

TIAN POH RESOURCES LIMITED
ACN 168 910 978

SECOND SUPPLEMENTARY PROSPECTUS

IMPORTANT INFORMATION

This second supplementary prospectus (**Second Supplementary Prospectus**) is intended to be read with the original prospectus dated 12 August 2014 and the first supplementary prospectus dated 15 September 2014 (**Prospectus**) issued by Tian Poh Resources Limited (ACN 168 910 978) (**Company**).

This Second Supplementary Prospectus dated 15 October 2014 was lodged with ASIC on that date. The ASIC and its officers take no responsibility for the contents of this Second Supplementary Prospectus.

Other than as set out below, all details in relation to the Prospectus remain unchanged. Terms and abbreviations defined in the Prospectus have the same meaning in this Second Supplementary Prospectus. If there is a conflict between the Prospectus and this Second Supplementary Prospectus, this Second Supplementary Prospectus will prevail.

This Second Supplementary Prospectus will be issued with the Prospectus as an electronic prospectus and may be accessed on the Company's website at www.tianpoh.com.

This is an important document and should be read in its entirety. If you do not understand it you should consult your professional advisers without delay.

1. GENERAL

Under the Corporations Act, the Company has an obligation to update a disclosure document if it becomes aware of new information that is material to investors.

This Second Supplementary Prospectus has been prepared to provide additional information to investors on items that the Company considers may be material.

2. EXTENSION OF CLOSING DATE

The Board has resolved to extend the Closing Date of the Public Offer and the Closing Date of the Vendor Offer from 15 October 2014 to 24 October 2014.

Accordingly, the Indicative Timetable in Section 3.7 of the Prospectus shall be amended as follows:

Indicative timetable*

Lodgement of Prospectus with the ASIC	12 August 2014
Opening Date and expiry of Exposure Period	20 August 2014
Closing Date of the Public Offer	24 October 2014
Closing Date of the Vendor Offer	24 October 2014
Despatch of holding statements	28 October 2014
Settlement of Share Sale Agreement	28 October 2014
Anticipated date Shares commence trading on ASX	4 November 2014

** The above dates are indicative only and may change without notice. The Company reserves the right to extend the Closing Dates or close the Offers early without notice.*

Any references to any of the key dates listed above in the Prospectus shall be replaced with the key dates set out above.

3. DIRECTORS' AUTHORISATION

This Second 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 Second Supplementary Prospectus with the ASIC.



Mr Poh Kay Ping
MANAGING DIRECTOR & CEO
For and on behalf of
TIAN POH RESOURCES LIMITED