

HIGHLIGHTS

EXPLORATION

Dexter Gold Project

- ✦ 8,426m RC drilling program completed at the Dexter Gold Project.
- ✦ RC drilling at Three Bears Prospect indicates that the sub-surface secondary (redox) gold is offset downslope from the bedrock source. The drilling also indicates that gold in the bedrock increases to the south in the presence of strong alteration and pyrite. Further drilling is required.
- ✦ Limited RC drilling at the Tallows Prospect did not locate the inferred bedrock source of the gold which is interpreted to be close to the area drilled. Multi-element bedrock geochemistry is in progress to guide further drilling.
- ✦ Reconnaissance auger soil sampling was extended to the north and south (assays pending).

Other Projects

- ✦ Large (+20 km) coherent gold-in-soil anomalies identified on granite contact at Attila West Project (elevated pathfinders including molybdenum and arsenic).
- ✦ Several gold-in-soil anomalies identified by initial soil sampling at Mt Sefton Project.
- ✦ Infill auger soil sampling completed over priority gold-in-soil anomalies at Duketon North Project.
- ✦ Heritage surveys successfully completed at Mt Gill and Kurrajong Projects.
- ✦ Six tenement applications made to cover extensions of gold-in-soil anomalies at Duketon North, De La Poer and Dexter.
- ✦ Overall tenement area now ~4,055 km² following surrender of unprospective areas and new tenement applications.
- ✦ Breaker awarded EIS grant of \$150K by WA Government for co-funding of Attila West Project drilling.

Photo 1: RC Drilling at Dexter Project



CORPORATE

- ✦ Cash balance at the end of the quarter of \$2.25 million.

Board of Directors

Tom Sanders
Executive Chairman

Mark Edwards
Non-executive Director

Mike Kitney
Non-executive Director

Senior Management

Alastair Barker
Exploration Manager

Michelle Simson
Manager Corporate
Affairs/Company Secretary

Corporate

Issued Securities:

55.1 million ordinary shares
21.3 million listed options
8.4 million unlisted options

Cash: (30 June 2013)
\$2.25 million

Market Capitalisation:
\$15.4 million @ \$0.28/share

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ASX CODE: BRB



OVERVIEW

Breaker Resources NL (ASX: BRB; "Breaker") is exploring for large new gold systems in the largely unexplored eastern half of the Eastern Goldfields Superterrane ("EGST"), Western Australia.

Breaker's projects target key structural positions on major crustal faults that are known to be instrumental in the formation of many world class gold deposits in the well-explored western part of the EGST. Breaker is one of the largest tenement holders in the EGST, an area that accounts for 75% of Australia's gold endowment.

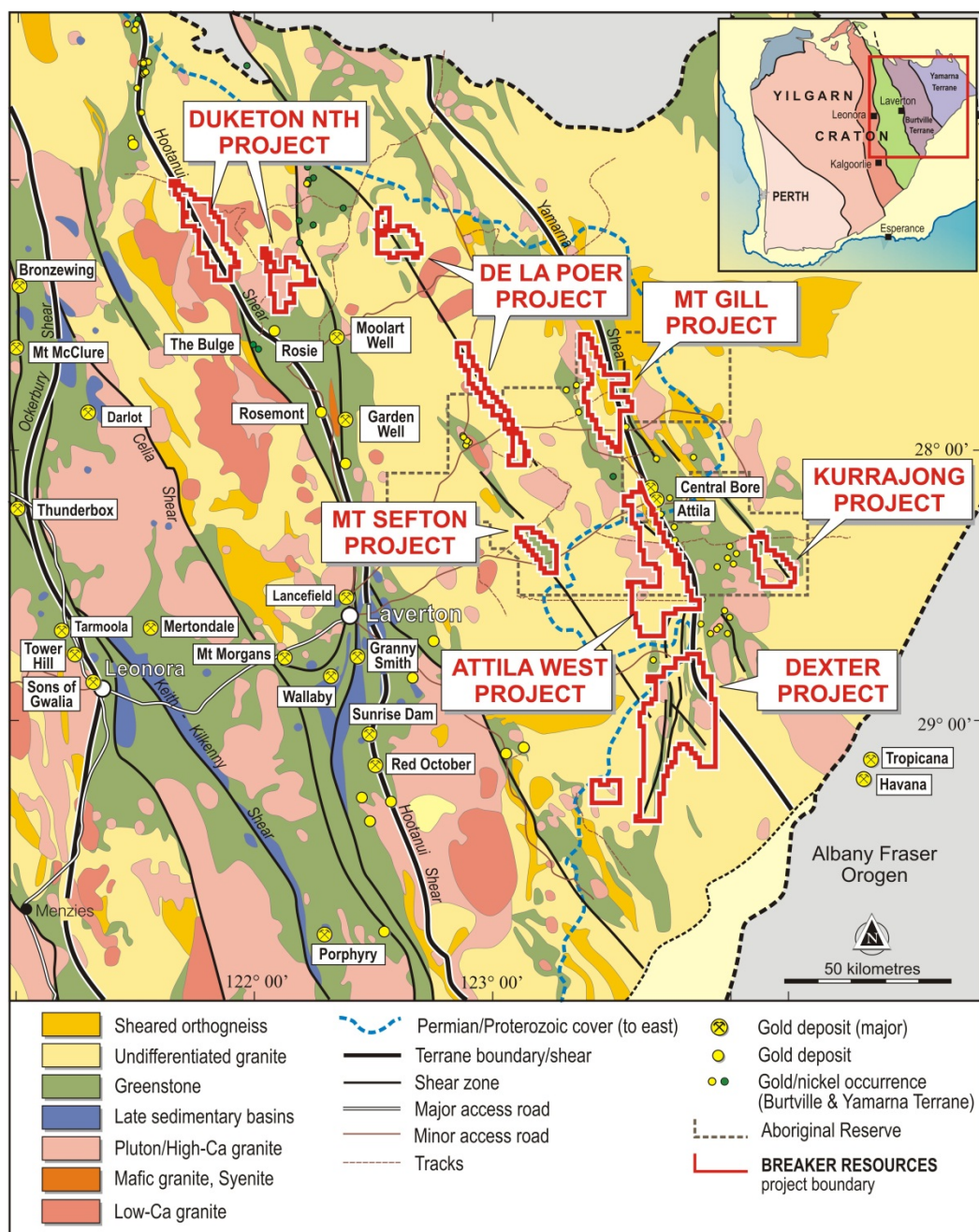


Figure 1: Breaker Resources' Project Location Map

EXPLORATION AND EVALUATION

Dexter Gold Project June 2013 Quarter Exploration Activities (100% Breaker)

The 1,103km² Dexter Gold Project is located 140km south-southeast of Laverton in the southern part of the Burtville and Yamarna Terranes, 80km northwest of the Tropicana gold deposit. The Project straddles the intersection of the Yamarna and Dexter Shear Zones and includes 27km of the Yamarna Shear Zone and 60km of the Dexter Shear Zone (Figure 1).

Transported cover, consisting of thin aeolian sand and weathered Permian sediment, overlies the prospective Archean basement rocks. Prior to Breaker's activities, the Project was essentially unexplored.

