

This is a Supplementary Prospectus to be read with the Prospectus dated 31 July 2006 issued by Minemakers Limited.

MINEMAKERS LIMITED

ACN 116 296 541

SUPPLEMENTARY PROSPECTUS

This Supplementary Prospectus is dated 15 September 2006 and was lodged with the Australian Securities and Investments Commission (**ASIC**) on 15 September 2006. ASIC and the ASX do not take any responsibility for the contents of this Supplementary Prospectus.

This document is supplementary to the:

- Prospectus dated 31 July 2006;

issued by Minemakers Limited and must be read together with that Prospectus. Pursuant to Section 719(4) of the Corporations Act, the information set out in this Supplementary Prospectus is taken to be included in the Prospectus. Terms defined in the Prospectus have the same meaning in this Supplementary Prospectus except where otherwise defined in this Supplementary Prospectus.

1. Introduction

On 31 July 2006 Minemakers Limited (**Company**) issued the Prospectus offering for subscription up to 25,000,000 ordinary shares at an issue price of \$0.20 each with one free attaching option for every two shares issued to raise up to \$5,000,000.

The closing date of the offer as stated in the Prospectus dated 31 July 2006, is 15 September 2006.

The Directors of Minemakers Limited have extended the offer and the amended closing date is 22 September 2006.

2. Directors' and other Consents

In accordance with Section 720 of the Corporations Act, each Director of the Company has consented in writing to the lodgement of this Supplementary Prospectus.

Dated: 15 September 2006.

Signed for and on behalf of Minemakers Limited by:

Andrew Drummond
Managing Director