

QUARTERLY ACTIVITIES REPORT FOR PERIOD ENDED 30 SEPTEMBER 2013

Highlights

- Regional exploration continues at Whim Creek
- Acquisition of Panorama tenements completed
- Key Pilbara Project development approvals secured
- Sulphur Springs joint Access Road commissioned
- Tenement renewed at Novo Canaã Gold Project
- Cash and receivables increases to \$4.3 million



EXPLORATION

PILBARA

During the quarter, the Company mainly focussed on completing the regional geophysical and geochemical programs in selected areas of the Whim Creek project area.

Preparations for the co-funded drilling program under the WA Government Exploration Incentive Scheme program at the Midway prospect continued with regulatory approvals obtained and drilling contractor engaged.

Following the settlement of the acquisition of the additional tenements in the Sulphur Springs area from the Panorama Exploration Joint Venture (PEJV) partners, a full review of the previous exploration results has commenced.

ASX Announcement
ASX Code: VXR
Released: 24 Oct 2013

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Board

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Chairman

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Non-Executive Director

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Company Secretary

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Sulphur Springs Exploration

Midway

The Midway exploration target is located between the Sulphur Springs and Kangaroo Caves deposits and was defined from analysis of a historical CSIRO generated HyMapper multispectral survey combined with existing surface exploration data. The Midway target has co-incident geochemical and alteration pattern anomalies around a possible growth fault structure offering a high priority conceptual target.

Preparation for the 3 hole, 1,340 metre diamond drilling program is nearing completion with all statutory approvals obtained and heritage survey clearance pending. The rugged terrain in the prospect area has necessitated the securing of a track-mounted diamond drilling rig capable of drilling at angles as low as -25° to minimise the extent of site access earthworks required. Subject to the finalisation of delays in obtaining heritage clearances, drilling is now anticipated to begin before the end of November.

Regional

The acquired PEJV tenements cover a large portion of the prospective Panorama Formation, host of the Sulphur Springs and Kangaroo Caves Cu-Zn deposits, around the margin of the co-magmatic Strelley Granite.

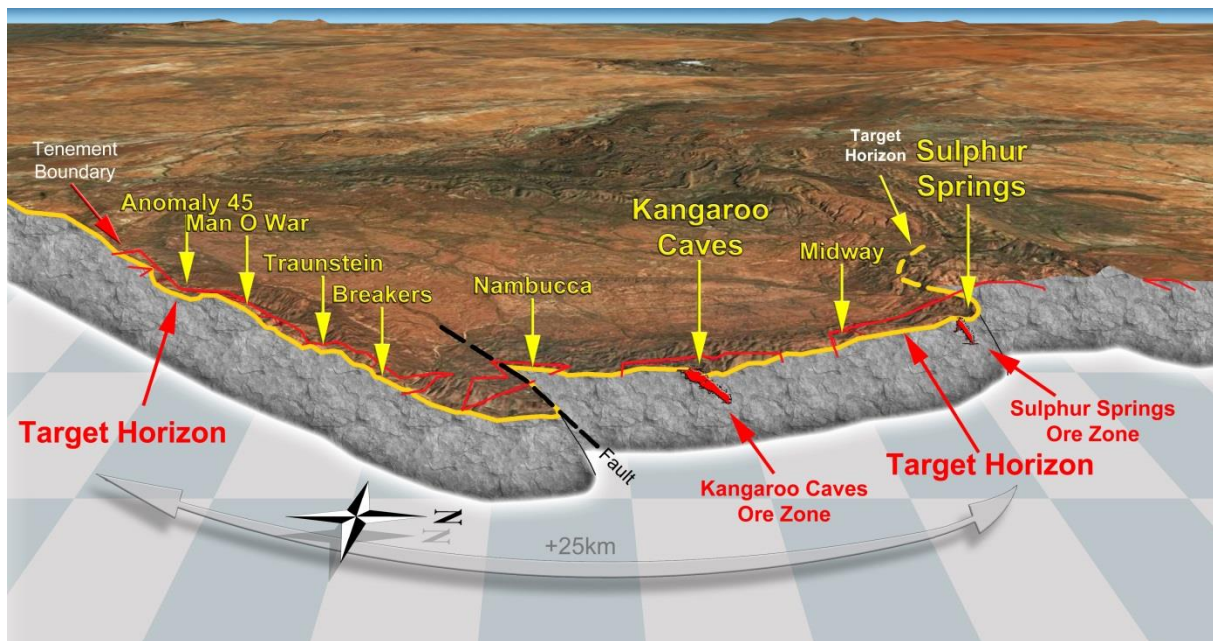


Figure 1 – Sulphur Springs Regional Exploration Targets

Previous exploration by the PEJV partners included surface mapping, geochemistry and airborne geophysics which have identified a number of significant targets including Nambucca, Breakers, Traunstein, Man O'War, Anomaly 45 and Jamesons prospects.

