



BOJUN AGRICULTURE HOLDINGS LIMITED
ACN 618 962 253

SUPPLEMENTARY PROSPECTUS

1. Important information

This is a supplementary prospectus (*Supplementary Prospectus*) intended to be read with the replacement prospectus dated 5 September 2017 (*Replacement Prospectus*) which replaces the original prospectus dated 29 August 2017 (*Original Prospectus*) issued by Bojun Agriculture Holdings Limited (*Company*) in respect to the Offer of up to 24,000,000 shares at \$0.30 each to raise \$7,200,000 with up to \$4,800,000 of oversubscriptions.

This Supplementary Prospectus is dated 25 October 2017 and was lodged with ASIC on that date. A copy of this Supplementary Prospectus will be lodged with ASX. Neither ASIC nor ASX or their officers take any responsibility for the contents of this Supplementary Prospectus or for the merits of the investment to which this Supplementary Prospectus relates.

This Supplementary Prospectus must be read together with the Replacement Prospectus. To the extent of any inconsistency between this Supplementary Prospectus and the Replacement Prospectus, the provisions of this Supplementary Prospectus will prevail. Unless otherwise indicated, terms defined and used in the Replacement Prospectus have the same meaning in this Supplementary Prospectus.

This Supplementary Prospectus will be issued with the Replacement Prospectus in an electronic form and may be accessed on the Company's website at www.bojunagriculture.com. The Company will send a copy of this Supplementary Prospectus to all Applicants who have applied for New Shares under the Replacement Prospectus as at the date of this Supplementary Prospectus.

This Supplementary Prospectus and the Replacement Prospectus are important documents that should be read in their entirety. If you have any questions about the Shares being offered under the Replacement Prospectus, this Supplementary Prospectus or any other matter, you should consult your professional advisers.

2. Status of the Offer

As at the date of this Supplementary Prospectus, the Company has not raised the Minimum Subscription provided for in the Replacement Prospectus. No Applications have been processed and no Shares have been issued pursuant to the Replacement Prospectus.

3. Effect of this Supplementary Prospectus

This Supplementary Prospectus has been prepared to extend the indicative Closing Date of the Offer to 17 November 2017.

The Company made an application for admission to the Official List of ASX on 5 September 2017. If the Company is not admitted to the Official List and the Shares are not admitted to quotation within three (3) months from the date of the Original Prospectus (being 29 August 2017), or any subsequent refresh disclosure document, all Application Monies will be refunded, without interest.

4. Action required by investors

Investors who have not previously made any Application

All new Applications for Shares can only be accepted on the Application Form attached to or accompanying this Supplementary Prospectus. The Application Form should be completed in accordance with the instructions set out on the back of the form. Applications must not be made on the Application Form attached to or accompanying the Original Prospectus or Replacement Prospectus.

Investors who have lodged an Application Form

Applicants who have already applied for New Shares under the Replacement Prospectus are not required to re-submit an Application Form unless they wish to apply for additional New Shares.

5. Content supplemented

The Replacement Prospectus is supplemented by amending the important dates throughout the document based on the table below. In particular, the important dates have been changed as follows:

Important Dates - Page 5 of the Replacement Prospectus

The Directors have resolved to extend the Closing Date of the Offer until 17 November 2017, and as such the Important Dates Section in the table on page 5 of the Replacement Prospectus are now as follows:

| Event | Date and Time (Australian Eastern Standard Time) |
|---|---|
| Lodgement of Original Prospectus with ASIC | 29 August 2017 |
| Lodgement of Replacement Prospectus | 5 September 2017 |
| Opening Date | 6 September 2017 |
| Lodgement of this Supplementary Prospectus | 25 October 2017 |
| Closing Date | 17 November 2017 |
| Issue of New Shares | 23 November 2017 |
| Expected dispatch of Holding Statements | 23 November 2017 |
| Shares expected to begin trading on ASX | 28 November 2017 |

These dates are indicative only and may change. The Company reserves the right to vary the dates and times set out above subject to Corporations Act and other applicable laws. In particular, the Company

reserves the right to shorten or close the Offer early or extend the Closing Date without notice. You are encouraged to submit your Applications as soon as possible after the Opening Date.

