



# HILL END GOLD LIMITED

ACN 072 692 365

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The Manager  
Company Announcements Office  
Australian Securities Exchange  
20 Bridge Street  
SYDNEY NSW 2000

18 October 2013

**ASX: HEG**

## **Supplementary Prospectus - Renounceable Rights Issue to raise up to \$10.4m**

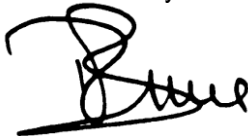
Hill End Gold Limited is pleased to announce the extension of the offer of a pro rata seven (7) for four (4) Renounceable Rights Issue, which is to raise up to \$10.4m at a price of 0.7 cents per share.

The Prospectus initially contemplated a closing date for the Offer of 21 October 2013. However due to uncertainties in the financial markets in recent weeks, as a result of among other matters, uncertainty in the US in relation to extending its debt ceiling, the Company has elected to extend the Closing Date to 14 November 2013.

Please see the attached Supplementary Prospectus, which was lodged with the ASIC today.

Please direct enquiries about the Renounceable Rights Issue to Boardroom Pty Limited on +61 2 9290 9600.

Yours faithfully



Philip Bruce  
Managing Director

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## Supplementary Prospectus

### 1 Important Information

This Supplementary Prospectus is dated 18 October 2013 and is supplementary to the Prospectus of Hill End Gold Limited lodged with the Australian Securities and Investments Commission (**ASIC**) and dated 23 September 2013, and should be read in conjunction with it.

This Supplementary Prospectus was lodged with ASIC on 18 October 2013. Neither ASIC nor the ASX takes any responsibility for the contents of this Supplementary Prospectus or the merits of the investment to which this Supplementary Prospectus relates.

Other than as set out below, all details in relation to the Prospectus remain unchanged. Terms and abbreviations defined in the Prospectus have the same meaning in this Supplementary Prospectus. If there is a conflict between the Prospectus and this Supplementary Prospectus, this Supplementary Prospectus will prevail.

This Supplementary Prospectus will be issued with the Prospectus as an electronic prospectus and may be accessed on the Company's website at [www.hillendgoldltd.com.au](http://www.hillendgoldltd.com.au) and the Company will send a copy of this Supplementary Prospectus to all Applicants who have subscribed for New Shares pursuant to the Offer to the date of this Supplementary Prospectus.

This Supplementary Prospectus is an important document and investors should read the document in its entirety and if you do not understand it you should consult your professional advisers without delay.

### 2 Purpose of the Supplementary Prospectus

The Prospectus initially contemplated a closing date for the Offer of 21 October 2013. Due to uncertainties in the financial markets in recent weeks, as a result of among other matters, uncertainty in the US in relation to extending its debt ceiling, the Company has elected to extend the Closing Date to 14 November 2013 to enable more time for investors to lodge their applications.

The new timetable is now as follows:

Closing Date of Offer	Thursday 14 November 2013 (5:00pm (AEST))
Notify ASX of under-subscriptions	Monday 18 November 2013
Despatch date/Shares entered into Shareholders' security holdings	By Thursday 21 November 2013
Date of quotation of Shares issued under the Offer	By Friday 22 November 2013

**Notes:**

*\* This timetable is indicative only and is subject to change. The Company reserves the right to vary the timetable without prior notice, including by closing the Offer before the scheduled Closing Date or by extending the Closing Date, subject to the Corporations Act and the ASX Listing Rules. Applicants are encouraged to submit their Application Forms as soon as possible after the Offer opens.*

The Company's Shares to be issued pursuant to the Offer began trading on a deferred settlement basis on 15 October 2013. ASX has suspended deferred settlement trading in these Shares as a result of the Company extending the Closing Date of the Offer.

### 3. ASX Releases

The following documents have been lodged with/released by the Company to the ASX since the Prospectus was lodged on 23 September 2013

Title of Notice as lodged with ASX	Lodgement Date
ASIC approval of Nominee for Excluded Shareholders	24/09/13
Letter to Shareholders not registered in Australia or NZ	23/09/2013
Letter to Option holders	23/09/2013
Letter to Shareholders registered in Australia or New Zealand	23/09/2013

During the period that the Offer remains open, the Company will provide copies of the above documents to any person on request, free of charge.

## 4. Applications

### 4.1 Investors who have not previously submitted an Application Form

All new applications for New Shares must be made on the relevant Application Form attached to, or accompanied by, a complete copy of the Prospectus and this Supplementary Prospectus. The Application Form contains detailed instructions on how it is to be completed.

### 4.2 Applicants who have previously submitted an Application Form and who do not want to withdraw their Application

Applicants who have already lodged an Application Form attached to or accompanying the Prospectus

This Supplementary Prospectus is dated 18 October 2013 and is intended to be read with the prospectus dated 23 September 2013 relating to the shares of Hill End Gold Limited

and who do not want to withdraw their Application need not take any action and need not complete a further Application Form in order to receive New Shares.

#### **4.3 Applicants who have previously submitted an Application Form and who want to withdraw their Application.**

Applicants may withdraw their Applications and be repaid any Application monies upon written notice to Boardroom Pty Ltd at either:

Level 7  
207 Kent Street  
Sydney  
NSW 2000  
Australia; or

GPO Box 3993  
Sydney  
NSW 2001  
Australia

The details of the refund cheque (including the address to which it should be sent) must correspond to the details contained in the Application Form lodged by the Applicant.

An Applicant who wishes to withdraw must ensure that written notice is received by Boardroom Pty Ltd by no later than 5.00pm (AEST) on 18 November 2013.

If Applicants choose to withdraw their Applications, the Company will repay the Application monies in full, without interest, as soon as practicable after receipt of the written withdrawal request.

### **5. Director's Authorisation**

This Supplementary Prospectus is issued by the Company and its issue has been authorised by a resolution of the Board.

In accordance with section 720 of the Corporations Act, each director of the Company has consented to the lodgement of this Supplementary Prospectus with ASIC.

**Dated 18 October 2013**

A handwritten signature in black ink, appearing to read 'Philip Bruce', with a horizontal line underneath.

**Managing Director  
Hill End Gold Limited**

For further information: Philip Bruce 0412 409 555

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