

Supplementary Prospectus

Kin Mining NL

ACN 150 597 541

Important Information

This is a supplementary prospectus (**Supplementary Prospectus**) intended to be read with the prospectus dated 9 June 2014 (**Original Prospectus**) issued by KIN Mining NL (ACN: 150 597 541) (**Company**).

This Supplementary Prospectus is dated 9 September 2014 and was lodged with the Australian Securities and Investments Commission (**ASIC**) on that day. ASIC, ASX Limited (**ASX**) and their respective officers do not take any responsibility as to the contents of this Supplementary Prospectus.

Other than as set out below, all details in relation to the Original Prospectus remain unchanged. To the extent of any inconsistency between this Supplementary Prospectus and the Original Prospectus, the provisions of this Supplementary Prospectus will prevail. Unless otherwise indicated, terms defined and used in the Original Prospectus have the same meaning in this Supplementary Prospectus.

This Supplementary Prospectus will be issued with the Original Prospectus as an electronic prospectus and may be accessed on the Company's website at www.kinmining.com.au. The Company will send a copy of this Supplementary Prospectus to all Applicants who have applied for Shares under the Original Prospectus as at 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 advisors without delay.

Dear Shareholders,

I am pleased to update you on the Company's current \$5.8 million rights issue. KIN Mining has secured a cornerstone \$3 million investment through a subscription agreement with a substantial Chinese investor.

This investment ensures that, despite the challenging market environment confronting junior resource companies, KIN will be able to complete the final \$2.5 million component of the acquisition of the Leonora Gold Project and execute our strategy to transform the Company into a significant WA gold producer in the near term.

With strong foundations for our growth strategy now in place, I would like to take this opportunity to outline in more detail what I believe to be the outstanding investment proposition which KIN Mining presents and to explain the key elements of our corporate strategy.

This can best be summarised by what we refer to as "the three D's" – Define, Develop, Deliver.

- "Define" refers to our ability to identify and secure high quality opportunities in the gold industry, and to undertake focused exploration programs to define substantial mineral resources.
- "Develop" encapsulates our ability to rapidly advance these resources to production, thanks to the calibre of our board and management team – which I believe sets KIN Mining well and truly apart as a junior resource company.
- "Deliver" refers to our ultimate goal of making the all-important transition from explorer to producer, in the process delivering substantial returns to our shareholders.

DEFINE – An Exceptional Opportunity in the Gold Sector

KIN Mining floated on the Australian Securities Exchange in October last year, bringing to market an exceptional portfolio of highly prospective gold exploration properties in the Leonora region – one of Western Australia's most prolific gold-producing regions.

While the Company has already delivered some very encouraging results from a number of prospects within this portfolio, we quickly recognised that, in order to build a gold business of scale and substance, we needed to aggressively search for and acquire an advanced project which could fast-track our transition to production.

From our team's deep knowledge and understanding of this area, we identified the truly extraordinary opportunity presented by the Leonora Gold Project – which is without doubt one of the largest and most attractive undeveloped gold projects in Australia.

Significant planning and development work has already been completed at all of these deposits, including pit optimisation studies for each of the key deposits and metallurgical test work which returned 95% plus recoveries. A Pre-Feasibility Study was completed in 2009 by the previous owner, Navigator Resources Ltd, for 97% of these ounces, confirming an economically viable project.

The remarkable feature of this project is that none of the key deposits have ever been drilled to target their depth potential, yet we know that several other deposits in the region extend to significant depths. This is a huge opportunity for our exploration team moving forward.

It is fair to say that such an extraordinary opportunity would not have become available except for the fact that the gold market – and the junior resource sector generally – is currently at a historically low point in the investment cycle. It is for this reason that we moved quickly and decisively to conclude an agreement with the Administrator of Navigator Resources Ltd to acquire this project, notwithstanding the current negative sentiment in the gold sector.

The purchase price represents an acquisition cost of approximately \$3.60 per resource ounce, which is well below what it would cost to define such ounces if we were fortunate to make such a discovery. This compares with an independent valuation by Optiro Pty Ltd which equates to a valuation of \$11.30 per resource ounce.

DEVELOP – A Quality Board and Management Team

Good assets are nothing without the right team of people in place with the passion, focus, experience and ability to unlock their value. From all the companies I've been involved with, I can tell you that KIN Mining brings together a board and senior management team with a depth of experience and capability for junior start-up gold company which, in my 35-year career in the global mining and exploration industry, I have rarely seen.

