

**BAYROCK RESOURCES LIMITED**  
**ACN 649 314 894**  
**SUPPLEMENTARY PROSPECTUS**

**IMPORTANT INFORMATION**

This is a supplementary prospectus (**Supplementary Prospectus**) which supplements a prospectus dated 1 June 2022 (**Prospectus**) issued by Bayrock Resources Limited (ACN 649 314 894) (**Company**).

This Supplementary Prospectus is dated 26 August 2022 and was lodged with the ASIC on that date. The ASIC, the ASX and their officers take no responsibility for the contents of this Supplementary Prospectus or the merits of the investment to which this Supplementary Prospectus relates.

This Supplementary Prospectus is a refresh document as defined in section 724(3H) of the Corporations Act, as inserted by ASIC Corporations (Minimum Subscription and Quotation Conditions) Instrument 2016/70 (the **Instrument**).

Under the Corporations Act, the Company has an obligation to update a disclosure document if it becomes aware of new information that is material to investors. This Supplementary Prospectus has also been prepared to provide additional information to investors on items that the Company considers may be material. This is an important document and should be read in its entirety. If you do not understand it, you should consult your professional advisers without delay.

This Supplementary Prospectus should be read together with the Prospectus. 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 at [www.bayrockresources.com](http://www.bayrockresources.com).

The Company will send a copy of this Supplementary Prospectus to all applicants who have subscribed for Shares under the Prospectus to the date of this Supplementary Prospectus.

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**1. PURPOSE**

This Supplementary Prospectus has been prepared to:

- (a) provide investors with updated information in relation to the Sale and Purchase Agreement for the Northern Sweden Nickel Line Project;
- (b) provide investors with a revised indicative timetable for the Offer;
- (c) extend the Closing Date of the Offer to 11 November 2022;
- (d) refresh the period for admission to quotation of the Shares offered under the Prospectus, pursuant to the Instrument; and
- (e) refresh the period for the minimum subscription to the Offer under the Prospectus being achieved, pursuant to the Instrument.

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**This Supplementary Prospectus is intended to be read with the Prospectus dated 1 June 2022, issued by Bayrock Resources Limited (ACN 649 314 894).**

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## 2. EXTENSION OF CLOSING DATE

The Board wishes to advise that the Closing Date of the Offer has been extended until 5:00pm (WST) on 11 November 2022 and accordingly the Indicative Timetable set out in Section 2 of the Prospectus is deleted and replaced with the following:

### INDICATIVE TIMETABLE

Lodgement of Prospectus with the ASIC	1 June 2022
Exposure Period begins	1 June 2022
Opening Date	9 June 2022
Lodgement of Supplementary Prospectus	26 August 2022
Closing Date	11 November 2022
Issue of Securities under the Offers	18 November 2022
Dispatch of holding statements	21 November 2022
Expected date for quotation on ASX	24 November 2022

- The above dates are indicative only and may change without notice. Unless otherwise indicated, all time given are EST. The Company reserves the right to extend the Closing Date or close the Offer early without prior notice. The Company also reserves the right not to proceed with the Offer at any time before the issue of Shares to applicants.*
- If the Offer is cancelled or withdrawn before completion of the Offer, then all application monies will be refunded in full (without interest) as soon as possible in accordance with the requirements of the Corporations Act. Investors are encouraged to submit their applications as soon as possible after the Offer opens.*

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## 3. SPECIFIC DISCLOSURES REQUIRED BY LEGISLATIVE INSTRUMENT 2016/70

This Supplementary Prospectus has been prepared to:

- refresh the period for admission to quotation of the Shares offered under the Prospectus from three months from the date of the Prospectus to three months from the date of the Supplementary Prospectus (**Quotation Condition**); and
- refresh the period for the minimum subscription to the Offer under the Prospectus being achieved from the date four months after the date of the Prospectus to four months from the date of the Supplementary Prospectus (**Minimum Subscription Condition**),

pursuant to the Instrument.

### **Quotation Condition**

The Company makes the following statements regarding the Quotation Condition as required by the Instrument:

- an application for admission to quotation of the Shares offered under the Prospectus was made within seven days after the date of the Prospectus;
- the Shares offered under the Prospectus have not been admitted to quotation as at the date of this Supplementary Prospectus;

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**This Supplementary Prospectus is intended to be read with the Prospectus dated 1 June 2022, issued by Bayrock Resources Limited (ACN 649 314 894).**

- (c) the ASX has indicated that the Shares offered under the Prospectus will be admitted to quotation subject to certain conditions being satisfied;
- (d) the key condition to be satisfied for the Shares to be admitted to quotation is the minimum subscription to the Offer being achieved;
- (e) the Quotation Condition is being amended to extend the period for admission to quotation of the Shares offered under the Prospectus from 3 months from the date of the Prospectus to 3 months from the date of this Supplementary Prospectus;
- (f) the Quotation Condition must be satisfied by 26 November 2022, being the date 3 months from the date of this Supplementary Prospectus; and
- (g) as at the date of this Supplementary Prospectus, the number of Shares for which applications have been received is 525,000.

