

PREDICTIVE DISCOVERY LIMITED

ACN 127 171 877



RIGHTS ISSUE PROSPECTUS

For a pro-rata non-renounceable rights issue of 3 New Shares for every 5 Shares held by Eligible Shareholders registered at 7.00pm (AEDT) on 20 October 2014 at an issue price of \$0.007 per Share to raise up to approximately \$1.71 million.

The Rights Issue is scheduled to close at 5.00pm (AEDT) on 6 November 2014.

The Rights Issue is fully underwritten by Aurora Minerals Limited.

IMPORTANT INFORMATION

This is an important document and requires your immediate attention.

If you are an Eligible Shareholder, you should read this Prospectus in its entirety before deciding whether to apply for New Shares and Additional New Shares.

If you do not understand any part of this Prospectus, or are in any doubt as to how to deal with it or your Entitlement, you should consult your stockbroker, accountant, solicitor or other professional adviser.

Before making any investment decision, you should have regard to all publicly available information concerning the Company.

Important notices

Regulatory Information

This Prospectus is dated 13 October 2014 and was lodged with ASIC on that date.

Application was made to ASX for quotation of the New Shares offered under this Prospectus on 1 October 2014.

Neither ASIC nor ASX take any responsibility for the contents of this Prospectus or the merits of the investment to which this Prospectus relates.

This Prospectus expires on the date 13 months after the date of this Prospectus. No securities will be allotted, issued or sold on the basis of this Prospectus after that date.

The offer being made under this Prospectus comprises of an offer of:

- New Shares to Eligible Shareholders;
- Additional New Shares to Eligible Shareholders eligible to participate in the Shortfall facility; and
- Additional New Shares to the Underwriter pursuant to the Underwriting Agreement.

Transaction specific Prospectus

This is a Prospectus for an offer of 'continuously quoted securities' (as defined in the Corporations Act) of the Company and is a 'transaction specific prospectus' to which the special content rules under section 713 of the Corporations Act apply. This allows the issue of a more concise prospectus in relation to an offer of securities in a class which has been continuously quoted by ASX in the three months prior to the date of the Prospectus. In general terms, 'transaction specific prospectuses' are only required to contain information in relation to the effect of the issue of New Shares on the Company and the rights attaching to the New Shares. It is not necessary to include general information in relation to all of the assets and liabilities, financial position, profits and losses or prospects of the issuing company.

This Prospectus contains information only to the extent to which it is reasonable for investors and their professional advisers to expect to find the information in it. It does not include all of the information that would be included in a prospectus for an initial public offer.

Disclaimer

The information provided in this Prospectus is not financial product advice and has been prepared without taking into account your investment objectives, financial circumstances or particular needs. Before deciding whether to apply for New

Shares, you should consider whether they are a suitable investment for you in light of your own investment objectives and financial circumstances and having regard to the merits or risks involved. If, after reading this Prospectus, you have any questions about the Rights Issue, you should contact your stockbroker, accountant, solicitor or other professional adviser.

Neither the Company nor any other person warrants the future performance of the Company, or any return on any investment made under this Prospectus. An investment in the New Shares offered by this Prospectus should be considered speculative.

Forward-looking statements

This Prospectus includes forward-looking statements that have been based on current expectations about future acts, events and circumstances. These forward-looking statements are, however, subject to known and unknown risks, uncertainties and assumptions that could cause those acts, events and circumstances to differ materially from the expectations described in or implied by the forward-looking statements in this Prospectus.

In particular, this Prospectus details some important factors and risks that could cause the Company's actual results to differ from the forward-looking statements in this Prospectus (some of which are outlined in **section 5** of this Prospectus).

The pro-forma financial information provided in this Prospectus is for illustrative purposes only and is not represented as being indicative of the Company's view on its future financial condition and/or performance.

Prospectus availability

Shareholders with registered addresses in Australia and New Zealand can obtain a copy of this Prospectus during the Offer Period on the Company's website at www.predictivediscovery.com or by calling the Company on (08) 9388 8290 at any time from 9.00am to 5.00pm (AWST) Monday to Friday during the Offer Period. If you access the electronic version of this Prospectus, you should ensure that you download and read the entire Prospectus.

The electronic version of this Prospectus on the Company's website will not include a personalised Entitlement and Acceptance Form. You will only be entitled to accept the Rights Issue by completing and returning your personalised Entitlement and Acceptance Form, which accompanies this Prospectus, or by making a payment via BPAY® using the information provided on your personalised Entitlement and Acceptance Form (refer to **section 3** of this Prospectus for further information).

The Corporations Act prohibits any person from passing the Entitlement and Acceptance Form on to another person unless it is attached to a hard copy of this Prospectus or a complete and unaltered electronic version of this Prospectus.

The distribution of this Prospectus (including an electronic copy) outside Australia may be restricted by law. If you come into possession of this Prospectus, you should observe any such restrictions and should seek your own advice on those restrictions. Any non-compliance with the restrictions may contravene applicable securities laws.

Foreign jurisdictions

This Prospectus has been prepared to comply with the requirements of the laws of Australia. This Prospectus does not constitute an offer or invitation in any place in which, or to any person to whom, it would not be lawful to make such an offer or invitation. No action has been taken to register the New Shares or otherwise permit an offering of New Shares in any jurisdiction outside of Australia.

New Zealand

The New Shares are not being offered or sold to the public within New Zealand other than to existing Shareholders of the Company with registered addresses in New Zealand to whom the offer of New Shares is being made in reliance on the *Securities Act (Overseas Companies) Exemption Notice 2002 (New Zealand)*.

This Prospectus has not been registered, filed with or approved by any New Zealand regulatory authority under the *Securities Act 1978 (New Zealand)*. This Prospectus is not an investment statement or prospectus under New Zealand law and is not required to, and may not, contain all the information that an investment statement or prospectus under New Zealand law is required to contain.

United States

This Prospectus does not constitute an offer in any place in which, or to any person to whom, it would not be lawful to make such an offer. In particular, this Prospectus does not constitute an offer to sell, or a solicitation of an offer to buy, securities in the United States. Any securities described in this Prospectus have not been, and will not be, registered under the US Securities Act and may not be offered or sold in the United States except in transactions exempt from, or not subject to, registration under the US Securities Act and applicable US state securities laws.

See **section 2.7** of this Prospectus for further details.

Glossary

Terms and abbreviations used in this Prospectus are explained in the Glossary in **section 7** of this Prospectus.

Information about the Company

The information included in this booklet provides information about the Company's activities current as at 13 October 2014. It is information in a summary form and does not purport to be complete. It should be read in conjunction with the Company's other periodic and continuous disclosure announcements including the Company's annual report for the financial year ended 30 June 2013 lodged with ASX on 9 October 2013, the Company's interim financial report for the six month period ended 31 December 2013 lodged with ASX on 4 March 2014, the Company's 30 June 2014 audited financial statements lodged with ASX on 24 September 2014 and the announcement to the ASX on 1 October 2014 regarding the Rights Issue and the Company's other announcements to ASX available at www.asx.com.au.

Enquiries

If you have any questions in relation to the Rights Issue, please contact your stockbroker, accountant, solicitor or other professional adviser.

If you have questions in relation to the Existing Shares upon which your Entitlement has been calculated, or how to complete the Entitlement and Acceptance Form or take up all or part of your Entitlement, please call the Company on (08) 9388 8290 at any time from 9.00am to 5.00pm (AWST) Monday to Friday during the Offer Period.

Privacy

Please read the privacy statement located in **section 6.5** of this Prospectus.

It is important you understand that by submitting an Entitlement and Acceptance Form accompanying this Prospectus or by making a payment via BPAY® using the information provided on the Entitlement and Acceptance Form, you consent to the matters outlined in that privacy statement.

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Chairman's Letter

13 October 2014

Dear Fellow Shareholder,

On behalf of Predictive Discovery Limited (**Company**), I am pleased to invite you to participate in a 3 for 5 pro-rata non-renounceable rights issue of New Shares at an offer price of \$0.007 per New Share (**Rights Issue**) to raise up to approximately \$1.71 million subject to the terms of the Rights Issue outlined in this Prospectus. The Offer Price represents a 36.4% and 46.9% discount to the volume-weighted average price of the Company's shares during the 5 trading days, and 30 trading days, respectively, up to and including 26 September 2014 (being the trading day before the Rights Issue was announced).

The Company intends to use the proceeds of the Rights Issue primarily for exploration, including drilling, at its high grade Bongou Gold deposit in Burkina Faso and the surrounding area, and for working capital purposes.

Over the past year our company has cost effectively achieved outstanding results from its Burkina Faso exploration program. Our Bongou discovery is a simple, high grade gold deposit and we recently announced a maiden resource estimate of 2.2Mt at 2.6g/t gold for a total of 184,000 ounces. Of this, 136,000 ounces have an average grade of 3.8g/t (at a 2g/t cut-off).¹

We are encouraged by the shape and shallow depth of Bongou and its excellent metallurgical performance. The depth extension of the deposit, which could form the basis of a future underground mining operation, remains to be tested. For now, our focus is on cost effectively finding additional shallow and high grade gold ounces.

Our recent exploration work has highlighted a number of lookalike targets within 2km of Bongou and our geological analysis has highlighted other targets within 20km, a number of which are in the Laterite Hill goldfield just 10km to the south.

With the discovery of Bongou our focus has shifted back to our key Bonsiega tenement package and, as already announced, plans are in place to maximise the value of our other Burkina Faso and Cote D'Ivoire tenements in a way that we believe will provide value to shareholders.

We are pleased to acknowledge the support of our major shareholder Aurora Minerals Limited (**Aurora**) who is fully underwriting the Rights Issue. In the unlikely event that no eligible shareholders take up their Entitlement under the Rights Issue or apply for additional new shares in excess of their Entitlement then this could result in Aurora's interest in the Company increasing to 49.7%. See **sections 2.5** and **4.3** of this Prospectus for further details

Eligible shareholders may apply for some or all of their Entitlement under the Rights Issue, and may also apply for additional new shares in excess of their Entitlement (for further details see **section 2.3**). The Rights Issue is scheduled to close at 5.00pm (AEDT) on 6 November 2014. To participate, you will need to ensure that you have completed and returned the Entitlement and Acceptance Form and paid all application

¹ See the Company's ASX announcement dated 4 September 2014 for further details regarding this resource estimate. The Company confirms that it is not aware of any new information or data that materially affects this information and confirms that all material assumptions and technical parameters underpinning the estimates continue to apply and have not materially changed.

monies before this time and date. Details of how to accept the Rights Issue are provided on the Entitlement and Acceptance Form and in **section 3** of this Prospectus.

The Company is subject to a range of risks which apply to the mining and resources sector, and gold industry generally, including the success of its operations and exploration programs, a loss of key personnel, the price of commodities, exchange rates and economic, social or political instability or change in West Africa. These risks and others are discussed in more detail in **section 5** of this Prospectus.

Predictive was formed in 2010 with the aim of using our expertise to develop a portfolio of quality exploration projects in Burkina Faso. The discovery of Bongou is the result of four years of hard and diligent work. If successfully completed, this capital raising will see the Company through the next year of field work and I look forward to upgrading the value of Bongou and its surrounding tenements.

On behalf of the Board of the Company, I thank you for your continued support and look forward to your participation in this Rights Issue.

Yours faithfully,

A handwritten signature in black ink, appearing to read 'P. Harman', with a long horizontal flourish extending to the right.

Phillip Harman
Chairman

Key Offer Information

Offer Price per New Share under the Rights Issue	\$0.007
Eligible Shareholders' Entitlement	3 New Shares for every 5 Existing Shares held on the Record Date
Approximate maximum Rights Issue Proceeds	\$1.71 million (before costs)
Shares currently on issue ¹	406,615,214
Approximate number of New Shares to be issued in respect of the maximum Rights Issue Proceeds	243,969,129
Approximate maximum number of Shares on issue on completion of the Rights Issue	650,584,343

Note:

- 1 This assumes no further Shares are issued (including by way of exercise of Options) prior to the Record Date. This includes the Shares issued under the Placement as announced on 1 October 2014.

Key Dates

Prospectus lodged with ASX and ASIC	Monday, 13 October 2014
'Ex' date	Thursday, 16 October 2014
Record Date	7:00pm (AEDT), Monday, 20 October 2014
Opening Date	Thursday, 23 October 2014
Prospectus and Entitlement and Acceptance Forms dispatched to Eligible Shareholders	Thursday, 23 October 2014
Closing Date for acceptance and payment	5:00pm (AEDT), Thursday, 6 November 2014
Deferred settlement trading commences	Friday, 7 November 2014
Notification of under-subscriptions	Tuesday, 11 November 2014
Issue and allotment of New Shares	Thursday, 13 November 2014
Commencement of trading of New Shares	Friday, 14 November 2014

Note: All dates (other than the date of the Prospectus and date of lodgement of the Prospectus with ASX and ASIC) are indicative only. The Company reserves the right, subject to the Corporations Act, ASX Listing Rules and other applicable laws, to vary the dates of the Rights Issue, including extending the Closing Date or accepting late applications, either generally or in particular cases, without notice.