I have been closely involved in the various aspects of the establishment, promotion, listing and subsequent development of a number of highly successful ASX-listed mining and exploration companies including nickel miners Western Areas and Jubilee Mines (as co-discoverer of the Cosmos nickel deposit), nickel explorer Sirius Resources and resource juniors Hannans Reward, Montezuma Mining and South Boulder Mines.

KIN's Managing Director, Trevor Dixon, has had an extraordinary career in the WA mining and exploration industry – much of it spent in the Leonora region – both as an earth-moving contractor working at a number of major gold mines and prospector.

He has proven to be one of the most astute and well-connected acquirers and explorers of prospective real estate in the North-eastern Goldfields and Eastern Goldfields I have ever known. These skills saw him identify, secure and ultimately vend tenements to successful ASX-listed mining companies such as Jubilee Mines, Regal Resources and Terrain Minerals.

During his time in the industry, he has had joint venture partners including Newcrest Mining, Independence Group, St Barbara, Normandy Poseidon, Ashton Mining, Xstrata, Regal Resources and A1 Minerals. His varied and rich career has seen him personally involved in some of the great moments of the WA mining and exploration sector. He was working as a contractor for Jubilee Mines when the Cosmos nickel deposit was discovered in 1997, and he held earth-moving contracts at some of the State's most famous gold mines, including Sons of Gwalia's Leonora operations, Youanmi, Wiluna, Granny Smith and Mount Morgans.

Trevor was the first contractor on site at the Mertondale 3/4 deposit at Leonora, working in 1983 for Hunter Resources in what was a highly successful mining operation extracting 1.3 million tonnes at an average grade of 4.3g/t gold.

My fellow non-executive directors Fritz Fitton and Joe Graziano complement this exceptionally high calibre team. Fritz, who is considered to be something of a legend in Australian geological circles, was involved in several world-class discoveries while working for a number of major international mining companies between 1969 and 1983. These included the Scuddles-Golden Grove VMS deposit in WA, the Elura base metals deposit in Cobar and the Harbour Lights gold discovery in WA.

In 1987, Fritz founded the geological and mining consulting firm Maprock Pty Ltd, which has been responsible for the preparation of numerous independent geological reports for inclusion in Prospectuses for successful mining companies ranging from Jubilee Mines to Scotgold.

Joe Graziano is a Chartered Accountant with more than 25 years of corporate and company secretarial experience, particularly in capital raisings, ASX compliance and regulatory requirements. He was until recently a director of Crowe Horwath (Perth), and has provided business, financial and taxation advice to listed and unlisted companies specialising in mining services and mineral resource exploration sectors.

Joe has decided to move from being an adviser to ASX listed companies to being part of the KIN Mining story – a commitment which reflects his confidence in the assets and his belief in the potential of our team.

DELIVER – Creating Value for Our Shareholders

In summary, why KIN Mining: what are the key attributes of our Company and our story which make this a compelling investment proposition?

Most importantly, our overarching objective is to deliver value for our shareholders – through capital growth. We have a clear strategy to grow a substantial Australian gold group.

Our management team is not of the “steady as she goes” variety. Rather, they comprise a unique group of individuals who have worked for many years in the Leonora region – doing the “hard yards” through some of the toughest times the industry has ever seen, often without pay.

This team has identified what they believe to be an exceptional opportunity at a historically low point in the gold investment cycle, and they have moved quickly to seize it and capitalise on it. Above all, they are determined to make it work and their ultimate goal is to achieve gold production.

Thanks to the financial support offered by our new Chinese cornerstone investor, we are now in a position to move forward and realise this vision. On behalf of my fellow Directors, I encourage you to participate in this exceptional opportunity by taking up your entitlement in the rights issue and continue being a solid part of the KIN Mining story.

Yours faithfully,

Terry Grammer
Chairman

2 EXTENSION OF TIME TO OBTAIN QUOTATION AND RAISE MINIMUM SUBSCRIPTION

In accordance with the Corporations Act, if a person offers securities under a disclosure document (e.g. a prospectus) and the disclosure document states or implies that the securities are to be quoted on a financial market (e.g. ASX) and the securities are not admitted to quotation within 3 months after the date of the disclosure document (**Quotation Condition**) then an issue or transfer of securities in response to an application made under the disclosure document is void and the person offering the securities must return the money received by the person from the applicants as soon as practicable.