Limited drilling at the Breakers, Man O'War and Jamesons prospects has previously intersected anomalous zones of base metal (Cu-Zn-Pb) mineralisation that remain open and require further evaluation.

Whim Creek Exploration

Whim Creek Regional

A systematic review of the regional exploration targets in the broader Whim Creek area continued during the quarter using a combination of detailed multi-spectral and geochemical analysis.

Following the initial encouraging results from a trial program over the Salt Creek - Balla Balla trend, the program has been extended across the entire 15 kilometre Salt Creek belt including scanning a suite of 30 RC and diamond drill holes within the Salt Creek deposit to generate a 3D image of the mineralising system and surrounding alteration patterns.

In addition, re-sampling of historic drill holes for both spectral and geochemical analysis has been undertaken at Mons Cupri, Mons Cupri SW and the Evelyn deposit in the Liberty-Indee Joint Venture to begin to "fingerprint" these deposits for future exploration drilling target generation.

The results of this program are currently being collated and interpreted to provide a cost effective basis for future drill program planning at Salt Creek and Whim Creek.

Liberty-Indee Joint Venture (VXR 70-90%)

Final assay results for the 5 hole RC drill program (800 metres) completed in the June quarter were received. The program was designed to test two new geophysical targets along strike from the Evelyn copper-zinc deposit.

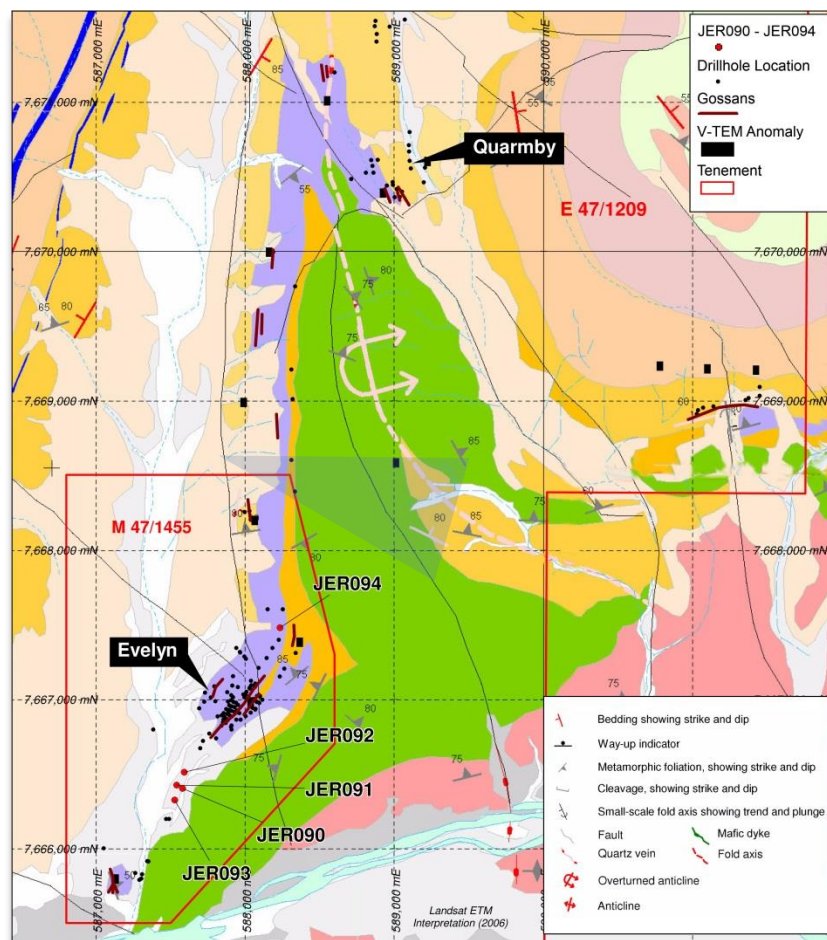


Figure 2 – Evelyn Prospect – Drillhole location and regional geology

Four RC holes (JER090-093) were drilled to test a combined magnetic/VTEM anomaly located 500 metres south-west of the Evelyn deposit. Several intersections of magnetite and disseminated iron sulphide mineralisation were recorded with a best assay of 1 metre grading 0.10% copper from 80 metres in JER093 (Table 2).