6. Directors' authorisation

This Supplementary Prospectus is issued by the Company and its issue has been authorised by a resolution of the Directors.

The Directors believe that the Replacement Prospectus, when read together with this Supplementary Prospectus, contains all the information that would be required by sections 710 and 711 of the Corporations Act and does not contain any material statement that is misleading or deceptive. In accordance with section 720 of the Corporations Act, each Director has consented to the lodgement of this Supplementary Prospectus with ASIC and has not withdrawn that consent prior to lodgement.

Signed for and on behalf of Bojun Agriculture Holdings Limited.

Dated 25 October 2017

A handwritten signature in black ink, appearing to read 'Andrew Stoner', written in a cursive style.

Andrew Stoner
Chairman

Declaration By submitting this Application Form with your Application Monies, I/we declare that I/we:

- ✓ have received a copy of, and read, the Prospectus in full;
- ✓ have received this Application Form in accordance with the Prospectus; and
- ✓ have completed the Application Form in accordance with the instructions on the form and in the Prospectus;
- ✓ declare that all details and statements made by me/us are complete and accurate;
- ✓ agree and consent to the Company collecting, holding, using and disclosing my/our personal information in accordance with the Prospectus;
- ✓ where I/we have been provided information about another individual, warrant that I/we have obtained that individual's consent to the transfer of their information to the Company;
- ✓ acknowledge my/our Application Form may not be withdrawn;
- ✓ apply for the number of Shares set out in this Application (or a lower number allocated in a manner allowed under the Prospectus);
- ✓ acknowledge that my/our Application may be rejected by the Company in its absolute discretion;
- ✓ authorise the Company and their respective officers and agents to do anything on my/our behalf necessary (including the completion and execution of documents) to enable the Shares to be allocated to me/us;
- ✓ am/are over 18 years of age;
- ✓ agree to be bound by the constitution of the Company;
- ✓ acknowledge that neither the Company nor any person or entity guarantees any particular rate of return on the Shares, nor do they guarantee the repayment of capital;
- ✓ represent, warrant and agree that I/we am/are not in the United States or a US Person and am/are not acting for the account or benefit of a US Person; and
- ✓ represent, warrant and agree that I/we have not received this Prospectus outside Australia or New Zealand and am/are not acting on behalf of a person resident outside Australia or New Zealand.

Guide to the Application Form

YOU SHOULD READ THE PROSPECTUS CAREFULLY BEFORE COMPLETING THIS APPLICATION FORM.

Please complete all relevant sections of the appropriate Application Form using BLOCK LETTERS. These instructions are cross-referenced to each section of the Application Form.

Instructions

- A** If applying for Shares insert the **number** of Shares for which you wish to subscribe at Item **A** (not less than 6,667 Shares representing a minimum investment of \$2,000.10). Multiply by A\$0.30 to calculate the total Application Monies for Shares and enter the **A\$amount** at Item **B**.
- C** Write your **full name**. Initials are not acceptable for first names.
- D** Enter your **postal address** for all correspondence. All communications to you from the Company will be mailed to the person(s) and address as shown. For joint Applicants, only one address can be entered.
- E** If you are sponsored in CHESS by a stockbroker or other CHESS participant you may enter your CHESS HIN if you would like the allocation to be directed to your HIN. **NB: your registration details provided must match your CHESS account exactly.**
- F** Enter your Australian tax file number ("TFN") or ABN or exemption category, if you are an Australian resident. Where applicable, please enter the TFN/ABN of each joint Applicant. Collection of TFNs is authorised by taxation laws.

