



ACN 107 492 517  
SUPPLEMENTARY PROSPECTUS

**Section 1 Important Information**

This is a Supplementary Prospectus that should be read in conjunction with the prospectus dated 4 April 2011 (**Original Prospectus**) issued by Iron Ore Holdings Limited ACN 107 492 517. This Supplementary Prospectus is dated 15 April 2011. A copy of this Supplementary Prospectus was lodged with ASIC and ASX on 15 April 2011. ASIC and ASX do not take any responsibility for the contents of this Supplementary Prospectus.

**Section 2 Supplementary Information Section 1.11**

Paragraphs 3, 4 and 5 of Section 1.11 of the Original Prospectus are to be deleted and substituted in their entirety with the following two paragraphs:

Shareholders resident in Australia or New Zealand holding Shares on behalf of persons who are resident overseas are responsible for ensuring that taking up Entitlements 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.

The Company has appointed the Underwriter, on normal commercial terms, as nominee for Shareholders domiciled outside Australia and New Zealand (**Excluded Shareholders**) to arrange the sale of the Rights which would have been offered to the Excluded Shareholders. The Company will transfer the Rights of the Excluded Shareholders to the nominee who will sell the Rights and distribute to those Excluded Shareholders the net proceeds of the sale of the Rights (if any). Neither the Company nor the nominee will be subject to any liability if any of the Rights cannot be sold at a particular price or at all. Any Rights transferred to the nominee which cannot be sold will be allowed to lapse and will form part of the shortfall.

**Section 3 Supplementary Information Section 5.7**

The schedule of continuous disclosure notices is updated to include the following announcements since the lodgement of the Original Prospectus to the date of this Supplementary Prospectus:

12/04/2011	Appendix 3B
12/04/2011	Change of Director's Interest Notice-RC
8/04/2011	Change of Director's Interest Notice MR
8/04/2011	Change of Director's Interest Notice AV
8/04/2011	Appendix 3B
8/04/2011	Results of Meeting
8/04/201	Options Exercise Price
5/04/2011	Pro rata Offer Letters to Securityholders
4/04/2011	Disclosure Document Pro rata Offer

**Section 4 General**

All other information contained in the Original Prospectus remains unchanged. Words and phrases as defined in the Original Prospectus have a corresponding meaning in this Supplementary Prospectus.

**Section 5 Applications for Securities**

The Directors believe that the changes in this Supplementary Prospectus are not materially adverse from the point of view of an investor.

**Authorisations**

Each Director of Iron Ore Holdings Limited has given and has not, at the date of this Supplementary Prospectus, withdrawn his written consent to the lodgement with ASIC of this Supplementary Prospectus.

This Supplementary Prospectus is signed for and on behalf of Iron Ore Holdings Limited by:

**Alwyn Vorster**  
Managing Director  
Dated: 15 April 2011

This document is important and should be read in its entirety and in conjunction with the Original Prospectus. If you do not understand its contents, you should consult your professional adviser without delay.