A single hole drilled into an anomaly located 600 metres to the north of the Evelyn deposit intersected minor magnetite mineralisation with no significant assays recorded. A source for the strong geophysical was not intersected and a follow-up program of Down Hole geophysics is planned for these holes and previous RC drill holes in the Donkey Well area.

Pilbara Cu-Zn Project Development

General

The Company has continued to progress the enhancement program of the proposed Project during the quarter.

During the quarter, the construction of the joint Access and Haul Road by Atlas Iron Limited was completed and the road was commissioned on 23 August. The road is completed to the Sulphur Springs site turn-off leaving only the remaining 8 kilometres of access road to be constructed as part of the Project development.

Long term test work on paste fill strength with Outotec was completed at the end of the quarter. The results are being reviewed in conjunction with design refinements for the paste fill and tailings disposal systems for the Project.

Permitting

Preparation and lodgement of key documentation for the future development of the Sulphur Springs site was completed during quarter.

The response from the various regulatory authorities has been positive with the Project receiving Commonwealth Environmental Approval to proceed under the EPBC Act and the Clearing Permit from the Department of Mines and Petroleum during the quarter.

Discussions are continuing with the Department of Mines and Petroleum on the remaining applications submitted and Company expects to be in a position to finalise these approvals in the near future.

BRAZIL

Gold Exploration

Venturex is exploring for large gold deposits in Brazil through its wholly owned subsidiary, CMG Mineração Ltda (CMGM).



Figure 3 - CMG Mineração Ltda gold projects in Mato Grosso and Pará, Brazil

The statutory three year extension to the Novo Canaã tenements (866718, 866719, and 866820) have been granted allowing the resumption of exploration activities on previously defined surface gold anomalies and the high grade drilling results announced in October 2012.

Infill surface geochemical sampling is planned next quarter within the significant 5 kilometre long surface gold anomaly within 866719 which has the potential to host further high grade structures.

Mining Code Update

The new Mining Code legislation continues to progress slowly in Brazil. While the Mining Reform Bill was removed from an urgent status within the congress, a vote on the new legislation is still expected in late 2013 or the first quarter of 2014. Numerous amendments have been proposed to the Bill and the debate around these proposed amendments has the potential further delay the implementation of any new legislation.

CORPORATE

Board Changes

During the reporting period, Mr John Nitschke was appointed as a Non-Executive Director on 4 July 2013.

Finance

During the quarter, the Company voluntarily "opted in" to the State Government's new Mining Rehabilitation Fund allowing the retirement of Environmental Performance Bonds covering the Company's tenements at Whim Creek. This resulted in the release of a \$1.69 million bank-held security deposit back to the Company which, together with the benefits of our cost reduction program, proceeds from asset sales and government rebates, has increased the Company's cash reserves.

Discussions are continuing with respect to the potential disposal of selected non-core assets to further strengthen the Company's financial position in this challenging market.

Securities Information

The issued capital of the Company is 1,547,869,181 ordinary fully paid shares and 36,500,000 unlisted options with various expiry dates.

Financial Information

The Company's net cash position at the date of this report is ~\$4.3 million and it has no debt.

Summary of Assessment and Reporting Criteria

As per the new 2012 JORC guidelines, the following summary of information used in these exploration results is provided below (JORC Compliance Table: Sections 1 and 2 are included in the Appendix).

The Evelyn deposit within the Liberty-Indee Joint Venture is contained within the equivalent of the Gorge Creek Group Formation, a volcano-sedimentary sequence within the Mallina Basin in the western Archaean Pilbara Craton. The deposit is an example of a volcanogenic massive sulphide (VMS) style deposit in a medium grade metamorphic terrain.

The Kangaroo Caves prospect is located wholly within M47/1145 and Venturex Resources Limited has a 70% interest in the tenement. The tenement is within the Ngarluma Native Title Area.

