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Quarterly Activities Report – June 2013

HIGHLIGHTS

Plavica Au-Ag-Cu Project

- 65 RC and 9 diamond drill holes drilled at Plavica for a total of 12,936.5m of RC and 2,851.4m of diamond core.
- Many holes intersected ore grade mineralization and a new high grade zone was discovered in the Eastern Part of Plavica.
- Highlights include 54m @ 3.9 g/t Au and 65m @ 3.1 g/t Au.
- Financial Modeling by Mining Consultants Golders Ltd indicates positive economic viability for the Project.
- Drilling is ongoing with 2 core rigs and 1 RC rig in operation.

Gladstone-Mount Miller Mn Project

- The Board intends to carry out a diamond drilling program at Mount Miller in the near term, subject to execution of formal documentation relating to Mining Lease EA MIN201115110.

EXPLORATION & DEVELOPMENT PROGRESS DURING THE QUARTER

Republic Of Macedonia

PLAVICA GOLD-COPPER-SILVER PROJECT (GES earning 62%)

During the quarter 65 RC and 9 diamond core drill holes were drilled at Plavica for a total of 12,936.5m of RC and 2,851.4m of diamond core respectively. Drill hole locations are shown in Figure 2 whilst Tables 1 & 2 provide the details of drill hole coordinates, azimuths, inclinations and depths. Drilling commenced in the latter part of March and is ongoing.

Samples were assayed on a 1m basis and were sent to SGS Laboratories in Ankara. Results have been returned for the first 28 RC holes (PNRC001-028) and 3 core holes (PNDD001 and MRDD001-002). All other assays are still pending.

A number of holes intersected very encouraging results. Some of these holes have delineated a new zone on the north-eastern flank of the prospect. This zone is still open to the east and at depth. Best results (as reported to the ASX on 14 May 2013) include:

PNRC003: **44m @ 2.7 g/t Au from 0m**
PNRC008: **54m @ 3.9 g/t Au from 25m including 17m @ 7.4 g/t Au from 38m**
PNRC009: **24m @ 2.4 g/t Au from 171m**
PNRC011: **65m @ 3.1 g/t Au from 62m Including: 7m @ 9.1 g/t Au from 87m**

In addition, a number of holes are from the western end of Plavica where previous drilling is sparse were encouraging. Some of these intercepts are also high in silver and base metals. Highlights include:

PNRC022: **9m @ 3.5 g/t Au, 313.8 g/t Ag, 1.42% Cu, 0.2% Zn from 204m**
PNRC026: **17m @ 1.5 g/t Au, 9.1 g/t Ag, 0.21% Cu, 0.8% Pb, 0.4% Zn from 143m and 18m @ 1.3 g/t Au, 37.6 g/t Ag, 0.60% Cu, 2.7% Pb, 0.2% Zn from 178m**
PNRC027: **32m @ 0.6 g/t Au, 83.8 g/t Ag, 0.1% Cu, 2.2% Pb, from 40m**

The above results were reported to the ASX on 12 June 2013. All drilling composites for QTR 1 2013 above 0.4 g/t Au are shown in Table 3.

Genesis engaged Golder Associates to evaluate the economic potential of an Exploration Target of 150 million tonnes of 0.8 g/t Au, 11 g/t Ag and 0.2% Cu at Plavica. The potential quantity and grade is conceptual in nature, as there has been insufficient exploration to define a JORC Compliant Inferred Mineral Resource. However, results were encouraging and suggest the project is viable at current economic conditions and prices. The Exploration Target used did not contain the results mentioned here in the June 2013 Quarter. The results of this report were announced to the ASX on 24 May 2013.

Figure 1A: Location of Plavica Gold-Copper-Silver Project, Republic of Macedonia.