In addition, the Corporations Act provides that where a disclosure document states that the securities will not be issued or transferred unless a minimum amount is raised and that condition is not satisfied within 4 months after the date of the disclosure document the person must repay the monies received from the applicants or give the applicants a supplementary disclosure document and 1 month to withdraw their application and be repaid.

Accordingly, the Company has until 9 September 2014 to have the Shares offered pursuant to the Original Prospectus admitted to quotation on the ASX and until 9 October 2014 to raise the minimum subscription of \$3,000,000.

3 STATUS OF THE OFFER

As at the date of this Supplementary Prospectus the Company has received 21 valid Applications for 1,807,232 Shares totaling \$271,085. It has not raised the minimum subscription provided for in the Original Prospectus of \$3,000,000, and is not able to issue any Shares pursuant to the Original Prospectus or obtain quotation of those Shares on ASX by 9 September 2014. While the Company has received valid Applications no Applications have been processed and no Shares have been issued pursuant to the Original Prospectus. All the funds raised to date are held on trust pursuant to the Corporations Act.

4 ASIC MODIFICATION

On 8 September 2014 the Company was granted a modification of the Corporations Act by ASIC (**ASIC Modification**). The effect of the ASIC Modification is to give the Company:

- (a) a further 3 months after the date of this Supplementary Prospectus to obtain quotation of the Shares on ASX (i.e. by 9 December 2014); and
- (b) a further 4 months after the date of this Supplementary Prospectus to raise the Minimum Subscription (i.e. by 9 January 2015).

5 CLOSING DATE

Given the ASIC Modification, the Company has extended the Closing Date.

Accordingly, references to the Closing Date in the Original Prospectus are amended and the Timetable to the Offer set out on page 5 of the Original Prospectus is deleted and replaced with the following timetable:

"Timetable to the Offer

<i>Opening Date of the Offer</i>	<i>19 June 2014</i>
<i>Closing Date of the Offer¹</i>	<i>10 October 2014</i>
<i>Allotment of Shares under this Prospectus</i>	<i>16 October 2014</i>
<i>Quotation of Shares on the ASX</i>	<i>17 October 2014</i>

¹ *The Company reserves the right to close the Offer early or later as indicated above without prior notice.*

This timetable is indicative only, and may change."

6 LEONORA GOLD PROJECT ACQUISITION

On 27 May 2014 the Company entered into a share sale agreement with Navigator Resources Limited to purchase all of the shares of Navigator Mining Pty Ltd (subject to a deed of company arrangement). Completion under the share sale agreement is conditional upon shareholder approval being obtained and the Company raising up to \$5,000,000.

On 4 July 2014 the Company's shareholders passed a resolution approving the transaction pursuant to Listing Rule 11.1.2.

On 8 September 2014 the share sale agreement was varied by deed of variation to extend the date for satisfaction of the conditions precedent to 31 October 2014. In consideration for the extension the Company has agreed to issue to Waterton Global Value L.P., the secured creditor of Navigator Mining Pty Ltd (subject to a deed of company arrangement), 1,500,000 fully paid ordinary shares in the Company.

Pursuant to the share sale agreement the Company has been liable for the costs of all rates, rents and minimum exploration expenditures with respect to the tenements owned by Navigator Mining Pty Ltd (subject to a deed of company arrangement) since 30 June 2014.

7 GEOLORD SUBSCRIPTION AGREEMENT

On 21 July 2014 the Company announced that it had entered into a share subscription agreement with Geolord Resources Pty Ltd (**Geolord**) under which Geolord has agreed to subscribe for 23,809,524 ordinary fully paid shares in the Company at \$0.15 per share, totaling \$3,571,429 (**Geolord Subscription Agreement**).

The first tranche of this transaction is due to occur on or before 31 October 2014 and will provide the Company with \$2,000,000.

The second tranche is due to occur on or before 28 November 2014 and will provide the Company with \$1,571,428.50.

Geolord will receive a 16% placement fee, bringing the net funds provided to the Company to \$3,000,000.

On allotment of the shares, Geolord will become a substantial shareholder of the Company. Accordingly, the Geolord Subscription Agreement is subject to obtaining shareholder approval pursuant to item 7 of section 611 of the *Corporations Act 2001*. A notice of meeting for the purposes of obtaining approval will be dispatched as soon as practicable following the date of this supplementary prospectus.