The drilling at Liberty-Indee was completed using conventional reverse circulation drilling. Drill spacing is variable due to access restrictions imposed by rugged terrain. RC sample recoveries are in excess of 95%. All drill holes collars were surveyed using differential GPS (DGPS) and all angle holed were surveyed at 10 metre intervals down hole using a gyroscopic survey tool.

One metre RC sample splits were routinely collected and dispatched for analysis. Field quality control procedures involved the use of assay standards along with blanks and duplicate samples to monitor laboratory performance. In total, approximately 4% of total samples were inserted as QAQC samples.

Reverse circulation samples were oven dried, crushed and the entire sample pulverised to 85% passing 75 microns. A pulp sub-sample was collected for analysis by four acid digest with an ICP/MS, ICP/AES finish and 30g Fire Assay for gold with AAS finish.

Multi-element assaying is conducted routinely for a suite of potentially deleterious elements including (but not limited to) Arsenic, Antimony, Bismuth, Cadmium, Mercury and Sulphur.

All reported assays have been length weighted. No top cuts have been applied. A nominal 0.10% copper and 2.0% zinc lower cut-off has been applied. High grade massive sulphide intervals internal to broader zones of sulphide mineralisation are reported as included intervals.

The Evelyn deposit within the Liberty-Indee JV dip to northwest at approximately 75 degrees with drill holes drilled to the east southeast with drill holes inclined at -60 degrees. The intersection angles are the estimated true width of each intersection.

The Liberty-Indee Joint Venture prospects will be surveyed with down-hole EM prior to further drilling.



MICHAEL MULRONEY
Managing Director

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About Venturex Resources Limited

Venturex Resources Limited (ASX: VXR) is an exploration and development company with a significant portfolio of VMS projects in the Western Pilbara. Venturex owns or controls significant resources of copper, zinc, lead, silver and gold at Sulphur Springs, Kangaroo Caves, Whim Creek, Mons Cupri, Salt Creek and Liberty-Indee. The Company is committed to a strategy of consolidating VMS projects in the Western Pilbara and developing a centralised processing hub at Sulphur Springs. Venturex is also exploring for gold in Brazil through its wholly owned subsidiary CMG Mineração Ltda.

Competency Statements

The information in this report that relates to Exploration Results, Mineral Resources and Ore Reserves is based on information compiled or reviewed by Mr Michael Mulroney and Mr Steven Wood who are Members of the Australasian Institute of Mining and Metallurgy. Mr Mulroney and Mr Wood are full time employees of Venturex Resources Limited and have sufficient experience relevant to the style of mineralisation, type of deposit under consideration and to the activity being undertaking to qualify as Competent Persons as defined in the 2012 Edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves". Mr Mulroney and Mr Wood consent to the inclusion in the report of the matters based on their information in the form and context in which it appears.

The information in this report that relates to Brazil Exploration Results is based on information compiled by Mr Karl Weber who is a Member of the Australasian Institute of Mining and Metallurgy. Mr Weber is a fulltime employee of CMG Mineração Ltda, a wholly owned subsidiary of Venturex Resources Limited, and has sufficient experience relevant to the style of mineralisation, type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2012 Edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves". Mr Weber consents to the inclusion in the report of the matters based on their information in the form and context in which it appears.

APPENDIX

Liberty-Indee JV Drill Hole Location

Hole ID	Easting	Northing	RL	Depth	Dip	Azimuth
JER090	587581	7666402	74	100	-60°	120°
JER091	587541	7666423	73	160	-60°	120°
JER092	587592	7666510	73	148	-59°	120°
JER093	587527	7666323	73	100	-60°	120°
JER094	588234	7666477	83	292	-60°	90°

Table 1 – Liberty-Indee JV drill hole locations (MGA Zone 50 GDA94 Datum)

Hole ID	From (m)	To (m)	Width (m)	True Width (m)	Cu %	Zn %	Pb %	Ag g/t	Au g/t
JER090	No significant assays								
JER091	No significant assays								
JER092	No significant assays								
JER093	80	81	1.0	1.0	0.10	0.00	0.00	0.7	0.02
and	82	83	1.0	1.0	0.10	0.01	0.00	0.4	0.02
JER094	No significant assays								

