

Minemakers Limited

Defined Terms

The following definitions apply throughout this document unless the context requires otherwise.

2010 Performance Option	Means an Option granted by the Company and which entitles the holder to subscribe for one Share each with an exercise price of \$0.01 exercisable on or before 31 December 2010 on the terms and conditions in Section 10.4 of this Prospectus.
2012 Performance Option	Means an Option granted by the Company and which entitles the holder to subscribe for one Share each with an exercise price of \$0.01 exercisable on or before 31 December 2012 on the terms and conditions in Section 10.5 of this Prospectus.
Applicant	Person who submits a valid Application Form.
Application	A valid application made on an Application Form to subscribe for Shares pursuant to this Prospectus.
Application Form	The application form attached to this Prospectus in relation to the Offer.
Application Monies	Application monies for Shares received by the Company under an Application Form.
ASIC	Australian Securities and Investments Commission.
ASX	Australian Stock Exchange Limited ACN 008 624 691.
Board	The board of Directors.
Closing Date	15th September 2006 at 5pm Western Standard Time.
Company or Minemakers	Minemakers Limited ACN 116 296 541.
Constitution	The Constitution of the Company.
Corporations Act	Corporations Act 2001 (Cth).
Directors	The Directors of the Company.
Electronic Prospectus	An electronic version of the Prospectus.
ESOP Options	Means an Option granted by the Company under the Company's Option Incentive Plan for Employees, Directors and Consultants on the terms and conditions described in Section 10.7.
Listed Options	An Option granted by the Company and which entitles the holder to subscribe for one Share each with an exercise price of \$0.30 exercisable on or before 31 December 2008 on the terms and conditions in Section 10.6.
Issue	The issue of Shares pursuant to this Prospectus.
Listing Rules	The official listing rules of ASX.
Offer or Issue	The offer made under this Prospectus to subscribe for Shares and Listed Options.
Official List	The official list of ASX.
Options	Means the right to acquire one ordinary fully paid Share in the capital of the Company.
Performance Option	Means a 2010 Performance Option or a 2012 Performance Option
Prospectus	This Prospectus and includes the Electronic Prospectus.
SCH Business Rules	Has the same meaning as in the Corporations Act.
Securities	Means the Shares and Listed Options offered under this Prospectus.
Section	A section of this Prospectus.
Share	Fully paid ordinary share in the Company.
Shareholder	A registered holder of Shares.
Solicitors' Report	The solicitors report prepared by Hardy Bowen and lodged with ASIC on 31st July 2006.
Tenements	The tenements listed in the Solicitors' Report.