Friday 29th July 2011

Pioneer Resources Limited (ASX: PIO)

QUARTERLY ACTIVITIES REPORT
FOR THE PERIOD ENDED 30 JUNE 2011

HIGHLIGHTS

Mt Jewell Gold Project
- CSA Global retained to prepare Mineral Resource estimate. Progress is well advanced.
- 2.5 kilometres of RC* drilling completed during the June 2011 quarter.

Results included:

Tregurtha:
- LDRC194: 4m at 3.58g/t Au from 38m and 3m at 7.89g/t Au from 47m.
- LDRC197: 8m at 5.37g/t Au from 48m.
- LDRC201: 23m at 1.23g/t Au from 35m including 5m at 3.22g/t Au from 35m.

Hughes:
- LDRC185: 26m at 1.27g/t Au from 30m including 11m at 2.11g/t Au from 45m.
- LDRC186: 4m at 3.52g/t Au from 32m.

Airstrip:
- LDRC178: 5m at 8.43g/t Au from 46m.

Juglah Dome Gold Project (Majestic South Area): Drill targets are being defined.
- 934 soil samples taken.
- Prospectors have located at least 3 nugget patches.

Golden Ridge Nickel Sulphide Joint Venture - Detailed EM surveys completed.
- Interpretations of follow-up detailed EM* surveys recommend two drill targets.

Iron mineralisation identified at the Tassie Well Iron Prospect.
- 104 additional rock chips taken.
- Prospective strike length of 6 kilometres now recognised.
- Project located 140km north of Kalgoorlie and 25km south of the Leonora-Esperance railway.

CORPORATE

No capital initiatives were undertaken during the quarter. The Company has 400,614,885 ordinary shares on issue.

At 31 June 2011 Pioneer had cash reserves of $2.2 million and no debt.

* Abbreviations are explained in the attached Glossary
Figure 1: Tenement Location Plan
MT JEWELL GOLD PROJECT

Pioneer 100%. Gold

The Mount Jewell Gold Project is located approximately 55km N of Kalgoorlie, Western Australia, in one of Australia’s most productive gold fields. The Mt Jewell Gold Project area exceeds 750km², and Pioneer has additional tenements that are also prospective for gold within the Acra Project, nearby to the east.

The Tregurtha and Hughes Gold Deposits are new discoveries made by Pioneer and are the most advanced prospects within the Mt Jewell Gold Project.

Since September 2009, Pioneer has completed 212 holes or 23,000m of RC and core drilling to define the Tregurtha and Hughes deposits, and an additional 22,000m (1,000 holes) of RAB geochemical drilling throughout the project.

HIGHLIGHTS

- **Mineral Resource:** CSA Global was retained to estimate the global, in-situ, gold resource for the Tregurtha and Hughes Deposits. Progress is well advanced and the final report is expected to be received in early August 2011.

- **Drilling:** 30 RC drill holes were completed for a total of 2,461m.

- **Prospect Generation:** 240 soil samples taken testing geological targets.

HUGHES AND TREGURTHA MINERAL RESOURCE

The Hughes and Tregurtha Gold Deposits are located in the south west corner of the NNW trending Rainbow Dam Granodiorite, a plutonic body with an area of approximately 70sq km. It is bounded to the east by the Ringlock Dam greenstone belt and to the west by the west dipping Scotia Greenstone Belt.

Data for the Mineral Resource estimate was derived from 78 RC holes at the Tregurtha Prospect and 88 RC holes at the Hughes Prospect. The drilling was primarily on 20x20m or 40x40 metre drilling patterns.

The Tregurtha Deposit has been interpreted as three distinct mineralised zones; a supergene zone, a central high grade zone and a footwall zone. These zones intersect along the eastern flank of the deposit (Upper Figure 4). There are additional thin mineralised structures present outside the bounds of the main zones.

The Hughes Deposit, in contrast to Tregurtha, is interpreted as a single tabular zone that contains the bulk of the gold (Lower Figure 4). Hughes does not have a well developed supergene zone as is seen at Tregurtha.

The Hughes Deposit mineralisation envelope hosts multiple sub-parallel shears and vein sets, including several higher grade zones. A change in orientation of the deposit’s footwall to the south suggests that Hughes might bifurcate into two structures, one of which may continue to the Hughes West Prospect.