Table 2 – Liberty-Indee JV drilling results

JORC COMPLIANCE TABLE

Section 1: Sampling Techniques and Data

Criteria	JORC Code Explanation	Commentary
Sampling techniques	Nature and quality of sampling (e.g. cut channels, random chips, or specific specialised industry standard measurement tools appropriate to the minerals under investigation, such as down hole gamma sondes, or handheld XRF instruments, etc.). These examples should not be taken as limiting the broad meaning of sampling.	A total of 5 Reverse Circulation drill holes were completed on a variable spacing across the deposit to a maximum depth of 250 metres. The drill holes were sampled via a standard adjustable cyclone and riffle splitter from the recovered sample.
	Include reference to measures taken to ensure sample representivity and the appropriate calibration of any measurement tools or systems used.	Whole metre samples were split at the rig using a cone splitter.
	Aspects of the determination of mineralisation that are Material to the Public Report. In cases where 'industry standard' work has been done this would be relatively simple (e.g. 'reverse circulation drilling was used to obtain 1 m samples from which 3 kg was pulverised to produce a 30 g charge for fire assay'). In other cases more explanation may be required, such as where there is coarse gold that has inherent sampling problems. Unusual commodities or mineralisation types (e.g. submarine nodules) may warrant disclosure of detailed information.	Reverse circulation drilling was used to produce samples of approximately 3kgs. Samples were weighed, dried, crushed and pulverised (total prep) to produce a pulp sub-sample for analysis by four acid digest with an ICP/OES, ICP/MS or FA/AAS (Au) finish.
Drilling techniques	Drill type (e.g. core, reverse circulation, open-hole hammer, rotary air blast, auger, Bangka, sonic, etc.) and details (e.g. core diameter, triple or standard tube, depth of diamond tails, face-sampling bit or other type, whether core is oriented and if so, by what method, etc.).	Reverse circulation drilling used 5.5 inch face sampling hammer.
Drill sample recovery	- Method of recording and assessing core and chip sample recoveries and results assessed. - Measures taken to maximise sample recovery and ensure representative nature of the samples. - Whether a relationship exists between sample recovery and grade and whether sample bias may have occurred due to preferential loss/gain of fine/coarse material.	- RC sample recoveries remained consistent throughout the program. Any low recovery intervals were logged and entered into the database. - The cyclone and splitter were routinely inspected and cleaned during the drilling ensuring no excessive material build-up. Care was taken to ensure the split samples were of a consistent volume.
Logging	- Whether core and chip samples have been geologically and geotechnically logged to a level of detail to support appropriate Mineral Resource estimation, mining studies and metallurgical studies. - Whether logging is qualitative or quantitative in nature. Core (or costean, channel, etc.) photography. - The total length and percentage of the relevant intersections logged.	- RC drill holes were logged geologically including but not limited to details of weathering, regolith, lithology, structure, texture, alteration and mineralisation. - Logging was at an appropriate quantitative standard to support future geological and resource estimation studies. - All holes were logged in full.
Sub-sampling techniques and sample preparation	- If core, whether cut or sawn and whether quarter, half or all core taken. - If non-core, whether riffled, tube sampled, rotary split, etc., and whether sampled wet or dry. - For all sample types, the nature, quality and appropriateness of the sample preparation technique. - Quality control procedures adopted for all sub-sampling stages to maximise representivity of samples. - Measures taken to ensure that the sampling is representative of the in situ material collected, including for instance results for field duplicate/second-half sampling. - Whether sample sizes are appropriate to the grain size of the material being sampled.	1 metre RC samples were collected and split off the drill rig using a cone splitter. Approximately 90% of the samples were dry in nature. - The sample preparation of the RC sample follows industry best practice in sample preparation involving weighing, oven drying, pulverisation of the entire sample (total prep) to a grind size of 85% passing 75 micron. - Venturex has its own QA/QC procedures involving the use of certified standards, blanks and duplicates. The QA/QC has been independently audited with no apparent issues. - No field duplicates have been taken. - The sample sizes are considered appropriate given the relatively fine grained nature of the sulphide mineralisation which is not nuggetty in nature, the sampling methodology and the percent assay value ranges involved.
Quality of assay data and laboratory tests	- The nature, quality and appropriateness of the assaying and laboratory procedures used and whether the technique is considered partial or total. - For geophysical tools, spectrometers, handheld XRF instruments, etc., the parameters used in determining the analysis including instrument make and model, reading times, calibrations factors applied and their derivation, etc. - Nature of quality control procedures adopted (e.g. standards, blanks, duplicates, external laboratory checks) and whether acceptable levels of accuracy (i.e. lack of bias) and precision have been established.	- The analytical technique uses a four acid digest multi-element suite with ICP/MS finish (30g FA/AAS for precious metals). The acids used are hydrofluoric, nitric, perchloric and hydrochloric acids, suitable for the dissolution of most silica based samples. The method approaches total dissolution of most minerals. Total sulphur is assayed by combustion furnace. - No geophysical tools were used to determine any element concentrations reported. - Duplicates are taken every 25m and every metre is checked by two 30sec measurements using a Niton handheld XRF.
Verification of sampling and assaying	- The verification of significant intersections by either independent or alternative company personnel. - The use of twinned holes. - Documentation of primary data, data entry procedures, data verification, data storage (physical and electronic) protocols. - Discuss any adjustment to assay data.	- Significant intersections are checked by the Exploration Manager and Managing Director. Significant intersections are also verified/ by portable XRF data collected in the field and cross checked against the final assays when received. - Primary data was collected using a set of standard Excel templates on a data logger and uploaded to note book computer. The data is sent to Perth office for verification and compilation into an SQL database by the in-house database administrator. Full copies are stored offsite. - No adjustments were made to any assay data used in this report.
Location of data points	- Accuracy and quality of surveys used to locate drill holes (collar and down-hole surveys), trenches, mine workings and other locations used in Mineral Resource estimation. - Specification of the grid system used. - Quality and adequacy of topographic control.	- Hole collar coordinates have been picked up by Venturex employees using a DGPS with all co-ordinates and RL data considered reliable. - Downhole surveys were performed on all holes by reflex gyro readings at 10 metre down hole intervals. - The grid system used for the location of all drill holes as shown on all figures is MGA_GDA94, Zone 50.

