

Quest Minerals Limited

ABN 55 062 879 583

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ASX Code: **QNL**

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or
Mr Stuart Third
Company Secretary
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Supplementary prospectus on withdrawal of rights issue

Quest Minerals Limited (ASX: QNL, "Company") refers to the withdrawal of the rights issue as previously announced on 17 January 2014, and advises that the attached Supplementary Prospectus was lodged today with ASIC.

Stuart Third
Company Secretary

Supplementary Prospectus
Quest Minerals Limited - ABN 55 062 879 583

1 IMPORTANT INFORMATION

This supplementary prospectus (**Supplementary Prospectus**) is intended to be read with the replacement prospectus dated 31 October 2013 (**Prospectus**) which replaced the prospectus dated 22 October 2013 issued by Quest Minerals Limited (ABN: 55 062 879 583) (**Company**).

Unless otherwise indicated, terms defined and used in the Prospectus have the same meaning in this Supplementary Prospectus.

This Supplementary Prospectus was lodged with the ASIC on 4 February 2014. ASIC, ASX and their respective officers do not take any responsibility as to the contents of this Supplementary Prospectus.

2 WITHDRAWAL OF THE OFFER

This Supplementary Prospectus formally withdraws the Offer and the Prospectus. The Company advises that the Offer is now closed and that the timetable for the Offer as set out the Prospectus is no longer in effect. Accordingly, no New Securities will be issued and the Company will not accept any Applications. Further, none of the Applications received have been or will be processed.

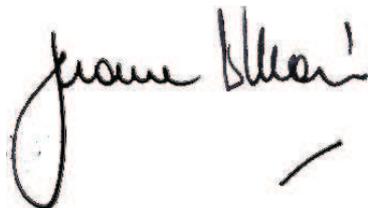
All of the Application monies received by the Company pursuant to the Prospectus will be immediately refunded.

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.

Dated: 4 February 2014



for and on behalf of
Quest Minerals Limited