

Golden Rim Resources Ltd
ACN 006 710 774

SUPPLEMENTARY PROSPECTUS

1. Important information

This is a supplementary prospectus (**Supplementary Prospectus**) intended to be read with the prospectus dated 9 August 2017 (**Prospectus**) issued by Golden Rim Resources Ltd ACN 006 710 774 (**Company**).

This Supplementary Prospectus is dated 16 August 2017 and was lodged with ASIC on that date. Neither ASIC nor ASX take any responsibility as to the contents of this Supplementary Prospectus.

This Supplementary Prospectus should be read together with the Prospectus. Other than the changes set out in this Supplementary Prospectus, all other details in relation to the Prospectus remain unchanged. To the extent of any inconsistency between this Supplementary Prospectus and the Prospectus, the provisions of this Supplementary Prospectus will prevail. Unless otherwise indicated, terms defined and used in the Prospectus have the same meaning in this Supplementary Prospectus.

The Company has issued both a printed and electronic version of this Supplementary Prospectus and the Prospectus. Electronic versions of both may be accessed at www.goldenrim.com.au.

This Supplementary Prospectus and the Prospectus are important documents that should be read in their entirety. If you are in any doubt as to the contents of this Supplementary Prospectus or the Prospectus, you should consult your stockbroker, lawyer, accountant or other professional adviser without delay.

2. Supplementary Prospectus

2.1 Reasons for this Supplementary Prospectus

The Prospectus includes an unaudited balance sheet and unaudited pro-forma balance sheet as at 31 March 2017. The purpose of this Supplementary Prospectus is to provide a more recent balance sheet, by replacing the existing financial information in the Prospectus with an unaudited balance sheet and an unaudited pro-forma balance sheet as at 30 June 2017.

This Supplementary Prospectus is also being lodged to provide further information of the conditions upon which title to the Company's exploration concessions may be lost by replacing the title risk factor in Section 4.2(c) of the Prospectus.

3. Amendments to the Prospectus

3.1 Pro-forma

Section 3.2 of the Prospectus is deleted in its entirety and replaced with the following:

The unaudited balance sheet as at 30 June 2017 and the unaudited pro-forma balance sheet as at 30 June 2017 are presented below. Pro-forma adjustments are as follows:

- (a) on 7 July 2017, the Company placed 178,782,000 Shares at \$0.0025 to sophisticated investors raising \$446,955 (before costs);
- (b) on 2 August 2017, the Company placed 178,782,000 Shares at \$0.0025 to Acorn Capital raising \$446,955 (before costs);
- (c) the Entitlement Offer is fully subscribed leading to the issue of 858,153,600 Shares at an issue price of \$0.003 each to raise \$2,574,460; and
- (d) the costs of the Entitlement Offer are \$66,000.

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.

	Unaudited 30 June 2017 \$	Unaudited 30 June 2017 Pro-forma \$
Current Assets		
Cash and cash equivalents	702,575	3,764,575
Trade and other receivables	24,000	24,000
Other assets	46,743	46,743
Total Current Assets	773,318	3,835,318
Non Current Assets		
Other financial assets	30,421	30,421
Plant and equipment	144,800	144,800
Exploration expenditure	4,338,604	4,338,604
Total Non Current Assets	4,513,825	4,513,825
Total Assets	5,287,143	8,349,143
Current Liabilities		
Trade and other payables	534,714	534,714
Provisions	121,870	121,870
Total Current Liabilities	656,584	656,584

	Unaudited 30 June 2017 \$	Unaudited 30 June 2017 Pro-forma \$
Non Current Liabilities		
Provisions	80,500	80,500
Total Non-Current Liabilities	80,500	80,500
Total Liabilities	737,084	737,084
Net Assets	4,550,059	7,612,059
Equity		
Share capital	66,680,957	69,742,957
Reserves	(635,176)	(635,176)
Accumulated losses	(59,874,938)	(59,874,938)
Equity attributable to owners of the Company	6,170,843	9,232,843
Non-controlling interests	(1,620,784)	(1,620,784)
Total Equity	4,550,059	7,612,059

3.2 Title risk factor

Section 4.2(c) of the Prospectus is deleted in its entirety and replaced with the following:

(c) Title risk

The Company has operations and assets located in foreign jurisdictions, including exploration and/or mining permits in Burkina Faso and Chile.

In Burkina Faso and Chile, each exploration permit is for a specific term. Further, in Burkina Faso each exploration permit carries with it annual expenditure and reporting commitments, as well as other material conditions requiring compliance, such as satisfaction of statutory payments (including land taxes and statutory duties) and compliance with work programmes and public health and safety laws.

Consequently, the Company could lose title to or its interest in permits and concessions if permit and concession conditions are not met or if insufficient funds are available to meet expenditure commitments or statutory payments.

There is no guarantee that the exploration permits granted by the governments of Burkina Faso and Chile in connection with the properties will be renewed upon their termination.

Government approvals and permits are currently, and may in the future be, required in connection with the Company's operations including in any other foreign jurisdiction other than Burkina Faso or Chile. To the extent such approvals are required and not obtained, the Company may be curtailed or

prohibited from proceeding with planned exploration or development of mineral properties.

4. 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 ASIC and has not withdrawn that consent prior to lodgement.



Rick Crabb
Non-Executive Director