

**ERIN RESOURCES LIMITED**  
**ACN 116 800 269**

**SUPPLEMENTARY PROSPECTUS**

**IMPORTANT INFORMATION**

This supplementary prospectus (**Supplementary Prospectus**) is intended to be read with the prospectus dated 26 July 2013 (**Prospectus**), issued by Erin Resources Limited (ACN 116 800 269) (**Company**).

This Supplementary Prospectus is dated 8 August 2013 and was lodged with ASIC on that date. The ASIC and its officers take no responsibility for the contents of this Supplementary Prospectus.

Other than as set out below, all details in relation to the Prospectus remain unchanged. Terms and abbreviations defined in the Prospectus have the same meaning in this Supplementary Prospectus. If there is a conflict between the Prospectus and this Supplementary Prospectus, this Supplementary Prospectus will prevail.

This Supplementary Prospectus will be issued with the Prospectus as an electronic prospectus and may be accessed on the Company's website at <http://erinresources.com> and the Company will send a copy of this Supplementary Prospectus to all Applicants who have subscribed for Shares under the Prospectus to the date of this Supplementary Prospectus.

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

**ERIN RESOURCES LIMITED**  
**ACN 116 800 269**

**SUPPLEMENTARY PROSPECTUS**

**1. PRO-FORMA BALANCE SHEET**

The Company wishes to replace section 5.3 of the Prospectus with the following:

The unaudited balance sheet as at 30 June 2013 and the unaudited pro-forma balance sheet as at 30 June 2013 shown below have been prepared on the basis of the accounting policies normally adopted by the Company and reflect the changes to its financial position.

The pro-forma balance sheet has been prepared assuming all Entitlements are accepted, no Options are exercised prior to the Record Date and including expenses of the Offer.

The pro-forma balance sheet has been prepared to provide investors with information on the assets and liabilities of the Company and pro-forma assets and liabilities of the Company as noted below. The historical and pro-forma financial information is presented in an abbreviated form, insofar as it does not include all of the disclosures required by Australian Accounting Standards applicable to annual financial statements.

	Notes	Unaudited Management Accounts 30 June 13 \$	Consolidated Pro forma Post Completion Maximum \$
Cash and cash equivalents	1	161,432	866,712
Other current assets		79,608	79,608
<b>TOTAL CURRENT ASSETS</b>		241,040	946,320
<b>NON-CURRENT ASSETS</b>			
Exploration Expenditure	2	8,315,861	8,315,861
<b>TOTAL NON-CURRENT ASSETS</b>		8,315,861	8,315,861
<b>TOTAL ASSETS</b>		8,556,901	9,262,181
<b>CURRENT LIABILITIES</b>			
Trade Creditors		203,544	203,544
Short-term converting loan	3	131,405	131,405
<b>TOTAL CURRENT LIABILITIES</b>		334,949	334,949
<b>NON-CURRENT LIABILITIES</b>			
Loan	4	275,000	275,000
<b>TOTAL NON-CURRENT LIABILITIES</b>		275,000	275,000
<b>TOTAL LIABILITIES</b>		795,076	795,076
<b>NET ASSETS / (LIABILITIES)</b>		7,761,825	8,467,105
<b>EQUITY</b>			
Share capital	5	14,046,083	14,751,363
Options reserve		221,365	221,365
Other reserve		24,224	24,224
Retained loss		(6,529,847)	(6,529,847)
<b>TOTAL EQUITY</b>		7,761,825	8,467,105
Shares on issue	6	75,958,059	151,916,118
Value per share		0.102	0.056

**Notes:**

1	Cash and cash equivalents are reconciled as follows:	<b>A\$</b>
	Cash and cash equivalents on hand	161,432
	Capital raising - 75,958,059 shares @ 1 cents each	759,581
	Capital raising costs	(54,301)
	Total cash and cash equivalents post completion of transaction	<b>866,712</b>
	Exploration Expenditure:	
2	During the month of June 2013, the Company was required to pay US\$150,000 for the Bouroubourou permit extension as detailed in Section 5.1 of the Offer document. This is included in the Exploration Expenditure total.	
3	Short-term loan of \$131,405 assisted in funding the Bouroubourou permit extension and is to be converted into equity through completion of the rights issue.	
	Loan repayable to Verona Capital Pty Ltd:	
4	Pursuant to the terms of the acquisition of Erin Mineral Resources Ltd as detailed in the Company's prospectus dated 25 July 2012 and subsequent company releases. Brett Mitchell and Grant Davey are related parties of Verona Capital Pty Ltd by virtue of each being a director and shareholder of Verona Capital Pty Ltd.	
5	Share capital are reconciled as follows:	
	Opening share capital as at 30 June 2013	14,046,083
	Capital raising - 75,958,059 shares @ 1 cent each	759,581
	Capital raising costs	(54,301)
	Total share capital post completion of transaction	<b>14,751,363</b>
6	Shares on issue are reconciled as follows:	
	Shares on issue	75,958,059
	Capital Raising	75,958,059
	Total shares on issue post completion of transaction	<b>151,916,118</b>

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**2. PURPOSE OF THE OFFER**

The Company would like to confirm in Section 5.1 of the Prospectus, the Directors current intention for the \$385,280 Available Working Capital is to be held as cash until a decision is made to use funds on new exploration programs. As detailed in the prospectus, the Company's main priority from the funds raised is acquiring the new Bouroubourou licence extension and completing the remaining joint venture expenditure earn-in requirements only.

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**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.




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**Brett Mitchell**  
**Chairman**  
**For and on behalf of**  
**ERIN RESOURCES LIMITED**