#### **Minimum Subscription Condition**

The Company makes the following statements regarding the Minimum Subscription Condition as required by the Instrument:

- (a) as at the date of this Supplementary Prospectus, the number of Shares for which applications have been received is 525,000;
- (b) the Minimum Subscription Condition is being amended to extend the period for the minimum subscription being achieved from 4 months from the date of the Prospectus to 4 months from the date of this Supplementary Prospectus; and
- (c) the Minimum Subscription Condition must be satisfied by 26 December 2022, being the date 4 months from the date of this Supplementary Prospectus.

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#### **4. SALE AND PURCHASE AGREEMENT – NORTHERN SWEDEN NICKEL LINE PROJECT**

Section 9.2 of the Prospectus is amended by deleting the words “Additionally, the Company is required to pay \$600,000 in cash to EMS, at completion of the Offer, as consideration” and replacing them with “Additionally, the Company is required to pay \$640,000 in cash to EMS, on or before 20 December 2022, as consideration”.

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#### **5. WITHDRAWAL OF PREVIOUS APPLICATIONS**

In accordance with section 724(2) of the Corporations Act, if you applied for Shares under the Prospectus (**Existing Applicant**), you may withdraw your application and be repaid your application monies, provided you give the Company written notice of your wish to do so within **one month** of the date of this Supplementary Prospectus.

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

An Existing Applicant who wishes to withdraw their application and obtain a refund must submit a written request to the Company's share registry by mail or

hand delivery to the addresses set out below so that it is received within one month of the date of the Supplementary Prospectus (i.e. by the close of business on 26 September 2022). As set out in Section 2, the Offer will remain open until after 26 September 2022.

Mailing address	Hand delivery
Bayrock Resources Limited C/- Automic Pty Ltd Level 5, 126 Phillip Street SYDNEY NSW 2000	Bayrock Resources Limited C/- Automic Pty Ltd Level 5, 126 Phillip Street SYDNEY NSW 2000

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 Existing Applicant.

If you do not wish to withdraw your application, you do not need to take any action.

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## 6. CONSENTS

The Company confirms that as at the date of this Supplementary Prospectus, each of the parties that have been named as having consented to being named in the Prospectus have not withdrawn that consent.

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## 7. 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.



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**Ian Pringle**  
**Managing Director**  
**For and on behalf of**  
**BAYROCK RESOURCES LIMITED**



## CORRECT FORMS OF REGISTRABLE TITLE

Type of Investor	Correct Form of Registration	Incorrect Form of Registration
Individual	Mr John Richard Sample	J R Sample
Joint Holdings	Mr John Richard Sample & Mrs Anne Sample	John Richard & Anne Sample
Company	ABC Pty Ltd	ABC P/L or ABC Co
Trusts	Mr John Richard Sample <Sample Family A/C>	John Sample Family Company
Superannuation Funds	Mr John Sample & Mrs Anne Sample <Sample Family Super A/C>	John & Anne Superannuation Fund
Partnerships	Mr John Sample & Mr Richard Sample <Sample & Son A/C>	John Sample & Son
Clubs/Unincorporated Bodies	Mr John Sample <Health Club A/C>	Health Club
Deceased Estates	Mr John Sample <Estate Late Anne Sample A/C>	Anne Sample (Deceased)

## INSTRUCTIONS FOR COMPLETING THE FORM

### YOU SHOULD READ THE PROSPECTUS AND SUPPLEMENTARY PROSPECTUS CAREFULLY BEFORE COMPLETING THIS PUBLIC OFFER APPLICATION FORM.

This is an Application Form for fully paid ordinary Shares and free-attaching Options in Bayrock Resources Limited (ACN 649 314 894) (**Company**) made under the terms of the Public Offer set out in the Prospectus dated 01 June 2022 (**Prospectus**) and the Supplementary Prospectus dated 26 August 2022 (**Supplementary Prospectus**).

Capitalised terms not otherwise defined in this document has the meaning given to them in the Prospectus and Supplementary Prospectus. The Prospectus and Supplementary Prospectus contain important information relevant to your decision to invest and you should read the entire Prospectus and Supplementary Prospectus before applying for Shares. If you are in doubt as to how to deal with this Application Form, please contact your accountant, lawyer, stockbroker or other professional adviser. To meet the requirements of the Corporations Act, this Application Form must not be distributed unless included in, or accompanied by, the Prospectus and any supplementary Prospectus (if applicable). While the Prospectus is current, the Company will send paper copies of the Prospectus, and any supplementary Prospectus (if applicable) and an Application Form, on request and without charge.