1 Investment Overview

This information is a selective overview only. Prospective investors should read the Prospectus in full before deciding to invest in New Shares.

1.1 The Rights Issue

What is the Rights Issue?	The Rights Issue is a pro-rata non-renounceable offer made to Eligible Shareholders to subscribe for New Shares.	Section 2.2
What is my Entitlement?	Each Eligible Shareholder is entitled to subscribe for 3 New Shares for every 5 Existing Shares held on the Record Date, subject to the terms of this Prospectus.	Entitlement and Acceptance Form
What is the Offer Price?	The Offer Price is \$0.007 per New Share.	Section 2.2
Am I an Eligible Shareholder?	Eligible Shareholders are those persons who: <ul style="list-style-type: none">• are registered as a holder of Shares as at 7.00pm (AEDT) on the Record Date;• have a registered address in Australia or New Zealand or are, in the opinion of the Company, otherwise eligible under all applicable securities laws to receive an offer of New Shares under the Rights Issue; and• are not in the United States and are subscribing for the New Shares in an 'offshore transaction' (as defined in Rule 902(h) of the US Securities Act).	Sections 2.6 and 2.7
How much will be raised from the Rights Issue?	The Rights Issue will raise approximately \$1.71 million (before costs).	Sections 4.1 and 4.2
What is the purpose of the Rights Issue and how will the funds raised be used?	The Company intends to apply the proceeds of the Rights Issue primarily to exploration, including drilling, at its high grade Bongou Gold deposit in Burkina Faso and the surrounding area, and for working capital purposes.	Section 2.1
Is the Rights Issue underwritten?	<p>The Rights Issue is fully underwritten by the Company's largest Shareholder, Aurora.</p> <p>The underwriting is subject to a number of termination events customary for underwriting agreements of this nature and Aurora may terminate the agreement if the S&P ASX All Ordinaries Gold Index (XGD) falls by 10% or more or the international spot price of gold as reported by Kitco falls by 10% or more and, in each case, remains below that 10% threshold for a period of not less than 3 consecutive trading days after the date of the Underwriting Agreement.</p> <p>If Aurora is entitled to, and does, terminate the Underwriting Agreement, the Company reserves the right to continue with the Rights Issue. Eligible Shareholders who have returned their Entitlement and Acceptance Form or made a BPAY® payment</p>	Section 2.5

before the Underwriting Agreement has been terminated, may not be able to withdraw their acceptance.

Why is the Company raising money by way of an underwritten rights issue?	<p>The Rights Issue is a culmination of an extensive search by the Company and its corporate advisor, Hartleys Limited, for financing alternatives to fund its continued operation. Having discussed and considered a range of alternatives (including placements, convertible debt issues and rights issues) and taking into consideration the difficult current equity market conditions, the Directors determined that the Rights Issue and the proposed underwriting by Aurora is the most achievable and advantageous to all Shareholders.</p> <p>In reaching their decision, the Directors took into account a number of considerations including the fact that Aurora is prepared to underwrite the full amount of the Rights Issue, would commit to take up its full Entitlement to the Rights Issue (irrespective of whether the Underwriting Agreement is terminated), was already familiar with the Company, its assets and strategy, was able to move quickly and efficiently in agreeing to fund the Company and was willing to enter into the Underwriting Agreement which is not conditional on there being a minimal level of sub-underwriting support. The Board therefore believed (having taken advice) that this proposal was superior to any other proposal that the Company was capable of securing within the Company's required timeframe for new funding.</p>	Section 2.5
What will be the effect on control of the Rights Issue?	<p>Aurora has agreed to take up its full Entitlement under the Rights Issue and will underwrite the Rights Issue to the extent that Eligible Shareholders do not take up all of their initial Entitlements under the Rights Issue or apply for sufficient Additional New Shares out of the Shortfall so that there is no Shortfall.</p> <p>Aurora's voting power will probably increase following the close of the Rights Issue, however the exact number of Shares that will be issued to Aurora will depend on the extent to which other Shareholders take up their Entitlements under the Rights Issue, and participate in any Shortfall.</p> <p>Assuming no Shareholders take up their Entitlements under the Rights Issue or any of the Shortfall (which the Company believes is highly unlikely), then this could result in Aurora's interest in the Company increasing to 49.7% with the result that Aurora would then have a voting power in the Company of 49.7%.</p> <p>Other than Aurora, no Shareholder will increase their voting power in the Company from below 20% to above 20% as a result of the Rights Issue.</p>	Section 4.3
What are the tax implications of participating in the Rights Issue?	<p>Taxation implications will vary depending upon the specific circumstances of individual Shareholders. Investors should obtain their own professional advice as to the particular taxation treatment which will apply to them.</p>	Section 6.8
Can I apply for Additional New Shares above my Entitlement?	<p>Yes, Eligible Shareholders (other than Aurora, sub-underwriters of the Rights Issue, a related party of the Company or a related party or associate of Aurora) may also apply for New Shares in excess of their Entitlement. Subject to the overall Additional New Share limits, there is no maximum cap on the number of Additional New Shares for which an Eligible Shareholder may apply for, subject to there being a sufficient Shortfall. The Company may issue Additional New Shares, at its discretion, of up to a value of \$200,000 or such other amount as may be agreed with Aurora.</p>	Section 2.3

To the extent that Eligible Shareholders do not take up their initial Entitlement under the Rights Issue or apply for Additional New Shares out of the Shortfall, the Rights Issue will be fully underwritten by Aurora subject to the terms of the Underwriting Agreement.

1.2 Actions for Eligible Shareholders

How do Eligible Shareholders find out what their Entitlements are?	Your Entitlement is set out on the personalised Entitlement and Acceptance Form accompanying this Prospectus.	Entitlement and Acceptance Form
What can I do with my Entitlement?	<p>You can do the following:</p> <ul style="list-style-type: none"> • take up all or part of your Entitlement; or • do nothing, in which case your Entitlement will lapse. <p>You may also choose to apply for Additional New Shares, as described in section 2.3.</p>	Section 3.2
Can I trade my Entitlement?	No, the Rights Issue is non-renounceable, meaning you cannot trade your Entitlement.	Section 2.10
What happens if I do not take up my Entitlement, or take up only part of my Entitlement?	If you do not take up all of your Entitlement by the Closing Date, then New Shares representing the number of New Shares not taken up under your Entitlement will form part of the Shortfall. This will result in your interest in the Company being diluted.	Section 3.4
What are the key risks of a subscription under the Rights Issue?	<p>Whilst the Directors recommend the Rights Issue, New Shares offered pursuant to this Prospectus should be considered speculative. An investment in the Company has risks that you should consider before making a decision to invest. These risks include:</p> <ul style="list-style-type: none"> • Exploration stage and success – The Company’s mineral tenements are at the exploration stage only. There is no guarantee of exploration success, and, even if there is exploration success, there is no guarantee that development of any such success will be commercially viable. • Projects in West Africa – The Company’s main projects are in Burkina Faso and Cote d’Ivoire. The Company is subject to risks in operating in those countries such as economic, social or political instability or change, government participation, working conditions, environmental protection and mine safety. • Health risks – Health risks in West Africa may be greater than those in Australia and the Company may be adversely affected by illness or injury of personnel whose services are relevant to the Company’s activities. At this stage, to the best of the Company’s knowledge, Ebola is not present in any of the areas in which the Company is working (being Burkina Faso and Cote d’Ivoire). However, there can be no guarantee that Ebola will not spread to these areas, in which case the Company’s exploration activities may be curtailed to an uncertain degree during the course of the outbreak. 	Section 5

- **Loss of key personnel** – The loss of key personnel may have an adverse effect on the Company's operations. If the Company is unable to attract, train and retain key personnel, its business may be adversely affected.
- **General market and economic condition risks** – The Company has no production or income and is exposed to general commodity, market and economic condition risks.

The above risk factors are not an exhaustive list. Please carefully consider these risks and others and the information contained in other sections of this Prospectus before deciding whether or not to apply for New Shares.

How do I accept the Rights Issue? And how do I apply for Additional New Shares?

If you wish to take up all or part of your Entitlement (and if you wish to apply for Additional New Shares), you must either:

Section 3.5

- complete and return the personalised Entitlement and Acceptance Form to the Share Registry together with a cheque, bank draft or money order for the full Application Monies so that it is received by the Share Registry by no later than 5.00pm (AEDT) on the Closing Date; or
 - pay the full Application Monies via BPAY® by no later than 5.00pm (AEDT) on the Closing Date.
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1.3 Further information

This Prospectus contains a range of additional information relevant to Shareholders including the pro forma financial impact of the Rights Issue on the Company (refer to **section 4.2**) and the Directors' interests in the Company (refer to **section 6.7**)

If you have any questions about the Rights Issue that are not answered in this Prospectus you should consult your stockbroker, accountant, solicitor or other professional adviser before deciding to invest or call the Company on (08) 9388 8290 at any time from 9.00am to 5.00pm (AWST) Monday to Friday during the Offer Period.

2 Details of the Rights Issue

2.1 Purpose of Rights Issue and use of funds

The purpose of the Rights Issue is to raise approximately \$1.71 million (before costs) to enable the Company to fund exploration, including drilling, at its high grade Bongou Gold deposit in Burkina Faso and the surrounding area, and for working capital purposes.

A breakdown of the proposed use of the Rights Issue Proceeds is set out in the table below.

Use of funds	\$	% of Rights Issue Proceeds
Exploration of Bongou prospect and surrounding area	1,194,013	69.9%
Costs of the Rights Issue (including capital raising costs)	163,771	9.6%
Working capital	350,000	20.5%
Total	1,707,784	100%

The above is a statement of the Board's current intention as at the date of this Prospectus. However, Shareholders should note that, as with any budget, the allocation of funds set out in the above table may change depending on a number of factors, including the outcome of operational and development activities, regulatory developments, market and general economic conditions and environmental factors. In light of this, the Board reserves the right to alter the way the funds are applied. If the full amount under the Rights Issue is not raised, the Company will use the funds for the purposes outlined above and apportion the funds in a way which best represents Shareholders' interests.

The Company anticipates that the proceeds from the Rights Issue will be used during the 14 month period from the close of the Rights Issue to the end of December 2015.

The Rights Issue is fully underwritten by the Company's largest shareholder, Aurora. Unless the Underwriting Agreement is terminated, the Company will receive the full amount of approximately \$1.71 million before costs under the Rights Issue even if some Eligible Shareholders do not subscribe for their Rights. The Underwriting Agreement includes a number of termination events customary for agreements of this nature. Please refer to **section 2.5** of this Prospectus for further details.

Shareholders should be aware that further funding will be needed to continue its exploration in West African and Australian projects and should refer to the risk factors in **section 5.4** of this Prospectus for a further discussion of the Company's future capital requirements.

2.2 Structure of Rights Issue

Approximately 243,969,129 New Shares are being offered at an Offer Price of \$0.007 per New Share. Each Eligible Shareholder has the opportunity to subscribe for 3 New Shares for every 5 Existing Shares held on the Record Date. The Rights Issue is intended to raise up to approximately \$1.71 million (before costs).

Due to rounding of Entitlements under the Rights Issue to Shareholdings on the Record Date, among other things, the exact number of New Shares to be issued will not be known until completion of the Rights Issue.

The Offer Price represents a 36.4% and 46.9% discount to the volume-weighted average price of the Company's shares during the 5 trading days, and 30 trading days, respectively, up to and including 26 September 2014 (being the trading day before the Rights Issue was announced).

Eligible Shareholders are being sent this Prospectus together with a personalised Entitlement and Acceptance Form and are invited to apply for New Shares. The Rights Issue opens on 23 October 2014 and is scheduled to close at 5.00pm (AEDT) on 6 November 2014.

2.3 Additional New Shares and Shortfall

Eligible Shareholders may also apply for New Shares in excess of their Entitlement (**Additional New Shares**).

These Additional New Shares are also offered at \$0.007 per New Share. You may apply for Additional New Shares by completing the relevant section of your Entitlement and Acceptance Form sent with the Prospectus.

Payment for Additional New Shares must be made in the same manner as described in **section 3** of the Prospectus. There is no maximum cap on the number of Additional New Shares for which an Eligible Shareholder may apply for.

