



MAZU ALLIANCE LIMITED



SUPPLEMENTARY PROSPECTUS

THIS IS A SUPPLEMENTARY PROSPECTUS DATED 21 DECEMBER 2015 TO THE REPLACEMENT PROSPECTUS
DATED 21 SEPTEMBER 2015 ISSUED BY MAZU ALLIANCE LIMITED ACN 077 226 183
FOR THE ISSUE OF 2,000,000 ORDINARY SHARES AT \$2.25 EACH TO RAISE \$4,500,000
(Subject to a minimum issue of 1,800,000 ordinary shares at \$2.25 each to raise \$4,050,000,
and over-subscriptions of up to an additional 2,000,000 ordinary shares at \$2.25 each to raise up to an additional \$4,500,000)

MAZU ALLIANCE LIMITED

ACN 077 226 183

SUPPLEMENTARY PROSPECTUS

A. IMPORTANT NOTICE

This Supplementary Prospectus contains particulars of changes to, and supplements, the replacement prospectus dated 21 September 2015 ("**Prospectus**") issued by Mazu Alliance Limited ACN 077 226 183 ("**Company**") in respect of the offer for the issue of 2,000,000 ordinary shares at \$2.25 each to raise \$4,500,000, subject to a minimum issue of 1,800,000 ordinary shares at \$2.25 each to raise \$4,050,000 ("**Minimum Subscription**"), and with a right to issue up to an additional 2,000,000 ordinary shares at \$2.25 each to raise up to a further \$4,500,000.

This Supplementary Prospectus is dated 21 December 2015 and was lodged with ASIC on that date. Neither ASIC nor ASX take any responsibility as to the contents of this Supplementary Prospectus.

This Supplementary Prospectus must be read together with the Prospectus. To the extent of any inconsistency between this Supplementary Prospectus and the Prospectus, the provisions of 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 and the Prospectus are important documents that should be read in their entirety. If you have any questions about the Shares being offered under the Prospectus or any other matter, you should consult your professional advisers.

B. REASONS FOR THIS SUPPLEMENTARY PROSPECTUS

1. Effect of this Supplementary Prospectus

This Supplementary Prospectus has been prepared to:

- (a) extend the indicative Closing Date of the Offer from 21 December 2015 to 15 March 2016;
- (b) extend the period for the Company to obtain quotation of the Shares, from three (3) months from the date of the Prospectus to three (3) months from the date of this Supplementary Prospectus; and

- (c) extend the period to achieve the Minimum Subscription from four (4) months from the date of the Prospectus to four (4) months from the date of this Supplementary Prospectus.

The Company must give Applicants under the Prospectus who have lodged applications prior to the date of this Supplementary Prospectus certain options as required by section 724(1) of the Corporations Act 2001 (Cth) ("**Corporations Act**").

These options include repaying money received pursuant to section 724(2) of the Corporations Act. The Company has decided give each Applicant one month to withdraw their application and be repaid. As at the date of this Supplementary Prospectus, the Company's securities are not admitted to quotation on ASX.

2. ASIC Declaration

By a declaration of ASIC made on 18 December 2015 pursuant to section 741 (1) of the Corporations Act, sections 723(3)(b), 724(1)(a) and 724(1)(b)(ii) of the Corporations Act were modified in respect of the Prospectus to permit the extension of the period for the Company to the period required to:

- (a) obtain quotation of the Shares on ASX to three (3) months from the date of this Supplementary Prospectus, being 21 March 2016; and
- (b) achieve the Minimum Subscription to four (4) months from the date of this Supplementary Prospectus, being 21 April 2016.

As at the date of this Supplementary Prospectus, the Company has not received any Application monies, and the Minimum Subscription condition is not satisfied.

3. Action required by investors

All new applications for Shares can only be accepted on the Application Form attached to or accompanying this Supplementary Prospectus. The Application Form should be completed in accordance with the instructions set out on the back of the form. Applications must not be made on the application form attached to or accompanying the Prospectus.

In all other respects, the procedure for applying for Shares is as set out in Section 2.8 of the Prospectus.

4. Investors who have lodged an Application Form

The Company has decided give each Applicant who submitted an application form prior to the lodgement of this Supplementary Prospectus one month to withdraw their application and be repaid.

C. CONTENT SUPPLEMENTED

The Prospectus is supplemented by making the following amendments to the Prospectus:

1. Important Dates (pages 3 and 34 of the Prospectus)

The Directors have resolved to extend the Closing Date for the Offer until 15 March 2016. Completed Application Forms attached to this Supplementary Prospectus must be forwarded to the Company's Share Registry or Sponsoring Broker by that date.

The indicative timetable for the Offer is now as follows:

Lodgement of Supplementary Prospectus with ASIC	21 December 2015
Closing Date	15 March 2016
Allotment of Shares	As soon as possible after close of Offer
Dispatch of Holding Statements	Not later than 7 days after allotment of Shares
Expected date for listing on ASX	Within 14 days of despatch of shareholding statements

This timetable is indicative only and subject to change. The Directors of the Company reserve the right to amend the timetable without notice.