Quotation of your TFN is not compulsory and will not affect your Application Form. However, if no TFN is quoted your dividends and distributions may be taxed at the highest marginal tax rate plus medicare levy

- G** Complete **cheque details** as requested. Make your cheque payable to "Bojun Agriculture Holdings Limited". Cross it and mark it 'Not negotiable'. Cheques must be in Australian currency, and must be drawn on a bank or financial institution in Australia. **Alternatively you can apply online at www.bojunagriculture.com and pay by BPAY. If you apply online, you do not need to complete a paper Application Form. See below.**
- H** Enter your **contact details, including name, phone number and e-mail address**, so we may contact you regarding your Application Form or Application Monies.
By providing an e-mail address you are electing to receive notices of meetings, annual reports and other communications from the Company electronically to the provided e-mail address.

Payment by BPAY

You may apply for shares online and pay your Application Monies by BPAY. Applicants wishing to pay by BPAY should complete the online Application Form accompanying the electronic version of the Prospectus available at www.bojunagriculture.com and follow the instructions on the online Application Form. When completing your BPAY payment please ensure you use the specific Biller Code and Unique CRN provided in the online Application Form and confirmation e-mail. If you do not use the correct Biller Code and CRN, your Application will not be recognised as valid. It is your responsibility to ensure payment is received by 5:00pm (Sydney time) on the Closing Date. Applicants should be aware that their own financial institution may implement earlier cut off times with regards to electronic payment and should therefore take this into consideration when making payment. Neither Boardroom Pty Limited nor Bojun Agriculture Holdings Limited accepts any responsibility for loss incurred through incorrectly completed BPAY payments.

Correct Form of Registrable Title

Note that ONLY legal entities can hold the Shares. The Application must be in the name of a natural person(s), companies or other legal entities acceptable to the Company. At least one full given name and surname is required for each natural person. Examples of the correct form of registrable title are set out below.

| Type of Investor | Correct Form of Registrable Title | Incorrect Form of Registrable Title |
|-----------------------------|--|-------------------------------------|
| Individual | Mr John David Smith | J D Smith |
| Company | ABC Pty Ltd | ABC P/L or ABC Co |
| Joint Holdings | Mr John David Smith & Mrs Mary Jane Smith | John David & Mary Jane Smith |
| Trusts | Mr John David Smith <J D Smith Family A/C> | John Smith Family Trust |
| Deceased Estates | Mr Michael Peter Smith <Est Lte John Smith A/C> | John Smith (deceased) |
| Partnerships | Mr John David Smith & Mr Ian Lee Smith | John Smith & Son |
| Clubs/Unincorporated Bodies | Mr John David Smith <Smith Investment A/C> | Smith Investment Club |
| Superannuation Funds | John Smith Pty Limited <J Smith Super Fund A/C> | John Smith Superannuation Fund |

Lodgment

Mail or deliver your completed Application Form with your cheque(s) or bank draft attached to one of the following addresses:

Mailing address:

Bojun Agriculture Holdings Limited
C/-Boardroom Pty Limited
GPO Box 3993
SYDNEY NSW 2001

Delivery address:

Bojun Agriculture Holdings Limited
C/-Boardroom Pty Limited
Level 12, 225 George Street
SYDNEY NSW 2000

The Offer closes at 5:00 p.m. (Sydney Time) on 17 November 2017, unless varied in accordance with the Corporations Act and ASX Listing Rules.

It is not necessary to sign or otherwise execute the Application Form.

If you have any questions as to how to complete the Application Form, please contact Boardroom Pty Limited on 1300 737 760 within Australia and +61 2 9290 9600 outside Australia.

Privacy Statement

Bojun Agriculture Holdings Limited advises that Chapter 2C of the Corporations Act requires information about its shareholders (including names, addresses and details of Shares held) to be included in the Company's share register. Information is collected to administer your securityholding and if some or all of the information is not collected then it might not be possible to administer your securityholding. Your personal information may be disclosed to the Company. To obtain access to your personal information or more information on how the Company collects, stores, uses and disclosures your information please contact the Company at the address or telephone number shown in the Replacement Prospectus.