

Supplementary Prospectus

1 Important information

This is a supplementary prospectus (**Supplementary Prospectus**) intended to be read with the prospectus dated 10 March 2017 (**Prospectus**) issued by Metallica Minerals Limited (**Company**). This is the first supplementary prospectus lodged with ASIC in relation to the Offer.

This Supplementary Prospectus is dated 21 March 2017 and was lodged with the Australian Securities and Investments Commission (**ASIC**) on that day.

Neither ASIC, ASX nor any of their respective officers take any responsibility as to 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. To the extent of any inconsistency between this Supplementary Prospectus and the Prospectus, this Supplementary Prospectus will prevail. Unless otherwise indicated, terms defined and used in the Prospectus have the same meaning in this Supplementary Prospectus.

This Supplementary Prospectus will be issued as an electronic prospectus and may be accessed on the Company's website at www.metallicaminerals.com.au.

This is an important document and should be read in its entirety. If you do not understand it you should consult your professional advisors without delay.

2 Reasons for the Supplementary Prospectus

Since lodgement of the Prospectus, the Company and the Underwriter have agreed to amend the underwriting agreements for the rights issue and option exercise.

This Supplementary Prospectus:

- (a) amends and updates section 9.5(c)(ii) of the Prospectus in respect of the rights issue underwriting agreement by replacing "2 consecutive trading days on which trades in Shares were recorded" with "5 consecutive days on which trades in Shares were recorded".
- (b) amends and updates section 9.5(c)(iv) of the Prospectus in respect of the options underwriting agreement by replacing "two consecutive trading days prior to the allotment of New Shares" with "5 consecutive days on which trades in Shares were recorded".

3 Consents

Each of the persons referred to in this section:

- (a) has given and has not, before the date of lodgement of this Supplementary Prospectus with ASIC withdrawn their written consent:
 - (i) to be named in this Supplementary Prospectus in the form and context which it is named; and
 - (ii) where applicable, to the inclusion in this Supplementary Prospectus of the statement(s) and/or reports (if any) by that person in the form and context in which it appears in this Supplementary Prospectus;
- (b) has not caused or authorised the issue of this Supplementary Prospectus;

- (c) has not made any statement in this Supplementary Prospectus or any statement on which a statement in this Supplementary Prospectus is based, other than specified below;
- (d) to the maximum extent permitted by law, expressly disclaims all liability in respect of, makes no representation regarding, and takes no responsibility for, any part of this Supplementary Prospectus, other than the references to their name and the statement(s) and/or report(s) (if any) specified below and included in this Supplementary Prospectus with the consent of that person.

Name	Role
Mills Oakley	Lawyers
CPS Capital Pty Ltd	Underwriter

4 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 ASIC.

Dated: 21 March 2017



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Julian Atkinson

Signed for and on behalf of

Metallica Minerals Limited by

Julian Atkinson (under a power of attorney)