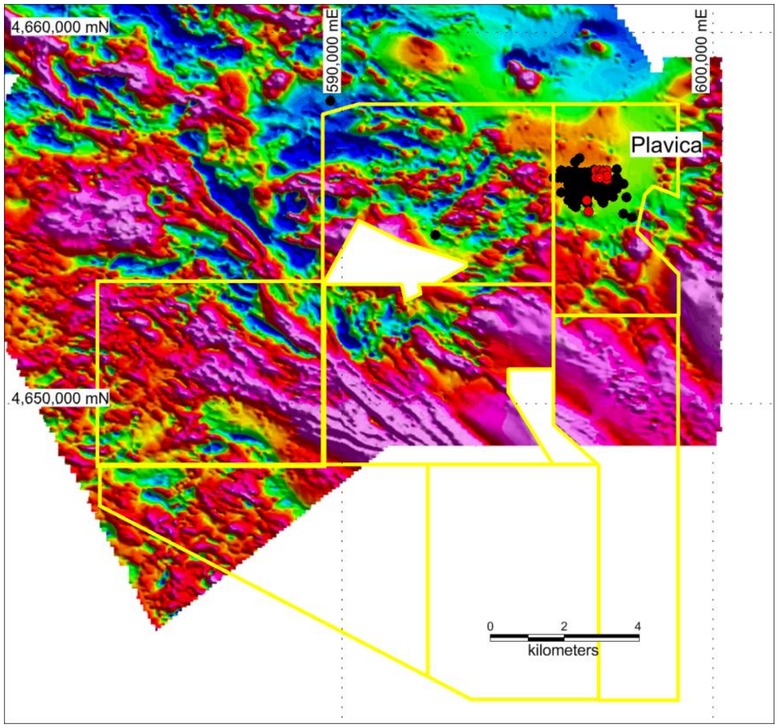

Figure 1B: Location of Plavica Gold-Copper-Silver Project, Republic of Macedonia, including RTP Magnetics.

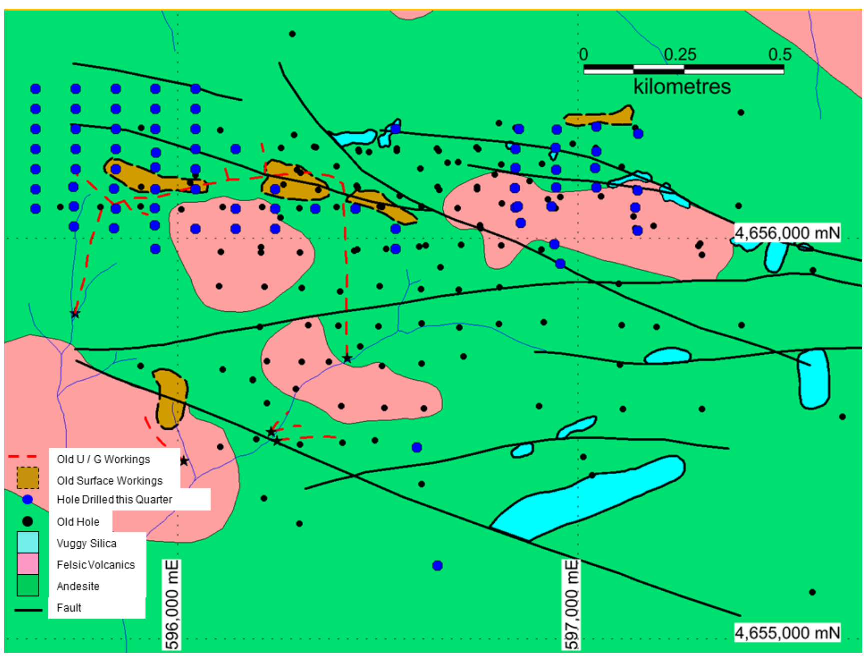

Figure 2: Location of Drill Collars, QTR1 2013, Plavica Gold-Copper-Silver Project. UTM WGS84.

Hole	Depth	Dip	Azm	East_UTM_Zone34	North_UTM_Zone34	RL_E50	East_GK_MIG	North_GK_MIG	Type
MRDD001	400.0	-60	350	596649	4655183	1090	7597112	4656067	DD
MRDD002	400.0	-60	170	596597	4655478	1073	7597060	4656362	DD
PNDD001	400.0	-60	360	595844	4656073	1002	7596307	4656957	DD
PNDD002	430.4	-60	360	597144	4656076	1210	7597607	4656960	DD
PNDD003A	402.0	-60	360	597044	4656176	1205	7597507	4657060	DD
PNDD004	410.5	-60	360	596944	4656226	1188	7597407	4657110	DD
PNDD005	401.5	-60	360	596844	4656176	1180	7597307	4657060	DD
PNDD006	364.0	-60	360	596844	4656076	1150	7597307	4656960	DD
PNDD007	443.0	-60	360	595944	4655973	1020	7596407	4656857	DD

Table 1 (above): Diamond Core Drill Collar Details, QTR1 2013, Plavica Gold-Copper-Silver Project.

