

RESOURCE STAR LIMITED
ABN 71 098 238 585

SUPPLEMENTARY PROSPECTUS

IMPORTANT INFORMATION

This Supplementary Prospectus is dated 24 June 2010 and is supplementary to the Entitlement Issue Prospectus dated 17 June 2010 issued by Resource Star Limited (ABN 71 098 238 585) (**Company**) (**Prospectus**).

This Supplementary Prospectus was lodged with the Australian Securities and Investments Commission (**ASIC**) on 24 June 2010. The ASIC does not take any responsibility for the contents of this Supplementary Prospectus.

This Supplementary Prospectus must be read together with the Prospectus. If there is a conflict between the Prospectus and this Supplementary Prospectus, this Supplementary Prospectus will prevail. Terms and abbreviations defined in the Prospectus have the same meaning in this Supplementary Prospectus.

This Supplementary Prospectus will be issued with the Prospectus as an electronic prospectus and may be accessed on the Internet at www.asx.com.au.

This document is important and should be read in its entirety. Please consult your legal, financial or other professional adviser if you do not fully understand the contents.

RESOURCE STAR LIMITED
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SUPPLEMENTARY PROSPECTUS

1. AMENDMENTS TO THE PROSPECTUS

The Prospectus is amended by this Supplementary Prospectus by varying the following sections of the Prospectus:

- (a) the table in Section 4.1 of the Prospectus is deleted in its entirety and is replaced with the following:

<i>Proceeds of the Offer</i>	\$
<i>Working Capital</i>	191,500.46
<i>Expenses of the Offer ¹</i>	68,140.45
<i>Total</i>	259,640.91

- (b) the address and telephone number of Computershare Investor Services Pty Limited in Section 2 of the Prospectus is deleted in its entirety and is replaced with the following:

*“Level 2
45 St Georges Terrace
PERTH WA 600*

Telephone 1300 557 010”

2. APPLICATIONS

The Directors believe that the changes set out in this Supplementary Prospectus are not materially adverse from the point of view of an investor. Accordingly, no action needs to be taken if you have already subscribed for Shares under the Prospectus.

3. DIRECTORS' AUTHORISATION

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

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

Mr Ross Kestel
Director
For and on behalf of
RESOURCE STAR LIMITED

Note: All other details in relation to the terms of the Offer and other matters under the Prospectus remain unchanged.