The Dexter Gold Project is the Company's main focus. The reason for this is the size and magnitude of the gold-in-soil anomaly that to Breaker's knowledge has not been documented in similar areas of transported cover in Western Australia. It follows that the bedrock gold source may also be unusually large.

An 8,426m RC drill program commenced in early May and was completed in early July. The objective of the drilling was to pinpoint the bedrock source responsible for the sub-surface redox gold enrichment identified by recent aircore drilling at the Three Bears and Tallows Prospects (up to 3m at 7.5g/t gold). The redox gold is typically developed at a depth of 30m to 70m and occurs in weathered Archean basement and Permian cover rocks. It is interpreted to be sourced from nearby areas of bedrock mineralisation, consistent with recent research models (Annexure 1).

The two month RC drill program consisted of 39 completed drill holes at the Three Bears Prospect (5,513m) including 25 vertical "stratigraphic" holes, and a further 13 drill holes (2,659m) at the Tallows Prospect (Figures 2 to 4). The areas of redox gold enrichment targeted by the drilling at Three Bears and Tallows occur in discrete areas within a larger coherent "channel" of gold-in-soil enrichment suggesting restricted bedrock source areas (Figure 2). Available bedrock geochemistry at Three Bears and Tallows indicates anomalous levels of gold pathfinder elements including arsenic, tungsten, selenium and tellurium.

The RC program was partly funded by a grant under the WA Government's Exploration Incentive Scheme whereby the Company is eligible to receive up to \$150,000 on a dollar-for-dollar basis.



Photo 2: RC Drilling at Dexter



Photo 3: Dexter Campsite

Three Bears Prospect RC Drilling

Eight angled RC drill holes (1,720m) were initially completed in the northern and central part of the Three Bears Prospect to test the bedrock below redox-level gold enrichment developed at a depth of 60m to 70m in weathered Archean basement and Permian cover rocks. These holes intersected sericite- and hematite-altered syenite (mantle-derived granite) and granodiorite however anomalous gold was restricted to the zone of weathering, indicating that the redox gold enrichment is displaced from the inferred bedrock source.

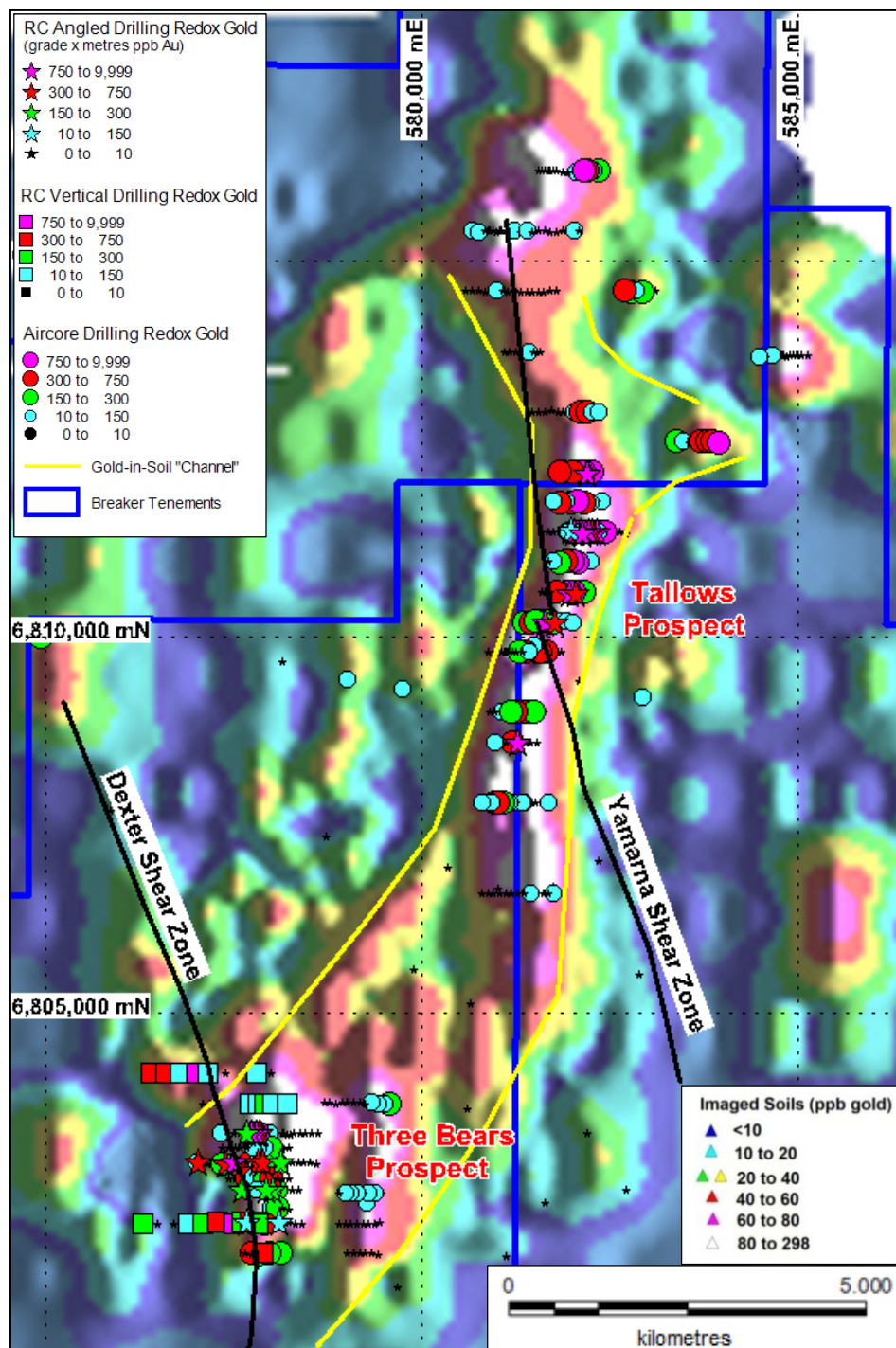


Figure 2: Three Bears-Tallows Soil Anomaly showing Drill Holes with Scaled Redox Gold (ppb) over Imaged Gold-in-Soil (400m x 100m)