8 KEY OFFER TERMS AND CAPITAL STRUCTURE

The Key Offer Terms and Capital Structure set out on page 5 of the Original Prospectus is deleted and replaced with the following:

“Key Offer Terms and Capital Structure

<i>Shares currently on issue</i>	<i>38,653,003</i>
<i>Options currently on issue</i>	<i>19,362,512</i>
<i>Shares offered under this Prospectus¹</i>	<i>38,653,003</i>
<i>Amount raised under this Prospectus (before costs)¹</i>	<i>\$5,797,950</i>
<i>Total Shares on issue following the Offer</i>	<i>77,306,006</i>
<i>Total Shares on issue following completion under the Geolord Subscription Agreement and the shares issued to Waterton Global Value L.P</i>	<i>102,615,530</i>

Note:

¹ *This assumes no further Shares are issued (including by way of exercise of Options) prior to the Record Date and the Offer is fully subscribed.”*

9 MINIMUM SUBSCRIPTION

On the basis that the Company has raised a total of \$3,000,000 under the Geolord Subscription Agreement, the minimum subscription under the Offer has been reduced from \$3,000,000 to \$500,000.

Section 6.4 of the Original Prospectus is deleted and replaced with the following:

"The minimum subscription under the Offer is \$500,000. No Shares will be allotted or issued until the minimum subscription has been received. If the minimum subscription is not achieved within 4 months after the date of issue of this Prospectus, the Company will either repay the Application Monies to the Applicants or issue a supplementary prospectus or replacement prospectus and allow Applicants one month to withdraw their Application and be repaid their Application Monies."

References to a minimum subscription of "20,000,000" in Section 3 of the Original Prospectus are deleted and replaced with "3,333,333".

References to a minimum subscription amount of "\$3,000,000" in Section 3 of the Original Prospectus are deleted and replaced with "\$500,000".

10 USE OF FUNDS

Section 4.3 of the Original Prospectus is deleted and replaced with the following:

"The Company intends to use the funds raised from the Offer broadly as follows:

- (a) to complete the Leonora Gold Project Transaction;*
- (b) provide additional working capital to fund the Company's existing assets and development of the Leonora Gold Project; and*
- (c) fund the costs of the Offer.*

The funds raised from the Offer are planned to be used in accordance with the table set out below:

Funds Available	Amount Minimum Subscription (\$)	Amount Full Subscription (\$)
<i>Cash on hand</i>	<i>\$173,355</i>	<i>\$173,355</i>
<i>Funds raised under this Offer</i>	<i>\$500,000</i>	<i>\$5,797,950</i>
<i>Funds raised from Geolord</i>	<i>\$3,000,000</i>	<i>\$3,000,000</i>
Total funds available	\$3,673,355	\$8,971,305
<i>Cash to complete the Leonora Gold Project Transaction</i>	<i>\$2,500,000</i>	<i>\$2,500,000</i>
<i>Stamp duty on the Leonora Gold Project Transaction</i>	<i>\$132,965</i>	<i>\$132,965</i>
<i>Expenses of the Offer¹</i>	<i>\$23,795</i>	<i>\$27,628</i>

Working capital ²	\$300,000	\$1,000,000
Total	\$716,595	\$5,310,712

Note:

- ¹ Refer to section 9.5 of this Prospectus for further details relating to the estimated expenses of the Offer.
- ² Working capital includes budgeted expenditure on existing assets as well as general expenses.
- ³ In the event that more than the minimum and less than the full subscription is raised, the Company intends to allocate the funds raised primarily towards the Company's working capital position (after expenses of the Offer).
- ⁴ The table assumes that none of the existing Option holders exercise their Options before the Record Date and participate in the Offer. In the event that more funds are raised, those funds will be allocated to working capital.

The above table is a statement of current intentions as of the date of this Prospectus. As with any budget, intervening events (including exploration success or failure) and new circumstances have the potential to affect the manner in which the funds are ultimately applied. The Board reserves the right to alter the way funds are applied on this basis."

