



**RESOLUTE  
MINING  
LIMITED**

**ASX ANNOUNCEMENT**

**SUPPLEMENTARY CLEANSING PROSPECTUS**

Resolute Mining Limited has today lodged a Supplementary Prospectus that should be read in conjunction with the Original Prospectus dated and lodged on 19 May 2009.

The purpose of the Original Prospectus was to ensure that the on-sale of Shares issued under the Share Placement completed in May 2009 did not cause a breach of section 707(3) of the Corporations Act by relying on the exemption to the secondary trading provisions in section 708A(11) of the Corporations Act.

As announced on 9 June 2009, the Company has elected to pay the first interest instalment on the listed convertible notes by the issue of Shares. Resolute has lodged the Supplementary Prospectus for the purpose of similarly qualifying these Shares for secondary trading.

Enclosed is a copy of the Supplementary Prospectus.

PETER SULLIVAN  
Chief Executive Officer  
29 June 2009

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**RESOLUTE MINING LIMITED**

A.C.N. 097 088 689 A.B.N. 39 097 088 689

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**RESOLUTE MINING LIMITED**  
**ACN 097 088 689**  
**SUPPLEMENTARY PROSPECTUS – CLEANSING OFFER**

**Section 1 Important Information**

This is a Supplementary Prospectus that should be read in conjunction with the prospectus dated 19 May 2009 (“Original Prospectus”) issued by Resolute Mining Limited ACN 097 088 689. This Supplementary Prospectus is dated 29 June 2009. A copy of this Supplementary Prospectus was lodged with the ASIC and ASX on 29 June 2009. No responsibility for the contents of this Supplementary Prospectus is taken by the ASIC or ASX.

**Section 2 Supplementary Information**

**(a) Purpose of the Prospectus**

The Original Prospectus stated that the purpose of the Original Prospectus was to ensure that the on-sale of Shares issued under the Placement did not cause a breach of section 707(3) of the Corporations Act by relying on the exemption to the secondary trading provisions in section 708A(11) of the Corporations Act.

As announced on 9 June 2009 the Company has elected to pay the first interest instalment on the listed convertible notes by the issue of Shares. The Offer remains open and the Company intends to use the Offer to ensure that the on-sale of Shares issued in satisfaction of the payment of interest does not cause a breach of section 707(3) of the Corporations Act by relying on the exemption to the secondary trading provisions in section 708A(11) of the Corporations Act.

**(b) Capital Structure**

The capital structure of the Company on completion of the Offer and assuming it is fully subscribed for is set out below:

|   | <b>Shares</b>      | <b>Convertible Notes</b> | <b>Listed Options</b> | <b>Unlisted Options</b> |
|---|--------------------|--------------------------|-----------------------|-------------------------|
| On issue at date of Supplementary Prospectus          | 346,827,907        | 103,443,677              | 79,986,074            | 4,420,000               |
| Shares issued as interest to Convertible Note holders | 5,486,758          | -                        | -                     | -                       |
| Issued under this Offer                               | 1,000              | -                        | -                     | -                       |
| <b>Total</b>  | <b>352,314,665</b> | <b>103,443,677</b>       | <b>79,986,074</b>     | <b>4,420,000</b>        |

**(c) Announcements**

Since the lodgement of the Original Prospectus the following announcements have been made by the Company:

| <b>Date</b> | <b>Announcement</b>                         |
|-------------|---|
| 29/6/09     | Shareholder Meeting Voting Details          |
| 15/06/09    | Milestone Gold Pour at Syama Gold Mine      |
| 09/06/09    | Convertible Note Interest Payment           |
| 05/06/09    | SandP Announces June SP/ASX Index Rebalance |
| 28/05/09    | Notice of Shareholder Meeting               |
| 27/05/09    | Ceasing to be a substantial holder          |
| 21/05/09    | Appendix 3B                                 |
| 21/05/09    | Change in substantial holding               |

### **Section 3            General**

All other information contained in the Original Prospectus remains unchanged. Words and phrases as defined in the Original Prospectus have a corresponding meaning in this Supplementary Prospectus.

### **Section 4            Directors' Consents and Authorisations**

Each Director of Resolute Mining Limited have given and has not, at the date of this Supplementary Prospectus, withdrawn his written consent to the lodgement with the ASIC of this Supplementary Prospectus.

This Supplementary Prospectus is signed for and on behalf of Resolute Mining Limited by:

A handwritten signature in black ink, appearing to read 'P. Sullivan', with a stylized flourish at the end.

Peter Sullivan  
Director  
Dated 29 June 2009

This document is important and should be read in its entirety and in conjunction with the Original Prospectus. If you do not understand its contents, you should consult your professional adviser without delay.