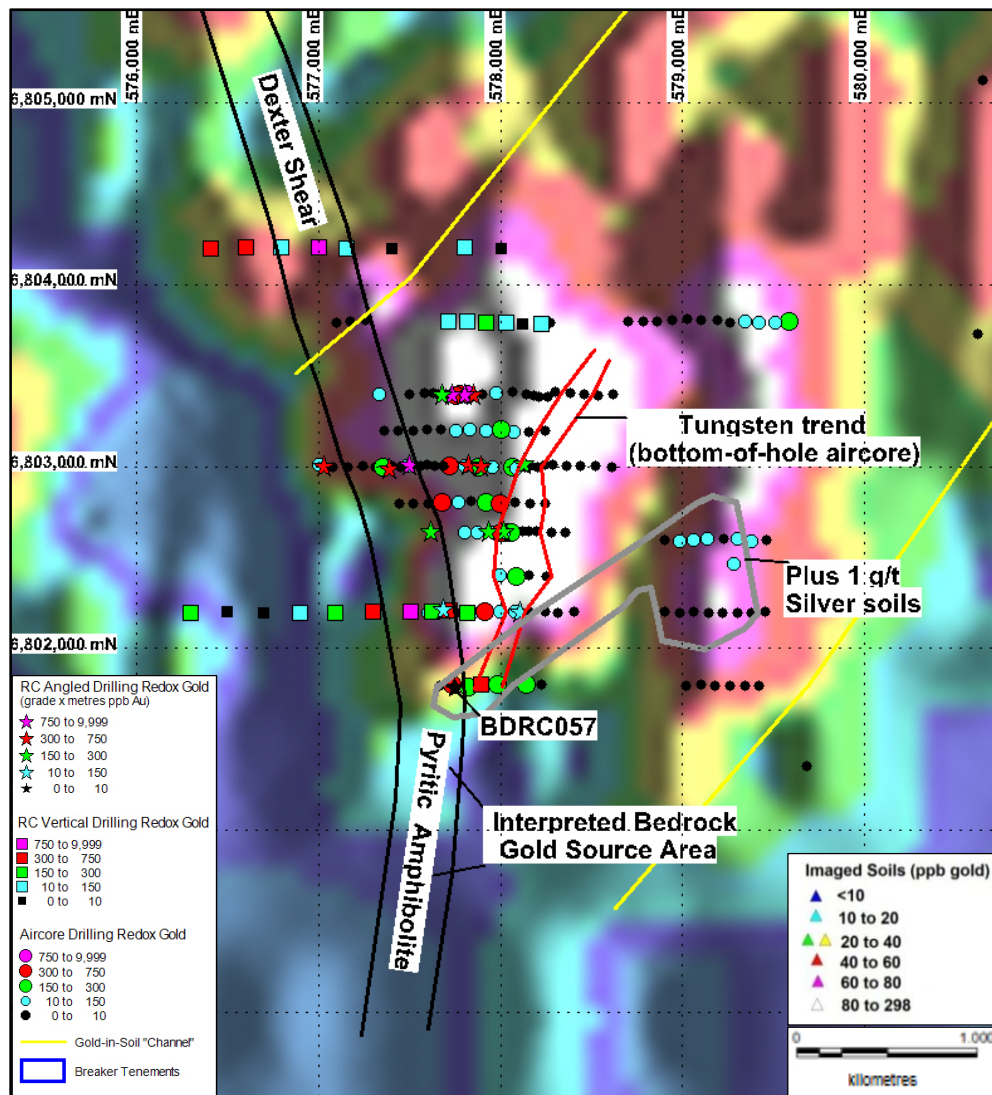


Figure 3: Three Bears Prospect Drill Hole Plan with Scaled Redox Gold (ppb) over Imaged Gold-in-Soil (400m x 100m)

To assist in locating the bedrock source of the gold, 25 vertical "stratigraphic" drill holes (2,307m) were then completed upslope to the west to clarify the extent and nature of bedrock alteration and to obtain a broader footprint of the redox gold enrichment. This drilling identified a 400m-wide zone of sheared and biotite-altered amphibolite (mafic rock) to the west on the Dexter Shear Zone with pyrite increasing noticeably to the south (Figure 3).

A further seven angled RC drill holes (1,486m) were then drilled tracing the 400m-wide zone of sulphide-altered amphibolite to the south along the Dexter Shear Zone.

The final RC drill hole at Three Bears situated on the southern-most RC/aircore drill traverse (BDRC0057) intersected narrow 1m zones of anomalous gold assaying up to 0.3g/t gold in fresh pyrite-rich bedrock, suggesting that the inferred bedrock gold source is further south. This is consistent with elevated redox gold enrichments along the Dexter Shear, and converging tungsten and sulphur trends from bottom-of-hole aircore geochemistry. Gold and silver soil anomalies also converge in the area (Figure 3).

Further RC drilling is now required to test the mineralised zone to the south along the Dexter Shear to evaluate the indicated bedrock source area. Multi-element geochemistry on the RC drill chips is currently in progress to evaluate the distribution of gold pathfinder elements and associated alteration.

The RC drilling undertaken confirmed that the previous aircore program did not reach Archean bedrock, terminating at blade refusal in granite conglomerate of Permian age with the exception of the two northern drill traverses.

Tallows Prospect RC Drilling

At the Tallows Prospect, 13 broadly spaced RC drill holes (2,659m) were completed over a 4km strike length to test the bedrock below areas of redox gold enrichment, developed at a depth of 30m to 60m over a 7km distance (Figure 4).

These holes intersected hematite-altered granodiorite and syenite with localised areas of pyrite and sericite alteration. Anomalous gold was found to be restricted to the zone of weathering indicating that the redox gold enrichment is displaced from the inferred bedrock source. The bedrock source is interpreted to be adjacent to the area drilled, or upstream of the redox gold enrichment (Figure 4).

Due to the large dimensions of the target areas involved, a decision was made to focus most of the RC drilling on the Three Bears Prospect where the tighter drill/data density allows more detailed analysis. Multi-element bedrock geochemistry is in progress to guide further drilling.

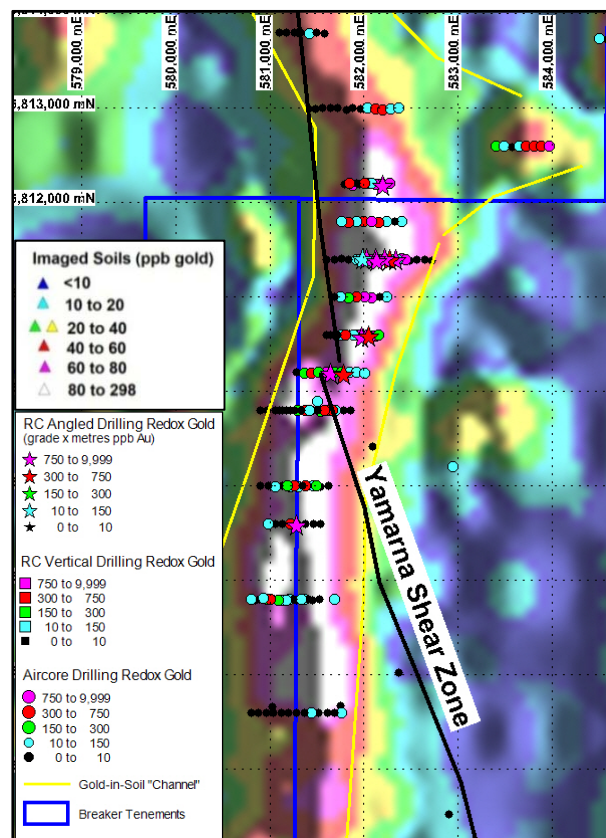


Figure 4: Tallows Prospect (Central Area) Drill Hole Plan with Scaled Redox Gold (ppb) over Imaged Gold-in-Soil (400m x 100m)

Other Activities

During the quarter reconnaissance auger soil sampling (1,600m x 400m) was extended to the north over E38/2695 and further to the south on the Dexter Shear Zone for a distance of 35km. Assay results are pending.

Also in the period, two new Exploration Licence applications were submitted to secure prospective ground along the western boundary of the Project, and to cover a discrete magnetic feature identified 15km to the west (ELA 39/1744 and ELA 39/1745, Figure 5).