11 STATEMENT OF FINANCIAL POSITION

Section 4.5 of the Original Prospectus is deleted and replaced with the following:

Set out below is the Consolidated Statement of Financial Position of the Company and the Consolidated Pro-Forma Statements of Financial Position, as at 30 June 2014 and on the basis of the following assumptions:

- (a) *the Offer was effective as at 30 June 2014;*
- (b) *no further Shares are issued (including by way of exercise of Options);*
- (c) *completion of the Offer to raise \$5,797,950 (full subscription) and \$500,000 (minimum subscription), before expenses of the Offer; and*
- (d) *expenses of the Offer of approximately \$27,628 (full subscription) and \$23,795 (minimum subscription) which have been offset against proceeds of the issue.*

The significant accounting policies upon which the Statement of Financial Position and the Pro-Forma Statement of Financial Position are based are contained in the audited financial report for the year ended 30 June 2013".

Pro-Forma Statement of Financial Position

	Pro-Forma Balance Sheet 30 June 2014 Unaudited	Pro-Forma Balance Sheet Minimum Subscription Unaudited	Pro-Forma Balance Sheet Maximum Subscription Unaudited
Current Assets	\$	\$	
	\$		
Cash and cash equivalents	173,355	1,016,595	6,310,712
Trade and other receivables	77,377	77,377	77,377
Prepayments	90,475	90,475	90,475
Total Current Assets	341,207	1,184,447	6,478,564
Non Current Assets			
Other receivables	-	-	-
Property, plant and equipment	39,629	39,629	39,629
Investments	226,053	3,084,018	3,084,018
Mineral exploration and development	2,993,636	2,993,636	2,993,636
Total Non Current Assets	3,259,318	6,117,283	6,117,283
TOTAL ASSETS	3,600,525	7,301,730	12,595,847
Current Liabilities			
Trade and other payables	141,476	141,476	141,476
Provisions	39,040	39,040	39,040
Total Current Liabilities	180,516	180,516	180,516
Non Current Liabilities			
Loans	-	-	-
Provisions	-	-	-
Total Non Current Liabilities	-	-	-
TOTAL LIABILITIES	180,516	180,516	180,516
NET ASSETS	3,420,009	7,121,214	12,415,331
Equity			
Contributed equity	4,145,082	7,846,287	13,140,404
Reserves	-	-	-
Accumulated losses	(725,073)	(725,073)	(725,073)
TOTAL EQUITY	3,420,009	7,121,214	12,415,331

12 CONSOLIDATED CAPITAL STRUCTURE

Section 4.6 of the Original Prospectus is deleted and replaced with the following:

“Assuming no further Shares are issued (including by way of exercise of Options) prior to the Record Date, at the close of the Offer, the capital structure of the Company will be:

<i>Shares</i>	<i>Minimum Subscription (Number)</i>	<i>Full Subscription (Number)</i>
<i>Existing Shares</i>	<i>38,653,003</i>	<i>38,653,003</i>
<i>New Shares issued under this Prospectus</i>	<i>3,333,333</i>	<i>38,653,003</i>
<i>Total Shares</i>	<i>41,986,336</i>	<i>77,306,006</i>

<i>Options</i>	<i>Minimum Subscription (Number)</i>	<i>Full Subscription (Number)</i>
<i>Options exercisable at \$0.30 on or before 31 January 2015</i>	<i>19,326,501</i>	<i>19,326,501</i>
<i>Total Options</i>	<i>19,326,501</i>	<i>19,326,501</i>

The capital structure on a fully diluted basis as at the date of this Prospectus would be 57,979,504 Shares and on completion of the Offer (assuming all entitlements are accepted and no Options are exercised prior to the Record Date) would be 96,632,507 Shares.”

Assuming no further Shares are issued (including by way of exercise of Options) and the maximum amount of Shares is issued under the:

- (a) Geolord Subscription Agreement; and*
 - (b) variation to the share sale agreement,*
- the capital structure of the Company will be:*

Shares	Minimum Subscription (Number)	Full Subscription (Number)
<i>Existing Shares</i>	38,653,003	38,653,003
<i>New Shares issued under this Prospectus</i>	3,333,333	38,653,003
<i>Shares issued under a variation to the share sale agreement</i>	1,500,000	1,500,000
<i>Shares issued under the Geolord Subscription Agreement</i>	23,809,524	23,809,524
Total Shares	67,295,860	102,615,530

13 MARKET PRICES OF SHARES ON ASX

Section 6.10 of the Original Prospectus is deleted and replaced with the following:

“The highest and lowest market sale price of the Shares, which are on the same terms and conditions as the New Shares being offered under this Prospectus, during the three months immediately preceding the lodgement of this Prospectus with the ASIC, and the last market sale price on the date before the lodgement date of this Prospectus, are set out below.