The number of Additional New Shares which will be made available to Eligible Shareholders who apply for them is limited by:

- (a) the extent to which there is sufficient Shortfall (being New Shares not applied for by Eligible Shareholders or that would have otherwise been offered to Ineligible Shareholders, such Shares constituting the Shortfall); and
- (b) an overall Shortfall limit of Additional New Shares of a value of up to \$200,000 (or such other amount as may be agreed with Aurora).

Additional New Shares will only be allocated to Eligible Shareholders, if and to the extent that the Company so determines, in its absolute discretion and in consultation with Aurora, having regard to the circumstances as at the time of

the close of the Rights Issue and subject to the Corporations Act and the ASX Listing Rules. Eligible Shareholders who subscribe for Additional New Shares in excess of their Entitlement are therefore not guaranteed to be issued those Additional New Shares. The Company's decision on the number of Additional New Shares allocated to Eligible Shareholders will be final.

The following persons will not be entitled to submit applications for Additional New Shares:

- (a) Aurora or potential sub-underwriters of the Rights Issue;
- (b) a related party of the Company; and
- (c) a related party or Associate of Aurora.

The Directors reserve the right to issue any Shares under the Shortfall at their discretion within 3 months after the Closing Date. However, it is expected that the Company will issue any Additional New Shares as soon as practicable following the close of the Rights Issue. Unless the Underwriting Agreement has been terminated, any Shortfall remaining after the issue of any Additional New Shares will be taken up by Aurora.

The offer of Shares that form part of the Shortfall is, to the extent it is made in Australia, made under this Prospectus. To the extent this offer is made outside Australia, the offer is made without disclosure, a prospectus, lodgement, filing or registration, or other requirements of any applicable securities law, and only in circumstances where it is lawful to do so (such as to institutional or sophisticated investors).

2.4 No minimum subscription

There is no minimum subscription for the Rights Issue.

2.5 Underwriting

The Company has entered into an underwriting agreement dated 28 September 2014 (**Underwriting Agreement**) with Aurora, the largest shareholder of the Company, who has agreed to fully underwrite the Rights Issue. Any issue of Shares to Aurora under the Underwriting Agreement is made under this Prospectus.

Background

The Rights Issue is a culmination of an extensive search by the Company and its corporate advisor, Hartleys Limited, for financing alternatives to fund its continued operation. Having discussed and considered a range of alternatives (including placements, convertible debt issues and rights issues) and taking into consideration the difficult current equity market conditions, the Directors determined that the Rights Issue and the proposed underwriting by Aurora is the most achievable and advantageous to all Shareholders.

In reaching their decision, the Directors took into account a number of considerations including the fact that Aurora is prepared to underwrite the full amount of the Rights Issue, would commit to take up its full Entitlement to the Rights Issue (irrespective of whether the Underwriting Agreement is

terminated), was already familiar with the Company, its assets and strategy and was able to move quickly and efficiently in agreeing to fund the Company and was willing to enter into the Underwriting Agreement which is not conditional on there being a minimal level of sub-underwriting support. The Board therefore believed (having taken advice) that this proposal was superior to any other proposal that the Company was capable of securing within the Company's required timeframe for new funding.

The terms of the Underwriting Agreement were negotiated and agreed with Aurora at arm's length and the Board considers any financial benefit obtained by Aurora as a result of the underwriting to be reasonable in the circumstances.

Aurora is not acting as advisor to the Company in relation to the Rights Issue or otherwise.

Fee

The Company must pay Aurora a fee of \$100,000 for underwriting the Rights Issue and its costs and expenses of the Rights Issue on normal market terms.

Representations and warranties

The Company has agreed to give representations and warranties customary for an underwriting of this kind, including in relation to its financial statements and key assets.

Undertakings

The Company has agreed to provide a number of undertakings customary for an agreement of this nature including not to alter its capital structure, amend its constitution or dispose or agree to dispose of the whole or a substantial part of its business or property, propose or activate any share buy-back scheme or arrangement or issue, agree to issue or grant an option to subscribe for any shares or securities (subject to certain exceptions) until the date that is four months after Aurora's underwriting obligation terminates. The Company has also undertaken to ensure that Rights Issue is structured such that any acquisition of Shares by Aurora as the Underwriter will fall within section 611 item 13 of the Corporations Act such that by acquiring Shares in the Shortfall Aurora will not contravene section 606 of the Corporations Act and such that there are no restrictions on trading the Shortfall Shares after issue under section 707 of the Corporations Act.

Unqualified termination events

As is customary for these types of arrangements, Aurora may terminate the Underwriting Agreement (and its obligation to underwrite the Rights Issue) on the occurrence of the following termination events before the issue of the New Shares to the Underwriter to the extent that Eligible Shareholders do not take up their initial Entitlement under the Rights Issue or apply for Additional New Shares out of the Shortfall (currently expected to be 13 November 2014):

- the S&P ASX All Ordinaries Gold Index (XGD) falling by 10% or more and remaining at a level below that 10% threshold for a period of not

less than 3 consecutive trading days after the date of the Underwriting Agreement;

- the international spot price of gold falls as reported by Kitco by 10% or more and remains at a level below that 10% threshold for a period of not less than 3 consecutive trading days after the date of the Underwriting Agreement;
- the Rights Issue is prevented from proceeding by reason of an order made by ASIC or a court;
- Aurora is prevented for acquiring any of the New Shares by an order made by a court, ASIC or the Takeovers Panel;
- the Rights Issue is prevented from proceeding by reason of an order under section 1324B or any other provision of the Corporations Act in relation to the Prospectus; and
- any authorisation relating the Company's assets or activities which is material to the business or assets of the Company is repealed, revoked or terminated or expires, or is modified or amended in a manner which is unacceptable to Aurora acting reasonably.

Qualified termination events

Other termination events only occur if Aurora in good faith, forms the view that an event or those events together have, or could reasonably be expected to:

- (a) have a material adverse effect on:
 - (i) the outcome of the Rights Issue or on the subsequent market for the New Shares; or
 - (ii) the condition, trading or financial position and performance, profits and losses, results, prospects, business or operations of the Predictive Group taken as a whole,

(Material Adverse Effect); or
- (b) give rise to a liability of Aurora under the Corporations Act.

These qualified termination events are:

- the Company not lodging the Prospectus by the lodgement date or failing to lodge a supplementary prospectus where it is required to do so;
- there is a statement in the Prospectus (including where applicable a supplementary prospectus) that is or becomes misleading or deceptive or likely to mislead or deceive, or that there is an omission from the Prospectus;
- the Company is prevented from issuing the New Shares within the time required by the Underwriting Agreement, the law or the ASX Listing Rules;

- any person (other than Aurora) who has previously consented to the inclusion of its name in the Prospectus or to be named in the Prospectus, withdraws that consent;
- the Company failing to lodge an Appendix 3B in relation to the New Shares within the time required by the Corporations Act or the ASX Listing Rules;
- the Takeovers Panel makes a formal declaration that circumstances in relation to the affairs of the Company constitute 'unacceptable circumstances' or ASIC otherwise issues a stop order in respect of the Prospectus;
- a Director or senior manager of the Predictive Group is charged with an indictable offence;
- there is an outbreak of hostilities or a major escalation of hostilities (whether or not war has been declared) involving one or more of Australia, New Zealand or Burkina Faso and Aurora believes (on reasonable grounds) that the outbreak or escalation is likely to result in the S&P/ASX All Ordinaries Gold Index (XGD) falling by 10% or more over any period of not less than 3 consecutive trading days;
- a default or breach by the Company under the Underwriting Agreement or any representation, warranty or undertaking given by the Company in the Underwriting Agreement is or becomes untrue or incorrect in a material respect;
- a material contravention by the Company of the law or ASX Listing Rules;
- an event occurring which gives rise to a Material Adverse Effect or any adverse change or any development including a likely Material Adverse Effect after the date of the Underwriting Agreement in the assets, liabilities, financial position, trading results, profits, forecasts, losses, prospects, business or operations of any entity in the Predictive Group;
- any of the due diligence results or any part of the verification material was, misleading or deceptive, materially false or that there was a material omission from them;
- a "new circumstance" arising that renders the original Prospectus defective;
- without the prior approval of Aurora (such approval not to be unreasonably withheld or delayed) a public statement is made by the Company in relation to the Rights Issue or the Prospectus other than a statement the Company is required to make in order to comply with its disclosure obligations under the ASX Listing Rules and/or the Corporations Act;
- any information supplied at any time by the Company in respect of any aspect of the Rights Issue is or becomes misleading or deceptive or likely to mislead or deceive;

- the official quotation of the Company's Shares on ASX is qualified or conditional;
- there is introduced into the Parliament of Australia or any of its States or Territories any act or budget or the Reserve Bank of Australia or any Commonwealth or State authority adopts or announces a proposal to adopt any new, or any major change in, existing, monetary, taxation, exchange or fiscal policy that has not been publicly disclosed or proposed as at the date of the Underwriting Agreement;
- a prescribed occurrence pursuant to the Corporations Act occurring;
- the Company suspending payment of its debts generally;
- an insolvency event occurring in respect of any entity in the Predictive Group including the appointment of a liquidator, administrator, receiver or a receiver and manager, winding up and proposal or implementation of a scheme of arrangement;
- a judgment in an amount exceeding \$50,000 is obtained against any entity in the Predictive Group and is not set aside or satisfied within 7 days;
- litigation, arbitration, administrative or industrial proceedings are after the date of the Underwriting Agreement commenced against any entity in the Predictive Group except as disclosed in the Prospectus;
- there is a change in the composition of the Board or a change in the senior management of the Company before the date of issue of the New Shares without the prior written consent of Aurora;
- there is a material change in the major or controlling shareholdings of any entity in the Predictive Group (other than as a result of the Rights Issue or a matter disclosed in the Prospectus) or a takeover offer or scheme of arrangement pursuant to Chapter 5 or 6 of the Corporations Act is publicly announced in relation to any entity in the Predictive Group;
- there is a delay in any specified date in the timetable which is greater than 5 business days;
- a force majeure affecting the Company's business or any obligation under the Underwriting Agreement lasting in excess of 7 days occurs;
- any entity in the Predictive Group passing or taking any steps to pass a resolution under sections 254N, 257A or 260B of the Corporations Act or a resolution to amend its constitution without the prior written consent of Aurora;
- any entity in the Predictive Group altering its capital structure in any manner not contemplated by the Prospectus excluding the issue of any Shares upon exercise of options, such options having been disclosed to the ASX as at the date of this Agreement (other than as

previously notified to Aurora in writing prior to the date of the Underwriting Agreement);

- any of the Company's material agreements as disclosed to ASX are terminated or substantially modified; and
- a suspension or material limitation in trading generally on ASX occurring or any material adverse change or disruption occurring in the existing financial markets, political or economic conditions of Australia, Burkina Faso, Japan, the United Kingdom, or the United States of America.

Consequences of termination

If Aurora is entitled to, and does, terminate the Underwriting Agreement, the Company reserves the right to continue with the Rights Issue. Eligible Shareholders who have returned their Entitlement and Acceptance Form or made a BPAY® payment before the Underwriting Agreement has been terminated, may not be able to withdraw their acceptance.

Right to appoint sub-underwriters

Aurora may at any time appoint sub-underwriters on terms consistent with the Underwriting Agreement. At the date of this Prospectus, there are no such sub-underwriters.

2.6 Eligible Shareholders

Eligible Shareholders are those persons who:

- are registered as a holder of Shares as at 7.00pm (AEDT) on the Record Date;
- have a registered address in Australia or New Zealand or are, in the opinion of the Company, otherwise eligible under all applicable securities laws to receive an offer of New Shares under the Rights Issue; and
- are not in the United States and are subscribing for the New Shares in an 'offshore transaction' (as defined in Rule 902(h) of the US Securities Act).

See below regarding the treatment of Foreign Shareholders.

2.7 Treatment of Foreign Shareholders

This Prospectus and the accompanying Entitlement and Acceptance Form does not constitute an offer of New Shares in any jurisdiction in which, or to any person to whom, it would be unlawful to make such an offer.

Return of a duly completed Entitlement and Acceptance Form or BPAY® payment will be taken by the Company to constitute a representation by the Applicant that there has been no breach of applicable securities laws.

The distribution of this Prospectus in jurisdictions outside Australia may be restricted by law and anyone who receives this Prospectus should seek advice on and observe such restrictions. Any failure to comply with such restrictions

may constitute a violation of applicable securities laws. No action has been taken to register or qualify the New Shares or the Rights Issue, or otherwise permit a public offering of New Shares, in any jurisdiction outside Australia. New Shares may not be offered or sold in any country outside Australia except to the extent permitted below.