Hole	Depth	Dip	Azm	East_UTM_Zone34	North_UTM_Zone34	RL_E50	East_GK_MIG	North_GK_MIG	Type
PNRC001A	214.0	-60	360	596844	4656223	1195	7597308	4657107	RC
PNRC002	201.0	-60	360	596853	4656273	1180	7597317	4657156	RC
PNRC003	219.0	-60	360	596948	4656272	1190	7597411	4657155	RC
PNRC004	208.0	-60	360	597046	4656279	1200	7597510	4657162	RC
PNRC005	210.0	-60	360	597150	4656261	1200	7597614	4657145	RC
PNRC006	225.0	-60	360	596946	4656171	1188	7597409	4657055	RC
PNRC007	207.0	-60	360	596946	4656126	1176	7597409	4657010	RC
PNRC008	207.0	-60	360	597047	4656217	1207	7597510	4657101	RC
PNRC009	207.0	-60	360	597046	4656127	1200	7597510	4657011	RC
PNRC010	207.0	-60	360	597150	4656020	1194	7597613	4656903	RC
PNRC011	201.0	-60	360	597150	4656120	1220	7597613	4657003	RC
PNRC012	203.0	-60	360	596842	4656126	1165	7597305	4657009	RC
PNRC013	201.0	-60	360	596933	4656080	1162	7597397	4656964	RC
PNRC014	201.0	-60	360	596849	4656080	1150	7597313	4656963	RC
PNRC015	201.0	-60	360	596857	4656039	1130	7597320	4656923	RC
PNRC016	200.0	-60	360	596941	4655985	1130	7597404	4656869	RC
PNRC017	165.0	-60	360	596956	4655937	1110	7597419	4656821	RC
PNRC018	201.0	-60	360	595945	4656215	1077	7596409	4657098	RC
PNRC019	200.0	-60	360	595943	4656178	1068	7596407	4657061	RC
PNRC020	179.0	-60	360	595944	4656123	1055	7596407	4657006	RC
PNRC021	200.0	-60	360	595942	4656076	1042	7596405	4656960	RC
PNRC022	213.0	-60	360	595942	4656033	1032	7596406	4656916	RC
PNRC023	200.0	-60	360	595739	4656029	975	7596203	4656913	RC
PNRC024	197.0	-60	360	595739	4656128	1007	7596202	4657012	RC
PNRC025	200.0	-60	360	595740	4656080	992	7596203	4656964	RC
PNRC026	200.0	-60	360	595840	4656025	990	7596304	4656909	RC
PNRC027	200.0	-60	360	595840	4656125	1011	7596303	4657008	RC
PNRC028	200.0	-60	360	595844	4656173	1025	7596307	4657057	RC
PNRC029	200.0	-60	360	595844	4656223	1044	7596307	4657107	RC
PNRC030	177.0	-60	360	595744	4656323	1055	7596207	4657207	RC
PNRC031	200.0	-60	360	595744	4656273	1054	7596207	4657157	RC
PNRC032	200.0	-60	360	595844	4656323	1065	7596307	4657207	RC
