

SUPPLEMENTARY PROSPECTUS

Juno Minerals Limited
(ACN 645 778 892)

1. Important Information

1.1. Introduction

This supplementary prospectus (**Supplementary Prospectus**) is issued by Juno Minerals Limited (ACN 645 778 892) (**Company**) and dated 19 October 2023. It was lodged with the Australian Securities & Investments Commission (**ASIC**) on that date.

This Supplementary Prospectus supplements, and is intended to be read with, the prospectus issued by the Company for its Entitlement Offer, Shortfall Offer and Lead Manager Offer dated 22 September 2023 (**Prospectus**).

This Supplementary Prospectus is an important document and should be read in its entirety, together with the contents of the Prospectus. If you are in any doubt as to the contents of this document, you should consult your professional advisers without delay.

This Supplementary Prospectus is available in electronic form on the Company's website, <https://www.junominerals.com.au/>. A hard copy of this Supplementary Prospectus, together with the Prospectus, can be obtained by contacting the Company Secretaries at mel@bellatrixcorp.com.au or cath@bellatrixcorp.com.au.

Neither ASIC nor ASX Limited ACN 008 624 691 (including the financial market operated by it known as the Australian Securities Exchange (**ASX**)) takes responsibility for the contents of this Supplementary Prospectus or the investment to which it relates.

Other than as set out in this Supplementary Prospectus, the contents of the Prospectus remain unchanged.

2.1. Defined terms

Except where defined in this Supplementary Prospectus or inconsistent with the context, terms defined in the Prospectus have the same meanings when used in this Supplementary Prospectus.

2. Purpose of Supplementary Prospectus

The purpose of this Supplementary Prospectus is to amend the Prospectus on the basis set out in Section 3 below to expand the definition of 'Eligible Shareholder' and to extend the Offer Period.

3. Amendments to Prospectus

3.1 The definition of 'Eligible Shareholder' set out in Section 10 (Glossary of Terms) of the Prospectus is amended to read as follows:

"Eligible Shareholder *A Shareholder who is a registered holder of Shares on the Record Date and who either:*

(a) has a registered address in an Eligible Jurisdiction as shown in the Share Registry; or

(b) is eligible under all applicable securities laws to receive an offer under the Entitlement Offer."

3.2 The definition of 'U.S. Person' set out in Section 10 (Glossary of Terms) of the Prospectus is deleted.

3.3 The Offer Period is extended in accordance with the following amended timetable:

Event	Date
Last day to extend Closing Date	Thursday, 26 October 2023
Entitlement Offer Closing Date (the last day for receipt of acceptances under the Entitlement Offer)	Tuesday, 31 October 2023
Shortfall Offer Closing Date	Tuesday, 7 November 2023
Announcement to ASX of the results of the Entitlement Offer and any Shortfall to the offer	Tuesday, 7 November 2023
Issue date (New Securities issued under the Entitlement Offer entered into the Share register)	Tuesday, 7 November 2023
New Securities issued under Offers expected to commence normal trading on ASX	Wednesday, 8 November 2023

4. Directors' Authorisation

This Supplementary Prospectus is issued by the Company pursuant to a resolution of the Directors.

Each Director has given, and has not withdrawn, their consent to the lodgement of this Supplementary Prospectus with ASIC.

This Supplementary Prospectus has been signed for and on behalf of the Company by:



Greg Durack
Managing Director

Date: 19 October 2023