The Hughes West Prospect interpretation is incomplete and at the moment only contains a small proportion of the gold within the Hughes system.
DRILLING

A program of 30 RC drill holes, LDRC178 to LDRC207 inclusive, was completed for a total of 2,461m. These holes were designed to provide additional information about gold intercepts at the extremities of the known deposits.

Results included:

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OUTLOOK

The exploration program for the September 2011 quarter includes:

- Publication of the inaugural Mineral Resource statement for the Mt Jewell Project.
- Preparatory work ahead of a Mining Lease application for Tregurtha and Hughes Prospects.
- Supplementary diamond and RC drilling at Tregurtha, Hughes and Hughes West Prospects.
- Drilling will shift to newer targets, including the Majestic South, Criterion and Wild Dog Prospects.
JUGLAH DOME (MAJESTIC SOUTH) GOLD PROJECT

Pioneer 100%.

The Juglah Dome Gold Project is located 58 km SW of Kalgoorlie, WA and initial exploration and prospecting results are very encouraging. Of importance, Integra Mining Limited recently announced a 256,000oz Mineral Resource for its Majestic Gold Prospect which is approximately 4.5km NW from Pioneer’s tenement.

HIGHLIGHTS

- 934 soil samples taken.
- Prospectors have located at least 3 nugget patches. A number of nuggets were made up of angular gold in quartz, which indicates close proximity to a primary mineralised structure. Pioneer believes interaction with accredited prospectors is a valuable exploration strategy, benefiting both parties.

Guided by the prospecting success of a party of APLA-registered Kalgoorlie-based prospectors Pioneer geologists have completed mapping and further soil geochemistry over a number of structural sites, where the prospectors reported that a number of nuggets were recovered.

![Figure 2. Juglah Gold Project showing gold-in-soil anomalies (Juglah1 and 2) and proximity to Integra Mining Limited’s Majestic Prospect.](image)

Photos:  Top  Nuggets from Juglah 2.  
Bottom  Juglah 2 landscape.

OUTLOOK

- Receive and interpret geochemical analyses for the new soil sampling program.
- Plan and implement RAB geochemistry drilling.
GOLDEN RIDGE NICKEL JV PROJECT: EM surveys generate drill anomalies

Pioneer 56%, Australian Mines Limited 44%. Each Company contributes to exploration expenditure on a pro-rata basis.

The Golden Ridge Nickel JV Project is located 30km SE of Kalgoorlie and is prospective for nickel sulphide deposits.

The results from the recent SAMSON EM surveys at Golden Ridge were received. The work was completed to follow-up specific EM targets identified from earlier surveys.

Key points from the interpretation include:

- The priority B1 target, located along strike on the Blair Mine ultramafic surface, was not confirmed as a stand-alone conductor. The new Fixed Loop survey did, however, detect a relatively discrete late-time zone of enhanced conductivity within a stratigraphic anomaly. The new anomaly is confined to an area of 200-300m, and may represent a highly conductive target sitting adjacent to the regional stratigraphic conductor.

- A Moving Loop survey across anomaly A36-38_6 identified a previously undetected conductive body, which shows as a late-time response in the SAMSON slingram dataset, but is not evident in the earlier datasets.

Pioneer’s consultant geophysicist has recommended drill holes to test these targets.

![Figure 3. Golden Ridge JV Project, showing areas of EM surveys, conductive sediments (black) and priority EM targets (solid red)](image-url)
TASSIE WELL IRON PROJECT: A new opportunity emerges.

Pioneer 100% Iron Ore

The Tassie Well Project is located 140km N of Kalgoorlie, and 25km S of the Leonora-Esperance railway line at Kookynie, WA.

Mapping, rock chip sampling and an historic drilling record, coupled with the project’s proximity to transport infrastructure, demonstrates the increasing priority of this project for Pioneer.

Mapping undertaken by Pioneer at Tassie Well records an outcropping banded chert and weathered iron formation (“BIF”), which has become the target of this exploration proposal.

Aeromagnetic imagery clearly identifies the BIF, which is represented as two strongly magnetic, abutting, lozenge shaped features 7 kilometres long. The BIF, where it outcrops, has been rock chip sampled by Pioneer field staff, with 25 samples returning strongly anomalous results (greater than 30% Fe and up to 54% Fe) along the outcropping strike length of 5 kilometres.

