

SUPPLEMENTARY PROSPECTUS

DAVENPORT RESOURCES LIMITED [ABN 64 153 414 852]

IMPORTANT NOTICE

This Supplementary Prospectus is dated 25 November 2016 and was lodged with the Australian Securities and Investments Commission ("ASIC") on that date. This Supplementary Prospectus supplements the Replacement Prospectus dated 24 October 2016 (**Replacement Prospectus**) issued by Davenport Resources Limited and lodged with the Australian Securities and Investments Commission on those dates.

This Supplementary Prospectus must be read in conjunction with the Replacement Prospectus.

The Australian Securities and Investments Commission and ASX Limited take no responsibility for the contents of this Supplementary Prospectus or the Replacement Prospectus.

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

INTERIM STOP ORDER

On 24 November 2016 ASIC issued an interim order that no offers, issues, sales or transfers of securities may be made under the Replacement Prospectus ("the interim stop order"). The interim stop order applies for 21 days unless revoked earlier.

No offers, issues, sales or transfers of securities will be made while the interim stop order is in force, and the Company has suspended making offers under the Replacement Prospectus until further notice.

The Company will provide further information including lodgement of a further supplementary prospectus, including if the interim stop order is revoked or if a final stop order is made.

EXTENSION OF THE OFFER CLOSING DATE

The closing date of the offer period has been extended to 9 December 2016.

All references to the close of the Offers in the Replacement Prospectus (including references to the Closing Date) are amended replaced with the date "9 December 2016".

The revised indicative timetable for the remaining dates of the Offers is as set out in the table below. The extended closing date and remaining dates are subject to the interim stop order being revoked and may change. No offers will be made or shares allotted or issued while the interim stop order is in force, and the expected date of quotation is dependent on the interim stop order being revoked and the Offers proceeding.

Priority Offer and General Offer Closing Date (5pm)	9 December 2016
Broker Firm Offer Closing Date (5pm) ^	9 December 2016
Shares are expected to be allotted	20 December 2016

This Supplementary Prospectus is intended to be read in conjunction with the Replacement Prospectus dated 24 October 2016 lodged by Davenport Resources Limited.

Expected Dispatch of holding statements	21 December 2016
Expected date of quotation of shares on ASX (subject to ASX approval)	30 December 2016

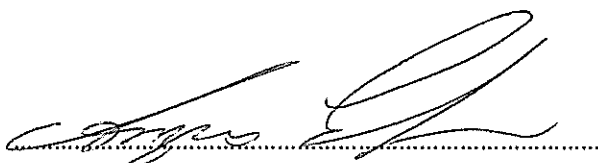
^An earlier date than the Broker Form Offer Closing Date may be specified by Brokers for returning applications for allocations under the Broker Firm Offer.

The above dates are indicative only and may change without notice. The Company, in consultation with the Lead Manager, reserves the right to extend or shorten the offer period or close the Equity Offer in its absolute discretion without notice. The Company also reserves the right not to proceed with all or part of the Equity Offer at any time before the issue of New Shares to applicants.

DIRECTORS' CONSENT

Each of the Directors of Davenport Resources Limited has consented to the lodgement of this Supplementary Prospectus with the Australian Securities and Investments Commission.

Signed for and on behalf of Davenport Resources Limited:



Director

Date: 25 November 2016

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