QUARTERLY REPORT

FOR THE 3 MONTHS ENDED 30TH JUNE 2009

Carpentaria Exploration Limited

ABN 63 095 117 981 ASX Code CAP

Highlights

- **REDAN / BURTA -**
  - **Post quarter-end, first ever drilling at Hawson's Iron Prospect intersects 140 metre magnetite bearing iron formation confirming initial surface sampling and geophysical survey results**
  - **Assay results from this drilling are anticipated in mid-August**
  - **16km prospective strike length of iron formation**
  - **Rock sampling with good Davis Tube Recoveries and excellent concentrate grade**

- **EURIOWIE - Reconnaissance Niton XRF results highlights two areas with anomalous lead, zinc, copper and nickel concentrations**

- **LACHLAN FOLD BELT - Several gold targets [1] assessed and defined for follow up exploration**

Project Location Map

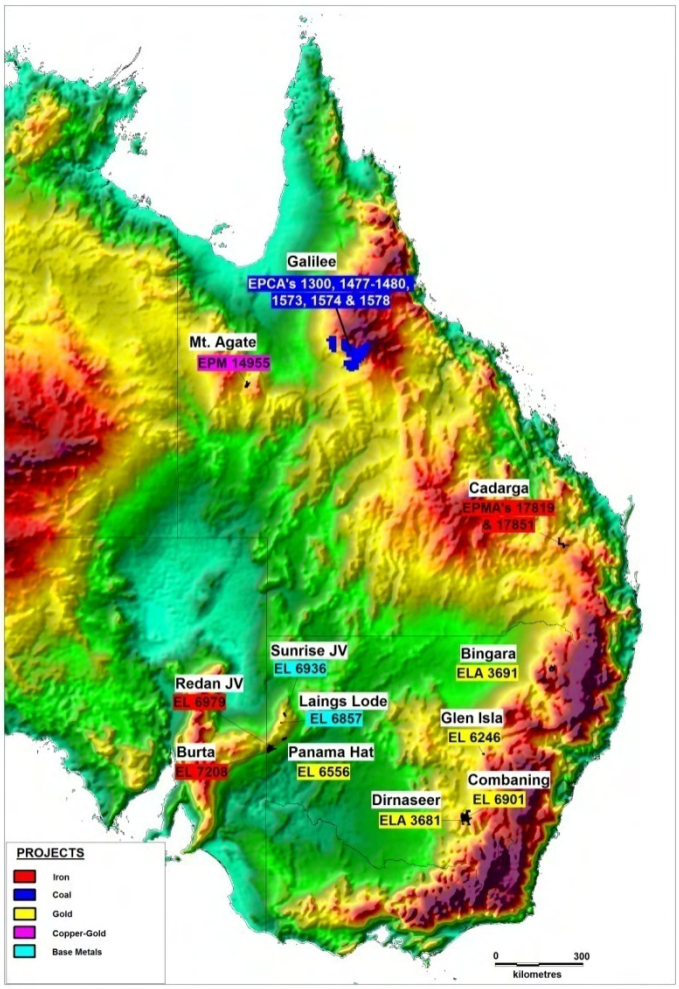

Figure 1: Location of Carpentaria Exploration Limited Projects

FOR FURTHER INFORMATION CONTACT:

NICK SHEARD
EXECUTIVE CHAIRMAN
CARPENTARIA EXPLORATION LTD

Bus: +61 (7) 3161-3801

[1] *The term "Target" should not be misunderstood or misconstrued as an estimate of Mineral Resources and Reserves as defined by the JORC Code (2004), and therefore the terms have not been used in this context. It is uncertain if further exploration or feasibility study will result in the determination of a Mineral Resource or Mining Reserve.*

SUMMARY

EXPLORATION

Redan JV / Burta

Drilling confirmed the presence of a 140m down-hole thickness of magnetite concentrations within a 185m down-hole section of iron-formation to follow up initial surface sampling and geophysical survey results. Prior field sampling programs using a Niton XRF confirmed the presence of high iron grades that microscopic observations demonstrate are predominantly derived from magnetite or its surface oxidation products. Davis Tube Recovery tests on 2 samples gave good recoveries with excellent concentrate iron and very low deleterious element chemistry.