The first priority target is to test for Fe mineralisation which occurs at the northern end of the mapped BIF unit. This is an area of low relief, where outcropping weathered haematitic iron formation returned 3 consecutive 5m channel samples (i.e. 15m width in outcrop) assaying above 48% Fe with 10% LOI. Other samples within the 600m long target zone returned assays of up to 54% Fe.

Department of Mines and Petroleum Open File report a5426 includes a record of a 1973 drill hole by Kennecott Exploration (Australia) Ltd, which intersected 10m of weathered iron formation from 4m and BIF from 75.5m to 105.2m (end of hole). The drill hole was collared at the northern end of the Tassie Well Prospect BIF outcrop, and, while Fe was not assayed for, the recorded presence of multiple intercepts of BIF bodes well for future exploration by Pioneer.

OUTLOOK

The exploration program for the September 2011 quarter includes:

- Traverses of reconnaissance RC drilling. Originally scheduled for the June 2011 quarter, this program was delayed due to rain.

Yours sincerely

Managing Director

For more information please contact:

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Pioneer Resources Limited
Managing Director
(08) 9322 6974
dcrook@PIOresources.com.au
Glossary:

“BIF” means banded iron formation.

“Diamond Drilling” or “Core Drilling” is a drilling technique which uses a diamond-set drill bit to produce a cylindrical core of rock.

“EM” means electromagnetic, a geophysical survey technique used to locate conductive rocks which may host nickel sulphide mineralisation. There are a number of configurations of transmitters, receivers and processing available depending on the application.

“g/t” means grams per tonne (used for precious metals) and is equivalent to ppm.

“ppm” means 1 part per million by weight.

“LOI” means loss on ignition. This refers to the mass of volatile material lost when an iron sample is heated, and therefore is an indication of the rate that a sample may be thermally upgraded by calcining.

“RAB” means rotary air blast, a cost-effective drilling technique used to sample weathered rock.

“RC” means reverse circulation, a drilling technique that is used to return uncontaminated pulverised rock samples through a central annulus inside the drill pipes. RC samples can be used in industry-standard Mineral Resource statements.

“Au” means gold.

“Cu” means copper.

“Fe” means iron.

“Ni” means nickel.

“N”, “S”, “E”, or “W” refer to the compass orientations north, south, east or west respectively.

The information within this report as it relates to geology and mineralisation was compiled by Mr David Crook who is a full time employee of Pioneer Resources Limited, a member of The Australasian Institute of Mining and Metallurgy (member 105893) and is a Competent Person as defined by the 2004 JORC Code, having five years experience which is relevant to the style of mineralisation and type of deposit described in the Report. This person consents to the inclusion of this information in the form and context in which it appears in this report.
Mt Jewell Gold Project
Mineralisation Interpretations

Tregurtha Prospect
“Cut-Away” Cross section at 6651280mN looking North East
Showing drill hole intercepts and mineralisation surfaces (0.5g/t Au)

Hughes Prospect
“Cut-Away” Cross section at 6650520mN looking North West
Showing drill hole intercepts and mineralisation surfaces (0.5g/t Au)

