone who asks for it during the application period of the Supplementary Prospectus. The Appendix 3B and Annual Report are also available on the ASX internet site (www.asx.com.au).

4 STEVEN GOH

Section 4.19(d) of the Original Prospectus states that Mr Goh “achieved considerable success in the late 1990’s by developing Sanford Securities, Australia’s first online stock broking company.” Mr Goh was Managing Director and CEO of Sanford Securities for the period 19 June 1998 to 15 May 2003, inclusive. He was also Company Secretary of Sanford Securities from 30 January 1997 to 30 October 1997, inclusive.

Section 4.19(d) of the Original Prospectus further states that “Mr Goh is a discharged bankrupt, effective March 2007. Mr Goh’s bankruptcy arising as a result of Mr Goh being the guarantor of a family members business.” Mr Goh was not involved in the management of that family members business.

5 STATUS OF THE OFFER

As stated in Section 5.5 of the Original Prospectus the Company has received from Big Build Enterprises Limited US\$7,495,200, being the US dollar equivalent as at 20 June 2014, of the \$8,000,000 pursuant to the Offer. These funds are being held in trust pending satisfaction of the conditions precedent set out in Section 10.3 of the Original Prospectus. The Company confirms that no Shares have been issued to Big Build Enterprises Limited.

6 CONSENTS

Each of the Directors of the Company and each of the Proposed Directors have given and not withdrawn their consent to the lodgement of this Supplementary Prospectus with ASIC.

This Supplementary Prospectus is issued by the Company and its issue has been authorised by a resolution of the Directors.

Dated this 22nd day of July 2014

Howard Dawson
Director
For and on behalf of migme Limited