

This is a Supplementary Prospectus dated 15 November 2012 intended to be read with the Replacement Prospectus dated 29 October 2012 relating to the Offer to apply for shares in the Company.

MGT Resources Limited ACN 131 715 645

Supplementary Prospectus

Important Information

This supplementary prospectus is dated 15 November 2012 (**Supplementary Prospectus**) and was lodged with the Australian Securities and Investments Commission (**ASIC**) on the same date. This Supplementary Prospectus is supplementary to the Replacement Prospectus dated 29 October 2012 issued by MGT Resources Limited ACN 131 715 645 (**Company**) in relation to the Offer of Shares by the Company (**Prospectus**).

Neither ASIC nor ASX takes 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 the Supplementary Prospectus, the Supplementary Prospectus will prevail. Unless otherwise indicated, terms defined in the Prospectus have the same meaning in this Supplementary Prospectus.

This Supplementary Prospectus and the Prospectus can be accessed online at www.mgt.net.au.

1. Extension of the Offer

The Directors have resolved to extend the Closing Date of the Offer to **30 November 2012**.

All Application Forms, together with Application Monies, must be received by 5.00pm AEST on 30 November 2012 at the following addresses:

By Mail

Computershare Investor Services Pty Limited
GPO Box 52, Melbourne, Victoria 3001

By Hand

MGT Resources Limited
c/o Duncan Dovico, Level 12, 90 Arthur Street, North Sydney NSW 2060

The indicative timetable for the Offer is now as follows:

Replacement Prospectus lodged with ASIC	29 October 2012
Opening Date	30 October 2012
Closing Date	30 November 2012
Expected date of voluntary withdrawal from trading on NSX	14 December 2012
Expected completion of despatch of holding statements and any refund payments if required	17 December 2012
Expected date of commencement of trading on ASX	9 January 2013

Note:


- (a) The Directors reserve the right to vary these dates for any reason.

- (b) Investors are encouraged to submit their Applications as early as possible. The Directors reserve the right to close the Offer earlier or later than as indicated above without notice, subject to the requirements of the Corporations Act.
- (c) The above dates are indicative only and may change without notice.

2. Directors' authorisation

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

Dated: 15 November 2012



Signed for and on behalf of
MGT Resources Limited
Jonathan Back
Chairman and Managing Director

Note: All other details in relation to the terms of the Offer and other matters under the Prospectus remain unchanged. This Supplementary Prospectus must be read in conjunction with the Prospectus.