PNRC033	200.0	-60	360	595944	4656373	1068	7596407	4657257	RC
PNRC034	200.0	-60	360	595844	4656273	1060	7596307	4657157	RC
PNRC035	200.0	-60	360	595644	4656323	1060	7596107	4657207	RC
PNRC036	200.0	-60	360	595644	4656273	1058	7596107	4657157	RC
PNRC037	200.0	-60	360	595644	4656223	1048	7596107	4657107	RC
PNRC038	201.0	-60	360	595644	4656173	1034	7596107	4657057	RC
PNRC039	200.0	-60	360	595644	4656123	1018	7596107	4657007	RC
PNRC040	200.0	-60	360	595644	4656073	1002	7596107	4656957	RC
PNRC041	201.0	-60	360	595944	4656323	1080	7596407	4657207	RC
PNRC042	200.0	-60	360	596044	4656373	1072	7596507	4657257	RC
PNRC043	200.0	-60	360	596044	4656323	1088	7596507	4657207	RC
PNRC044	175.0	-60	360	595744	4656373	1042	7596207	4657257	RC
PNRC045	200.0	-60	360	595844	4656373	1055	7596307	4657257	RC
PNRC046	200.0	-60	360	595644	4656373	1050	7596107	4657257	RC
PNRC047	200.0	-60	360	595744	4656223	1045	7596207	4657107	RC
PNRC048	200.0	-60	360	595944	4656273	1083	7596407	4657157	RC
PNRC049	200.0	-60	360	596044	4656023	1068	7596507	4656907	RC
PNRC050	200.0	-60	360	596044	4656173	1095	7596507	4657057	RC
PNRC051A	200.0	-60	360	596044	4656123	1086	7596507	4657007	RC
PNRC052	207.0	-60	360	596044	4656223	1102	7596507	4657107	RC
PNRC053	200.0	-60	360	596044	4656273	1100	7596507	4657157	RC
PNRC054	200.0	-60	360	595744	4656173	1025	7596207	4657057	RC
PNRC055	201.0	-60	360	596144	4656023	1100	7596607	4656907	RC
PNRC056	202.0	-60	360	596244	4656023	1108	7596707	4656907	RC
PNRC057	198.5	-60	360	596244	4656073	1122	7596707	4656957	RC
PNRC058	200.0	-60	360	596144	4656073	1110	7596607	4656957	RC
PNRC059	200.0	-60	360	596344	4656073	1125	7596807	4656957	RC
PNRC060A	200.0	-60	360	596544	4656273	1205	7597007	4657157	RC
PNRC061	127.0	-60	360	596144	4656223	1127	7596607	4657107	RC
PNRC061A	129.0	-60	360	596144	4656223	1127	7596607	4657107	RC
PNRC062	200.0	-60	360	596444	4656073	1130	7596907	4656957	RC
PNRC063	200.0	-60	360	596544	4656023	1105	7597007	4656907	RC
PNRC064	51.0	-60	360	596544	4655973	1083	7597007	4656857	RC
PNRC065	200.0	-60	360	596244	4656123	1140	7596707	4657007	RC

