Rule 5.3

Appendix 5B
Mining Exploration Entity Quarterly Report

Origin: Appendix 8

Name of Entity

MODENA RESOURCES LIMITED

ACN or ARBN	Quarter Ended ("Current Quarter")
119 749 647	31 March 2009

Consolidated Statement of Cash Flows

	Cash Flows Related to Operating Activities	Current Quarter $A'000	Year to Date (9 months) $A'000
1.1	Receipts from product sales and related debtors	-	462
1.2	Payments for (a) exploration and evaluation	(245)	(4,893)
	(b) development	-	-
	(c) production	-	(101)
	(d) administration	(229)	(650)
1.3	Dividends received	-	-
1.4	Interest and other items of a similar nature received	4	10
1.5	Interest and other costs of finance paid	(60)	(214)
1.6	Income taxes paid	-	-
1.7	Other (provide details if material) - GST	(6)	(8)
	Net Operating Cash Flows	(536)	(5,394)
	Cash Flows Related to Investing Activities		
1.8	Payment for purchases of: (a)prospects	-	-
	(b)equity investments	-	(33)
	(c) other fixed assets	-	-
1.9	Proceeds from sale of: (a)prospects	-	-
	(b)equity investments	-	76
	(c)other fixed assets	-	-
1.10	Loans to other entities	-	-
1.11	Loans repaid by other entities	-	-
1.12	Other	-	-
	Net Investing Cash Flows	-	43
1.13	Total operating and investing cash flows (carried forward)	(536)	(5,351)

1.13	Total operating and investing cash flows (brought forward)	(536)	(5,351)
	Cash Flows Related to Financing Activities		
1.14	Proceeds from issues of shares, options, etc.	-	1,714
1.15	Proceeds from sale of forfeited shares	-	-
1.16	Proceeds from borrowings	-	3,720
1.17	Repayment of borrowings	-	-
1.18	Dividends paid	-	-
1.19	Other (provide details if material) – share issue costs	(26)	(50)
	Net Financing Cash Flows	(26)	5,384
	Net Increase (Decrease) in Cash Held	(562)	33
1.20	Cash at beginning of quarter/year to date	816	221
1.21	Exchange rate adjustments to 19	-	-
1.22	**Cash at End of Quarter**	254	254

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	120
1.24	Aggregate amount of loans to the parties included in item 1.10	-

1.25 Explanation necessary for an understanding of the transactions

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

During the fisrt quarter, unsecured convertible notes with a face value of $829,341 were converted to 4,828,565 ordinary fully paid shares.

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	Amount Used $A
3.1	Loan facilities	NIL	
3.2	Credit standby arrangements	NIL	

Estimated Cash Outflows for Next Quarter

		$A'000
4.1	Exploration and evaluation	500
4.2	Development	-
	Total	500

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	254	816
5.2	Deposits at call	-	-
5.3	Bank overdraft	-	-
5.4	Other (provide details)	-	-
	Total: Cash at End of Quarter (item 1.22)	254	816

Changes in Interests in Mining Tenements

		Tenement Reference	Nature of Interest	Interest at beginning of quarter	Interest at end of quarter
6.1	Interests in mining tenements relinquished, reduced or lapsed	Nil			
6.2	Interests in mining tenements acquired or increased				

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.

		Number Issued	Number Quoted	Issue price per security (see note 3) (cents)	Amount paid up per security (see note 3) (cents)
7.1	**Preference +securities**				
7.2	Changes during quarter				
7.3	**+Ordinary Securities**	85,207,054	85,159,554		
7.4	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs	10,000,000	10,000,000	-	-
7.5	**+Convertible Debt Securities**	1,306,014 # 1,344,444 # 3,485,714 # 10,000,000 #	- - - -	$0.35 face value $0.45 face value $0.35 face value $0.25 face value	$0.35 face value $0.45 face value $0.35 face value $0.25 face value
7.6	Changes during quarter (a) Issues	10,000,000	-	$0.25 face value	$0.25 face value
7.7	**Options** *(description)*	68,428,622	68,428,622	*Exercise Price* 20 cents	*Expiry Date* 30 June 2010
7.8	Issued during quarter				
7.9	Exercised during quarter				
7.10	Expired during quarter				
7.11	**Debentures**				
7.12	**Unsecured Notes**				

The principle terms of the Notes are as follows:

Number:	1,306,014	1,344,444	3,485,714	10,000,000
Face value:	$457,105	$605,000	$1,220,000	$2,500,000
Redemption date:	31/01/2010	28/02/2010	30/09/2010	29-01/2010
Conversion price:	The lesser of 35 cents or 85% of 5 day weighted average market price	The lesser of 45 cents or 85% of 5 day weighted average market price	The lesser of 35 cents or 85% of 5 day weighted average market price	The lesser of 25 cents or 80% of 30 day weighted average market price
Interest rate:	10.5%	12.0%	10.0%	12.0%

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.

2 This statement does give a true and fair view of the matters disclosed.

Sign here: C S Willis Date 30 April 2009
Director

Print name: Craig Willis

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