

SUPPLEMENTARY PROSPECTUS

5 June 2018 - Santana Minerals Limited ('Santana' or 'the Company') attaches a copy of a Supplementary Prospectus dated and lodged with ASIC today. It is intended that the attached be read with the Prospectus dated 17 May 2018 pursuant to which a renounceable pro rata offer to Eligible Shareholders was made to subscribe for New Shares in Santana. A copy of the Prospectus can be accessed on the company's website or via the ASX.

The timetable remains as published in the Prospectus dated 17 May 2018. The Closing Date for acceptances is Friday 8 June 2018.

For further information, please contact:

Tony McDonald
Managing Director
+61 7 3221 7501 or

admin@santanaminerals.com

Cameron Peacock
Investor Relations & Business Development
+61 439 908 732

cpeacock@santanaminerals.com

About Santana

Santana is a precious metals explorer focused on Latin America, with projects in Mexico and Chile.

In Mexico the Company holds a right to earn-in to an 80% interest in the Cuitaboca Silver-Gold project in Sinaloa State.

In Chile the Company is acquiring rights to earn an 85% interest in the Becker Gold project in Region VII (as detailed in this announcement).

Additional information about Santana and its projects is available on the website: www.santanaminerals.com

SANTANA MINERALS LIMITED

ACN 161 946 989

SUPPLEMENTARY PROSPECTUS

Important Information

This is a supplementary prospectus (**Supplementary Prospectus**) intended to be read with the prospectus dated 17 May 2018 (**Prospectus**) issued by Santana Minerals Limited (**Company**).

This Supplementary Prospectus is dated 5 June 2018 and was lodged with the Australian Securities and Investments Commission (**ASIC**) on that day. ASIC, the Australian Securities Exchange (**ASX**) and their respective officers do not take any responsibility as to the contents of this Supplementary Prospectus.

To the extent of any inconsistency between this Supplementary Prospectus and the Prospectus, this Supplementary Prospectus will prevail. Unless otherwise indicated, terms defined and used in the Prospectus have the same meaning in this Supplementary Prospectus.

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

1 COMPLETION OF BECKER ACQUISITION

The Company has completed the acquisition of the Becker gold project from Collerina Cobalt Limited (**Collerina**). As a result:

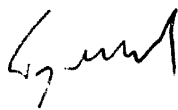
- (a) Carlin Resources Pty Ltd, owner of the Becker gold project, is now a wholly-owned subsidiary of Santana;
- (b) the condition of the Offer made under the Prospectus that the Becker Acquisition has been satisfied and the Offer is no longer subject to that condition; and
- (c) the Company has issued 10,000,000 Shares to Collerina, and the references in sections 2 and 5.4 of the Prospectus to the number of Shares on issue is changed to 325,981,533.

2 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 ASIC.

Dated: 5 June 2018

A handwritten signature in black ink, appearing to read 'Tony McDonald', written in a cursive style.

Tony McDonald
Director

On behalf of Santana Minerals Limited