2. Glossary of the Prospectus (pages 254 – 255 of the Prospectus)

The definitions of the following terms replace the definitions of these terms as was set out in the Prospectus:

Application Form now means the application form for securities contained in the Supplementary Prospectus.

Closing Date now means 15 March 2016 or such other date as determined by the Board.

D. CONSENTS

Each of the parties listed in Sections 13.17, 13.18, 13.19 and 13.20 of the Prospectus (each a "**Consenting Party**"), to the maximum extent permitted by law, expressly disclaims all liabilities in respect of, makes no representations regarding and takes no responsibility for any statements in or omissions from this Supplementary Prospectus, other than the reference to its name in the form and context in which it is named and a

statement or report included in this Supplementary Prospectus with its consent as specified below.

Each Consenting Party has given and has not, before lodgement of this Supplementary Prospectus with ASIC, withdrawn its written consent to the inclusion of the statements in this Supplementary Prospectus that are specified herein in the form and context in which the statements appears.

E. DIRECTORS' AUTHORISATION

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

The Directors believe that the Prospectus when read together with this Supplementary Prospectus contains all the information that would be required by sections 710 and 711 of the Corporations Act and does not contain any material statement that is misleading or deceptive.

In accordance with section 720 of the Corporations Act, each Director has consented to the lodgement of this Supplementary Prospectus with ASIC and has not withdrawn that consent prior to lodgement.

APPLICATION FORM - SUPPLEMENTARY PROSPECTUS

This document is important. If you are in doubt as to how to deal with it, please contact your stock broker or licensed professional advisor. This Application Form must be read with, and only completed after receiving a copy of the Company's replacement prospectus lodged with ASIC on 21 September 2015 (Prospectus) and the Supplementary Prospectus lodged with ASIC on 21 December 2015. By applying for Shares using this Application Form you acknowledge that you have received a copy of the Prospectus and the Supplementary Prospectus.

SHARE REGISTRY:

Security Transfer Registrars Pty Ltd
All Correspondence to:
PO BOX 535, APPLECROSS WA 6953
 770 Canning Highway, APPLECROSS WA 6153
 T: +61 8 9315 2333 F: +61 8 9315 2233
 E: registrar@securitytransfer.com.au
 W: www.securitytransfer.com.au



MAZU ALLIANCE LIMITED

ACN: 077 226 183

BROKER STAMP

Broker Code

Advisor Code

PLEASE READ CAREFULLY ALL INSTRUCTIONS ON THE REVERSE OF THIS FORM

No shares will be issued pursuant to the Prospectus later than 13 months after the date of the Prospectus. Before completing this Application Form you should read the accompanying Prospectus and the instructions overleaf. Please print using BLOCK LETTERS.

I/We apply for:

, , Shares at AUD **\$2.25** per share
 or such lesser number of Shares which may be allocated to me/us by their Directors.

I/We lodge full application of monies of:

A\$, , .

Full Name of Applicant / Company

Title (e.g.: Dr, Mrs) Given Name(s) or Company Name

Joint Applicant #2

Title (e.g.: Dr, Mrs) Given Name(s) or Company Name

Joint Applicant #3

Title (e.g.: Dr, Mrs) Given Name(s) or Company Name

Account Designation (e.g.: THE SMITH SUPER FUND A/C)

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Postal Address

Unit / Street Number Street Name or PO BOX

Suburb/Town/City State Postcode

Country Name (if not Australia)

CHES HIN (where applicable)

If an incorrect CHES HIN has been provided (e.g.: incorrect number, registration details do not match those registered) any securities issued will be held on the Issuer Sponsored subregister.

Contact Name

Contact Number

()

Email Address

@

Tax File Number / Australian Business Number

Tax File Number of Security Holder #2 (Joint Holdings Only)

Declaration and Statements:

- (1) I/We declare that all details and statements made by me/us are complete and accurate.
- (2) I/We agree to be bound by the Terms & Conditions set out in the Prospectus and by the Constitution of the Company.
- (3) I/We authorise the Company to complete and execute any documentation necessary to effect the issue of Securities to me/us.
- (4) I/We have received personally a copy of the Prospectus accompanied by or attached to this Application form, or a copy of the Application Form or a direct derivative of the Application Form before applying for the Securities.
- (5) I/We acknowledge that the Company will send me/us a paper copy of the Prospectus and any Supplementary Prospectus (if applicable) free of charge if I/We request so during the currency of the Prospectus.
- (6) I/We acknowledge that returning the Application Form with the application monies will constitute my/our offer to subscribe for Securities in the Company and that no notice of acceptance of the application will be provided.

REGISTRY DATE STAMP

E & O.E.

This Application Form relates to the Offer of Fully Paid Shares in Mazu Alliance Limited pursuant to the Supplementary Prospectus dated 21 December 2015.