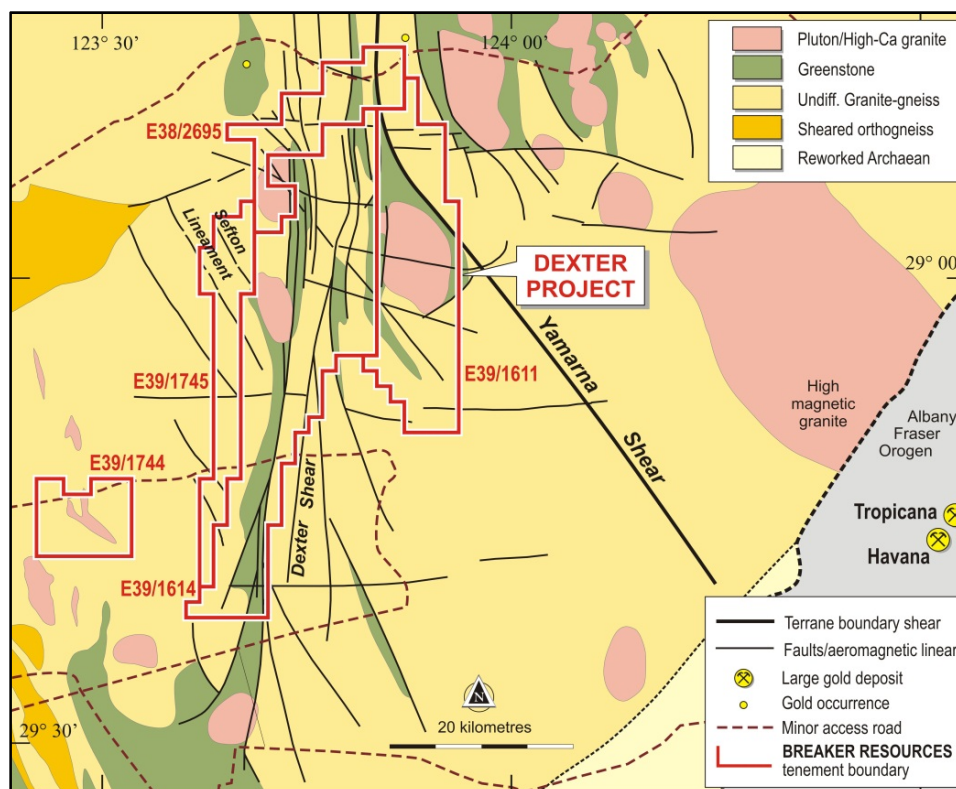


Figure 5: Dexter Project Interpreted Geology

Attila West Gold Project June 2013 Quarter Exploration Activities (100% Breaker)

The 792km² Attila West Project is located 130km east-northeast of Laverton and comprises three tenements situated 2km west of the 1Moz Attila Trend gold resource (Figure 1). This large-area Project has a favourable structural setting arising from the interaction between a large domal granite intrusion and the central and western footwall zones of the Yamarna Shear Zone, in close proximity to known significant gold mineralisation. Several large east-west structures are apparent, some of which have a spatial association with the gold in the area.

Historical exploration is limited and the vast majority of the Project is unexplored. In mid-2012, Breaker flew a detailed aeromagnetic/radiometric survey on 100m line spacing to provide baseline data for structural analysis. The Attila West Project is dominated by thin wind-blown sand cover over residual Archean basement in the northern half of the Project, and thin Permian cover in the southern half (generally <10m).

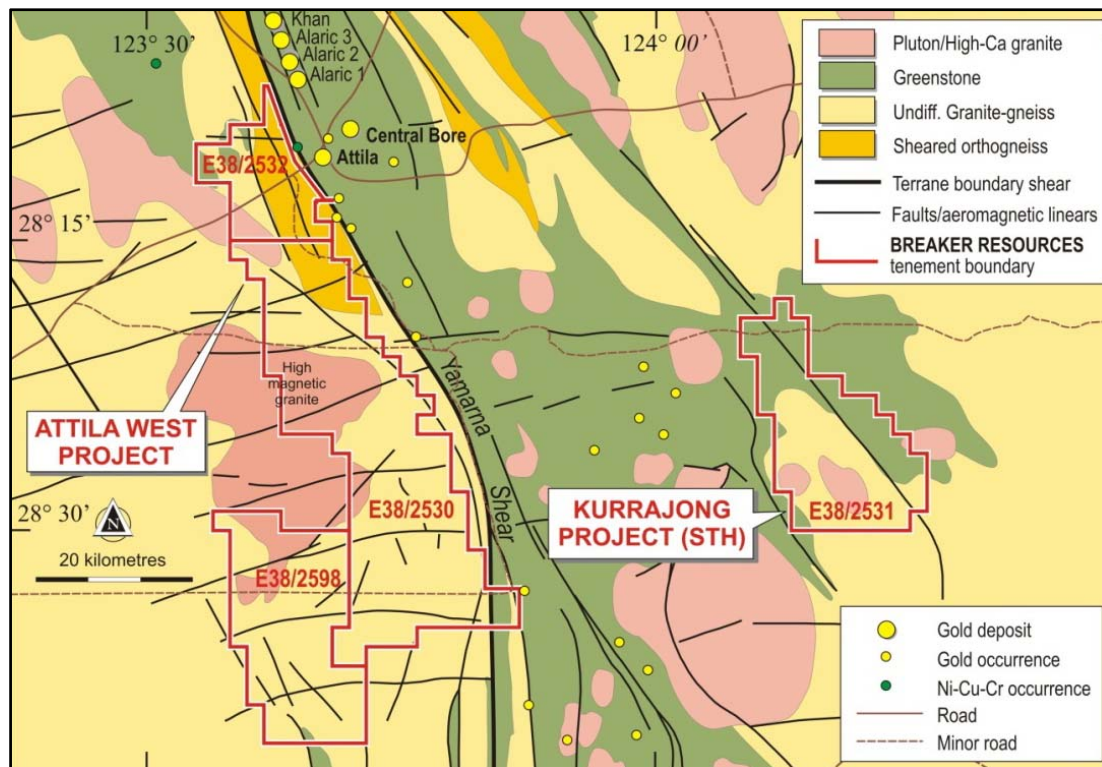


Figure 6: Attila West and Kurrajong Projects' Interpreted Geology

During the reporting period, assay results from a large multi-element reconnaissance auger soil program, conducted in the previous quarter, were validated and assessed. The objective of the soil program was to scan for the geochemical footprint of large gold deposits. The program comprised a total of 1,375 samples collected on a 1,600m x 400m pattern (aqua regia digest, ICP MS finish).

The soil program successfully identified a series of coherent +4ppb gold-in-soil anomalies with peak values of 12ppb gold and 2,068ppb silver (2g/t). The gold-in-soil anomalies cluster around the margin of a large granite in the central part of the Project and are typically associated with elevated gold pathfinder elements, including molybdenum, arsenic, bismuth and silver, which enhance their prospectivity (Figures 6 and 7).

The largest (northern) soil anomaly extends over a distance of 20km and is up to 2.5km in width. This anomaly is partially coincident with the northern margin of the magnetic granite and the Mt Venn greenstone belt, and trends to the north along the greenstone belt in the vicinity of several east-west faults.