It is the responsibility of any Applicant to ensure compliance with any laws of the country relevant to their application. Return of a duly completed Entitlement and Acceptance Form and/or payment of Application Money will be taken by the Company to constitute a representation that there has been no breach of such laws and that the Applicant is physically present in Australia or New Zealand.

New Zealand

The New Shares are not being offered or sold to the public within New Zealand other than to existing Shareholders of the Company with registered addresses in New Zealand to whom the offer of New Shares is being made in reliance on the *Securities Act (Overseas Companies) Exemption Notice 2002 (New Zealand)*.

This Prospectus has not been registered, filed with or approved by any New Zealand regulatory authority under the *Securities Act 1978 (New Zealand)*. This Prospectus is not an investment statement or prospectus under New Zealand law and is not required to, and may not, contain all the information that an investment statement or prospectus under New Zealand law is required to contain.

United States

This Prospectus may not be released or distributed in the United States. This Prospectus does not constitute an offer to sell, or a solicitation of an offer to buy, securities in the United States. Any securities described in this Prospectus have not been, and will not be, registered under the US Securities Act and may not be offered or sold in the United States except in transactions exempt from, or not subject to, the registration requirements under the US Securities Act and applicable US state securities laws.

Ineligible Shareholders

Shareholders who are not Eligible Shareholders are **Ineligible Shareholders**.

The Company has determined, in reliance on ASX Listing Rule 7.7.1, that it would be unreasonable to extend the Rights Issue to Ineligible Shareholders, having regard to the:

- small number of Ineligible Shareholders;
- small number and value of the New Shares which would be offered to Ineligible Shareholders if they were Eligible Shareholders; and
- cost of complying with the legal and regulatory requirements in the respective overseas jurisdictions.

Accordingly, the Rights Issue is not being extended to any Shareholders outside Australia and New Zealand, unless, in the opinion of the Company, that

Shareholder would be eligible under all applicable securities laws to receive an offer of New Shares under the Rights Issue.

The Company will notify all Ineligible Shareholders of the Rights Issue and advise that the Company is not extending the Rights Issue to those Shareholders.

2.8 Nominees, trustees and custodians

The foreign selling restrictions under the Rights Issue summarised in **section 2.7** apply to the underlying beneficial holder. Nominees, trustees or custodians must not apply on behalf of any beneficial holder that would not itself be an Eligible Shareholder.

Shareholders who hold Shares on behalf of persons whose registered address is not in Australia or New Zealand are responsible for ensuring that accepting the Rights Issue does not breach securities laws in the relevant overseas jurisdictions.

Shareholders who are nominees, trustees or custodians are therefore advised to seek professional advice as to how they should proceed. Failure to comply with restrictions set out in this Prospectus may result in violations of applicable securities laws.

In particular, nominees, trustees and custodians must not:

- send any materials relating to the Rights Issue into the United States or to any other country outside Australia and New Zealand except to beneficial Shareholders who are institutional or professional investors in other countries listed in, and to the extent permitted under, **section 2.7** above; or
- submit an Application or otherwise accept the Rights Issue on behalf of a person in the United States or any other country outside Australia and New Zealand except beneficial Shareholders who are institutional or professional investors in other countries listed in, and to the extent permitted under, **section 2.7** above.

2.9 No cooling off rights

Cooling off rights do not apply to an investment in New Shares or Additional New Shares under the Rights Issue. You cannot withdraw your Application or payment once it has been accepted.

2.10 Trading of Entitlements

Entitlements cannot be traded on ASX or any other exchange, or otherwise transferred. Shareholders who do not take up their Entitlement in full will not receive any value in respect of those Entitlements that they do not take up. Furthermore you cannot, in most circumstances, withdraw the application once it has been accepted.

2.11 ASX quotation and trading of New Shares

The Company has applied to ASX for quotation of the New Shares offered by this Prospectus on ASX. Subject to approval being granted, it is expected that normal trading of New Shares issued under the Rights Issue will commence on 14 November 2014. If ASX does not permit quotation within three months from the date of this Prospectus, none of the New Shares will be issued and all Applications will be dealt with in accordance with the Corporations Act including the refund of all Application Monies in full without interest.

Holding statements are expected to be dispatched to Eligible Shareholders on 13 November 2014. It is the responsibility of each Applicant to confirm their holding before trading in New Shares commences. Any Applicant who sells New Shares before receiving confirmation of their holding in the form of their holding statement will do so at their own risk. The Company and the Underwriter disclaim all liability, whether in negligence or otherwise to persons who trade New Shares before receiving their holding statements, whether on the basis of confirmation of the allocation provided by the Company or the Share Registry.

2.12 Rounding and determining Entitlements

All Entitlements will be rounded up to the nearest whole number of New Shares.

The Company reserves the right (in its absolute discretion) to reduce the number of New Shares allocated to Eligible Shareholders, or persons claiming to be Eligible Shareholders, if their claims prove to be overstated.

2.13 Ranking of New Shares

New Shares will be issued on a fully paid basis and will rank equally in all respects with Existing Shares.

2.14 Application Monies

All Application Monies will be held by the Company in a bank account on trust for Applicants until the New Shares are issued or, if the New Shares are not issued, until the Application Monies are returned to Applicants.

The bank account will be established and maintained by the Company solely for the purposes of depositing Application Monies and retaining those funds for as long as required under the Corporations Act.

Interest earned on the Application Monies will be for the benefit of, and will remain the property of, the Company and will be retained by the Company whether or not the allotment and issue of New Shares take place.

Amounts received by the Company in excess of your Entitlement (**Excess Amount**) may be treated as an Application to apply for as many Additional New Shares as your Excess Amount will pay for in full. Alternatively, your application may not be accepted.

Any Application Monies received for more than your final allocation of New Shares and Additional New Shares (if any) will be refunded as soon as

practicable after the Closing Date (except for where the amount is less than the Offer Price, in which case it will be retained by the Company).

If the New Shares are not issued to you, a cheque will be drawn and relevant Application Monies will be refunded as soon as practicable after the Closing Date.

2.15 Withdrawal of the Rights Issue

Subject to the terms of the Underwriting Agreement, the Company reserves the right to withdraw the Rights Issue at any time, in which case the Company will refund Application Monies in accordance with the Corporations Act and will do so without interest.

2.16 CHESS

The Company participates in the Clearing House Electronic Subregister System (**CHESS**). ASX Settlement Pty Ltd (**ASX Settlement**), a wholly-owned subsidiary of ASX, operates CHESS in accordance with the ASX Listing Rules and ASX Settlement Operating Rules.

Under CHESS, Applicants will not receive a certificate but will receive a statement of their holding of New Shares.

If you are broker sponsored, ASX Settlement will send you a CHESS statement. The CHESS statement will set out the number of New Shares issued to you under this Prospectus, and provide details of your holder identification number and the participant identification number of the sponsor. A CHESS allotment advice will be dispatched from the Share Registry on 13 November 2014.

If you are registered on the issuer sponsored sub-register CHESS, your statement will be dispatched by the Share Registry on 13 November 2014 and will contain the number of New Shares issued to you under this Prospectus and your security holder reference number.

A CHESS statement or issuer sponsored statement will routinely be sent to Shareholders at the end of any calendar month during which the balance of their Shareholding changes. Shareholders may request a statement at any other time. However, a charge may be incurred for additional statements.

2.17 Optionholders

Holders of Options in respect of Shares will not be entitled to participate in the Rights Issue unless:

- they have become entitled to exercise their Options under the terms of their issue and do so prior to the Record Date; and
- participate in the Rights Issue as a result of being a holder of Shares registered on the share register at 7.00pm (AEDT) on the Record Date.

3 How to Apply

3.1 Eligible Shareholders

You should read this section in its entirety for instructions in relation to the choices available to you as an Eligible Shareholder. You should also refer to **section 2** for an overview of the Rights Issue.

Foreign Shareholders

Please refer to **sections 2.6** and **2.7** to determine whether you are an Eligible Shareholder.

3.2 Choices available

Eligible Shareholders may do any of the following:

- take up all or part of their Entitlement (refer to **section 3.3**); or
- do nothing (refer to **section 3.4**).

Eligible Shareholders may also choose to apply for Additional New Shares as described in **section 2.3**.

The Rights Issue is a fully underwritten pro-rata rights issue to Eligible Shareholders. Eligible Shareholders who take up their Entitlement in full will not have their percentage Shareholding in the Company diluted by New Shares issued pursuant to the Rights Issue. The percentage Shareholding of Eligible Shareholders who do not take up all of their Entitlement will be diluted.

For further details on the effect of the Rights Issue on the Company, please refer to **section 4**.

3.3 If you wish the take up all or part of your Entitlement

If you wish to take up all or part of your Entitlement, complete the Entitlement and Acceptance Form in respect of the number of New Shares (including any Additional New Shares) you wish to subscribe for and arrange for payment of the Application Monies in accordance with **section 3.5**.

Your Entitlement is set out in the accompanying Entitlement and Acceptance Form and has been calculated based on the number of Shares you held as at the Record Date. If you have more than one holding of Shares, you will receive more than one Entitlement and Acceptance Form and you will have separate Entitlements for each holding.

The Company will treat you as applying for as many New Shares as your payment will pay for in full, subject to any scale-back in respect of the Shortfall (see **section 2.3**). Amounts received by the Company in excess of your Entitlement (**Excess Amount**) may be treated as an application to apply for as many Additional New Shares as your Excess Amount will pay for in full.

3.4 Allow all or part of your Entitlement to lapse

If you decide not to accept all or part of your Entitlement to New Shares, or fail to accept by the Closing Date, the part of your Entitlement not accepted will lapse. The New Shares not subscribed for will form part of the Shortfall.

You should 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 will be reduced.

3.5 Payment and return of Entitlement and Acceptance Form

You have two payment options in order to take up all or part of your Entitlement.

Option 1: Submit your completed Entitlement and Acceptance Form together with a cheque, bank draft or money order.

To follow Option 1, you should:

- complete the personalised Entitlement and Acceptance Form accompanying this Prospectus in accordance with the instructions set out on that form, and indicate the number of New Shares and any Additional New Shares you wish to subscribe for; and
- return the form to the Share Registry (address details below) together with a cheque, bank draft or money order which must be:
 - in respect of the full Application Monies (being \$0.007 multiplied by the number of New Shares and any Additional New Shares you wish to subscribe for);
 - in Australian currency drawn on an Australian branch of a financial institution; and
 - made payable to 'Predictive Discovery Limited' and crossed 'Not Negotiable'.

You should ensure that sufficient funds are held in the relevant account(s) to cover the Application Monies. If the amount of your cheque for Application Monies (or the amount for which the cheque clears in time for allocation) is insufficient to pay for the number of New Shares you have applied for in your Entitlement and Acceptance Form in full, you will be taken to have applied for the lower number of whole New Shares as your cleared Application Monies will pay for (and to have specified that number of New Shares on your Entitlement and Acceptance Form). Alternatively, your Application will be rejected.

The Company will also treat you as applying for as many New Shares and Additional New Shares as your cheque, bank draft or money order will pay for. Any amount received by the Company in excess of your final allocation of New Shares and Additional New Shares will be refunded and no interest will be paid on any Application Monies received or refunded.

Cash payments will not be accepted. Receipts for payment will not be issued.

You need to ensure that your completed Entitlement and Acceptance Form and cheque, bank draft or money order reaches the Share Registry at the following address by no later than 5.00pm (AEDT) on 6 November 2014.

Your completed Entitlement and Acceptance Form should be returned to the Share Registry at the following address:

By hand delivery Predictive Discovery Limited
C/- Link Market Services Limited
1A Homebush Bay Drive
Rhodes NSW 2138

By post Predictive Discovery Limited
C/- Link Market Services Limited
GPO Box 3560
Sydney NSW 2001

Entitlement and Acceptance Forms (and payment of Application Monies) may not be accepted if received after 5.00pm (AEDT) on 6 November 2014.

Option 2: Pay via BPAY® payment

To follow Option 2, you should pay the full Application Monies, being \$0.007 multiplied by the number of New Shares comprising your Entitlement (plus any Additional New Shares) or, if you are subscribing for only part of your Entitlement, the number of New Shares you wish to subscribe for, via BPAY® payment in accordance with the instructions set out on the personalised Entitlement and Acceptance Form (which includes the biller code and your unique customer reference number). You can only make a payment via BPAY® if you are the holder of an account with an Australian financial institution.

