

SUPPLEMENTARY PROSPECTUS

ARUNTA RESOURCES LIMITED [ABN 73 089 224 402]

IMPORTANT NOTICE

This supplementary prospectus is dated 5 August 2014 and was lodged with the Australian Securities and Investments Commission ("ASIC") on that date. This supplementary prospectus supplements the Prospectus issued by Arunta Resources Limited ("the Company") and lodged with ASIC on 28 July 2014 ("Prospectus"). This supplementary prospectus must be read in conjunction with the Prospectus.

ASIC and ASX Limited ("ASX") take no responsibility for the contents of this supplementary prospectus or the Prospectus.

Terms used in this supplementary prospectus have the same meaning as in the Prospectus unless otherwise defined or the contrary intention appears.

Lodgement of Prospectus & application for quotation

The Prospectus is dated 28 July 2014. A copy of the Prospectus was lodged with the Australian Securities & Investments Commission on the same date. Neither ASIC nor ASX nor their respective officers take any responsibility as to the contents of the Prospectus.

The first sentence of section 1.6 of the Prospectus omitted reference to the application to ASX being made within 7 days, and should read as follows:

"The Company will apply to ASX for admission of the Shares and Options to official quotation within 7 days after the date of this Prospectus."

The Company applied to ASX for admission of the Shares and Options to official quotation, 28 July 2014 (the date of the Prospectus). The fact that ASX may grant official quotation to the Shares or Options is not to be taken in any way as an indication of the merits of the Company, the Shares or the Options.

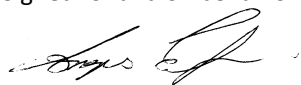
General Meeting

The General Meeting of Shareholders referred to on pages 13 and 23 of the Prospectus was held on 30 July 2014. All resolutions were passed at the meeting and the results were announced to ASX on the same day. As a result, the 42,500,000 Options identified in the table headed "Options" on page 12 of the Prospectus as being proposed to be issued subject to shareholder approval were issued on 1 August 2014. A total of 333,854,457 options are presently on issue.

DIRECTORS' CONSENT

Each of the Directors of Arunta Resources Limited has consented to the lodgement of this supplementary prospectus with ASIC.

Signed for and on behalf of Arunta Resources Limited:



Angus Edgar
Director

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