The southern soil anomalies are smaller in size but locally higher in magnitude (maximum dimension of 12km x 2km; up to 73ppb gold). These anomalies are typically associated with magnetic discontinuities, including east-west trending faults and low magnetic zones marginal to the magnetic granite, interpreted as partially consumed remnants of the Isolated Hills greenstone belt.

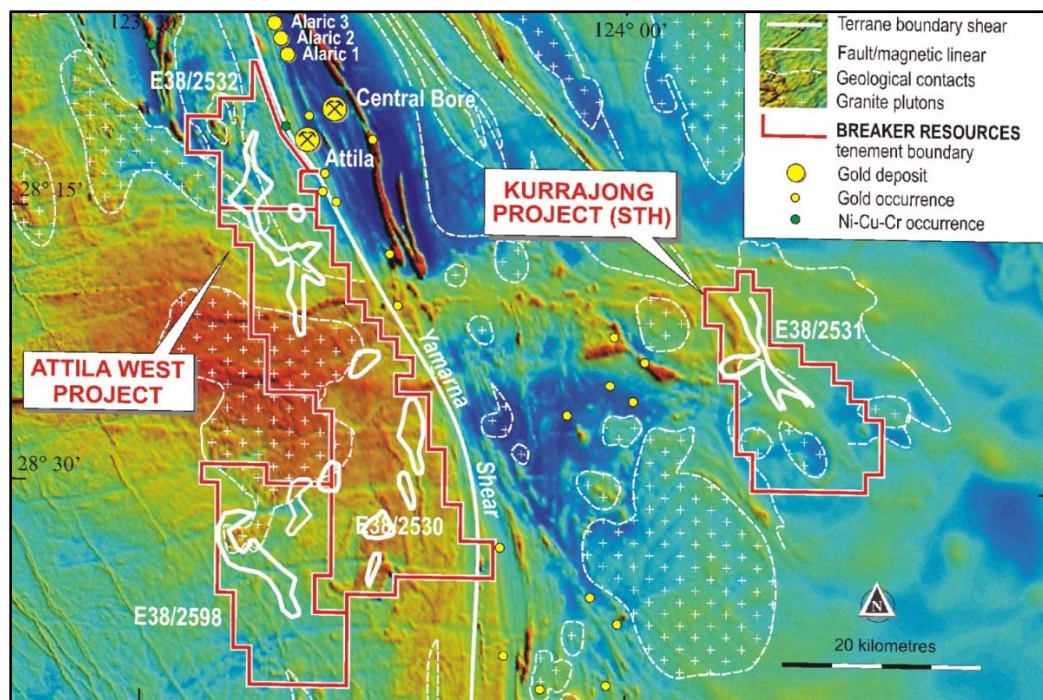


Figure 7: Attila West and Kurrajong Projects' Gold-in-Soil Anomalies (contours in white)

The Attila West soil anomalies are potentially significant as they are large and cohesive, despite the sand dune country, and are associated with elevated gold pathfinder metals in good structural setups. The soil anomalies are similar in magnitude to those encountered in similar settings at other early stage exploration projects in the region that led to subsequent gold discovery. Ground follow-up is now planned to assist in prioritising the anomalies in preparation for infill sampling and drilling as required.

Based on the results of the auger soil program, and subsequent to the June 2013 quarter, parts of the Project considered unprospective were surrendered, reducing the overall area of the Project from 919km² to 792km².

Earlier in the year Breaker submitted an application under the WA Government's Exploration Incentive Scheme for co-funding of an RC drilling program and during the quarter it was announced that the Company was successful in securing a grant of \$150,000 which will be matched by Breaker on a dollar-for-dollar basis of direct drilling costs incurred during 2013/14.

Mt Gill Gold Project June 2013 Quarter Exploration Activities (100% Breaker)

The 445km² Mt Gill Project is located 135km northeast of Laverton, 30km along strike from the 1Moz Attila-Alaric-Central Bore gold deposits. The Project includes 17km of the Yamarna greenstone belt and 35km of the central structural zone of Yamarna Shear Zone. There is no historical drilling on the Project.

A heritage survey was successfully completed in May 2013 in preparation for follow-up assessment of multiple gold-in-soil anomalies identified by first pass auger sampling in the September 2012 quarter. The planned work includes infill soil sampling (400m x 100m) and aircore drilling. The targeted gold-in-soil anomalies are up to 25km in length in an area dominated by sand cover (gold up to 63ppb, silver up to 5,729ppb or 5.7g/t).

The soil anomalies are large and coherent and have a spatial association with several well-defined structural features apparent in the aeromagnetic data. They are therefore potentially significant.

Based on the results of the auger soil program, and subsequent to the June 2013 quarter, parts of the Project considered unprospective (or inaccessible due to native title sensitivities) were surrendered, reducing the overall area of the Project from 518km² to 445km².

Kurrajong Gold Project June 2013 Quarter Exploration Activities (100% Breaker)

The 217km² Kurrajong Project is located in the Yamarna Terrane, 170km east of Laverton. The Project area is dominated by wind-blown sand dunes in an area of Permian cover. There is no historical drilling on the Project.

A heritage survey was successfully completed in May 2013 in preparation for follow-up assessment of a gold-in-soil anomaly identified by first pass auger sampling in the March 2013 quarter. The planned work includes infill soil sampling (400m x 100m) and aircore drilling. The gold-in-soil anomaly extends over a 12km distance, is up to 2km in width, and is coincident with the intersection of a domal granite intrusion and a major fault.

Based on an assessment by an independent geophysicist of the thickness of the transported cover using aeromagnetic data, the eastern part of the Project was surrendered subsequent to the June 2013 quarter, reducing the overall area of the Project from 570km² to 217km².

Duketon North Gold Project June 2013 Quarter Exploration Activities (100% Breaker)

The 627km² Duketon North Project is located 160km north-northwest of Laverton and 50km north of the 10Moz Moolart Well/Garden Well/Rosemont gold camp. The Project targets gold along a 42km strike length of the Hootanui Shear, a major fault zone that separates the Kurnalpi and Burtville Terranes.

Outcrop is limited with thin (<2m) sand cover dominant over Archean basement. No systematic geochemistry has previously been completed.

A 2,130 sample program of multi-element infill auger soil sampling commenced in late-May 2013, targeting higher priority soil anomalies identified in the December 2012 quarter. The program was conducted on a 400m x 100m pattern and completed in late-July 2013. Assay results are pending.

The targeted gold-in-soil anomalies have a spatial association with a number of prominent structural positions and have a maximum value of 10ppb gold which is comparable to soil anomalies associated with the Moolart Well gold deposit (3 to 7ppb gold) and the Garden Well deposit (3 to 25ppb gold) located approximately 50km to the south.

Three new exploration licence applications were made in the June 2013 quarter to cover potential extensions of the gold-in-soil anomalies outlined by the initial (1,600m x 400m) soil sampling increasing the overall area of the Project from 527km² to 719km² (Figure 8). Subsequent to the June 2013 quarter selected parts of the Project deemed unprospective based on the results of the reconnaissance soil sampling program were surrendered reducing the overall area of the Project from 719km² to 627km².