Please note that if you choose to pay by BPAY® payment:

- you do not need to submit the personalised Entitlement and Acceptance Form but are deemed to have made the declarations set out in this Prospectus and in the Entitlement and Acceptance Form;
- if you subscribe for less than your Entitlement or do not pay for your full Entitlement, you are taken to have taken up your Entitlement in respect of such whole number of New Shares which is covered in full by your Application Monies; and
- the Company will treat you as applying for as many New Shares and Additional New Shares as your BPAY® payment will pay for. Any amount received by the Company in excess of your final allocation of New Shares and Additional New Shares will be refunded and no interest will be paid on any Application Monies received or refunded.

You need to ensure that your BPAY® payment is received by the Share Registry by no later than 5.00pm (AEDT) on 6 November 2014. Applicants should be aware that their own financial institution may implement earlier cut off times with regards to electronic payment, and should therefore take this into consideration when making payment. It is the responsibility of the Applicant to

ensure that funds are submitted through BPAY® by the date and time mentioned above.

Effect of returning Entitlement and Acceptance Form or making BPAY® payment

If an Application is not completed or submitted correctly it may still be treated as a valid Application. The Company's decision whether to treat an Application as valid and how to construe, amend, complete or submit an Application is final.

Returning a completed Entitlement and Acceptance Form or making a BPAY® payment will be taken to constitute a representation by the Applicant that they:

- are an Eligible Shareholder and have received, read and understood a printed or electronic copy of this Prospectus and the accompanying Entitlement and Acceptance Form and that they acknowledge the matters, and make the warranties and representations and agreements contained in this Prospectus and the Entitlement and Acceptance Form;
- agree to be bound by the terms of this Prospectus and the Constitution;
- declare that the law of any other place does not prohibit them from being given this Prospectus or making an application for New Shares and Additional New Shares;
- declare that all details and statements in the Entitlement and Acceptance Form are complete and accurate;
- declare that they are the current registered holder(s) of the Shares in their name at the Record Date;
- declare that they are not associated (as that term is defined in sections 12 and 16 of the Corporations Act) with any existing Shareholder of the Company;
- declare that they will not acquire a relevant interest in issued voting shares in the Company that increases their, or someone else's, voting power in the Company either: (i) from 20% or below to more than 20%, or (ii) from a starting point that is above 20% and below 90% (for the purposes of this paragraph the terms, 'voting shares' and 'relevant interest' have the meanings given in the Corporations Act);
- declare that they are over 18 years of age and have full legal capacity and power to perform all their rights and obligations under the Entitlement and Acceptance Form;
- acknowledge that once the Entitlement and Acceptance Form is returned or a BPAY® payment made their acceptance may not be withdrawn (including in the event that the Underwriting Agreement is terminated), except as allowed by law;
- agree to being issued the number of New Shares they apply for at the Offer Price (or a lower number issued in a way described in this

Prospectus) and, subject to **section 2.3**, to being issued up to the number of Additional New Shares they apply for at the Offer Price;

- authorise the Company to register them as the holder(s) of the New Shares and Additional New Shares allotted or granted to them;
- acknowledge that the information contained in this Prospectus is not investment advice or a recommendation that New Shares are suitable for them, given their investment objectives, financial situation or particular needs; and
- authorise the Company and its officers or agents to do anything on their behalf necessary for New Shares and Additional New Shares to be issued to them, including correcting any errors in their Entitlement and Acceptance Form or other form provided by them and acting on instructions received by the Share Registry using the contact details in the Entitlement and Acceptance Form.

3.6 Enquiries

If you are in doubt as to the course you should follow, you should consult your stockbroker, accountant, solicitor or other professional adviser before deciding to invest. If you:

- have questions in relation to the Existing Shares upon which your Entitlement have been calculated;
- have questions on how to complete the Entitlement and Acceptance Form or take up your Entitlement; or
- have lost your Entitlement and Acceptance Form and would like a replacement form,

please call the Company on (08) 9388 8290 at any time from 9.00am to 5.00pm (AWST) Monday to Friday during the Offer Period.

4 Effect of the Rights Issue on the Company

4.1 Effect on the Company's capital structure

A comparative table of changes in the capital structure of the Company as a consequence of the Rights Issue is set out below.

Shares	
Shares on issue at date of this Prospectus	406,615,214
Number of unlisted Options on issue at date of this Prospectus	25,631,075
Issue of New Shares under the Rights Issue	243,969,129
Share capital of the Company after completion of the Rights Issue (undiluted)	650,584,343^{1, 2}
Share capital of the Company after completion of the Rights Issue (fully diluted)	676,215,418^{1, 2}

Notes:

- 1 As at the date of this Prospectus, there are 25,631,075 unlisted Options on issue. This figure assumes that no further Shares are issued and no Options are issued or converted prior to the issue of New Shares under the Rights Issue.
- 2 Shareholders should note that due to rounding of Entitlements under the Rights Issue to Shareholdings on the Record Date, among other things, the exact number of New Shares to be issued will not be known until completion of the Rights Issue.

4.2 Effect on the Company's financial position

This section provides relevant financial information for Shareholders to consider when assessing whether to participate in the Rights Issue, including details of the potential financial impact of the Rights Issue. The impact of the Rights Issue is expected to be an increase in cash of approximately \$1.71 million (before costs).

The pro forma financial information should be read in conjunction with the limitations explained in the Important Notices section on **page 2** and the Key Risks in **section 5** of this Prospectus.

All financial information is presented in accordance with the measurement and recognition principles under AIFRS unless otherwise noted.

Pro forma Statement of Financial Position

Set out below is the audited statement of financial position for the Company at 30 June 2013 and 30 June 2014 and a pro forma statement of financial position of the Company following the Rights Issue assuming:

- the full amount of the Rights Issue Proceeds is raised;
- the costs of the Rights Issue are \$163,771; and

- there has been and will be no material movements in the assets and liabilities of the Company (including new Shares issued by way of exercise of Options) between 1 July 2014 and the Closing Date other than:
 - the issue of 18.75 million Shares in the Placement to raise gross proceeds of \$150,000 (\$122,922, net of costs);
 - the issue of New Shares through the Rights Issue raising \$1.71 million and after deducting expenses of the Rights Issue of \$163,771; and
 - the payment of estimated exploration and administration costs since 30 June 2014.

	30-Jun-13	30-Jun-14	Pro forma following the Rights Issue
	(\$)	(\$)	(\$)
Current assets			
Cash and cash equivalents	1,352,410	950,825	1,816,935
Trade and other receivables	129,071	74,939	74,939
Total current assets	1,481,481	1,025,764	1,891,874
Non-current assets			
Property, plant and equipment	364,969	303,885	303,885
Exploration expenditure	14,604,406	15,639,370	16,039,783
Total non-current assets	14,969,375	15,943,255	16,343,668
Total assets	16,450,856	16,969,019	18,235,542
Current liabilities			
Trade and other payables	229,658	350,802	350,802
Provisions	20,626	19,509	19,509
Total current liabilities	250,284	370,311	370,311
Non-current liabilities			
Trade and other payables	-	100,000	100,000

Total non-current liabilities	-	100,000	100,000
Total liabilities	250,284	470,311	470,311
Net assets	16,200,572	16,498,708	17,765,231
Equity			
Issued capital	19,942,017	22,539,830	24,206,765
Reserves	1,668,042	1,958,246	1,958,246
Accumulated losses	-5,409,486	-7,999,368	-8,399,781
Total equity	16,200,573	16,498,708	17,765,231

If the Underwriting Agreement is terminated, the Company proceeds with the Rights Issue and only raises 50% or 25% of the maximum possible Rights Issue Proceeds, then cash and cash equivalents would equal \$1,073,879 and \$652,351 respectively, and net assets would equal \$17,022,175 and \$16,600,647 respectively.

Expenses of Rights Issue

Expense	\$
Underwriter's fee	100,000
Legal fees	35,000
Share Registry / printing	5,000
Brokerage	17,078
ASX quotation fee	6,693
Total	163,771

4.3 Effect on control and potential dilution

If Eligible Shareholders take up their Entitlements, their percentage interest in the total issued share capital of the Company will remain the same and will not be diluted.

To the extent that Eligible Shareholders do not take up their Entitlements, following the close of the Rights Issue, the percentage shareholding of those Eligible Shareholders will be diluted.

Aurora Minerals Limited

As at the date of this Prospectus, Aurora (also the underwriter of the Rights Issue) is the largest shareholder of the Company with a voting power of 19.6%.

Aurora is an Australian public company listed on the ASX. Aurora's principal activities are exploration for and investment in mineral exploration both directly and indirectly. Aurora has informed the Company that it currently has exposure to mineral exploration through:

- 100% owned projects as well as a joint venture in Western Australia;
- its partially owned subsidiary Peninsula Mines Limited whose principal exploration activities are in South Korea;
- its 19.5% shareholding in Golden Rim Resources Limited whose principal activities are in Burkina Faso; and
- its current 19.6% shareholding in the Company.

Aurora has agreed to take up its full Entitlement under the Rights Issue which will raise \$334,704. To the extent that Eligible Shareholders do not take up all of their Entitlements under the Rights Issue or apply for sufficient Additional New Shares out of the Shortfall so that there is no Shortfall, the Rights Issue will be fully underwritten by Aurora subject to the terms of the Underwriting Agreement and Aurora's voting power will increase following the close of the Rights Issue. The exact number of Shares that will be issued to Aurora will depend on the extent to which other Shareholders take up their Entitlements under the Rights Issue, and participate in any Shortfall. However, assuming no Shareholders take up their Entitlements or any of the Shortfall (which the Company believes is highly unlikely), then this could result in Aurora's interest in the Company increasing to 49.7% with the result that Aurora's voting power in the Company would likewise increase to 49.7%.

The table below illustrates the potential effect of the Rights Issue on the voting power of Aurora.

Scenario	Control impact
All Shareholders take up their full Entitlement under the Rights Issue.	No effect on control. Aurora's voting power would remain at 19.6%.
All Shareholders (other than Aurora) take up only 75% of their full Entitlement under the Rights Issue.	Aurora's voting power would increase from 19.6% to 27.1%.
All Shareholders (other than Aurora) take up only 50% of their full Entitlement under the	Aurora's voting power would increase from 19.6% to 34.7%.

Scenario	Control impact
Rights Issue.	
All Shareholders (other than Aurora) take up only 25% of their full Entitlement under the Rights Issue.	Aurora's voting power would increase from 19.6% to 42.2%.
All Shareholders (other than Aurora) do not take up any of their Entitlement under the Rights Issue.	Aurora's voting power would increase from 19.6% to 49.7%.

Notes:

Assuming:

- 1 all Shareholders do not subscribe for Additional New Shares out of the Shortfall. If they do take up some or all of the Shortfall, that will reduce the interest acquired by Aurora as a result of this Rights Issue;
- 2 Aurora takes up its full Entitlement as a Shareholder under the Rights Issue;
- 3 the Underwriting Agreement is not terminated meaning Aurora takes up its full entitlement under both the Rights Issue and its underwriting; and
- 4 no exercise of existing Options on issue and no other Share issues after the date of this Prospectus.

The Company's only other substantial Shareholder is Equity Trustees Limited which holds a 6.54% interest in the Company.

Other than Aurora, no Shareholder will increase their voting power in the Company from below 20% to above 20% as a result of the Rights Issue.

If any of the option rights to take up Shares in the Company are exercised, then Aurora's percentage shareholding and voting power would decrease. In the event that Aurora's voting power in the Company exceeds 19.9%, it will be relying on the exemption to section 606 of the Corporations Act in section 611 (item 13) of the Corporations Act which will allow it to increase its voting power to more than 20%.

Liquidity of Shares

If Aurora increases its voting power as a result of taking up any Shortfall not taken up by other Eligible Shareholders, the market for Shares may become less liquid than at present.

Intentions of Aurora

Aurora has advised the Company that following the completion of the Rights Issue, it has no present intention:

- to endeavour to change the business of the Company;
- to make changes to the Board;
- to inject further capital into the Company;
- of endeavouring to make any changes regarding the future employment of the present employees of the Company; and
- to significantly change the financial or dividend distribution policies of the Company.

These intentions are based on information known to Aurora at the date of this Prospectus regarding the Company, its business and the business environment. That information is limited to publicly available information.

Any final decisions regarding these matters will only be made by Aurora in light of information and circumstances at the relevant time. Accordingly, the statements set out above are statements of current intention only, which may change as new information becomes available to it or as circumstances change.

5 Key Risks

5.1 Overview

The Company is a mineral exploration company with a primary focus on gold in West Africa. Due to the nature of the Company's business activities and mineral exploration interests, increasing your investment in the Company carries with it risks reasonably expected of an investment in a business of this type. Accordingly, whilst the Directors recommend the Rights Issue, New Shares offered pursuant to this Prospectus should be considered speculative.