Table 2 (left):

RC Drill Collar Details, QTR1 2013, Plavica Gold-Copper-Silver Project.

Hole	From	To	Int	Au g/t	Au g x m	Ag g/t	Cu%	Pb%
MRDD001	168	172	4	0.43	1.71	1.0	0.01	0.09
MRDD001	294	297	3	0.75	2.26	11.7	0.15	0.07
MRDD001	375	380	5	0.94	4.69	10.8	1.51	0.02
MRDD002	368	372	4	0.63	2.51	11.8	0.29	0.16
MRDD002	376	379	3	0.87	2.61	27.0	0.48	0.05
PNDD001	78	85	7	0.36	2.49	15.9	0.19	0.69
PNDD001	125	130	5	0.79	3.95	20.4	1.06	0.06
PNDD001	143	147	4	0.54	2.15	49.3	1.85	0.09
PNDD001	180	185	5	0.61	3.03	19.2	0.32	0.07
PNRC001A	0	38	38	2.07	78.74	4.9	0.01	0.13
PNRC001A	133	142	9	0.87	7.85	3.8	0.02	0.10
PNRC001A	150	167	17	0.99	16.84	7.8	0.03	0.05
PNRC001A	203	206	3	0.47	1.41	36.0	0.03	0.25
PNRC002	52	60	8	1.81	14.45	3.5	0.02	0.11
PNRC002	87	95	8	2.27	18.14	14.3	0.02	0.08
PNRC003	0	44	44	2.67	117.46	6.4	0.02	0.21
PNRC003	80	85	5	0.71	3.55	1.4	0.12	0.06
PNRC004	0	3	3	0.46	1.38	2.7	0.01	0.11
PNRC006	5	17	12	0.72	8.61	1.7	0.02	0.04
PNRC006	22	36	14	0.72	10.09	1.9	0.04	0.03
PNRC006	61	65	4	0.68	2.73	3.8	0.01	0.01
PNRC006	103	117	14	1.16	16.28	2.1	0.02	0.09
PNRC006	123	128	5	0.65	3.25	1.0	0.03	0.07
PNRC006	134	144	10	1.51	15.13	1.0	0.03	0.07
PNRC007	15	27	12	0.68	8.20	1.9	0.02	0.20
PNRC007	29	33	4	0.55	2.21	1.0	0.02	0.07
PNRC007	58	70	12	1.00	12.02	1.1	0.04	0.03
PNRC007	74	80	6	1.64	9.86	3.0	0.09	0.04
PNRC007	129	132	3	0.39	1.16	1.0	0.07	0.11
PNRC007	187	207	20	1.66	33.26	1.4	0.11	0.05
PNRC008	25	79	54	3.89	210.27	5.5	0.03	0.09
PNRC009	33	37	4	0.69	2.78	2.3	0.10	0.06
PNRC009	45	48	3	0.46	1.39	1.0	0.67	0.03
PNRC009	171	195	24	2.39	57.39	8.2	0.03	0.08
PNRC011	11	16	5	0.41	2.06	1.0	0.01	0.05
PNRC011	19	39	20	0.87	17.33	1.5	0.01	0.05
PNRC011	62	127	65	3.05	198.54	1.7	0.07	0.09
PNRC012	52	61	9	0.81	7.25	1.9	0.06	0.02
PNRC012	63	66	3	0.61	1.83	7.0	0.03	0.08
PNRC012	80	102	22	1.09	24.06	1.0	0.12	0.09
PNRC012	104	109	5	0.76	3.79	2.4	0.39	0.06
PNRC012	172	203	31	1.69	52.54	16.0	0.36	0.10
PNRC013	93	98	5	0.58	2.89	1.0	0.07	0.03
PNRC013	103	107	4	0.71	2.86	1.0	0.07	0.04
PNRC013	192	197	5	0.86	4.32	8.8	0.09	0.02
PNRC014	0	5	5	0.60	3.02	3.6	0.02	0.13
PNRC014	123	129	6	0.70	4.22	1.0	0.23	0.10
PNRC014	158	165	7	0.54	3.76	1.0	0.19	0.06
PNRC015	2	15	13	1.15	15.01	4.2	0.02	0.11
PNRC016	165	175	10	0.64	6.41	3.1	0.29	0.04
PNRC022	204	213	9	3.25	29.27	313.8	1.42	0.06
PNRC026	143	160	17	1.46	24.78	9.1	0.21	0.84
PNRC026	171	175	4	1.05	4.21	44.8	0.29	3.18
PNRC026	178	196	18	1.26	22.60	37.6	0.60	2.71
PNRC027	40	72	32	0.57	18.10	83.8	0.11	2.16
PNRC027	81	84	3	1.02	3.06	13.3	0.32	0.44
PNRC027	93	98	5	0.53	2.63	34.6	0.25	0.26
PNRC027	110	115	5	0.67	3.36	4.8	0.25	0.06
PNRC027	123	126	3	0.85	2.56	194.7	0.31	0.88

Table 3 (left):

Significant Drilling Results, QTR1 2013, Plavica Gold-Copper-Silver Project. Compositing done with a 0.4 g/t Au cut-off, minimum 3m interval, maximum 1m internal waste. Results in red denote composites above 50 gram-metres.