De La Poer Gold Project June 2013 Quarter Exploration Activities (100% Breaker)

The 455km² De La Poer Project is located in the Burtville Terrane, 130km northeast of Laverton and 50km east of the 10Moz Moolart Well/Garden Well/Rosemont gold camp. The Project targets gold along a 120km strike length of the De La Poer Fault and includes the Deleta greenstone belt which was only identified in 1999.

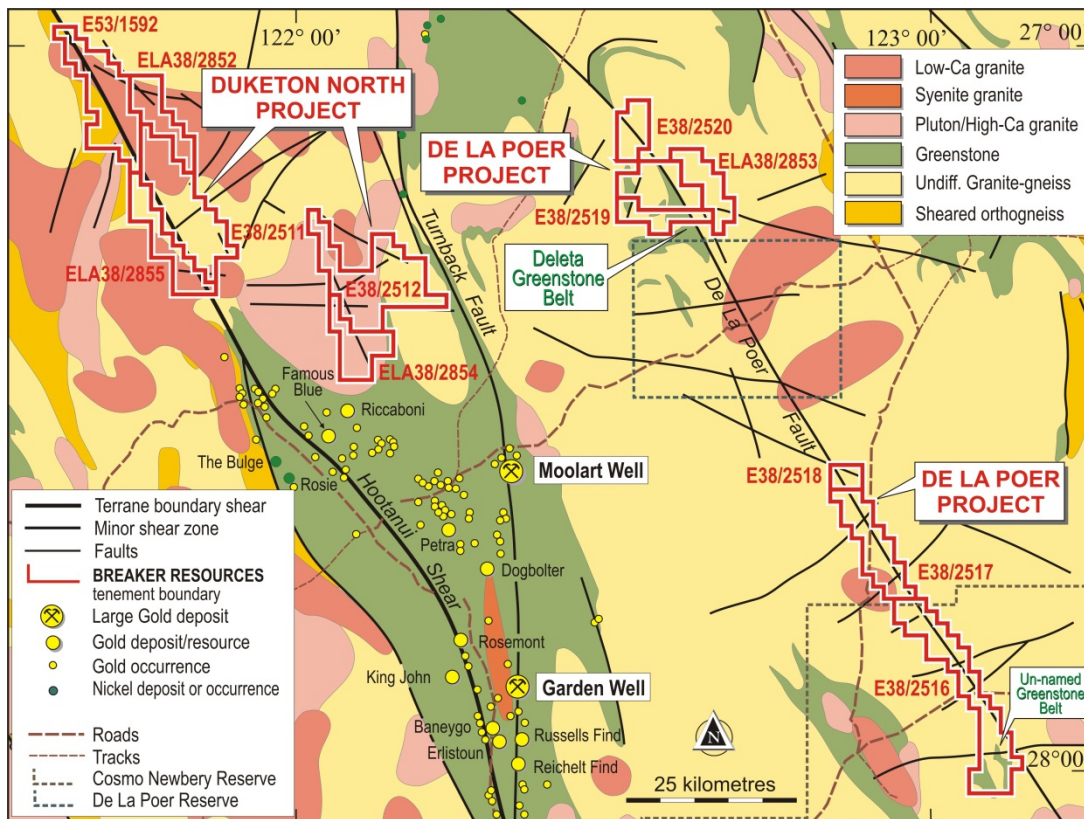


Figure 8: Duketon North and De La Poer Projects' Interpreted Geology

The De La Poer Project is largely unexplored and is dominated by thin sand cover over Archean basement. Reconnaissance auger soil geochemical in the previous quarter identified seven gold-in-soil anomalies of potential interest based on tenor, coherence and location with respect to structural features. These anomalies are up to 10km in length with gold values up to 8ppb which is comparable to early stage soil results in the area that have led to discovery.

Selective infill auger sampling (400m x 100m spacing) is required in preparation for follow-up drilling.

One new exploration licence application was made in the June 2013 quarter to cover the potential extension of a gold-in-soil anomaly outlined by the previous reconnaissance (1,600m x 400m) soil sampling, increasing the overall area of the Project from 869km² to 924km². Subsequent to the June 2013 quarter selected parts of the Project, deemed unprospective based on the results of the initial soil sampling program or inaccessible due to environmental concerns, were surrendered reducing the overall area of the Project from 924km² to 455km².

Mt Sefton Gold Project June 2013 Quarter Exploration Activities (100% Breaker)

The 157km² Mt Sefton Project targets gold in a small, previously undrilled greenstone belt located 80km east-northeast of Laverton. The Project is 50km along strike from historic gold mineralisation at Cosmo Newbery and is situated within a large zone of deformation termed the Sefton Lineament.

The greenstone belt has strike length of approximately 17km and a width of 3km and consists of alternating doleritic gabbro, basalt and minor sediment and tremolite-chlorite rocks that have been tightly folded into a simple north-plunging syncline and metamorphosed to amphibolite facies. Thin aeolian sands blanket the western and northern part of the tenement with Archean outcrop concentrated in the southern part of the Project.

During the quarter a reconnaissance multi-element auger soil sampling program was conducted on a 1,600m x 400m pattern to scan for large gold deposit signatures. The program comprised a total of 331 samples collected on a 1,600m x 400m pattern (aqua regia digest, ICP MS finish).

Several gold-in-soil anomalies were identified, the largest of which extends for 20km at +4ppb gold along the eastern contact of the Mt Sefton greenstone belt with peak values of 14ppb gold and 3,075ppb silver (Figure 9). Pathfinder elements arsenic and molybdenum are locally anomalous. Ground follow-up is now planned to assist in prioritising the anomalies in preparation for infill sampling and drilling as required.

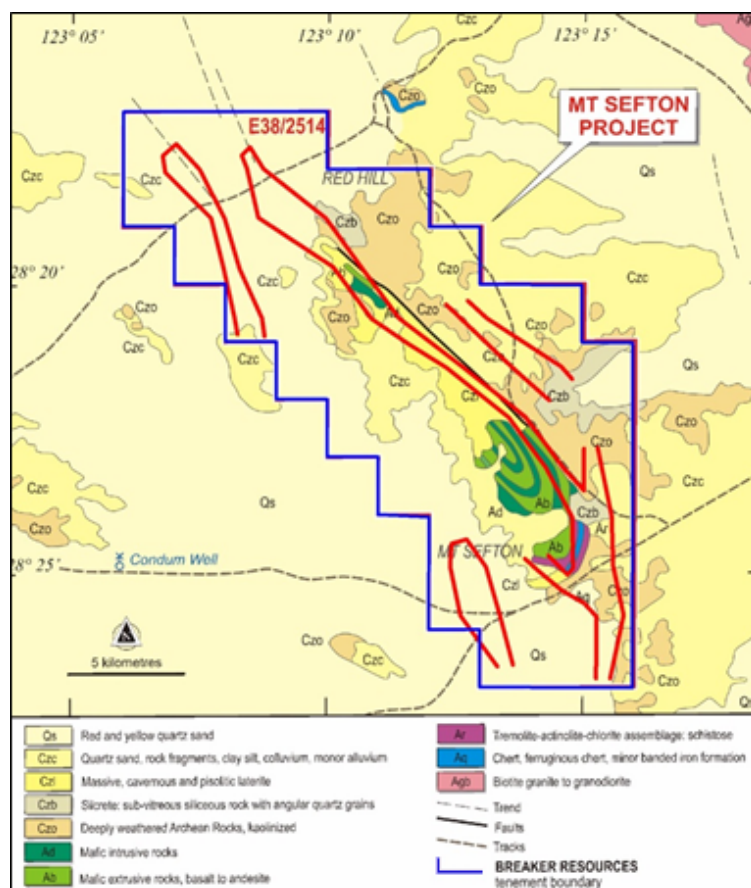


Figure 9: Mt Sefton Gold-in-Soil Anomalies over Outcrop Geology

Subsequent to the June 2013 quarter selected parts of the Project, deemed unprospective based on the results of the reconnaissance soil sampling, were surrendered reducing the overall area of the Project from 211km² to 157km².