The current and future activities of the Company, including exploration, appraisal and production activities, may be affected by a range of factors, including, but not limited to, those discussed in this Prospectus. There is a range of specific risks associated with the Company's involvement in the mineral exploration industry. There are also numerous widespread risks associated with investing in any form of business and with investing in the share market generally. Some of these risks can be mitigated by the use of safeguards and appropriate controls, but some are outside the control of the Company and cannot be mitigated.

This section is not an exhaustive summary but identifies the areas the Board regards as the key risks specific to an investment in New Shares.

Before increasing your investment in the Company, you should consider whether this investment is suitable for you having regard to the risk factors set out below, publicly available information, your investment objectives and personal financial circumstances, and following consultation with your stockbroker, accountant, solicitor or other professional adviser.

5.2 Risk associated with an investment in the Company

The following risks have been identified as being key risks specific to an investment in the Company. These risks have the potential to have a significant adverse impact on the Company and may affect the Company's financial position, prospects and price and value of New Shares.

Exploration stage and success

The mineral tenements of the Company are at the exploration stage only. The Company is not at the development stage. There can be no assurance that exploration of the tenements currently held by the Company, or any other tenements that may be acquired in the future by the Company, will result in the discovery of an economic deposit. Investors should understand that mineral exploration and any subsequent development are high-risk undertakings.

Despite the best efforts of the Company, there is no guarantee of exploration success, and even if there is exploration success, there is no guarantee that development of any such success will be commercially viable. The current and future operations of the Company will be affected by a range of factors. If exploration is successful, there will be additional costs and processes involved in moving to the development phase.

Metallurgy

Metal and/or mineral recoveries are dependent upon the metallurgical process, and by its nature contain elements of significant risk such as identifying a metallurgical process through testwork to produce a saleable product, developing an economic process route to produce a saleable product, and changes in mineralogy in the ore deposit can result in inconsistent ore grades and recovery rates affecting the economic viability of the project.

Operating and project risks

The business of mineral exploration and mining involves risks and hazards. For example, in an exploration context no assurance can be given that ore bodies will be detected with preferred or desirable tonnages or grades. High risk and substantial expense can be incurred without the requisite or expected degree of reward. Even if commercial quantities of ore are discovered, unforeseen risks can arise in the development and production phase including mining or processing issues, environmental hazards, industrial and environmental accidents, industrial disputes and unexpected shortages or increases in the costs of consumables, labour forced disruption, the unavailability of materials and plant and equipment, mechanical failure or plant breakdown, unanticipated metallurgical problems which may affect extraction costs, unusual or unexpected geological formation, pit failures, changes in the regulatory environment and weather conditions. Such occurrences could result in damage to, or destruction of, mineral properties or production facilities, personal injury or death, environmental damage, delays in mining, monetary losses and possible legal liability.

Key personnel risks

The Company's success depends to a significant extent upon its key management personnel, as well as other management and technical personnel including sub-contractors. Although the Company enters into employment and incentive arrangements with its personnel to secure their services, it cannot guarantee the retention of their services.

There can be no assurance given that there will be no detrimental impact on the Company if one or more of these people cease their engagement. The Company's inability to recruit additional appropriate skilled and qualified personnel to replace these key personnel could have an adverse effect on the Company. There can be no guarantee that personnel with the appropriate skills will be available within the Company's required timeframes.

Geopolitical risk

The Company is pursuing projects located in Burkina Faso and Cote d'Ivoire areas of West Africa and so is subject to the risks associated with operating in that region of the world. These risks may include economic, social or political instability or change, hyperinflation, currency convertibility or instability and changes of law affecting foreign ownership, government participation, taxation, working conditions, rates of exchange, exchange control, exploration licensing, export duties, repatriation of income or return of capital, environmental protection, mine safety, labour relations as well as government control over

mineral properties or government regulations that require the employment of local staff or contractors or require other benefits to be provided to local residents.

It is a risk in West Africa that the knowledge of law is limited due to the fact that certain legal rules, even passed, are not in some cases officially published. The knowledge of West African law is also limited by the fact that case law is not, or very few cases are, published.

Any future material adverse changes in government policies or legislation in West African countries that affect foreign ownership, mineral exploration, development or mining activities, may affect the viability and profitability of the Company and its projects.

There is no guarantee that, even if a potentially economic deposit is discovered, the political environment will not change in a way that will significantly impact on the economics of a mining project. Furthermore, the Company is operating in areas where there are subsistence farmers and artisanal miners and where any discovery could lead to access disputes, considerably delaying any proposed development. At this stage, the Company does not maintain political risk insurance.

Commodity price volatility and exchange rates risks

In the event that the Company achieves exploration success, the revenue it will derive through the sale of commodities exposes the potential income of the Company to commodity price and exchange rate risks. Commodity prices fluctuate and are affected by many factors beyond the control of the Company. Such factors include supply and demand fluctuations for commodities, technological advancements, forward selling activities and other macro-economic factors. Furthermore, international prices of various commodities and some services are denominated in United States dollars, whereas the income and expenditure of the Company are and will be taken into account in Australian currency. This exposes the Company to the fluctuations and volatility of the rates of exchange between the United States dollar, the Australian dollar and the Euro, and hence the West African Franc, as determined by international markets.

Tenement title

Interests in tenements in Burkina Faso and Cote d'Ivoire are governed by the mining law and regulations of that country. There is no guarantee that the Burkina Faso mining law or regulations or Cote d'Ivoire mining law or regulations will not be changed in a way that is adverse to the Company's interests.

The Company's title to its tenements generally requires the Company to continue to satisfy its expenditure or work commitments. The Company currently has no reason to believe that it will not satisfy those commitments. However, this cannot be guaranteed.

Interests in tenements in Australia are governed by federal and state legislation and are evidenced by the granting of licences. Each licence is for a specific

term and carries with it annual expenditure and reporting commitments, as well as other conditions requiring compliance. Consequently, the Company could lose title to or its interest in tenements if licence conditions are not met or if insufficient funds are available to meet expenditure commitments as and when they arise.

Further, mining and exploration tenements, once granted, are subject to periodic renewal. There is no guarantee that current or future tenement renewals will be approved. Renewal of the term of a granted tenement is at the discretion of the relevant government authority and may include additional or varied expenditure or work commitments or compulsory relinquishment of the areas comprising the Company's projects. The imposition of new conditions or the inability to meet those conditions may adversely affect the operations, financial position and/or performance of the Company.

Litigation and counterparty risks

The Company is not currently involved in any litigation, however like any corporation operating in a commercial setting, the Company is exposed to potential legal and other claims or disputes in the course of its business, including litigation from employees, regulators or other third parties. As with all litigation, there are risks involved. An adverse outcome in litigation or the cost of responding to potential or actual litigation may have a material adverse impact on the financial performance of the Company.

In addition, there is a risk of financial failure or default by a participant in any joint venture to which the Company is or may become a party, or the insolvency or managerial failure by any of the contractors or other suppliers used by the Company in any of its activities, or that any of those agreements are terminated in accordance with their terms. There is also a risk of legal or other disputes between the Company and co-venturers or contractors or others suppliers. In particular, the successful exploration of the Company's projects in Burkina Faso and Cote d'Ivoire are heavily dependent on the services to be provided by the Company's drilling services contractors. Any of the above outcomes, particularly in respect of drilling services contracts, could result in an adverse effect on the Company's ability to explore its projects, as well as its operations, financial position and performance.

Liquidity and volatility

The Company is a small company in terms of market capitalisation. An investment in New Shares should be regarded as speculative. The Company also has a relatively small Shareholder base. As a consequence there is a risk, particularly in times of share market turbulence or negative investor sentiment, that there will not be a highly liquid market for Shares or that the price of Shares may decrease considerably. There may be relatively few buyers or sellers of securities on ASX at any given time and the market price may be highly volatile. This may result in Shareholders wishing to sell their Shares at such a time receiving a market price for their Shares that is considerably less than the price paid under the Rights Issue.

The past performance of the Company is not necessarily an indication as to future performance of the Company as the trading price of Shares can go up or down.

5.3 Risks associated with mining exploration and operations

Mineral exploration, development and mining may be hampered by circumstances beyond the control of the Company and are speculative operations which by their nature are subject to a number of inherent risks, including those summarised in the section below.

Exploration risks

Exploration is a high risk activity that requires large amounts of expenditure over extended periods of time. The Company's exploration activities are subject to all the hazards and risks normally encountered in the exploration of minerals, including climatic conditions, hazards of operating vehicles and plant, risks associated with operating in remote areas and other similar considerations. Conclusions drawn during mineral exploration are subject to the uncertainties associated with all sampling techniques and to the risk of incorrect interpretation of geological, geochemical, geophysical, drilling and other data.

Further, the costs of the Company's exploration activities may materially differ from its estimates and assumptions. No assurance can be given that the Company's cost estimates and the underlying assumptions will be realised in practice, which may materially and adversely affect the value of the Company's Shares.

Resource and reserve estimates

Resource and reserve estimates are expressions of judgements based on knowledge, experience and industry practice. Estimates that are valid when made may change significantly when new information becomes available through drilling, sampling and similar examinations.

In addition, resource and reserve estimates are necessarily imprecise and depend to some extent on geological interpretations, as well as various economic, commercial, technical, environmental and legal assumptions which may prove to be inaccurate.

Should the Company encounter mineralisation or formations different from those predicted, resource estimates may have to be adjusted and mining plans may have to be altered in a way which could adversely affect the Company's operations.

Regulatory risks

Changes in legislative and administrative regimes, taxation laws, interest rates, other legal and government policies in Australia, Burkina Faso or Cote d'Ivoire may have an adverse effect on the assets, operations and ultimately the financial performance of the Company and the market price of Shares.

Exploration and prospective production are dependent upon the granting and maintenance of appropriate licences, permits and regulatory consents and

authorisations (**Authorisations**), which may not be granted or may be withdrawn or by made subject to limitations at the discretion of government or regulatory authorities. Although the Authorisations may be renewed following expiry or grant (as the case may be), there can be no assurance that such Authorisations will be continued, renewed or granted, or as to the terms of renewals or grants. If the Company cannot obtain or retain the appropriate Authorisations or there is a material delay in obtaining or renewing them or they are granted subject to onerous conditions, then the Company's ability to conduct its exploration or development operations may be adversely affected.

Native title risks

Native title may impact on the Company's Australian operations and future plans. For tenements that may still be subject to native title to be validly granted (or renewed), the 'right to negotiate' regime established by the *Native Title Act 1993* (Cth) must be followed. Alternatively, an indigenous land use agreement may be entered into between the Company and relevant native title parties.

The Company must also comply with Aboriginal heritage legislation requirements which require heritage survey work to be undertaken ahead of the commencement of mining and exploration operations.

Environmental risks

The Company's operations and activities are subject to the environmental laws and regulations of Burkina Faso, Cote d'Ivoire and Australia and any other places the Company may conduct business. As with most exploration projects, the Company's operations and activities are expected to have an impact on the environment, particularly if advanced exploration or mine development proceeds. The Company attempts to conduct its operations and activities to the highest standard of environmental obligation, including compliance with all environmental laws and regulations. However, non-compliance with or breach of any conditions attached to the Company's mining or environmental licences may lead to penalties and/or revocation of the licence, and significant liability could be imposed on the Company for damages, clean-up costs or penalties in the event of certain environmental damage. This would require the Company to incur significant costs and may result in an adverse impact on the Company's cash flows, financial position and performance.

Further, the Company is unable to predict the effect of additional environmental laws and regulations which may be adopted in the future, including whether any such laws or regulations would materially increase the Company's cost of doing business or affect its operations in any area. There can be no assurances that new environmental laws, regulations or stricter enforcement policies, once implemented, will not oblige the Company to incur significant expenses and undertake significant investments which could have a material adverse effect on the Company's operations, financial position and performance.

Health risks

Health risks in West Africa may be greater than those in Australia and the Company may be adversely affected by illness or injury of personnel whose services are relevant to the Company's activities.

Given the Company has projects in West Africa, the Company's activities may be affected by Ebola. At this stage, Ebola has not been reported to be present in any of the areas in which the Company is working (being Burkina Faso and Cote d'Ivoire). No Company employees are travelling to Ebola-affected areas. Should Ebola spread into areas of Burkina Faso and Cote d'Ivoire in which the Company is operating, West African-based staff will receive training and personal protective equipment for self protection. Australian-based staff will not travel into Ebola-affected areas but Burkina Faso staff will continue to do field work unless advised by Government authorities that it is not advisable or not permitted to do so.

Insurance risks

The Company will endeavour to maintain insurance within ranges of coverage in accordance with industry practice. However, in certain circumstances, the Company's insurance may not be of a nature or level to provide adequate cover. The occurrence of an event that is not covered or fully covered by insurance could have an adverse effect on the Company's operations and financial position and performance.