Criteria	JORC Code Explanation	Commentary
Data spacing and distribution	- Data spacing for reporting of Exploration Results. - Whether the data spacing and distribution is sufficient to establish the degree of geological and grade continuity appropriate for the Mineral Resource and Ore Reserve estimation procedure(s) and classifications applied. - Whether sample compositing has been applied.	- The nominal drill spacing is generally 40m x 40m where the rugged terrain permits access. - The current spacing is adequate to assume geological and grade continuity of the mineralised domain. - No compositing has been applied to the exploration results.
Orientation of data in relation to geological structure	- Whether the orientation of sampling achieves unbiased sampling of possible structures and the extent to which this is known, considering the deposit type. - If the relationship between the drilling orientation and the orientation of key mineralised structures is considered to have introduced a sampling bias, this should be assessed and reported if material.	- The Liberty-Indee JV drilling is orientated mainly to the south east near perpendicular to the mineralised trend. - Given the stratigraphic nature of the mineralising system, no orientation based sampling bias has been identified in the data at this point.
Sample security	The measures taken to ensure sample security.	The chain of custody is managed by Venturex. The samples are transported by Venturex personnel to Whim Creek, stored in a secure facility and collected from site by Toll IPEC and delivered to the assay laboratory in Perth. Online tracking is utilised to track the progress of batches of samples.
Audits or reviews	The results of any audits or reviews of sampling techniques and data.	No review has been carried out to date. The protocols adopted are identical to those used and audited for the Sulphur Springs Feasibility Study in December 2012.