Kingston Gold Project June 2013 Quarter Exploration Activities (100% Breaker)

The Kingston Project is located 200km north-northeast of Laverton and targets a 35km-long Archean greenstone belt near the northern margin of the Yilgarn Craton. Substantial transported cover rocks are present including Paleoproterozoic rocks of the Earheedy Basin and the Permian Paterson Formation.

A reconnaissance 461 sample auger soil program was undertaken during the quarter on a 1,600m x 400m pattern to further assess the results of a government geochemical survey that indicated potential for gold mineralisation. No significant results were returned and with due consideration to the substantial thicknesses of transported cover present, the tenement was surrendered subsequent to the end of the June 2013 quarter.

CORPORATE

Breaker's cash balance at the end of the June 2013 quarter was \$2.25 million.

During the quarter, 100,000 unlisted employee options expired due to cessation of employment and 300,000 unlisted employee options, exercisable at 50 cents and with an expiry date of 31 December 2016 were granted. The Company's equity on issue is 55,100,004 fully paid ordinary shares (45,300,004 quoted), 21,250,000 listed options (25 cents, 31 December 2014) and 8,400,000 unlisted options (various exercise prices and expiries).

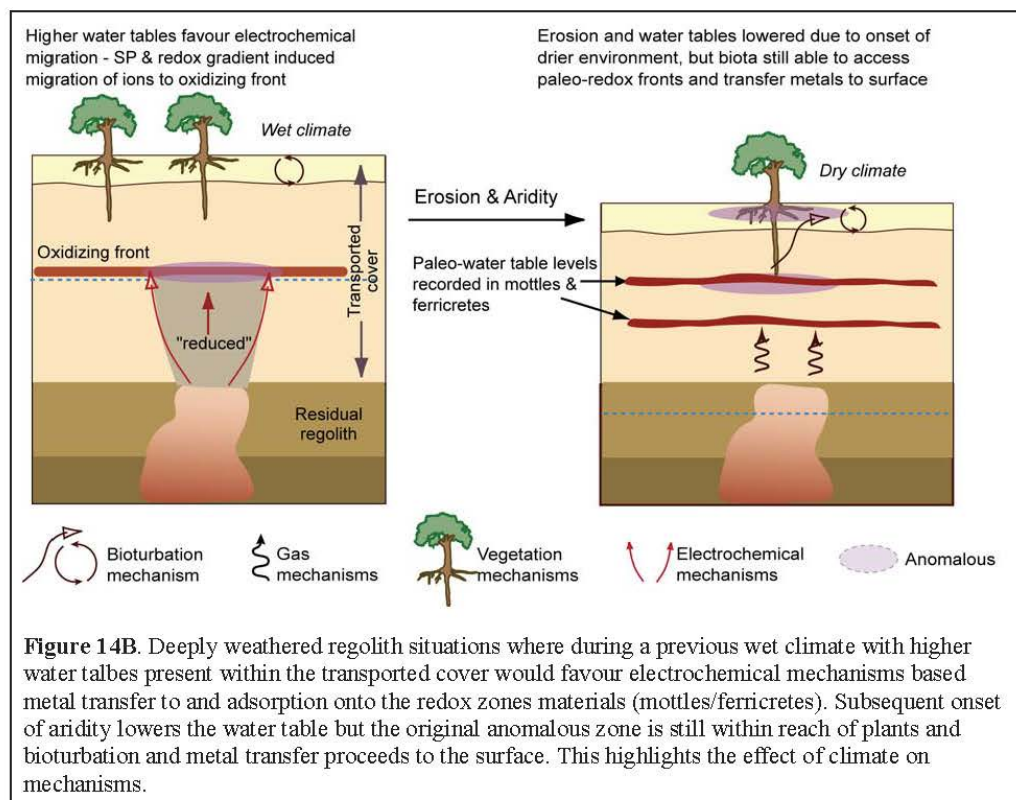
For further information on Breaker Resources NL please visit the Company's website at www.breakerresources.com.au, or contact:

Tom Sanders
Executive Chairman
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Email: breaker@breakerresources.com.au

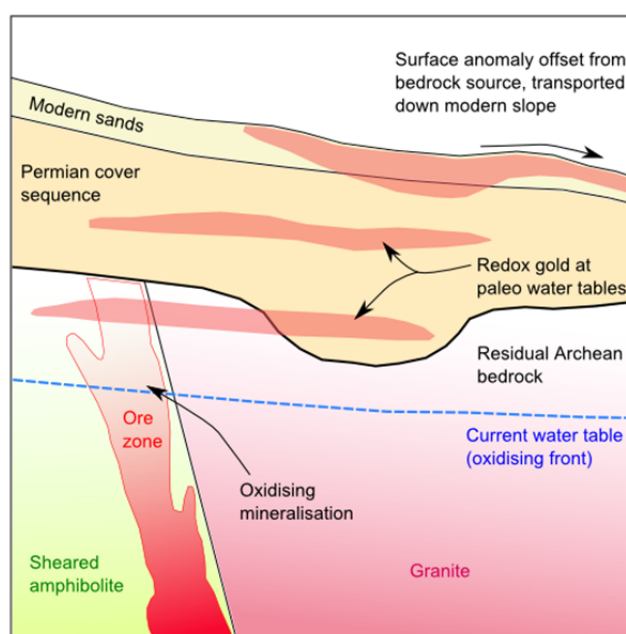
COMPETENT PERSONS STATEMENT

The information contained in this report that relates to exploration results and geological information is based on information compiled by Mr Tom Sanders and Mr Alastair Barker, officers of Breaker Resources NL and whose services have been engaged by Breaker on an 80% of full time basis. Mr Sanders and Mr Barker are Members of the Australasian Institute of Mining and Metallurgy and have sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activities which they are undertaking to qualify as Competent Persons as defined in the December 2004 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves' (JORC Code). Mr Sanders and Mr Barker consent to the inclusion in this report of the information based on their work in the form and context in which it appears.