Euriowie

A reconnaissance Niton XRF survey has highlighted two areas, one with elevated Pb and Zn and another with elevated Zn, Cu and Ni.

Lachlan Fold Belt Project

Carpentaria (ASX Code: CAP) has significantly strengthened its tenement position in the highly Cu-Au prospective Macquarie Arc of the Lachlan Fold Belt by securing a new application for a large tenement adjoining the Company's existing Combaning licence. Carpentaria now has a significant tenement portfolio in this region, which is now referred to as the **Lachlan Fold Belt Project**. At **Combaning**, new gold targets [1] have been identified for follow up field testing.

Hughenden Coal Project

Completion of a comprehensive review has confirmed the potential for shallow coal in the Betts Creek Beds of the Galilee Basin in the northern portions of the applications. Discussions regarding the UCG rights are ongoing with Queensland Government.

FINANCIAL

Cash and deposits totalled A$3,296,795 as at 30 June 2009.

CORPORATE

Issued Capital

55,178,410 ordinary fully paid shares listed
12,321,590 ordinary fully paid shares unlisted (restricted)

21,447,415 options listed
5,000,000 options unlisted (restricted)

ACTIVITIES

During the quarter, Carpentaria's field activity has focussed on the Hawson's Iron Prospect and Euriowie Base Metal projects at Broken Hill. A number of discussions with parties that have approached the company in relation to farm in opportunities on the coal and base metal projects were undertaken. No commercial agreements have been consummated.

PLANNED SEPTEMBER QUARTER EXPLORATION ACTIVITIES

The following exploration activities are planned for the September quarter:

Redan JV and Burta EL – Depending upon assay and Davis Tube results, potential follow-up drilling of the iron formations at the Hawson's Iron Prospect below the depth of oxidation to further assess the economic potential of the project.

Euriowie - Niton XRF and conventional geochemical sampling of geochemical anomalies identified this quarter. Depending upon results, drill testing may also be undertaken.

Lachlan Fold Belt Project – Geochemical sampling and geological mapping of identified gold targets. [1]

Mt Agate - Induced Polarisation (IP) ground geophysical surveying to better define targets [1] at the Mt Sheila and QMH gold and copper prospects.

EXPLORATION

Iron Ore

Redan (earning 51%) / Burta (100%) – Drilling intersected a 140m downhole thickness of magnetite bearing iron formation. Rock sampling returns elevated iron results with good Davis Tube Recoveries and low deleterious concentrations

The Hawson's Iron Prospect is located 60km south west of Broken Hill and is hosted by the Neo-Proterozoic Braemer Iron Formation. Carpentaria has identified over 16km of prospective strike length at the project from magnetics and outcropping iron formation.

In early July, a total of 606m of Reverse Circulation drilling was carried out in three drill holes aimed at testing the centre of a dominant magnetic feature known as the "core" anomaly (Figure 2) to establish the presence, thickness, grade and quality of magnetite. The core anomaly is an interpreted 2.5km strike length of iron-formation concealed by thin post mineral cover.

Drilling encountered several thick magnetite bearing iron formation units dipping approximately 45 degrees to the southwest in all holes. In a 185m geological section of iron rich rocks, the thickest individual unit of 60m (down-hole) was intersected in RC09BRP02. The identification of iron units was based on field observations of magnetite grains, colour and semi quantitative measurements of magnetic susceptibility (attraction to a magnet). These drill hole thicknesses provide scope for considerable tonnages of iron formation.

While this drilling data is only preliminary it has provided initial encouragement for the project area. Assay results and DTR test results are awaited and expected in mid August 2009. This information was announced in more detail to the ASX in the July 20th Progress Report.