Australia

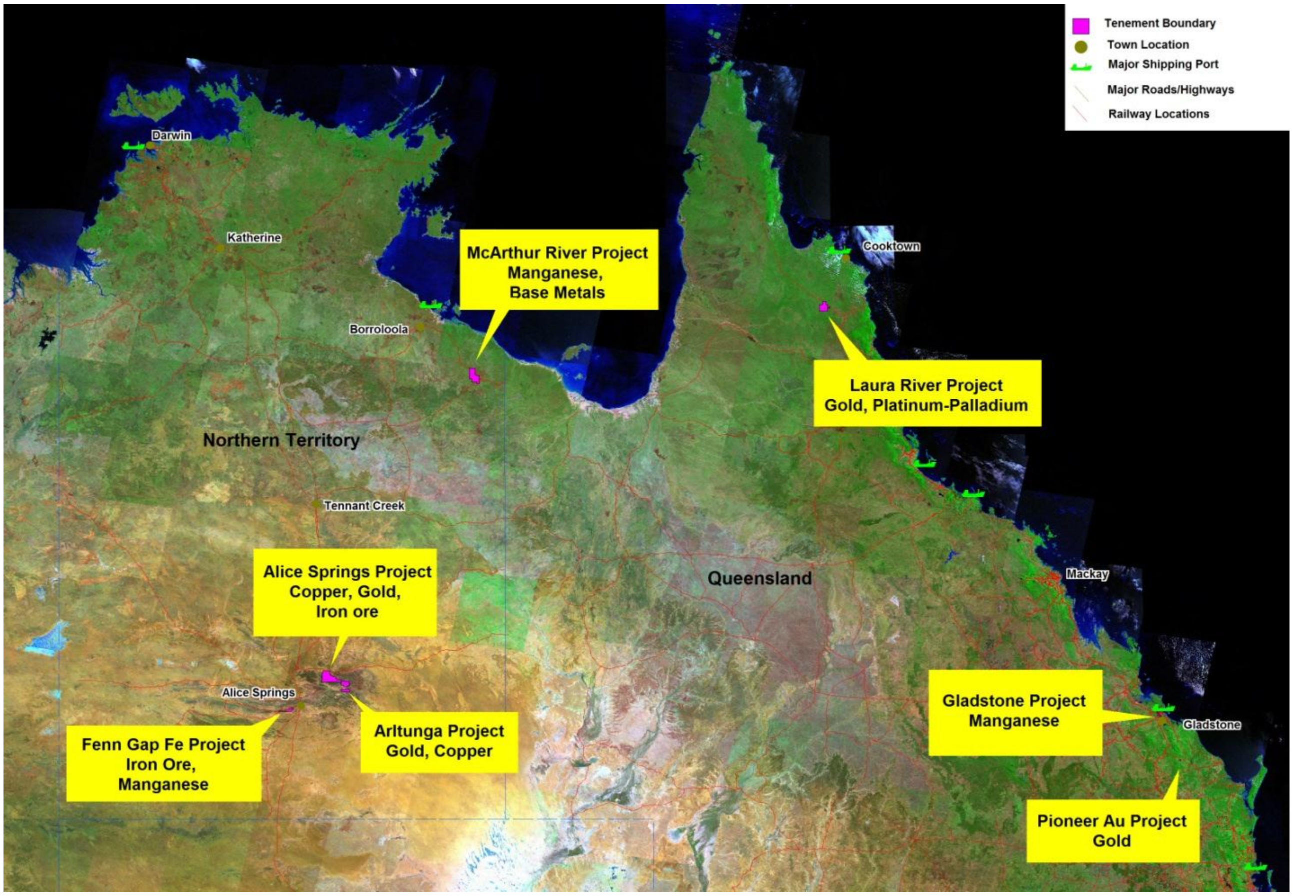

Figure 3

ARLTUNGA PROJECT: Copper, Gold, (GES 100%)

The Arltunga Gold Project consists of Exploration Licence EL25238 covering 95.2 square kilometres, is located approximately 110 kilometres northeast of Alice Springs (Figure 1) in the vicinity of the Arltunga Goldfield. Thirty three historical gold mines and prospects are known in the licence area.

The Licence Renewal was approved on the 6 June 2013 for a term of 2 years and will expire on 7 November 2014. All 31 sub-blocks were retained.

No work was carried out.

ALICE SPRINGS PROJECT: Copper, Gold, Iron (GES 100%)

The Alice Springs Project consists of Exploration Licence EL24817 covering 372.59 square kilometres, is located approximately 110-155 kilometres northeast from Alice Springs in the Northern Territory (Figure 3).

The Licence Renewal was approved on 4 February 2013 for a term of 2 years and will expire on 17 April 2014.

The 7th Annual Technical Report was submitted and a request for a variation of expenditure condition approved. The title area remains unchanged at 118 blocks.

No work was carried out.

GLADSTONE-MOUNT MILLER PROJECT: Manganese (GES 100%)

The Gladstone-Mount Miller Project consists of Exploration Licence (EPM15771) covering 63.93 square kilometres and Mining Lease Application (MLA80166) covering 32.24 Ha and is located approximately 15 kilometres by road from the port of Gladstone on the east coast of central Queensland (Figure 3).

The largest mine on the tenements controlled by Genesis was at Mount Miller. The mine opened in 1895 and operated intermittently until 1916 and then from 1958 to 1960. A total of 21,785 tonnes of ore was mined with a grade which ranged from 71% to 75% MnO_2.

The Board intends to carry out a diamond drilling program at Mount Miller in the near term, subject to execution of formal documentation relating to Mining Lease EA MIN201115110.

The Licence Renewal was approved on 7 May 2013 for a term of 5 years and will expire on 18 June 2017. All 21 sub-blocks were retained.

The 6th Annual Technical Report was submitted.

No work was carried out.

