

# **LEGEND MINING LIMITED**

ACN 060 966 145

**11 March 2003**

## **SUPPLEMENTARY PROSPECTUS**

To a Prospectus dated 19 February 2003 being a pro-rata non-renounceable Entitlement Issue to Existing Shareholders of approximately 14,078,221 New Shares on the basis of one (1) New Share for every three (3) Shares held at the Record Date to raise up to approximately \$422,346.00 (Rights Issue Prospectus).

This Supplementary Prospectus supplements the Rights Issue Prospectus referred to above. To the extent of inconsistency between this Supplementary Prospectus and the Rights Issue Prospectus, the provisions of this Supplementary Prospectus will prevail.

## 1. INTRODUCTION

The Company has prepared this Supplementary Prospectus to provide shareholders with further information about:-

- a) how moneys raised by the Entitlement Issue are to be allocated to working capital and exploration to upgrade existing gold resources at Carlow Castle; and
- b) the effect on the Company should the Entitlements Issue not be fully subscribed.

## 2. MINIMUM SUBSCRIPTION

The Entitlements Issue is subject to a minimum subscription of \$120,000.00. No New Shares will be issued and allotted until the minimum subscription is reached. If the minimum subscription is not reached within 4 months of the date of this Supplementary Prospectus then all application monies will be returned to the applicant without interest.

## 3. PURPOSE OF THE ISSUE AND EFFECT ON THE COMPANY

Monies raised by this Entitlements Issue will be used for working capital and further exploration of the Company's Carlow Castle Project with the objective of expanding the current gold-copper resource base.

If the Entitlements Issue is fully subscribed then the monies raised will be utilised as follows:

Administration and legal fees for the Prospectus		\$10,000.00
Working capital		\$190,346.00
Carlow Castle Exploration		\$222,000.00
(comprising)		
Surface exploration/GIS	\$27,000	
Geochemistry/geophysics	\$36,000	
RC drilling	\$125,000	
Field and staff costs	\$25,500	
Tenement rents and costs	\$8,500	
		<b>\$422,346.00</b>

However, if only the minimum subscription is reached then the funds raised (\$120,000.00) will be used solely to pay fees for the Prospectus and for working capital. The Company will not carry out work on the Carlow Castle project and may apply for exemption from expenditure conditions for the relevant tenement year. The extent of the programme for Carlow Castle will be tailored to utilise available funds should monies be raised in excess of the minimum subscription but less than the full amount sought to be raised by the Entitlements Issue. For example, the Company will give first priority to surface exploration but proposed activities may change subject to exploration results.

No funds raised by the Entitlements Issue will be used to re-pay any non-current liabilities, which includes the amount of \$255,860.00 referred to in section 3.1 (e) of the Rights Issue Prospectus.

If the Company only raises the minimum subscription then the Directors are satisfied that the Company will have sufficient working capital to meet its current liabilities. However, the situation will be monitored carefully and the Company will need to raise further monies to fund continuing exploration of Carlow Castle, ongoing Company operations and project acquisitions. If the minimum subscription is not reached then the Company will need to raise funds from alternative sources and to negotiate with creditors, which include directors of the Company, in order to remain as a going concern.

#### 4. APPLICATION

4.1 Investors who have NOT previously submitted an Application for New Shares or who wish to submit an Application for further New Shares:-

All new applications for New Shares must be made on the Application Forms attached to or accompanying this Supplementary Prospectus. The Application Forms contain detailed instructions on how they are to be completed. Applications must not be made on the Application Forms attached to or accompanying the original Rights Issue Prospectus.

Each Application Form must be accompanied by payment of \$0.03 per New Share subscribed for.

4.2 Investors who HAVE previously submitted an Application for New Shares (including any shortfall)-- The Company will allow investors who have lodged applications under the Rights Issue Prospectus prior to the date of this Supplementary Prospectus to obtain a refund for their application monies if they do not wish to proceed with their applications.

Any investor who wishes to obtain a refund should write to the Company, Legend Mining Limited, PO Box 626 West Perth, WA 6872 (facsimile: (08) 9322 3800), within one month of the date of this document to withdraw their application and be repaid. 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 that investor. Refund requests must be received by the Company by 5:00 pm WST on 7 April 2003.

5. Terms which are defined in the Rights Issue Prospectus have the same meanings when used in this Supplementary Prospectus.
6. Where the context requires the term "Prospectus" where used herein includes the Rights Issue Prospectus as supplemented by this Supplementary Prospectus.
7. This Supplementary Prospectus was lodged with the Australian Securities & Investments Commission on 11 March 2003. ASIC takes no responsibility for the contents of this Supplementary Prospectus.

DATED this 11th day of March 2003

Each of the Directors has consented in writing to the lodgement of this Supplementary Prospectus.

---

Signed for and on behalf of  
**LEGEND MINING LIMITED**  
(ACN 060 966 145)  
Director