

HILLCREST LITIGATION SERVICES LIMITED
ACN 060 094 742

SUPPLEMENTARY PROSPECTUS

IMPORTANT INFORMATION

This is a supplementary prospectus (**Supplementary Prospectus**) intended to be read with the prospectus dated 7 April 2015 (**Prospectus**) issued by Hillcrest Services Limited (ACN 060 094 742) (**Company**).

This Supplementary Prospectus is dated 14 April 2015 and was lodged with the Australian Securities and Investments Commission (**ASIC**) on that day. ASIC, ASX Limited (**ASX**) and their respective officers do not take any responsibility as to the contents of this Supplementary Prospectus.

Other than as set out below, all details in relation to the Prospectus remain unchanged. To the extent of any inconsistency between this Supplementary Prospectus and the Prospectus, this Supplementary Prospectus will prevail. Unless otherwise indicated, terms defined and used in the Prospectus have the same meaning in this Supplementary Prospectus.

This Supplementary Prospectus will be issued with the Prospectus as an electronic prospectus and may be accessed on the Internet at <http://www.asx.com.au/asx/statistics/announcements.do> under the Company's ASX ticker code HLS.

This is an important document and should be read in its entirety. If you do not understand it you should consult your professional advisors without delay.

1. SECTION 4 DETAILS OF THE OFFER

The Company deletes in its entirety, section 4.8 Shortfall Offer and replaces it with the following:

4.8 Shortfall Offer

Any Entitlement not taken up pursuant to the Offer will form the Shortfall Offer.

The Shortfall Offer is a separate offer made pursuant to this Prospectus and will remain open for up to three months following the Closing Date. The issue price for each Share to be issued under the Shortfall Offer shall be \$0.003 being the price at which Shares have been offered under the Offer.

The Directors reserve the right to issue Shortfall Shares at their absolute discretion. However, initially, allocation of Shares under the Shortfall Offer will be preferentially reserved for existing Shareholders. In the event that an Applicant applies for Shares under the Shortfall Offer and such issue of Shares to that Applicant would likely result in a breach of section 606 of the Corporations Act, the Company will not issue any number of those Shares to such Applicant that would likely result in such breach.

The Company deletes in its entirety, section 4.11 Overseas Shareholders and replaces it with the following:

4.11 Overseas shareholders

This Offer does not, and is not intended to, constitute an offer in any place or jurisdiction in which, or to any person to whom, it would not be lawful to make such an offer or to issue this Prospectus.

The Offer is however being made to all Shareholders. Overseas Shareholders are responsible for ensuring that taking up an Entitlement under the Offer does not breach regulations in the relevant overseas jurisdiction. Return of a duly completed Entitlement and Acceptance Form will be taken by the Company to constitute a representation that there has been no breach of those regulations.

2. SECTION 5 PURPOSE AND EFFECT OF THE OFFER

The Company deletes in its entirety, section 5.1 Purpose of the Offer and replaces it with the following:

5.1 Purpose of the Offer

The purpose of the Offer is to raise up to \$374,840.

The funds raised from the Offer are planned to be used in accordance with the table set out below:

Item	Proceeds of the Offer	Minimum Subscription (\$)	Full Subscription (\$)	Full Subscription %
1.	Expenses of the Offer ¹	25,000	25,000	6.7
2.	Funding the National Potato Case	Nil	Nil	Nil
3.	Funding other current cases	80,000	130,000	34.7
4.	Funding potential future cases	Nil	10,000	2.7
5.	Working capital	35,000	209,840	55.9
	Total	140,000	374,840	100

Notes:

1. Refer to Section 8.7 of this Prospectus for further details relating to the estimated expenses of the Offer.

The above table is a statement of current intentions as of the date of this Prospectus. As with any budget, intervening events and new circumstances have the potential to affect the manner in which the funds are ultimately applied. The Board reserves the right to alter the way funds are applied on this basis.

3. DIRECTORS' AUTHORISATION

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

In accordance with Section 720 of the Corporations Act, each Director has consented to the lodgement of this Supplementary Prospectus with the ASIC.



Alan Van Noort
Director
For and on behalf of
Hillcrest Litigation Services Limited