Insurance of risks associated with minerals exploration is not always available and, where available, the costs can be prohibitive. There is a risk that insurance premiums may increase to a level where the Company considers it is unreasonable or not in its interests to maintain insurance cover or not to a level of coverage that is in accordance with industry practice. The Company will use reasonable endeavours to insure against the risks it considers appropriate for the Company's needs and circumstances. However, no assurance can be given that the Company will be able to obtain such insurance coverage in the future at reasonable rates or that any coverage it arranges will be adequate and available to cover claims.

5.4 Risks associated with the Rights Issue

There are certain risks associated with participating or not participating in the Rights Issue, including:

- your Shareholding in the Company will be diluted as a result of not taking up your full Entitlement;
- if the Company is unable to successfully complete the Rights Issue, it will have to consider alternative funding options, which may or may not be available on acceptable terms or may result in dilution to Shareholders;
- the Company is likely to require additional capital in the future. The Company's ability to do this at an appropriate price will be significantly impacted by commodity prices, market conditions and the capital

raising environment at that time. Any additional equity financing will dilute Shareholdings, and debt financing, if available, may involve restrictions on financing and operating activities. If the Company is unable to obtain additional financing as needed, it may be required to reduce the scope of its operations or scale back its exploration programs, as the case may be. This could have an adverse affect on the Company's activities and could, in extreme circumstances, affect the Company's ability to continue as a going concern; and

- if the Underwriting Agreement is terminated and the Company decides to continue with the Rights Issue, there is a risk that the full amount of approximately \$1.71 million will not be raised. If this eventuates, the Company will have to consider alternative funding options, which may or may not be available on acceptable terms or may result in dilution to Shareholders.

5.5 General risks

The business activities of the Company are subject to various general economic and investment risks that may impact on the future performance of the Company. These risk factors include, but are not limited to those summarised in the section below.

Discretion in use of capital

The Board and the Company's management have discretion concerning the use of the Company's capital resources as well as the timing of expenditures. Capital resources may be used in ways not previously anticipated or disclosed. The results and the effectiveness of the application of capital resources are uncertain. If they are not applied effectively, the Company's financial and/or operational performance may suffer.

Investment in capital markets

As with all stock market investments, there are risks associated with an investment in the Company.

Securities listed on the stock market, and in particular securities of mining and exploration companies, have experienced extreme price and volume fluctuations that have often been unrelated to the operating performances of such companies. These factors may materially affect the market price of Shares regardless of the Company's performance. The price of Shares might trade below or above the Offer Price for the New Shares.

General economic conditions

The operating and financial performance of the Company is influenced by a variety of general economic and business conditions, including levels of consumer spending, oil prices, inflation, interest rates and exchange rates, supply and demand, industrial disruption, access to debt and capital markets and government fiscal, monetary and regulatory policies. Changes in general economic conditions may result from many factors including government policy, international economic conditions, significant acts of terrorism, hostilities

or war or natural disasters. A prolonged deterioration in general economic conditions, including an increase in interest rates or a decrease in consumer and business demand, could be expected to have an adverse impact on the Company's operating and financial performance and financial position.

The Company's future possible revenues and Share prices may be affected by these factors, which are beyond the control of the Company.

6 Additional Information

6.1 Continuous disclosure

The Company is a 'disclosing entity' under the Corporations Act and is subject to regular reporting and disclosure obligations under the Corporations Act and the ASX Listing Rules. Broadly, these obligations require:

- the preparation of yearly and half-yearly financial statements and a report on the Company's operations during the relevant accounting period together with an audit or review report on those operations by the Company's auditor; and
- the Company to notify ASX immediately of any information (subject to certain exceptions) of which it is or becomes aware which a reasonable person would expect to have a material effect on the price value of its securities. That information is available to the public from ASX.

Copies of documents lodged with ASIC in relation to the Company may be obtained from, or inspected at, an ASIC office.

The Company will provide, free of charge, a copy of each of the following continuous disclosure documents to any person who makes a request for it during the Offer Period:

- the Company's annual report for the period ending 30 June 2013 (being the Company's most recent annual report lodged with ASIC before the date of this Prospectus);
- the Company's half-year results for the period ending 31 December 2013; and
- any of the other continuous disclosure documents released to ASX by the Company after lodgement of the Company's annual report for the period ending 30 June 2013 on 9 October 2013 and before the lodgement of this Prospectus with ASIC:

Document	Date
Rights Issue – Notice to Optionholders	13/10/2014
Completion of Placement and Appendix 3B	08/10/2014
ARM: Predictive and Golden Rim Ground Consolidation	02/10/2014
GMR: Consolidation of Ground in North-East Burkina Faso	02/10/2014
Consolidation of Ground in North-East Burkina Faso	02/10/2014

Document	Date
Appendix 3B	01/10/2014
ARM: Subscribes to Predictive Placement and Underwriting	01/10/2014
Underwritten Rights Issue & Placement to Raise up to \$1.85m	01/10/2014
Trading Halt	29/09/2014
Exploration & Corporate Update	26/09/2014
Full Year Statutory Accounts	24/09/2014
Farm-out of Victorian Exploration Licence	22/09/2014
Broker Research Note	11/09/2014
Presentation - Africa Down Under, 2014	04/09/2014
High-Grade Maiden Mineral Resource Estimate at Bongou	04/09/2014
Change of Director's Interest Notice	19/08/2014
Broker Research Note	06/08/2014
Cote D'Ivoire Geochemical Results Highlight New Gold Systems	04/08/2014
Quarterly Activities Report	31/07/2014
Quarterly Cashflow Report	31/07/2014
New Drill Targets Upgrade Bongou Potential	30/07/2014
Ceasing to be a substantial holder from LSX	23/07/2014
PDI welcomes strategic investment by Aurora Minerals	16/07/2014
Becoming a substantial holder from ARM	15/07/2014
ARM: Acquires Interest in PDI, Placement to African Lion	14/07/2014

Document	Date
Change of Share Registry Address	23/06/2014
Change in Substantial Holding from LSX	20/06/2014
Large Strong Gold Soil Anomaly in Cote D'Ivoire	10/06/2014
Corporate Presentation	30/05/2014
Multiple New Gold Targets Near Bongou Gold Prospect	12/05/2014
Details of Company Address	07/05/2014
Quarterly Cashflow Report	30/04/2014
Quarterly Activities Report	30/04/2014
Bongou Regional Exploration Program	15/04/2014
PDI Finds Widespread Gold Mineralisation near Bongou	01/04/2014
Change of Director's Interest Notice	01/04/2014
Change of Director's Interest Notice	01/04/2014
Change of Director's Interest Notice	01/04/2014
Appendix 3B	27/03/2014
Results of Meeting	20/03/2014
PDI extends Bongou Prospect with wide gold intercepts	20/03/2014
Appendix 3B	04/03/2014
Half Year Accounts	04/03/2014
Results of Share Purchase Plan	28/02/2014
Notice of General Meeting/Proxy Form	17/02/2014

Document	Date
Change in substantial holding from LSX	07/02/2014
PDI re-commences drilling at high-grade Bongou Discovery	06/02/2014
S.708A Notice	05/02/2014
Listing Rule 3.10.5A Disclosure	05/02/2014
Appendix 3B	05/02/2014
S.708A Notice	03/02/2014
Share Purchase Plan	03/02/2014
Quarterly Activities Report	31/01/2014
Quarterly Cashflow Report	31/01/2014
Reinstatement to official quotation	29/01/2014
Predictive Discovery Raises \$1.065m	29/01/2014
Suspension from Official Quotation	29/01/2014
Trading Halt	24/01/2014
Change of Commercial Terms Numerical Modelling Technology	24/12/2013
Appendix 3B	24/12/2013
68m at 3.2g/t Au incl. 8m at 10g/t Au at Bongou	16/12/2013
Revised tables - Thick, high-grade gold intercepts at Bongou	03/12/2013
Thick, high-grade gold intercepts at Bongou Prospect	02/12/2013
Change in substantial holding - LSX	26/11/2013
Results of Meeting	18/11/2013

Document	Date
Quarterly Activities Report	31/10/2013
Quarterly Cashflow Report	31/10/2013
Change of Director's Interest Notice	25/10/2013
Change of Director's Interest Notice	25/10/2013
Change of Director's Interest Notice	25/10/2013
Change of Director's Interest Notice	25/10/2013
Change of Director's Interest Notice	25/10/2013
S.708A Notice	25/10/2013
Appendix 3B	25/10/2013
Results of Meeting	18/10/2013
EGM Presentation	18/10/2013
Exploration Update	15/10/2013

All requests for copies of the above documents should be addressed to:

Company Secretary
Predictive Discovery Limited
PO Box 226
Subiaco WA 6904
Telephone: +61 8 9388 8290

The above documents may also be obtained from the Company's website (www.predictivediscovery.com) or ASX's website (www.asx.com.au). The Company's ASX code is 'PDI'.

6.2 Market price of Shares on ASX

The highest and lowest closing sale price of Shares on ASX during the 3 months immediately preceding the date of this Prospectus, and the last sale price on the Trading Day before this Prospectus was lodged with ASIC, are set out below.

3-month high (on 11, 12 and 15 September 2014)	3-month low (on 9, 10 October 2014)	Last sale price before date of lodgement of Prospectus (on 10 October 2014)
\$0.013	\$0.007	\$0.007

6.3 Rights and liabilities attaching to New Shares

New Shares will be fully paid ordinary shares in the Company and will rank equally with the Shares already on issue.

The following is a broad summary (though not necessarily an exhaustive or definitive statement) of the rights and liabilities attaching to Shares. Full details of the rights and liabilities attaching to the Shares are contained in the Constitution and, in certain circumstances, are regulated by the Corporations Act, the ASX Listing Rules, the ASX Settlement Operating Rules and the common law. The Constitution is available for inspection free of charge at the Company's registered office during normal business hours.

Issue of Shares

The power to issue Shares and other securities in the capital of the Company lies with the Board subject to the restrictions contained otherwise in the Constitution, the ASX Listing Rules and the Corporations Act.

Voting

Every Shareholder present in person or by proxy at a meeting of Shareholders has one vote on a vote taken by a show of hands, and on a poll, every Shareholder who is present in person or by proxy has one vote for every fully paid Share held. A poll may be demanded at a meeting in the manner permitted by the Corporations Act.

Dividends

Dividends are payable upon the determination of the Directors, who may fix the amount, time for payment and method of payment of dividends.

Transfer of Shares

Subject to the Corporations Act, ASX Listing Rules and ASX Settlement Operating Rules, a Shareholder may transfer Shares by an instrument in writing in a form approved by the Directors. Except as otherwise provided for in the ASX Listing Rules or the ASX Settlement Operating Rules, the Directors may in certain circumstances refuse to register any transfer of Shares, or request ASX Settlement or the Share Registry to apply a holding lock to prevent a proper transfer of Shares.

Meetings and notice

Each Shareholder is entitled to receive notice of, and to attend, general meetings of the Company and to receive all notices, accounts and other documents required to be sent to Shareholders under the Constitution, the

Corporations Act and the ASX Listing Rules. A Director may call a meeting of Shareholders and Shareholders may also requisition or convene general meetings in accordance with the procedures for Shareholder-initiated meetings set out in the Corporations Act. Shareholders must be given at least 28 days written notice of any general meeting unless otherwise permitted by the Corporations Act.

Rights on winding up

All Shares rank equally in the event of a winding up, subject to any amount remaining unpaid on any Shares. Once all the liabilities of the Company are met, the liquidator may, with the sanction of a special resolution of the members, divide amongst the members all or any of the Company's assets and for that purpose determine how the liquidator will carry out the division between the different classes of members.

Variation of rights

If the Share capital is divided into different classes of Shares, the rights attached to any class may be varied or cancelled by a special resolution passed at a general meeting of the Shareholders in that class or with the written consent of three quarters of the Shareholders in that class.

Unmarketable parcels

If a Shareholder holds a number of Shares that is less than a marketable parcel (as defined in the ASX Listing Rules), the Company has the power to sell or dispose of such Shares unless otherwise instructed by the Shareholder. The net proceeds from the sale will be paid to the Shareholder.

6.4 ASX waivers and ASIC relief

The Company has confirmed that no waivers from the ASX Listing Rules are required in relation to the Rights Issue. The Company is not relying on any specific ASIC relief in order to conduct the Rights Issue.

6.5 Privacy

By filling out the Entitlement and Acceptance Form to apply for New Shares or paying your Application Monies by BPAY®, you are providing personal information to the Company.

The *Privacy Act 1988* (Cth) regulates the way the Company collects, uses, disposes, keeps secure and gives people access to their personal information.