	3 month high	3 month low	Last market sale price
Price	\$0.185	\$0.135	\$0.15

14 CONTINUOUS DISCLOSURE OBLIGATIONS

Since lodgement of the Prospectus, the following announcements have been made by the Company and are inserted into the table in section 9.1 on pages 29 and 30:

<i>10/06/2014</i>	<i>Non-Renounceable Issue</i>
<i>10/06/2014</i>	<i>Prospectus – Rights Issue</i>
<i>04/07/2014</i>	<i>Results of Meeting</i>
<i>07/07/2014</i>	<i>Extension of Non-Renounceable Rights Issue</i>
<i>08/07/2014</i>	<i>Clarification Statement – Non-Renounceable Rights Issue</i>
<i>21/07/2014</i>	<i>Kin Mining Secures \$3m From Cornerstone Investor</i>
<i>21/07/2014</i>	<i>Clarification Statement</i>

23/07/2014	Nickel-Copper-PGE Target Identified at Leonora
25/07/2014	Extension of Non-Renounceable Rights Issue
31/07/2014	Quarterly Cashflow Report
31/07/2014	Quarterly Activities Report
26/08/2014	Extension of Non-Renounceable Rights Issue
26/08/2014	Clarification to Extension of Non-Renounceable Rights Issue
08/09/2014	Extension of Closing Date for Non-Renounceable Rights Issue
08/09/2014	Release of Securities from Escrow

15 ASX LISTING

Section 6.7 of the Original Prospectus is replaced by the following:

“Application for Official Quotation by ASX of the New Shares offered pursuant to the Original Prospectus was made within 7 days after the date of the Original Prospectus.

Following the ASIC Modification, if the Shares are not admitted to Official Quotation by ASX before the expiration of 3 months after the date of issue of this Supplementary Prospectus (i.e. 9 December 2014), or such period as varied by the ASIC, the Company will not issue any Shares and will repay all application monies for the Shares within the time prescribed under the Corporations Act, without interest.

The fact that ASX may grant Official Quotation to the New Shares is not to be taken in any way as an indication of the merits of the Company or the New Shares now offered for subscription.”

16 RIGHT TO WITHDRAW APPLICATIONS

In accordance with the Corporations Act, where the Quotation Condition is not satisfied, the Company must give Applicants who have previously submitted an Application Form under the Original Prospectus a copy of this Supplementary Prospectus and 1 month to withdraw their application and be repaid.

Any repayments made by the Company pursuant to an Applicant exercising their right to withdraw their Application will be made in full without interest.

An Applicant who wishes to withdraw their Application and obtain a refund must submit a written request to the Company at either of the addresses set out below so that it is received

within 1 month of the date of this Supplementary Prospectus (i.e. by close of business on 9 October 2014).

Mailed to: KIN Mining NL c/- Advanced Share Registry Ltd PO Box 1156 Nedlands WA 6909	Delivered to: KIN Mining NL c/- Advanced Share Registry Ltd 150 Stirling Hwy Nedlands WA 6009
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The details for the payment of the refund cheque and address to which it should be sent as set out in the written request must correspond to the details contained in the Application Form lodged by that Applicant.

17 APPLICATIONS

Investors who have NOT previously submitted an Application Form

Applications for Shares under the Offer must be made using the application form attached to or accompanying this Supplementary Prospectus (**Supplementary Application Form**). Applications must not be made on the application form attached to or accompanying the Original Prospectus.

The Supplementary Application Form contains detailed instructions on how it is to be completed.

Completed Supplementary Application Forms and accompanying cheques, made payable to "KIN Mining NL – Share Offer Account" and crossed "Not Negotiable", must be mailed or delivered to the address set out on the Supplementary Application Form by no later than the Closing Date.

The Company reserves the right to close the Offer early.

Applicants who HAVE previously submitted an Application Form AND DO NOT want to withdraw their application

Applicants in this category do not need to complete a further Supplementary Application Form in order to receive their Shares. However, such applicants may lodge a Supplementary Application Form if they wish to apply for additional Shares in accordance with the instructions set out above for investors who have not previously submitted an Application Form.

Applicants who have previously submitted an Application Form and do want to withdraw their application

Applicants in this category may withdraw their Applications and be repaid any Application Monies upon written request to the Company in the manner set out in section 5 of this Supplementary Prospectus.

18 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.



Trevor Dixon
for and on behalf of
KIN Mining NL

