Precious Metals Investments Limited

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SUPPLEMENTARY PROSPECTUS

This document should be read in its entirety. If you are in doubt as to the course you should follow, you should consult your investment or other professional advisor.

Important information about this Supplementary Prospectus
This Supplementary Prospectus is issued by Precious Metals Investments Limited (PMI) and is dated 7 September 2011.

A copy of this Supplementary Prospectus was lodged with the Australian Securities and Investments Commission (ASIC) on 7 September 2011. ASIC and NSX Limited (NSX) take no responsibility for the content of this Supplementary Prospectus.

This Supplementary Prospectus must be read together with the Prospectus dated 1 September 2011 (Prospectus), relating an offer of shares by PMI (Offer).

Words used in this Supplementary Prospectus have the meanings given in the Prospectus, unless the contrary intention appears.

This Supplementary Prospectus prevails to the extent of any inconsistency with the Prospectus.

This Supplementary Prospectus and the Prospectus may be viewed on PMI's website. During the period of the Offer, you may obtain a paper copy of the Prospectus and this Supplementary Prospectus free of charge by contacting PMI.

You may only apply for Shares using an application form attached to or accompanied by a complete copy of the Prospectus and this Supplementary Prospectus. A person must not pass on a copy of the Application Form unless it is accompanied by a complete copy of the Prospectus and this Supplementary Prospectus.

Why has PMI issued this Supplementary Prospectus?
PMI has issued this Supplementary Prospectus to correct and amend four (4) sections of the Prospectus.

The sections are as follows:

- Section 2.3 of the prospectus is to be amended to the extent that, 'If permission is not granted for the Shares to be listed for quotation before the end of **3** months after the date of this Prospectus or such longer period permitted by the Corporations Act with the consent of ASIC, all Application Moneys received pursuant to the Prospectus will be refunded without interest to Applicants in full within the time prescribed by the Corporations Act.' The Prospectus issued on 1 September 2011 said 6 months.
- Section 3.9 of the Prospectus is to be amended to the extent that, 'If the minimum subscription is not reached within four months from the date of this Prospectus, the Directors will not allot any shares pursuant to this Offer and the Company will, within 14 days thereafter, refund all Application Moneys without interest.' Section 3.9 of the Prospectus was inconsistent with Section 2.2 of the Prospectus.
- Section 4.3.3 of the Prospectus included the following sentence, 'A more detailed analysis of this process is as follows'. This sentence should be omitted.
- Section 10.2 of the Prospectus is to be amended to the extent that "If the Company is not admitted to the Official List of the NSX and the Shares are not granted quotation on the NSX market within **3** months after the date of this Prospectus, none of the Shares offered under this Prospectus will be allotted and all monies paid by Applicants hereunder will be refunded without interest within the time prescribed by the Corporations Act.' The Prospectus issued on 1 September 2011 said 6 months.

Your right to withdraw your application and be repaid

If you applied for Shares under the Prospectus before the date of this Supplementary Prospectus, you may withdraw your application and be repaid, provided you give PMI written notice of your wish to do so before 7 October 2011.

If you do not wish to withdraw your application, you do not need to take any action.

Consents

Each Director has given his consent to the issue of this Supplementary Prospectus and its lodgement with the ASIC. No Director has withdrawn that consent prior to lodgement of this Supplementary Prospectus with ASIC.

Charles Straw
Managing Director

PRECIOUS METALS INVESTMENTS LIMITED

ACN 144 973 259

Application form SUPPLEMENTARY PROSPECTUS

Broker Reference – Stamp Only

Broker Code

Advisor Code

Fill out this Application form if you wish to apply for Shares in Precious Metals Investments Limited

- Please read the Prospectus dated 1 September 2011 AND Supplementary Prospectus dated 7 September 2011
- Follow the instructions to complete this Application form (see reverse).
- Print clearly in capital letters using black or blue pen.

A **Number of shares you are applying for**

x $1.25 per share =

B **Total amount payable**

Minimum of 1,600 Shares to be applied for, and thereafter in multiples of 400 Shares.

C **Write the name(s) you wish to register the Shares in *(see reverse for instructions)***

Applicant 1

Name of Applicant 2 or < Account Designation >

Name of Applicant 3 or < Account Designation >

D **Write your postal address here**

Number / Street

Suburb/Town

State

Postcode

E **CHESS participant – Holder Identification Number (HIN)**

X

Important please note *if the name & address details above in sections C & D do not match exactly with your registration details held at CHESS, any Securities issued as a result of your application will be held on the Issuer Sponsored subregister.*

F **Enter your Tax File Number(s), ABN, or exemption category**

Applicant #1

Applicant #2

Applicant #3

G **Cheque payment details –** PIN CHEQUE(S) HERE

Please enter details of the cheque(s) that accompany this application.

Name of drawer of cheque	Cheque No.	BSB No.	Account No.	Cheque Amount A$

H **Contact telephone number (daytime/work/mobile)**

I **Email address**

By submitting this Application form, I/We declare that this Application is completed and lodged according to the Prospectus and the instructions on the reverse of the Application form and declare that all details and statements made by me/us are complete and accurate. I/We agree to be bound by the constitution of **Precious Metals Investments Limited** (the Company). I/We was/were given access to the Prospectus together with the application form. I/We represent, warrant and undertake to the Company that our subscription for the above Shares will not cause the Company or me/us to violate the laws of Australia or any other jurisdiction which may be applicable to this subscription for Shares in the Company.

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 **1,600** and then in multiples of **400.** Multiply by **$1.25** AUD to calculate the total for Shares and enter the ***$amount*** at 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 TFN's is authorised by taxation laws. Quotation of your TFN is not compulsory and will not affect your Application Form.

G. Complete ***cheque details*** as requested. Make your cheque payable to **Dayton Way Financial Pty Ltd**, cross it and mark it **"Not negotiable"**. Cheques must be made in Australian currency, and cheques must be drawn on an Australian Bank.

H. Enter your ***contact details*** so we may contact you regarding your Application Form or Application Monies.

I. Enter your ***email address*** so we may contact you regarding your Application Form or Application Monies or other correspondence.

Correct Forms 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

Lodgement

Mail your completed Application Form with cheque(s) attached to the following address:

Mailing address:

Dayton Way Financial Pty Limited
GPO Box 3932
SYDNEY NSW 2001

Delivery address:

Dayton Way Financial Pty Limited
Level 5, 17 – 19 Bridge St.,
SYDNEY NSW 2000

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 the Company Secretary, Richard Holstein on +61 2 9253 0930.

Privacy Statement:

Boardroom Pty Limited advises that Chapter 2C of the Corporations Act 2001 (Cth) requires information about you as a shareholder (including your name, address and details of the shares you hold) to be included in the public register of the entity in which you hold shares. Information is collected to administer your share holding and if some or all of the information is not collected then it might not be possible to administer your share holding. Your personal information may be disclosed to the entity in which you hold shares. You can obtain access to your personal information by contacting us at the address or telephone number shown on the Application Form.

Our privacy policy is available on our website (http://www.boardroomlimited.com.au/help/share_privacy.html).