The Company is committed to respecting the privacy of your personal information.

The Company collects, holds and uses that personal information in order to process your Application and to administer your Shareholding in the Company, including:

- the Company maintaining a register of Shareholders in accordance with the Corporations Act;
- the Company paying dividends to you;

- the Company communicating with you, such as sending you annual reports, notices of meetings and any other document which the Company wishes to send to you as a Shareholder;
- the Company carrying out general administration including monitoring, auditing, evaluating, modelling data, dealing with complaints and answering queries; and
- the Company complying with its legal and regulatory obligations.

If you do not provide the information requested in the Entitlement and Acceptance Form, the Company may not be able to process or accept your application for New Shares.

Your personal information may also be provided to other members of the Predictive Group on the basis that they deal with such information in accordance with the Company's privacy policy.

Your personal information may be provided to the Company's agents or service providers on the basis that they deal with such information in accordance with the Company's privacy policy.

The types of agents and service providers that may be provided with your personal information and the circumstances in which your personal information may be disclosed are:

- the Share Registry for ongoing administration of the share register (the Share Registry is contracted by the Company to maintain the register);
- printers and mail houses for the purposes of preparation and distribution of documents to you and for handling mail;
- professional service providers such as lawyers, accountants, auditors, consultants, and other professional advisers for the purpose of administering, and advising on, the New Shares and for any associated actions; and
- other companies where the Company believes it is more efficient to outsource services or functions to those companies.

Your personal information may be provided to certain third parties. The types of third parties that may be provided with your personal information, and the circumstances in which your personal information may be disclosed, are:

- your financial adviser or broker (other than your tax file number information) in connection with services provided to you by your adviser or broker;
- government, regulatory authorities or other people when permitted or required by law, such as ASIC or people inspecting the share register in accordance with the Corporations Act;
- ASX; and

- in certain circumstances and with safeguards to respect your privacy, potential or actual purchasers of an interest in the Company or the Company's business or any part thereof.

You have the right to gain access to your personal information held by, or on behalf of, the Company, subject to certain exemptions under the law. A reasonable charge for providing access to personal information may be charged for providing access to personal information. You can request access to your personal information by telephoning or writing to the Company Secretary as follows:

Company Secretary
Predictive Discovery Limited
PO Box 226
Subiaco WA 6904
Telephone: +61 8 9388 8290

6.6 Consents

Each of the parties referred to as consenting parties who are named below:

- does not make or offer the Rights Issue;
- has not authorised, and has not caused the issue of this Prospectus;
- has not made any statement in this Prospectus or any statement on which a statement made in this Prospectus is based, other than in the case of Aurora, who has consented to the inclusion of statements in this Prospectus noted to have been made by it or to be based on statements made by it;
- to the maximum extent permitted by law, expressly disclaims and takes no responsibility for any statements in or omissions from this Prospectus; and
- has given and has not, before the lodgement of this Prospectus with ASIC, withdrawn its written consent to be named in this Prospectus in the form and context in which it is named.

Role	Consenting parties
Share Registry	Link Market Services Limited
Underwriter	Aurora
Corporate adviser	Hartleys

6.7 Directors', experts' and advisers' consents and interests

Other than as set out below or elsewhere in this Prospectus no:

- Director or proposed Director of the Company;

- person named in this Prospectus as performing a function in a professional, advisory or other capacity in connection with the preparation or distribution of this Prospectus; or
 - promoter of the Company,
- (together, the **Interested Persons**) holds at the date of this Prospectus or held at any time during the last two years, any interest in:
- the formation or promotion of the Company;
 - property acquired or proposed to be acquired by the Company in connection with its formation or promotion, or the offer of Shares under the Rights Issue; or
 - the offer of Shares.

Directors' Relevant Interests in securities

The Directors do not have an interest in the Rights Issue other than their ability to participate, like any other Shareholder, in the Rights Issue.

As at the date of this Prospectus, the Directors had the following Relevant Interests in Shares:

Director	Number
Mr Phillip Harman	5,969,311
Mr Paul Roberts	6,165,895
Mr Philip Henty	17,212,583
Mr Tim Markwell	Nil

As at the date of this Prospectus, the Directors had the following Relevant Interests in Options:

Director	Exercise Price	Expiry Date	Number
Mr Phillip Harman	\$0.022	31 March 2017	1,000,000
	\$0.25	1 October 2015	900,000
	\$0.20	30 June 2015	195,469
Mr Paul Roberts	\$0.022	31 March 2017	3,000,000
	\$0.25	1 October 2015	1,700,000
	\$0.20	30 June 2015	125,000

Director	Exercise Price	Expiry Date	Number
Mr Philip Henty	\$0.022	31 March 2017	1,000,000
	\$0.25	1 October 2015	600,000
	\$0.20	30 June 2015	1,226,563
Mr Tim Markwell ²	-	-	Nil

Remuneration

Directors are entitled to be remunerated by salary or other employment related benefits in accordance with their employment agreements. The table below sets out the remuneration paid to the Directors for the two financial years prior to the date of this Prospectus and for the current financial year until the date of this Prospectus:

Director	Remuneration paid in 30 June 2013 financial year	Remuneration paid in 30 June 2014 financial year	Remuneration paid in 30 June 2015 financial year to date of Prospectus
Mr Phillip Harman	\$25,000	\$59,044	\$12,500
Mr Paul Roberts	\$185,384	\$207,132	\$46,250
Mr Philip Henty	\$18,630	\$44,044	\$8,750
Mr Tim Markwell (appointed 11 September 2013)	-	\$37,238	\$8,750
Dr Thomas Whiting (resigned 21 May 2013)	\$13,686	-	-
Dr Robert Danchin (resigned 21 May 2013)	\$13,686	-	-

² Lion Manager Pty Ltd is the holder of 1,000,000 Options. These Options have an exercise price of \$0.022 and an expiry date of 31 March 2017. Mr Markwell has a small, non-controlling shareholding in Lion Manager Pty Ltd of less than 5%.

Conflicts of interest

Save as noted below, no Directors are subject to any conflicts of interest:

- Noted that Tim Markwell is a common director of the Company and Aurora.

Corporate advisory fee

The Company will pay Hartleys \$17,078 in capital raising fees in relation to the Rights Issue and \$3,780 of fees in relation to the Placement. In the last two years, the Company has paid Hartleys \$37,500 (plus GST) for corporate advisory fees.

6.8 Australian taxation implications

Taxation implications will vary depending on the specific circumstances of individual Shareholders. Further, tax rules or their interpretation in relation to equity investments may change following the completion of the Rights Issue or Shortfall. You should obtain your own professional advice before concluding on the particular taxation implications that will apply to you if you participate in the Rights Issue or Shortfall.

6.9 Consents to lodgement

Each Director has given, and has not withdrawn, their consent to the issue of this Prospectus and to its lodgement with ASIC under the Corporations Act.

6.10 Governing law

This Prospectus and the contracts that arise from acceptance of the Applications are governed by the laws applicable in Western Australia and each Applicant submits to the non-exclusive jurisdiction of the courts of Western Australia.

7 Glossary

Term	Meaning
\$	Australian dollars.
Additional New Shares	The additional New Shares offered to Eligible Shareholders under this Prospectus above their Entitlement as set out in section 2.3 .
AEDT	Australian Eastern Daylight Time.
AIFRS	Australian equivalents to International Financial Reporting Standards.
Applicants	An Eligible Shareholder who submits an Application together with Application Monies (each an Applicant).
Application	An application for New Shares under the Rights Issue made by an Applicant in an Entitlement and Acceptance Form or by payment via BPAY® or such other form as approved by the Company.
Application Monies	Monies received from persons applying for New Shares under the terms of the Rights Issue.
ASIC	Australian Securities & Investments Commission.
ASX	ASX Limited ACN 008 624 691, or the market operated by it, as the context requires.
ASX Listing Rules	The official listing rules of ASX, as amended or waived by ASX from time to time.
ASX Settlement	ASX Settlement Pty Limited ACN 008 504 532.
ASX Settlement Operating Rules	The settlement and operating rules of ASX Settlement.
Aurora or Underwriter	Aurora Minerals Limited ACN 106 304 787, underwriter to the Rights Issue.
AWST	Australian Western Standard Time.
Board	The board of Directors of the Company.
Business Day	The meaning given in the ASX Listing Rules.
CHESS	The Clearing House Electronic Subregister System operated by ASX Settlement.
Closing Date	5.00pm (AEDT) on 6 November 2014 (or such date as varied by the Company). Note that Applications made via BPAY® must be received

Term	Meaning
	by the Share Registry by 5.00pm (AEDT) on 6 November 2014. See section 3.5 for further details.
Company or Predictive	Predictive Discovery Limited ACN 127 171 877 and where the context requires, includes its wholly owned subsidiaries.
Constitution	The constitution of the Company as at the date of this Prospectus.
Corporations Act	<i>Corporations Act 2001</i> (Cth).
Director	A director of the Company.
Eligible Shareholder	The meaning given in section 2.6 .
Entitlement	The number of New Shares for which an Eligible Shareholder is entitled to subscribe under the Rights Issue, in each case being 3 New Shares for every 5 Shares held by the Eligible Shareholder on the Record Date. Your Entitlement is set out in the Entitlement and Acceptance Form accompanying this Prospectus.
Entitlement and Acceptance Form	A personalised acceptance form in the form accompanying this Prospectus pursuant to which Applicants may apply for New Shares.
Existing Shares	Shares issued before 7.00pm (AEDT) on the Record Date.
Ineligible Shareholders	Shareholders who are registered as holders of Existing Shares but to whom the Rights Issue is not being made as set out in section 2.7 .
Interested Persons	The meaning given in section 6.7 .
Material Adverse Effect	The meaning given in section 2.5 .
New Share	A Share offered for subscription on the basis of, and under the terms of, the Rights Issue, the rights and liabilities of which are summarised in section 6.3 .
Offer Period	Refers to the period from the Opening Date to the Closing Date (inclusive of those dates).
Offer Price	\$0.007, the price payable for one New Share under the Rights Issue.
Opening Date	23 October 2014.
Options	The unlisted options to acquire Shares.
Placement	The \$150,000 share placement completed by the Company on 8 October 2014 at \$0.008 per Share to sophisticated and professional investors.

Term	Meaning
Predictive Group	The Company and its Related Bodies Corporate.
Prospectus	This document, dated 13 October 2014.
Record Date	The date for determining the Entitlement of Shareholders under the Rights Issue, being 7.00pm (AEDT) on 20 October 2014.
Related Body Corporate	The same meaning as in section 50 of the Corporations Act.
Relevant Interest	The same meaning as in section 9 of the Corporations Act.
Rights Issue	The offer of New Shares pursuant to this Prospectus.
Rights Issue Proceeds	The proceeds received by the Company as a result of the issue of Shares the subject of the Rights Issue.
Share	A fully paid ordinary share in the capital of the Company.
Share Registry	Link Market Services Limited ACN 083 214 537.
Shareholder	The registered holder of a Share.
Shareholding	The Shares held by a Shareholder of the Company
Shortfall	Those New Shares not validly applied for by Shareholders under their Entitlement together with any New Shares that would have been offered to Ineligible Shareholders under the Rights Issue if they had been entitled to participate in the Rights Issue.
Trading Day	The meaning given in the ASX Listing Rules.
Underwriting Agreement	The underwriting agreement dated 28 September 2014 between the Company and Aurora, a summary of which is contained in section 2.5 .
US Securities Act	United States Securities Act of 1933, as amended.
voting power	The meaning given in section 610 of the Corporations Act.

Authorisation

This Prospectus is authorised by each Director of the Company under section 720 of the Corporations Act and signed by Paul Roberts on 13 October 2014 under section 351 of the Corporations Act.

Signed for and on behalf of
Predictive Discovery Limited
by

A handwritten signature in dark ink, appearing to read 'Paul Roberts', is written over a horizontal line.

Mr Paul Roberts
Managing Director

Corporate Directory

Board of Directors

Mr Phillip Harman (Non-Executive Chairman)
Mr Paul Roberts (Managing Director)
Mr Philip Henty (Non Executive Director)
Mr Tim Markwell (Non Executive Director)

Company Secretary

Mr Ian Hobson

Underwriter

Aurora Minerals Limited
Suite 2, Level 2, 20 Kings Park Road
West Perth WA 6005

Website

www.predictivediscovery.com

Registered Office

Suite 5, 95 Hay St
Subiaco WA 6008

Share Registry

Link Market Services Limited
Central Park, Level 4
152 St Georges Terrace
Perth WA 6000

Corporate Adviser

Hartleys Limited
Level 6, 141 St Georges Terrace
Perth WA 6000