

# **AUMAKE INTERNATIONAL LIMITED**

## **ACN 150 110 017**

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### **SUPPLEMENTARY PROSPECTUS**

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#### **IMPORTANT INFORMATION**

This is a supplementary prospectus (**Supplementary Prospectus**) intended to be read with the prospectus dated 13 December 2017 (**Prospectus**) and issued by AuMake International Limited (ACN 150 110 017) (**Company** or **AU8**).

This Supplementary Prospectus is dated 22 December 2017 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.

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 available with the Prospectus as an electronic prospectus and may be accessed on the Company's website at [www.aumake.com.au](http://www.aumake.com.au) and the Company will send a copy of this Supplementary Prospectus to Shareholders.

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 is intended to be read with the Prospectus issued by AuMake International Ltd (ACN 150 110 017)**

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## 1. REASONS FOR THE SUPPLEMENTARY PROSPECTUS

On 12 December 2017, the Company entered into an agreement with Prenzler Group Pty Ltd (ACN 621 100 730) authorised representative of BR Securities Australia Pty Ltd (AFSL 456663) (**Underwriter** or **Prenzler Group**) pursuant to which Prenzler Group has agreed to fully underwrite the Entitlement Offer for the amount of \$20,097,271 (**Underwritten Amount**), being 31,900,431 Shares (**Underwriting**).

This Supplementary Prospectus has been prepared to provide investors with up-to-date details of:

- (a) the indicative timetable for the Offer; and
- (b) the effect of the Underwriting on the control of the Company.

The Company does not consider the amendments to the Prospectus to be materially adverse to Shareholders.

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## 2. AMENDED TIMETABLE

As announced on 20 December 2017, due to the Australia Day public holiday the Issue Date in the indicative timetable included at Section 2 of the Prospectus has changed from 26 to 29 January 2017 and is to be replaced by the following:

Announcement of the Offer	13 December 2017
Lodgement of Prospectus with the ASIC	13 December 2017
Lodgement of Prospectus & Appendix 3B with ASX	13 December 2017
Notice sent to Optionholders	13 December 2017
Notice sent to Shareholders	15 December 2017
Ex date	18 December 2017
Record Date for determining Entitlements	19 December 2017
Prospectus sent out to Shareholders & Company announces this has been completed	20 December 2017
Opening Date	20 December 2017
Closing Date*	19 January 2018
Shares quoted on a deferred settlement basis	22 January 2018
ASX notified of under subscriptions	24 January 2018
Issue date/Shares entered into Shareholders' security holdings	29 January 2018
Quotation of Shares issued under the Entitlement Offer*	30 January 2018

\*The Directors may extend the Closing Date by giving at least 6 Business Days' notice to ASX prior to the Closing Date. As such the date the Shares are expected to commence trading on ASX may vary.

### 3. UNDERWRITING

#### 3.1 Section 5.5 - Effect on control of the Company – Entitlement Offer

Section 5.5 is deleted in its entirety and replaced with the following:

The Underwriter is not a related party of the Company for the purposes of the Corporations Act and is controlled by Joel Fishlock who is also not a related party of the Company. The Underwriter's present relevant interest and changes under several scenarios are set out in the table.

Event	Shares held by Underwriter <sup>1</sup>	Voting power of Underwriter
Date of Prospectus	1,871,914	0.78%
Completion of Entitlement Offer		
• Fully subscribed	2,121,503	0.78%
• 75% subscribed	10,096,611	3.72%
• 50% subscribed	18,071,719	6.66%
• 0% subscribed (Underwriter's maximum relevant interest)	33,772,345	12.45%

**Notes:**

1. These Shares are held in the name of Joel Fishlock, who controls the Underwriter.

The number of Shares held by the Underwriter and its voting power in the table above show the potential effect of the Underwriting of the Entitlement Offer. However, it is unlikely that no Shareholders, other than the Underwriter, will take up Entitlements under the Entitlement Offer. The Underwriting obligation and therefore voting power of the Underwriter will reduce by a corresponding amount for the amount of Entitlements under the Entitlement Offer taken up by the other Shareholders.

The Underwriter intends to take up its full Entitlement under the Entitlement Offer.

In addition, Shareholders should note that if they do not participate in the Entitlement Offer, their holdings are likely to be diluted by approximately 11.76% (as compared to their holdings and number of Shares on issue as at the date of the Supplementary Prospectus). Examples of how the dilution may impact Shareholders is set out in the table below:

Holder	Holding as at Record date	% at Record Date	Entitlements under the Entitlement Offer	Holdings if Entitlement Offer not taken Up	% post Entitlement Offer
Shareholder 1	10,000,000	4.18	1,333,334	10,000,000	3.69
Shareholder 2	5,000,000	2.09	666,667	5,000,000	1.84
Shareholder 3	1,500,000	0.63	200,000	1,500,000	0.55
Shareholder 4	400,000	0.17	53,334	400,000	0.15
Shareholder 5	50,000	0.02	6,667	50,000	0.02

**Notes:**

1. The dilutionary effect shown in the table is the maximum percentage on the assumption that all Entitlements are accepted or that the Underwriter fulfils their subscription under the Underwriting Agreement and that no Options are exercised, or Shares issued from the date of this Supplementary Prospectus.

The Company also confirms that no existing Shareholder of the Company will increase its shareholding to above 19.99% as a result of the Entitlement Offer.

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**4. CONSENTS**

Prenzler Group Pty Ltd has given its written consent to being named as Underwriter in this Supplementary Prospectus and to the inclusion of the information and statements contained in Sections 1 and 3 of this Supplementary Prospectus in the form and context in which the information and statements are included. Prenzler Group Pty Ltd has not withdrawn its consent prior to the lodgement of this Supplementary Prospectus with the ASIC.

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**5. 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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**Keong Chan**  
**Executive Chairman**  
**For and on behalf of**  
**AuMake International Limited**