- Shares Applied For & Payment Amount** - Enter the number of Shares & the amount of the application monies payable you wish to apply for. Applications must be for a minimum of \$2,000 worth of Shares (10,000 Shares) and thereafter, in multiples of \$500 worth of Shares (2,500 Shares).
- Applicant Name(s) and Postal Address** - ONLY legal entities can hold Shares. The Application must be in the name of a natural person(s), companies or other legal entities acceptable by the Company. At least one full given name and surname is required for each natural person. Refer to the table above for the correct forms of registrable title(s). Applicants using the wrong form of names may be rejected. Next, enter your postal address for the registration of your holding and all correspondence. Only one address can be recorded against a holding.
- Contact Details** - Please provide your contact details for us to contact you between 9:00am and 5:00pm (AEST) should we need to speak to you about your application. In providing your email address you elect to receive electronic communications. You can change your communication preferences at any time by logging in to the Investor Portal accessible at <https://investor.automic.com.au/#/home>
- CHESSE Holders** - If you are sponsored by a stockbroker or other participant and you wish to hold Shares allotted to you under this Application on the CHESSE subregister, enter your CHESSE HIN. Otherwise leave the section blank and on allotment you will be sponsored by the Company and a "Securityholder Reference Number" ("SRN") will be allocated to you.
- TFN/ABN/Exemption** - If you wish to have your Tax File Number, ABN or Exemption registered against your holding, please enter the details. Collection of TFN's is authorised by taxation laws but quotation is not compulsory and it will not affect your Application.
- Payment** - Payments for Applications made using a paper Application Form can only be made by cheque. Your cheque must be made payable to "**Bayrock Resources Limited – IPO Account**" and drawn on an Australian bank and expressed in Australian currency and crossed "**Not Negotiable**". Cheques or bank drafts drawn on overseas banks in Australian or any foreign currency will NOT be accepted. Any such cheques will be returned and the acceptance deemed to be invalid. Sufficient cleared funds should be held in your account as your acceptance may be rejected if your cheque is dishonoured. Completed Application Forms and accompanying cheques must be received before 5:00pm (AEST) on the Closing Date by being delivered or mailed to the address set out in the instructions below.  
  
Applicants wishing to pay by BPAY® or EFT should complete the online Application, which can be accessed by following the web address provided on the front of the Application Form. Please ensure that payments are received by 5:00pm (AEST) on the Closing Date. Do not forward cash with this Application Form as it will not be accepted.

## DECLARATIONS

### BY SUBMITTING THIS APPLICATION FORM WITH THE APPLICATION MONIES, I/WE DECLARE THAT I/WE:

- Have received a copy of the Prospectus and Supplementary Prospectus, either in printed or electronic form and have read the Prospectus and Supplementary Prospectus in full;
- Have completed this Application Form in accordance with the instructions on the form and in the Prospectus and Supplementary Prospectus;
- Declare that the Application Form and all details and statements made by me/us are complete and accurate;
- I/we agree to provide further information or personal details, including information related to tax-related requirements, and acknowledge that processing of my application may be delayed, or my application may be rejected if such required information has not been provided;
- Agree and consent to the Company collecting, holding, using and disclosing my/our personal information in accordance with the Prospectus and Supplementary Prospectus;
- Where I/we have been provided information about another individual, warrant that I/we have obtained that individual's consent to the transfer of their information to the Company;
- Acknowledge that once the Company accepts my/our Application Form, I/we may not withdraw it;
- Apply for the number of Shares that I/we apply for (or a lower number allocated in a manner allowed under the Prospectus and Supplementary Prospectus);
- Acknowledge that my/our Application may be rejected by the Company in its absolute discretion;
- Authorise the Company and their agents to do anything on my/our behalf necessary (including the completion and execution of documents) to enable the Shares to be allocated;
- Am/are over 18 years of age;
- Agree to be bound by the Constitution of the Company; and
- Acknowledge that neither the Company nor any person or entity guarantees any particular rate of return of the Shares, nor do they guarantee the repayment of capital.

## LODGEMENT INSTRUCTIONS

The Offer opened on 09 June 2022 and is expected to close on 11 November 2022. The Directors reserve the right to close the Offer at any time once sufficient funds are received or to extend the Offer period. Applicants are encouraged to submit their Applications as early as possible. Completed Application Forms and payments must be submitted as follows:

### Paper Application and Cheque

#### By Post:

OR  
Bayrock Resources Limited  
C/- Automic Pty Ltd  
GPO Box 5193  
SYDNEY NSW 2001

#### By Hand Delivery:

Bayrock Resources Limited  
C/- Automic Pty Ltd  
Level 5, 126 Phillip Street  
SYDNEY NSW 2000

### Online Applications and BPAY® or EFT Payments

#### Online:

<https://investor.automic.com.au/#/ipo/bayrockresources>

## ASSISTANCE

Need help with your application, no problem. Please contact Automic on:



#### PHONE:

1300 288 664 within Australia  
+61 (2) 9698 5414 from outside Australia



#### LIVE WECHAT:

Go to [www.automicgroup.com.au](http://www.automicgroup.com.au)



#### EMAIL:

[corporate.actions@automic.com.au](mailto:corporate.actions@automic.com.au)