Annexure 1



Annexure 1a (Figure 14B): The Links Between Potential Cover Settings and Metal Transfer Mechanisms from "Geochemical Dispersion Mechanisms Through Transported Cover: Implications For Mineral Exploration in Australia" M.F. Aspandiar, R.R. Anand and D.J. Gray
CRC LEME OPEN FILE REPORT 246, December 2008



Annexure 1b: Interpreted Metal Transfer Mechanisms in Cover Setting Adjusted for Slope (Breaker Resources NL)

Appendix 5B

Mining exploration entity quarterly report

Introduced 01/07/96 Origin Appendix 8 Amended 01/07/97, 01/07/98, 30/09/01, 01/06/10, 17/12/10

Name of entity

Breaker Resources NL

ABN

87 145 011 178

Quarter ended ("current quarter")

30 June 2013

Consolidated statement of cash flows

		Current quarter \$A'000	Year to date (12 months) \$A'000
Cash flows related to operating activities			
1.1	Receipts from product sales and related debtors	-	-
1.2	Payments for (a) exploration & evaluation	(907)	(4,268)
	(b) development	-	-
	(c) production	-	-
	(d) administration	(184)	(572)
1.3	Dividends received	-	-
1.4	Interest and other items of a similar nature received	151	273
1.5	Interest and other costs of finance paid	-	-
1.6	Income taxes paid	-	-
1.7	Other (provide details if material)	-	-
Net Operating Cash Flows		(940)	(4,567)
Cash flows related to investing activities			
1.8	Payment for purchases of: (a) prospects	-	-
	(b) equity investments	-	-
	(c) other fixed assets	-	(185)
1.9	Proceeds from sale of: (a) prospects	-	-
	(b) equity investments	-	-
	(c) other fixed assets	-	-
1.10	Loans to other entities	-	-
1.11	Loans repaid by other entities	-	-
1.12	Other (provide details if material)	-	-
Net investing cash flows		-	(185)
1.13	Total operating and investing cash flows (carried forward)	(940)	(4,752)

+ See chapter 19 for defined terms.

Appendix 5B
Mining exploration entity quarterly report

1.13	Total operating and investing cash flows (brought forward)	(940)	(4,752)
	Cash flows related to financing activities		
1.14	Proceeds from issues of shares, options, etc.	-	-
1.15	Proceeds from sale of forfeited shares	-	-
1.16	Proceeds from borrowings	-	30
1.17	Repayment of borrowings	(4)	(10)
1.18	Dividends paid	-	-
1.19	Other (provide details if material)	-	-
	Net financing cash flows	(944)	20
	Net increase (decrease) in cash held		
1.20	Cash at beginning of quarter/year to date	3,194	6,982
1.21	Exchange rate adjustments to item 1.20	-	-
1.22	Cash at end of quarter	2,250	2,250

Payments to directors of the entity and associates of the directors

Payments to related entities of the entity and associates of the related entities

		Current quarter \$A'000
1.23	Aggregate amount of payments to the parties included in item 1.2	94
1.24	Aggregate amount of loans to the parties included in item 1.10	-

1.25 Explanation necessary for an understanding of the transactions

Item 1.23 includes aggregate amounts paid to directors including salary, directors' fees, consulting fees and superannuation.

Non-cash financing and investing activities

2.1 Details of financing and investing transactions which have had a material effect on consolidated assets and liabilities but did not involve cash flows

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2.2 Details of outlays made by other entities to establish or increase their share in projects in which the reporting entity has an interest

--

Financing facilities available

Add notes as necessary for an understanding of the position.

		Amount available \$A'000	Amount used \$A'000
3.1	Loan facilities	-	-
3.2	Credit standby arrangements	-	-

+ See chapter 19 for defined terms.

Estimated cash outflows for next quarter

	\$A'000
4.1 Exploration and evaluation	1,000
4.2 Development	-
4.3 Production	-
4.4 Administration	150
Total	1,150

Reconciliation of cash

Reconciliation of cash at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts is as follows.

	Current quarter \$A'000	Previous quarter \$A'000
5.1 Cash on hand and at bank	211	175
5.2 Deposits at call	2,039	3,019
5.3 Bank overdraft	-	-
5.4 Other (provide details)	-	-
Total: cash at end of quarter (item 1.22)	2,250	3,194

Changes in interests in mining tenements

	Tenement reference	Nature of interest (note (2))	Interest at beginning of quarter	Interest at end of quarter
6.1 Interests in mining tenements relinquished, reduced or lapsed	E38/2536	Surrendered	100%	0%
6.2 Interests in mining tenements acquired or increased	ELA38/2852	Application	0%	100%
	ELA38/2853	Application	0%	100%
	ELA38/2854	Application	0%	100%
	ELA38/2855	Application	0%	100%
	ELA39/1744	Application	0%	100%
	ELA39/1745	Application	0%	100%

+ See chapter 19 for defined terms.

Appendix 5B
Mining exploration entity quarterly report

Issued and quoted securities at end of current quarter

Description includes rate of interest and any redemption or conversion rights together with prices and dates.


	Total number	Number quoted	Issue price per security (see note 3) (cents)	Amount paid up per security (see note 3) (cents)
7.1 Preference +securities (<i>description</i>)				
7.2 Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs, redemptions				
7.3 *Ordinary securities	55,100,004	45,300,004		
7.4 Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs				
7.5 *Convertible debt securities (<i>description</i>)				
7.6 Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted				
7.7 Options (<i>description and conversion factor</i>)	21,250,000 3,000,000 3,000,000 2,400,000	21,250,000 - - -	<i>Exercise price</i> 25 cents 25 cents 30 cents 50 cents	<i>Expiry date</i> 31 December 2014 30 June 2016 30 June 2016 31 December 2016
7.8 Issued during quarter	300,000	-	<i>Exercise price</i> 50 cents	<i>Expiry date</i> 31 December 2016
7.9 Exercised during quarter				
7.10 Expired/cancelled during quarter	100,000	-	<i>Exercise price</i> 50 cents	<i>Expiry date</i> 31 December 2016
7.11 Debentures (<i>totals only</i>)				
7.12 Unsecured notes (<i>totals only</i>)				

+ See chapter 19 for defined terms.

Compliance statement

- 1 This statement has been prepared under accounting policies which comply with accounting standards as defined in the Corporations Act or other standards acceptable to ASX (see note 5).
- 2 This statement does give a true and fair view of the matters disclosed.

Sign here:


(Company secretary)

Date: 31 July 2013

Print name:

Michelle Simson

Notes

- 1 The quarterly report provides a basis for informing the market how the entity's activities have been financed for the past quarter and the effect on its cash position. An entity wanting to disclose additional information is encouraged to do so, in a note or notes attached to this report.
- 2 The "Nature of interest" (items 6.1 and 6.2) includes options in respect of interests in mining tenements acquired, exercised or lapsed during the reporting period. If the entity is involved in a joint venture agreement and there are conditions precedent which will change its percentage interest in a mining tenement, it should disclose the change of percentage interest and conditions precedent in the list required for items 6.1 and 6.2.
- 3 **Issued and quoted securities** The issue price and amount paid up is not required in items 7.1 and 7.3 for fully paid securities.
- 4 The definitions in, and provisions of, *AASB 6: Exploration for and Evaluation of Mineral Resource* and *AASB 107: Statement of Cash Flows* apply to this report.
- 5 **Accounting Standards** ASX will accept, for example, the use of International Financial Reporting Standards for foreign entities. If the standards used do not address a topic, the Australian standard on that topic (if any) must be complied with.

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