Figure 4.
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<td></td>
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<td></td>
<td></td>
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<td></td>
</tr>
<tr>
<td>Hole ID</td>
<td>East</td>
<td>North</td>
<td>Depth</td>
<td>Dip/Az</td>
<td>From</td>
<td>To</td>
<td>Intercept</td>
<td>Grade</td>
<td>Cutoff</td>
</tr>
<tr>
<td>-----------</td>
<td>----------</td>
<td>----------</td>
<td>-------</td>
<td>--------</td>
<td>------</td>
<td>-----</td>
<td>-----------</td>
<td>-------</td>
<td>--------</td>
</tr>
<tr>
<td>LDRC192</td>
<td>352,517</td>
<td>6,650,398</td>
<td>120</td>
<td>-60/0</td>
<td>104</td>
<td>108</td>
<td>4</td>
<td>1.25</td>
<td>0.5</td>
</tr>
<tr>
<td>LDRC192</td>
<td></td>
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<td></td>
<td></td>
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<td></td>
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</tr>
<tr>
<td>LDRC192</td>
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<td>1.78</td>
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<tr>
<td>LDRC193</td>
<td>352,516</td>
<td>6,650,360</td>
<td>120</td>
<td>-60/0</td>
<td>105</td>
<td>107</td>
<td>2</td>
<td>NSR</td>
<td></td>
</tr>
<tr>
<td>LDRC194</td>
<td>352,100</td>
<td>6,651,280</td>
<td>70</td>
<td>-60/90</td>
<td>38</td>
<td>42</td>
<td>4</td>
<td>3.58</td>
<td>0.5</td>
</tr>
<tr>
<td>LDRC194</td>
<td></td>
<td></td>
<td></td>
<td></td>
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<td></td>
<td></td>
<td></td>
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</tr>
<tr>
<td>LDRC194</td>
<td></td>
<td></td>
<td></td>
<td></td>
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<td></td>
<td></td>
<td>7.89</td>
<td>1</td>
</tr>
<tr>
<td>LDRC195</td>
<td>352,084</td>
<td>6,651,298</td>
<td>70</td>
<td>-60/90</td>
<td>38</td>
<td>45</td>
<td>7</td>
<td>1.62</td>
<td>0.5</td>
</tr>
<tr>
<td>LDRC195</td>
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<td></td>
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<td></td>
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<td></td>
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<tr>
<td>LDRC195</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>3.51</td>
<td>1</td>
</tr>
<tr>
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<td>352,046</td>
<td>6,651,320</td>
<td>60</td>
<td>-60/90</td>
<td>38</td>
<td>40</td>
<td>2</td>
<td>NSR</td>
<td></td>
</tr>
<tr>
<td>LDRC197</td>
<td>352,005</td>
<td>6,651,322</td>
<td>85</td>
<td>-60/90</td>
<td>48</td>
<td>56</td>
<td>8</td>
<td>5.37</td>
<td>0.5</td>
</tr>
<tr>
<td>LDRC197</td>
<td></td>
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<td></td>
<td></td>
<td></td>
<td></td>
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<td>LDRC197</td>
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<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>6.05</td>
<td>1</td>
</tr>
<tr>
<td>LDRC198</td>
<td>351,908</td>
<td>6,651,405</td>
<td>60</td>
<td>-60/90</td>
<td>48</td>
<td>55</td>
<td>7</td>
<td>NSR</td>
<td></td>
</tr>
<tr>
<td>LDRC199</td>
<td>351,905</td>
<td>6,651,421</td>
<td>80</td>
<td>-60/90</td>
<td></td>
<td></td>
<td></td>
<td>NSR</td>
<td></td>
</tr>
<tr>
<td>LDRC200</td>
<td>351,882</td>
<td>6,651,422</td>
<td>72</td>
<td>-60/90</td>
<td></td>
<td></td>
<td></td>
<td>NSR</td>
<td></td>
</tr>
<tr>
<td>LDRC201</td>
<td>351,861</td>
<td>6,651,421</td>
<td>60</td>
<td>-60/90</td>
<td>35</td>
<td>58</td>
<td>23</td>
<td>1.23</td>
<td>0.5</td>
</tr>
<tr>
<td>LDRC201</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Notes**
- Drill hole collar positions determined by GPS and will be confirmed by licensed surveyor. GDA94-51 datum.
- Analytical results by Genalysis Laboratories Pty Ltd: 50g Fire Assay, 0.01g/t lower detection limit.
- Length weighted average grade reported. Single metre assays have replace composited sample assays.
- Intercepts are “down-hole” metres. No estimate regarding true thickness is made or implied.
Appendix 5B

Mining exploration entity quarterly report

Introduced 1/7/96. Origin: Appendix 8. Amended 1/7/97, 1/7/98, 30/9/2001, 01/06/10.

Name of entity

PIONEER RESOURCES LIMITED

ABN

44 103 423 981

Quarter ended (“current quarter”)