APPLICATION FORMS

Please complete all parts of the Application Form using BLOCK LETTERS. Use correct forms of registrable name (see below). Applications using the wrong form of name may be rejected. Current CHES participants should complete their name and address in the same format as they are presently registered in the CHES system.

Insert the number of Shares for which you wish to apply. The Application must be for a minimum of **1,000** Shares for new Subscribers and thereafter in multiples of **500** Shares. Existing Shareholders should refer to SECTION 2.7 (Page 36). The Applicant(s) agree(s) upon and subject to the terms of the Prospectus to take any number of Shares equal to or less than the number of Shares indicated on the Application Form that may be allotted to the Applicant(s) pursuant to the Prospectus and declare(s) that all details of statements made are complete and accurate.

No notice of acceptance of the Application will be provided by the Company prior to the allotment of Shares. Applicants agree to be bound upon acceptance by the Company of the Application.

Please provide us with a telephone contact number (including the person responsible in the case of an application by a company) so that we can contact you promptly if there is a query in your Application Form. If your Application Form is not completed correctly, it may still be treated as valid. There is no requirement to sign the Application Form. The Company's decision as to whether to treat your application as valid, and how to construe, amend or complete it shall be final.

PAYMENT

All cheques should be made payable to Mazu Alliance Limited and drawn on an Australian bank and expressed in Australian currency and crossed "Not Negotiable". Cheques or bank drafts drawn on overseas banks in Australian or any foreign currency will NOT be accepted. Any such cheques will be returned and the acceptance deemed to be invalid.

Sufficient cleared funds should be held in your account as your acceptance may be rejected if your cheque is dishonoured. Do not forward cash as receipts will not be issued.

LODGING OF APPLICATIONS

Completed Application Forms and cheques must be:

Posted to: Mazu Alliance Limited C/- Security Transfer Registrars Pty Ltd PO Box 535 APPLECROSS WA 6953	OR	Delivered to: Mazu Alliance Limited C/- Security Transfer Registrars Pty Ltd 770 Canning Highway APPLECROSS WA 6153
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Applications must be received by no later than 5.00pm WST on the Closing Date 21 December 2015 which may be changed immediately after the Opening Date at any time and at the discretion of the Company.

CHES HIN/BROKER SPONSORED APPLICANTS

The Company intends to become an Issuer Sponsored participant in the ASX CHES System. This enables a holder to receive a statement of holding rather than a certificate. If you are a CHES participant (or are sponsored by a CHES participant) and you wish to hold shares allotted to you under this Application on the CHES subregister, enter your CHES HIN. Otherwise, leave this box blank and your Shares will automatically be Issuer Sponsored on allotment.

TAX FILE NUMBERS

The collection of tax file number ("TFN") information is authorised and the tax laws and the Privacy Act strictly regulate its use and disclosure. Please note that it is not against the law not to provide your TFN or claim an exemption, however, if you do not provide your TFN or claim an exemption, you should be aware that tax will be taken out of any unfranked dividend distribution at the maximum tax rate.

If you are completing the application with one or more joint applicants, and you do not wish to disclose your TFN or claim an exemption, a separate form may be obtained from the Australian Taxation Office to be used by you to provide this information to the Company. Certain persons are exempt from providing a TFN. For further information, please contact your taxation adviser or any Taxation Office.

CORRECT FORM OF REGISTRABLE TITLE

Note that only legal entities are allowed to hold securities. Applications must be in the name(s) of a natural person(s), companies or other legal entities acceptable to Mazu Alliance Limited. At least one full given name and the surname are required for each natural person. The name of the beneficiary or any other non-registrable name may be included by way of an account designation if completed exactly as described in the example of the correct forms of registrable names below:

TYPE OF INVESTOR

Individual

Use given names in full, not initials.

CORRECT

Mr John Alfred Smith

INCORRECT

J A Smith

Company

Use the company's full title, not abbreviations.

ABC Pty Ltd

ABC P/L or ABC Co

Joint Holdings

Use full and complete names.

Mr Peter Robert Williams &
Ms Louise Susan Williams

Peter Robert &
Louise S Williams

Trusts

Use trustee(s) personal name(s), Do not use the name of the trust.

Mrs Susan Jane Smith
<Sue Smith Family A/C>

Sue Smith Family Trust

Deceased Estates

Use the executor(s) personal name(s).

Ms Jane Mary Smith &
Mr Frank William Smith
<Estate John Smith A/C>

Estate of Late John Smith
or
John Smith Deceased

Minor (a person under the age of 18)

Use the name of a responsible adult with an appropriate designation.

Mr John Alfred Smith
<Peter Smith A/C>

Master Peter Smith

Partnerships

Use the partners' personal names. Do not use the name of the partnership.

Mr John Robert Smith &
Mr Michael John Smith
<John Smith and Son A/C>

John Smith and Son

Superannuation Funds

Use the name of the trustee(s) of the super fund.

Jane Smith Pty Ltd
<JSuper Fund A/C>

Jane Smith Pty Ltd Superannuation Fund