

MAZU ALLIANCE LIMITED

ACN 077 226 183

SECOND SUPPLEMENTARY PROSPECTUS

A. IMPORTANT NOTICE

This Second 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**") and the Supplementary Prospectus dated 21 December 2015 ("**Supplementary Prospectus**") 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 Second Supplementary Prospectus is dated 15 March 2016 and was lodged with ASIC on that date. Neither ASIC nor ASX take any responsibility as to the contents of this Supplementary Prospectus.

This Second Supplementary Prospectus must be read together with the Prospectus and Supplementary Prospectus. To the extent of any inconsistency between this Second Supplementary Prospectus, the Supplementary Prospectus and the Prospectus, the provisions of this Second Supplementary Prospectus will prevail. Unless otherwise indicated, terms defined and used in the Prospectus have the same meaning in this Second Supplementary Prospectus.

This Second Supplementary Prospectus, the 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 SECOND SUPPLEMENTARY PROSPECTUS

1. Effect of this Second Supplementary Prospectus

This Second Supplementary Prospectus has been prepared to extend the indicative Closing Date of the Offer from 15 March 2016 to 21 March 2015.

The Company must give Applicants under the Prospectus who have lodged applications prior to the date of this Second 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. Action required by investors

All new applications for Shares can only be accepted on the Application Form attached to or accompanying this Second 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 of the Supplementary 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 Second 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 21 March 2016. Completed Application Forms attached to this Second 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 Second Supplementary Prospectus with ASIC	15 March 2016
Closing Date	21 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 Second Supplementary Prospectus.

Closing Date now means 21 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 Second 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 Second 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 Second Supplementary Prospectus that are specified herein in the form and context in which the statements appears.

E. DIRECTORS' AUTHORISATION

This Second 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 the Supplementary Prospectus and this Second 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.

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.

Company

Use the company's full title, not abbreviations.

Joint Holdings

Use full and complete names.

Trusts

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

Deceased Estates

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

Minor (a person under the age of 18)

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

Partnerships

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

Superannuation Funds

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

CORRECT

Mr John Alfred Smith

ABC Pty Ltd

Mr Peter Robert Williams &
Ms Louise Susan Williams

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

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

Mr John Alfred Smith
<Peter Smith A/C>

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

Jane Smith Pty Ltd
<JSuper Fund A/C>

INCORRECT

J A Smith

ABC P/L or ABC Co

Peter Robert &
Louise S Williams

Sue Smith Family Trust

Estate of Late John Smith
or
John Smith Deceased

Master Peter Smith

John Smith and Son

Jane Smith Pty Ltd Superannuation Fund