30 June 2011

Consolidated statement of cash flows

<table>
<thead>
<tr>
<th>Cash flows related to operating activities</th>
<th>Current quarter $A’000</th>
<th>Year to date (12 months) $A’000</th>
</tr>
</thead>
<tbody>
<tr>
<td>1.1 Receipts from product sales and related debtors</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>1.2 Payments for (a) exploration &amp; evaluation (b) development (c) production (d) administration</td>
<td>(921) (184)</td>
<td>(3,290) (760)</td>
</tr>
<tr>
<td>1.3 Dividends received</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>1.4 Interest and other items of a similar nature received</td>
<td>56</td>
<td>198</td>
</tr>
<tr>
<td>1.5 Interest and other costs of finance paid</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>1.6 Income taxes paid</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>1.7 Other – Joint venture and other exploration funding Refund of joint venture funding in excess of expenditure</td>
<td>48 (108)</td>
<td>310 (108)</td>
</tr>
<tr>
<td>Net Operating Cash Flows</td>
<td>(1,109)</td>
<td>(3,650)</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Cash flows related to investing activities</th>
<th>Current quarter $A’000</th>
<th>Year to date (12 months) $A’000</th>
</tr>
</thead>
<tbody>
<tr>
<td>1.8 Payment for purchases of: (a) prospects (b) equity investments (c) other fixed assets</td>
<td>- (16)</td>
<td>- (26)</td>
</tr>
<tr>
<td>1.9 Proceeds from sale of: (a) prospects (b) equity investments (c) other fixed assets</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>1.10 Loans to other entities</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>1.11 Loans repaid by other entities</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>1.12 Other – Tenement bonds refunded</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Net investing cash flows</td>
<td>(16)</td>
<td>(26)</td>
</tr>
<tr>
<td>1.13 Total operating and investing cash flows (carried forward)</td>
<td>(1,125)</td>
<td>(3,676)</td>
</tr>
</tbody>
</table>

* See chapter 19 for defined terms.
1.13 Total operating and investing cash flows (brought forward) 

<table>
<thead>
<tr>
<th></th>
<th>1.125</th>
<th>3,676</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Cash flows related to financing activities</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>1.14 Proceeds from capital raisings etc.</td>
<td>-</td>
<td>4,573</td>
</tr>
<tr>
<td>1.15 Refund of oversubscriptions from capital raisings</td>
<td>-</td>
<td>(926)</td>
</tr>
<tr>
<td>1.16 Proceeds from borrowings</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>1.17 Repayment of borrowings</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>1.18 Dividends paid</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>1.19 Other – Share issue costs</td>
<td>-</td>
<td>(93)</td>
</tr>
<tr>
<td><strong>Net financing cash flows</strong></td>
<td>-</td>
<td>3,554</td>
</tr>
<tr>
<td><strong>Net increase (decrease) in cash held</strong></td>
<td>(1,125)</td>
<td>(122)</td>
</tr>
<tr>
<td>1.20 Cash at beginning of quarter/year to date</td>
<td>3,340</td>
<td>2,337</td>
</tr>
<tr>
<td>1.21 Exchange rate adjustments to item 1.20</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td><strong>Cash at end of quarter</strong></td>
<td>2,215</td>
<td>2,215</td>
</tr>
</tbody>
</table>

**Payments to directors of the entity and associates of the directors**

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

<table>
<thead>
<tr>
<th></th>
<th>Current quarter $A’000</th>
</tr>
</thead>
<tbody>
<tr>
<td>1.23 Aggregate amount of payments to the parties included in item 1.2</td>
<td>$105</td>
</tr>
<tr>
<td>1.24 Aggregate amount of loans to the parties included in item 1.10</td>
<td>-</td>
</tr>
</tbody>
</table>

**Explanation necessary for an understanding of the transactions**

Within item 1.2
(i) Managing Director and Non-Executive Directors’ remuneration - $105k

**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

NIL

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

NIL

+ See chapter 19 for defined terms.
Financing facilities available

Add notes as necessary for an understanding of the position.

<table>
<thead>
<tr>
<th></th>
<th>Amount available $‘000</th>
<th>Amount used $‘000</th>
</tr>
</thead>
<tbody>
<tr>
<td>3.1 Loan facilities</td>
<td>NIL</td>
<td>NIL</td>
</tr>
<tr>
<td>3.2 Credit standby arrangements</td>
<td>NIL</td>
<td>NIL</td>
</tr>
</tbody>
</table>

Estimated cash outflows for next quarter

<table>
<thead>
<tr>
<th></th>
<th>$‘000</th>
</tr>
</thead>
<tbody>
<tr>
<td>4.1 Exploration and evaluation</td>
<td>400</td>
</tr>
<tr>
<td>4.2 Development</td>
<td>-</td>
</tr>
<tr>
<td>4.3 Production</td>
<td>-</td>
</tr>
<tr>
<td>4.4 Administration</td>
<td>150</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td>550</td>
</tr>
</tbody>
</table>

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.