PIONEER PROJECT: Gold (GES 100%)

The Pioneer Project consists of one granted Exploration Permit Mineral (EPM15619) covering 12.47 square kilometres approximately 70 kilometres by road from Bundaberg via the Bruce Highway in Queensland (Figure 3).

The project lies within the Gaeta Goldfield and has undergone previous exploration for gold, uranium and base metals, with numerous historical gold workings located throughout the area. Historical mining was primarily focused on the Pioneer Reef which was the largest producer, but mining activities also included several other reefs including Gympie, Lord Nelson, West Yorkshire and Happy Jack.

The Licence Renewal was approved on 22 August 2012 for a term of 3 years and will expire on 1 August 2014. All 4 sub-blocks were retained.

No work was carried out.

McARTHUR RIVER PROJECT: Manganese (GES 100%)

The McArthur River project consists of Exploration Licence EL24814 covering 380.88 square kilometres and is located approximately 850 kilometres south east of Darwin in the Northern Territory and 450 kilometres north-west of Mount Isa in Queensland (Figure 3).

The project area contains the Masterton No2 manganese occurrence.

The Licence Renewal was approved on 4 February 2013 for a term of 2 years and will expire on 17 April 2014. All 116 sub-blocks were retained.

The 7th Annual Technical Report was submitted and has been accepted as satisfactory.

No work was carried out.

LAURA RIVER Au-Pt PROJECT: (EMP15242)

The Laura River project consists of Exploration Licence EPM15242 covering 165.35 square kilometres is centered on the Cape York Peninsular township of Laura, 210km north-west of Cairns and 88km west of Cooktown in North Queensland. The area is prospective for gold. Several historical alluvial workings are found in the vicinity of the Laura River and affluents.

The Licence Renewal is still pending.

No work was carried out.

FENN GAP Mn-Fe PROJECT: (EMP24839)

The Fenn Gap project consists of one Exploration Licence EL24839 which covers a total area of 52.43 square kilometers, is located approximately 25 kilometres south west of Alice Springs in the Northern Territory (Figure 3). The project is 25 kilometres from major infrastructure such as the Stuart Highway and Alice to Adelaide Railway.

The Licence Renewal is not due until 5 May 2014.

The 5th Annual Technical Report was submitted and has been accepted as satisfactory. All 27 sub-blocks have been retained.

No work was carried out.

Tenements as at 30 June 2013

Project	Tenement Number	Area (sq km)	Current Holder	State
Alice Springs	EL24817	372.59	Genesis Resources	NT
Arltunga	EL25238	95.2	Genesis Resources	NT
Fenn Gap	EL24839	52.43	Genesis Resources	NT
Laura River	EMP15242	165.35	Genesis Resources	QLD
Pioneer	EPM15619	12.47	Genesis Resources	QLD
McArthur River	EL24814	380.88	Genesis Resources	NT
Gladstone	EPM15771	63.93	Genesis Resources	QLD
Mt Miller MLA	MLA80166	32.24 Ha	Genesis Resources	QLD
Total Australia		**1,422.92**		
Plavica (7 leases)		**184.9**	RIK Sileks AD Kratovo	Macedonia
TOTAL		**1,607.82**		

CORPORATE

Securities on issue as at 30 June 2013:

ITEM	NO. OF SECURITIES
Total fully paid ordinary shares on issue	**139,984,568**
Total options to acquire fully paid ordinary shares on issue	**26,535,376**
Unlisted options exercisable at $0.10 on or before 4 May 2014	19,424,424
Unlisted options exercisable at $0.10 on or before 11 May 2014	7,110,952

Board and Management as at 30 June 2013

Mr Eddie Pang	Chairman
Mr Peter Kong	Managing Director
Mr John Karajas	Non-Executive Director
Mr Alex Lim	Non-Executive Director
Mr Kim Heng Lim	Non-Executive Director
Mr Patrick Volpe	Non-Executive Director
Mr Deric Wee	Non-Executive Director
Mr John Zee	Non-Executive Director
Ms Sophie Karzis	Company Secretary
Ms Patricia Wong	Chief Financial Officer

COMPETENT PERSON

Information in this report that relates to exploration activity and results was compiled under the guidance of John Karajas who is a Member of the Australasian Institute of Geoscientists. Mr Karajas has sufficient experience relevant to the styles of mineralisation and to the activities which are being reported to qualify as a Competent Person as defined by the JORC code, 2004. Mr Karajas consents to the release of the information compiled in this report in the form and context in which it appears.