Section 2: Reporting of Exploration Results

Criteria	JORC Code Explanation	Commentary
Mineral tenement and land tenure status	- Type, reference name/number, location and ownership including agreements or material issues with third parties such as joint ventures, partnerships, overriding royalties, native title interests, historical sites, wilderness or national park and environmental settings. - The security of the tenure held at the time of reporting along with any known impediments to obtaining a licence to operate in the area.	- The Evelyn deposit area is located wholly within Mining Lease M47/1145 and Venturex Resources Limited has a 70% interest in the tenement. - The tenement is within the Ngarluma Native Title Area. - The tenement is subject to one third party royalty. - The tenement is a granted Mining Lease, is in good standing and no known impediments exist.
Exploration done by other parties	Acknowledgment and appraisal of exploration by other parties.	Previous exploration has been conducted in the Liberty-Indee JV area by Aquitaine Minerals, Homestake Limited and Ourwest Pty Ltd sporadically since 1972.
Geology	Deposit type, geological setting and style of mineralisation.	The Evelyn zinc-copper deposit is hosted in an equivalent to Gorge Creek Group, a volcano-sedimentary sequence within the north – north easterly trending Mallina Basin in the western Archaean Pilbara Craton. The deposit is believed to be an Archaean VMS deposit in a medium grade metamorphic terrain.
Drill hole Information	- A summary of all information material to the understanding of the exploration results including a tabulation of the following information for all Material drill holes: - easting and northing of the drill hole collar - elevation or RL (Reduced Level – elevation above sea level in metres) of the drill hole collar - dip and azimuth of the hole - down hole length and interception depth - hole length. - If the exclusion of this information is justified on the basis that the information is not Material and this exclusion does not detract from the understanding of the report, the Competent Person should clearly explain why this is the case.	See Tables 1 and 2 in the Appendix.
Data aggregation methods	- In reporting Exploration Results, weighting averaging techniques, maximum and/or minimum grade truncations (e.g. cutting of high grades) and cut-off grades are usually Material and should be stated. - Where aggregate intercepts incorporate short lengths of high grade results and longer lengths of low grade results, the procedure used for such aggregation should be stated and some typical examples of such aggregations should be shown in detail. - The assumptions used for any reporting of metal equivalent values should be clearly stated.	- All reported assays have been length weighted. - No top cuts have been applied. - A nominal 0.1% copper and 2.0% zinc lower cut-off has been applied. - High grade massive sulphide intervals internal to broader zones of sulphide mineralisation are reported as included intervals.
Relationship between mineralisation widths and intercept lengths	- These relationships are particularly important in the reporting of Exploration Results. - If the geometry of the mineralisation with respect to the drill hole angle is known, its nature should be reported. - If it is not known and only the down hole lengths are reported, there should be a clear statement to this effect (e.g. 'down hole length, true width not known').	Refer Table 2 in the Appendix.
Diagrams	Appropriate maps and sections (with scales) and tabulations of intercepts should be included for any significant discovery being reported. These should include, but not be limited to a plan view of drill hole collar locations and appropriate sectional views.	Refer to Figure 2 in the body of the Report.
Balanced reporting	Where comprehensive reporting of all Exploration Results is not practicable, representative reporting of both low and high grades and/or widths should be practiced to avoid misleading reporting of Exploration Results.	All results are reported.
Other substantive exploration data	Other exploration data, if meaningful and material, should be reported including (but not limited to): geological observations; geophysical survey results;	Multi-element assaying is conducted routinely for a suite of potentially deleterious elements including (but not limited to) Arsenic, Antimony, Bismuth, Cadmium, Mercury and Sulphur.

Criteria	JORC Code Explanation	Commentary
	geochemical survey results; bulk samples – size and method of treatment; metallurgical test results; bulk density, groundwater, geotechnical and rock characteristics; potential deleterious or contaminating substances.	
Further work	• The nature and scale of planned further work (e.g. tests for lateral extensions or depth extensions or large-scale step-out drilling). • Diagrams clearly highlighting the areas of possible extensions, including the main geological interpretations and future drilling areas, provided this information is not commercially sensitive.	• The Liberty-Indee Joint Venture prospects will be surveyed with Downhole EM prior to further drilling.

Rule 5.3

Appendix 5B – 1st Quarter 2014

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, 17/12/10.

Name of Entity:

Venturex Resources Limited (ASX Code: VXR)

ABN:

28 122 180 205

Quarter Ended ('Current Quarter')

30 September 2013

Consolidated Statement of Cash Flows

	Current Quarter \$A'000	Year to Date (3 months) \$A'000
<u>Cash Flows Related to Operating Activities</u>		
1.1 Receipts from product sales and related debtors	-	-
1.2 Payments for: (a) exploration and evaluation ⁽¹⁾	(869)	(869)
(b) development	-	-
(c) production	-	-
(d) administration	(432)	(432)
1.3 Dividends received	-	-
1.4 Interest and other items of a similar nature received	35	35
1.5 Interest and other costs of finance paid	(1)	(1)
1.6 Taxes received (paid)	-	-
1.7 Other - decrease (increase) in bank guarantees	1,688	1,688
Net Operating Cash Flows	421	421
<u>Cash Flows Related to Investing Activities</u>		
1.8 Payment for purchases of:		
(a) prospects	-	-
(b) equity investments	-	-
(c) other fixed assets	-	-
1.9 Proceeds from sale of:		
(a) prospects	-	-
(b) equity investments	-	-
(c) other fixed assets	35	35
1.10 Loans to other entities	-	-
1.11 Loans repaid by other entities	-	-
1.12 Other	-	-
Net Investing Cash Flows	35	35
1.13 Total Operating and Investing Cash Flows (carried forward)	456	456