<table>
<thead>
<tr>
<th></th>
<th>Current quarter $‘000</th>
<th>Previous quarter $‘000</th>
</tr>
</thead>
<tbody>
<tr>
<td>5.1 Cash on hand and at bank</td>
<td>32</td>
<td>44</td>
</tr>
<tr>
<td>5.2 Deposits at call</td>
<td>2,183</td>
<td>3,296</td>
</tr>
<tr>
<td>5.3 Bank overdraft</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>5.4 Other (provide details)</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td><strong>Total: cash at end of quarter</strong></td>
<td>2,215</td>
<td>3,340</td>
</tr>
</tbody>
</table>

Changes in interests in mining tenements

<table>
<thead>
<tr>
<th>Tenement reference</th>
<th>Nature of interest (note (2))</th>
<th>Interest at beginning of quarter</th>
<th>Interest at end of quarter</th>
</tr>
</thead>
<tbody>
<tr>
<td>6.1</td>
<td>Interests in mining tenements relinquished, reduced or lapsed</td>
<td></td>
<td></td>
</tr>
<tr>
<td>NIL</td>
<td>Registered Holder</td>
<td>0%</td>
<td>100%</td>
</tr>
<tr>
<td>6.2</td>
<td>Interests in mining tenements acquired or increased</td>
<td>Registered Holder</td>
<td>0% 0% 100% 100%</td>
</tr>
</tbody>
</table>
## 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.

<table>
<thead>
<tr>
<th>Total number</th>
<th>Number quoted</th>
<th>Issue price per security (see note 3) (cents)</th>
<th>Amount paid up per security (see note 3) (cents)</th>
</tr>
</thead>
<tbody>
<tr>
<td>7.1 Pref *erence +securities (description)</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>7.2 Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs, redemptions</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>7.3 *Ordinary securities</td>
<td>400,614,885</td>
<td>400,614,885</td>
<td>Fully Paid</td>
</tr>
<tr>
<td>7.4 Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>7.5 Convertible debt securities (description)</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>7.6 Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>7.7 Options (description and conversion factor)</td>
<td></td>
<td></td>
<td>Exercise price</td>
</tr>
<tr>
<td>Unlisted Options</td>
<td>1,000,000</td>
<td>-</td>
<td>25 cents each</td>
</tr>
<tr>
<td>Unlisted Options</td>
<td>2,400,000</td>
<td>-</td>
<td>22 cents each</td>
</tr>
<tr>
<td>Unlisted Options</td>
<td>200,000</td>
<td>-</td>
<td>25 cents each</td>
</tr>
<tr>
<td>Unlisted Options</td>
<td>750,000</td>
<td>-</td>
<td>20 cents each</td>
</tr>
<tr>
<td>Unlisted Options</td>
<td>750,000</td>
<td>-</td>
<td>22 cents each</td>
</tr>
<tr>
<td>Unlisted Options</td>
<td>3,366,665</td>
<td>-</td>
<td>8.5 cents each</td>
</tr>
<tr>
<td>Unlisted Options</td>
<td>3,341,665</td>
<td>-</td>
<td>10 cents each</td>
</tr>
<tr>
<td>Unlisted Options</td>
<td>3,341,670</td>
<td>-</td>
<td>12 cents each</td>
</tr>
<tr>
<td>Unlisted Options</td>
<td>2,000,000</td>
<td>-</td>
<td>10 cents each</td>
</tr>
<tr>
<td>Unlisted Options</td>
<td>2,000,000</td>
<td>-</td>
<td>12 cents each</td>
</tr>
<tr>
<td>Unlisted Options</td>
<td>433,333</td>
<td>-</td>
<td>8.5 cents each</td>
</tr>
<tr>
<td>Unlisted Options</td>
<td>433,333</td>
<td>-</td>
<td>10 cents each</td>
</tr>
<tr>
<td>Unlisted Options</td>
<td>433,334</td>
<td>-</td>
<td>12 cents each</td>
</tr>
<tr>
<td>7.8 Issued during quarter</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
</tbody>
</table>

+ See chapter 19 for defined terms.

30/9/2001
### 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 4).

2. This statement does /does not* *(delete one)* give a true and fair view of the matters disclosed.

Sign here:  

(Company secretary)  

Date: 27 July 2011  

Print name:  JULIE ANNE WOLSELEY

### 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 1022: Accounting for Extractive Industries and AASB 1026: Statement of Cash Flows apply to this report.

5. **Accounting Standards** ASX will accept, for example, the use of International Accounting 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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* See chapter 19 for defined terms.