About Genesis Resources Limited

Genesis Resources Limited is an Australian company with a portfolio of quality gold, iron, manganese, uranium and base metal (copper-zinc-silver) in the highly prospective Proterozoic and Phanerozoic metallogenic provinces of northern and central Australia.

Genesis has signed a Joint Venture over an advanced copper-gold project (Plavica) within the Former Yugoslav Republic of Macedonia. The Plavica Project lies within Carpathian Volcanic Arc, a major epithermal province running through Eastern Europe, which is highly prospective for gold, copper and silver mineralisation.

Genesis' projects are close to established infrastructure including railways, shipping ports, highways, power stations and populated areas.

The Company's objective is to provide rapid capital growth through mineral discoveries and development of economic deposits in Australia and overseas.

For more information please visit the Company's website at: www.genesisresourcesltd.com.au

Rule 5.3

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

Genesis Resources Limited

ABN	Quarter ended ("current quarter")
22 114 787 469	30 June 2013

Consolidated statement of cash flows

	Cash flows related to operating activities	Current quarter $A'000	Year to date (12 months) $A'000
1.1	Receipts from product sales and related debtors	-	-
1.2	Payments for (a) exploration & evaluation	(1,358)	(3,230)
	(b) development	-	-
	(c) production	-	-
	(d) administration	(450)	(1,767)
1.3	Dividends received	-	-
1.4	Interest and other items of a similar nature received	37	95
1.5	Interest and other costs of finance paid	-	-
1.6	Income taxes (paid) /refund	(49)	(2)
1.7	Other (provide details if material)	-	
	Net Operating Cash Flows	(1,820)	(4,904)
	Cash flows related to investing activities		
1.8	Payment for purchases of:		
	(a) prospects	-	-
	(b) equity investments	-	(7)
	(c) other fixed assets	(48)	(234)
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) Loan to subsidiary		-
	Net investing cash flows	(48)	(241)
1.13	Total operating and investing cash flows (carried forward)	(1,868)	(5,145)

+ See chapter 19 for defined terms.

	Cash flows related to financing activities		
1.14	Proceeds from issues of shares, options, etc.	-	5,969
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 (provide details if material) - equity transaction cost	-	(330)
	Net financing cash flows	-	5,639
	Net increase (decrease) in cash held	(1,868)	494
1.20	Cash at beginning of quarter/year to date	3,078	751
1.21	Exchange rate adjustments to item 1.20	(72)	(107)
1.22	**Cash at end of quarter**	1,138	1,138

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	37
1.24	Aggregate amount of loans to the parties included in item 1.10	-

1.25 Explanation necessary for an understanding of the transactions

None

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

None

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

None

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	-	-

+ See chapter 19 for defined terms.

3.2	Credit standby arrangements	-	-

Estimated cash outflows for next quarter

		$A'000
4.1	Exploration and evaluation	844
4.2	Development	-
4.3	Production	-
4.4	Administration	271
	Total	1,115

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	1,138	478
5.2	Deposits at call	-	2,600
5.3	Bank overdraft	-	-
5.4	Other (Term Deposit – bank guarantee)	78	78
	Total: cash at end of quarter (item 1.22)	1,216	3,156

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	-	-	-	

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** *(description)*	Nil			

+ See chapter 19 for defined terms.

7.2	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs, redemptions				
7.3	**+Ordinary securities**	139,984,568	139,984,568		
7.4	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs	-	-	-	-
7.5	**+Convertible debt securities** (*description)*	Nil			
7.6	Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted				
7.7	**Options** *(description and conversion factor)*	i) 19,424,424 options (expiring 4/5/2014) to acquire ordinary shares (conversion factor 1:1) ii) 7,110,952 options (expiring 11/5/2014) to acquire ordinary shares (conversion factor 1:1)	i) Nil ii) Nil	i) Exercise price:10 cents ii) Exercise price:10 cents	
7.8	Issued during quarter	-	-	-	-
7.9	Exercised during quarter	-	-	-	-
7.10	Expired during quarter	-	-	-	-
7.11	**Debentures** *(totals only)*	Nil			
7.12	**Unsecured notes** *(totals only)*	Nil			

+ 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 4).

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

Peter Kong
Managing Director
29 July 2013

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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