Venturex Resources Limited has five controlled entities incorporated in Australia, (Venturex Pilbara Pty Ltd, Venturex Sulphur Springs Pty Ltd, Jutt Resources Pty Ltd, Juranium Pty Ltd and CMG Gold Ltd) and one controlled entity incorporated in Brazil, CMG Mineração Ltda. The Consolidated Statement of Cash Flows covers Venturex Resources Limited and its controlled entities.

	Current Quarter \$A'000	Year to Date (3 months) \$A'000
1.13 Total Operating and Investing Cash Flows (brought forward)	456	456
<u>Cash Flows Related to Financing Activities</u>		
1.14 Proceeds from issues of shares, options, etc.	-	-
1.15 Proceeds from sale of forfeited shares	-	-
1.16 Proceeds from borrowings	-	-
1.17 Repayment of borrowings	-	-
1.18 Dividends paid	-	-
1.19 Other – Capital raising costs	-	-
Net Financing Cash Flows	-	-
Net Increase / (Decrease) in Cash Held	456	456
1.20 Cash at beginning of quarter/year to date	3,265	3,265
1.21 Exchange rate adjustments to item 1.20	-	-
1.22 Cash at End of Quarter ⁽²⁾	3,721	3,721

⁽¹⁾ Actual exploration and evaluation includes \$63k for the Feasibility Study (YTD \$63).

⁽²⁾ At 30 September 2013 Venturex Resources Ltd had \$79k utilised to cash back environmental bonds and rental guarantees that does not appear in the cash flow

Payments to Directors of the Entity and Associates of the Directors

Payments to Related Entities of the Entity and Associates of the Related Entities

	Curent Quarter \$A'000
1.23 Aggregate amount of payments to the parties included in item 1.2	91
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 salaries, directors' fees, corporate advisory & consulting fees at normal commercial rates	

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

-

- 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	-	-

Estimated Cash Outflows for Next Quarter

	\$A'000
4.1 Exploration and evaluation	900
4.2 Development	-
4.3 Production	-
4.4 Administration	450
Total:	1,350

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	421	765
5.2 Deposits at call	3,300	2,500
5.3 Bank overdraft	-	-
5.4 Other (provide details)	-	-
Total: Cash at End of Quarter (item 1.22)	3,721 ⁽⁴⁾	3,265 ⁽⁴⁾

⁽⁴⁾At 30 September 2013 Venturex Resources Ltd had \$79k (June 2013: \$1.8m) utilised to cash back environmental bonds and rental guarantees that does not appear in the cash flow

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			
6.2	Interests in mining tenements acquired or increased	Novo Canaa 866718/2008 866719/2008 866820/2008	100% 100% 100%	100% 100% 100%

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 (cents) (see note 3)	Amount Paid Up Per Security (cents) (see note 3)
7.1 Preference *Securities (Description)	-	-		
7.2 Changes During Quarter (a) Increases through issues (b) Decreases through returns of capital, buy- backs, redemptions				
7.3 *Ordinary Securities	1,547,869,181	1,547,869,181		
7.4 Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy- backs				
7.5 *Convertible debt securities (Description)				
7.6 Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted				
7.7 Options (Description and Conversion Factor)			<u>Exercise Price</u>	<u>Expiry Date</u>
VXRAD	8,000,000	-	15 cents	28 Nov 2013
VXRAQ	7,500,000	-	15 cents	9 Oct 2014
VXRAS	11,000,000	-	15 cents	5 Dec 2014
VXRAK	10,000,000	-	12 cents	22 July 2015
7.8 Issued during quarter			<u>Exercise Price</u>	<u>Expiry Date</u>
7.9 Exercised during quarter				
7.10 Expired during quarter			<u>Exercise Price</u>	<u>Expiry Date</u>
7.11 Debentures (totals only)				
7.12 Unsecured notes (totals only)				

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: 24 October 2013

Print Name: **Trevor Hart**

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 Resources* 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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