

**THIRD SUPPLEMENTARY TARGET'S STATEMENT BY MUNGANA GOLDMINES LIMITED ACN 136 606 338 IN RELATION TO THE OFF-MARKET TAKEOVER OFFER BY AUCTUS CHILLAGOE PTY LTD ACN 605 055 285 FOR MUNGANA GOLDMINES LIMITED**

1. Important Information

**Nature of this document**

This document is the third supplementary Target's Statement prepared by Mungana Goldmines Limited ACN 136 606 338 (**Mungana**) under section 644 of the *Corporations Act 2001* (Cth) and is dated 17 July 2015 (**Third Supplementary Target's Statement**). This Third Supplementary Target's Statement is prepared in relation to the off-market takeover offer by Auctus Chillagoe Pty Ltd ACN 605 055 285 (**Auctus**) for all of the fully paid ordinary shares in Mungana.

This document supplements, and should be read together with:

- the Target's Statement lodged with ASIC on 28 May 2015 (**Original Target's Statement**);
- the first supplementary target's statement lodged with ASIC on 9 June 2015 (**First Supplementary Target's Statement**); and
- the second supplementary target's statement lodged with ASIC on 26 June 2015 (**Second Supplementary Target's Statement**).

This Third Supplementary Target's Statement prevails over the Original Target's Statement, the First Supplementary Target's Statement and the Second Supplementary Target's Statement to the extent of any inconsistency.

**Defined terms**

Capitalised terms used in this Third Supplementary Target's Statement have meaning given in Section 11 of the Original Target's Statement, unless the context otherwise requires.

**Lodgment with ASIC**

A copy of this Third Supplementary Target's Statement has been lodged with ASIC. Neither ASIC nor any of its officers take any responsibility for its contents.

2. Potential competing proposals

**Update in relation to proposal referred to in the Original Target's Statement**

Mungana advises that there have been no discussions with the potential competing bidder referred to in the Original Target's Statement in relation to its proposal, since the date of that document.

**Update in relation to new proposal referred to in the Second Supplementary Target's Statement**

As was disclosed in the Second Supplementary Target's Statement, after the date of the First Supplementary Target's Statement, Mungana received a further indicative non-binding proposal from a different party, which was subject to due diligence.

Since the date of the Second Supplementary Target's Statement, Mungana has exchanged correspondence with the proponent of that proposal and discussions are continuing.


Your Board will consider further information as and when it becomes available, and update you accordingly. There can be no assurance that any proposal capable of acceptance will eventuate.

### 3. Authorisation

This document has been approved by a resolution passed by the Directors of Mungana.

Dated: 17 July 2015

Signed for and on behalf of Mungana:

A handwritten signature in black ink, appearing to read 'Tony James', with a large loop at the start and a horizontal line extending to the right.

**Tony James**  
Managing Director