



ACN 150 791 290

SUPPLEMENTARY PROSPECTUS

The Closing Date of the Offer is 18 July 2017
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1 IMPORTANT INFORMATION

This Supplementary Prospectus is dated 12 July 2017 and is supplementary to the prospectus dated 15 June 2017 (**Prospectus**) issued by Nusantara Resources Limited ACN 150 791 290 (**Company**).

This Supplementary Prospectus was lodged with the Australian Securities and Investments Commission (**ASIC**) on 12 July 2017. ASIC does not take any responsibility for the contents of this Supplementary Prospectus.

This Supplementary Prospectus must be read together with the Prospectus. If there is a conflict between the Prospectus and this Supplementary Prospectus, this Supplementary Prospectus will prevail. Terms defined in the Prospectus have the same meaning where used in this Supplementary Prospectus. For the avoidance of doubt, references to 'Section' in this Supplementary Prospectus mean references to that section of the Prospectus, unless otherwise stated.

This document is important and should be read in its entirety. Please consult your legal, financial or other professional adviser if you do not fully understand the contents.

Other than the changes set out below, all other details in relation to the Prospectus remain unchanged.

2 REASONS FOR SUPPLEMENTARY PROSPECTUS

2.1 Receipt of Construction Period Approval

The purpose of this Supplementary Prospectus is to confirm that the status of the permitting of the Awak Mas Gold Project has advanced, with Masmino now receiving all approvals necessary from the Government of Indonesia for advancing the Contract of Work (**CoW**) into the Construction Period. The CoW allows for a three-year construction period followed by a 30-year operating period.

As noted in the Indonesian Solicitor's Report on Mining Tenements completed by Soemadipradja & Taher dated 30 May 2017 in the Prospectus, the Mining Authority on 17 May 2017 approved Masmino's feasibility study (that is, the technical, economic and environmental aspects) and directing Masmino to immediately apply for approval to move into the construction stage (**Construction Application**). This Construction Application was approved by the Mining Authority on 20 June 2017 for a period of three years. If construction is not completed within the agreed schedule, Masmino may seek Mining Authority approval to extend the schedule, however no such extensions can be guaranteed.

2.2 Minimum Subscription Achieved

To date, Nusantara has received subscriptions and commitments in excess of A\$15 million, meeting the minimum subscription condition of the Offer. This includes a commitment to invest of A\$1.5 million from a subsidiary of Zhaojin Mining Industry Company Limited (**Zhaojin**), a leading gold producer and listed on the main board of the Stock Exchange of Hong Kong Limited (code HK: 1818). Zhaojin's commitment follows the cornerstone commitments by Lion Selection Group Limited of \$4.5 million and AustralianSuper of \$3.9 million.

3 DIRECTORS' AUTHORISATION AND CONSENT

This Supplementary Prospectus is issued by the Company and its issue has been authorised by a resolution of the Directors of the Company. Each Director has consented to lodgement of this Supplementary Prospectus with ASIC.

A handwritten signature in black ink, appearing to read 'R Hogarth'.

Rob Hogarth
Director
12 July 2017