

This is a Supplementary Prospectus dated 9 November 2016 is intended to be read with the Prospectus dated 3 November 2016 relating to the Offer to apply for Shares in the Company.

Cobalt Blue Holdings Limited **ACN 614 466 607** **Supplementary Prospectus**

Important Information

This supplementary prospectus is dated 9 November 2016 (**Supplementary Prospectus**) and was lodged with the Australian Securities and Investments Commission (**ASIC**) on the same date. This Supplementary Prospectus supplements the Prospectus dated 3 November 2016 (**Prospectus**) issued by Cobalt Blue Holdings Limited ACN 614 466 607 (**Company**) in relation to the Offer of Shares by the Company.

Neither ASIC nor ASX takes any responsibility for the contents of this Supplementary Prospectus. This Supplementary Prospectus must be read together with the Prospectus.

Pursuant to section 719(4) of the *Corporations Act 2001* (Cth) (**Corporations Act**), the Prospectus is taken to include the Supplementary Prospectus. If there is a conflict between the Prospectus and the Supplementary Prospectus, the Supplementary Prospectus will prevail. Unless otherwise indicated, terms defined in the Prospectus have the same meaning in this Supplementary Prospectus.

This Supplementary Prospectus provides important information to assist investors in deciding whether to invest in the Company and should be read in its entirety. If, after reading this Supplementary Prospectus, you have any questions, you should consult your professional adviser.

This Supplementary Prospectus and the Prospectus can be accessed online at www.cobaltblueholdings.com.

1. Amendments to the Prospectus

Since the lodgment of the Prospectus, there has been a change in circumstance with respect to the 6 agreements registered on the title of ML86 and ML87 disclosed in the "title risk" section on page 80 of the Prospectus.

In particular, the Company notes that the NSW Department of Industry Resources & Energy confirmed in a letter dated 3 November 2016 that in response to the application by Broken Hill Prospecting Limited, in accordance with section 161(6) of the *Mining Act 1992* the registration of each of the 6 agreements on the title of ML86 and ML87 has been terminated. This was confirmed by searches undertaken in respect of ML86 and ML87 on 7 November 2016.

2. Directors' belief

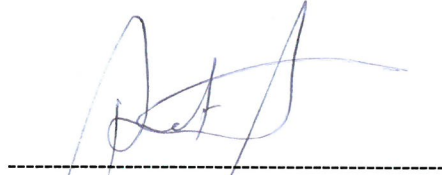
The Directors believe that the information contained in this Supplementary Prospectus is not materially adverse from the point of view of an investor.

3. Directors' authorisation

In accordance with section 720 of the Corporations Act, each Director has consented to the lodgment of this Supplementary Prospectus with ASIC.

Dated: 9 November 2016

Dated: 9 November 2016

A handwritten signature in blue ink, appearing to read 'Robert Biancardi', is written over a horizontal dashed line.

Signed for and on behalf of
Cobalt Blue Holdings Limited
Robert Biancardi
Chairman

Note: All other details in relation to the terms of the Offer and other matters under the Prospectus remain unchanged. This Supplementary Prospectus must be read in conjunction with the Prospectus.