EXPLORATION

Iron Ore (continued)

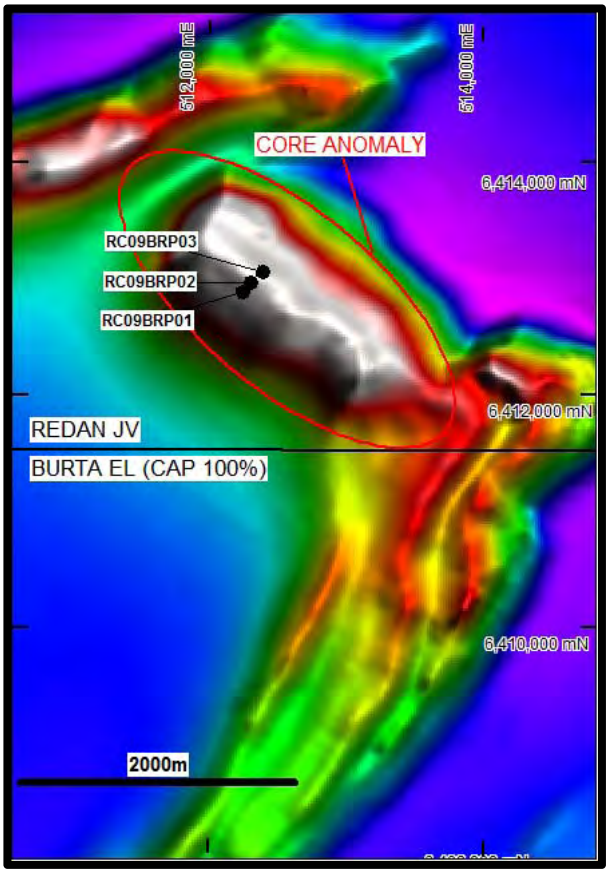

Figure 2: Hawson's Iron Prospect drill hole location over total magnetic intensity image (GDA94 Zone 54)

In the June Quarter, a comprehensive mapping and rock float sampling program of outcropping strata using a calibrated hand-held Niton XRF quantitative micro-analyser over the Hawson's Iron Prospect was completed. Figure 3 shows locations and results. The survey targeted limited iron formation exposures associated with a large, strike extensive, high-amplitude magnetic anomaly. To corroborate Niton XRF results, laboratory rock sample analyses were also undertaken – see Table 1. Laboratory analyses confirmed the Niton XRF results and emphasize the high iron content and low deleterious element concentrations of the sampled iron formation exposures.

Sample	MGAE*	MGAN*	Fe %	P %	Al %	Mn %	Ti %	S %
CAP3131	513822	6410138	**36.1**	0.075	2.79	0.0360	0.17	0.01
CAP3140	514539	6411658	**57.3**	0.066	0.67	0.0106	0.07	0.06
CAP3143	514540	6412096	**47.5**	0.112	0.76	0.0163	0.07	0.01
CAP3110**	513861	6410536	**44.2**	0.069	2.53	0.0101	0.10	0.06
CAP3111**	513838	6410328	**44.6**	0.065	2.59	0.0076	0.10	0.09
CAP3120	51291	6415052	**48.2**	0.138	2.29	0.0309	0.08	0.06
CAP3145	512600	6413779	**37.2**	0.263	3.29	0.0323	0.20	0.01

Table 1: Surface Sample Whole Rock Laboratory Analyses via ALS method ICP61 -Mixed four acid sample digest (near total) analyzed via Induced Coupled Plasma Atomic Emission Spectrometry
** MGA Zone 54 ** Results in Carpentaria's March2009 Quarterly Report to ASX*

EXPLORATION

Iron Ore (continued)

The results suggest the iron concentration of the exposed iron formation increases northward towards the concealed high-amplitude magnetic anomaly. Niton XRF analyses in excess of 45% iron are recorded in the northern end of the outcropping iron formation closest to the Core Magnetic Anomaly.

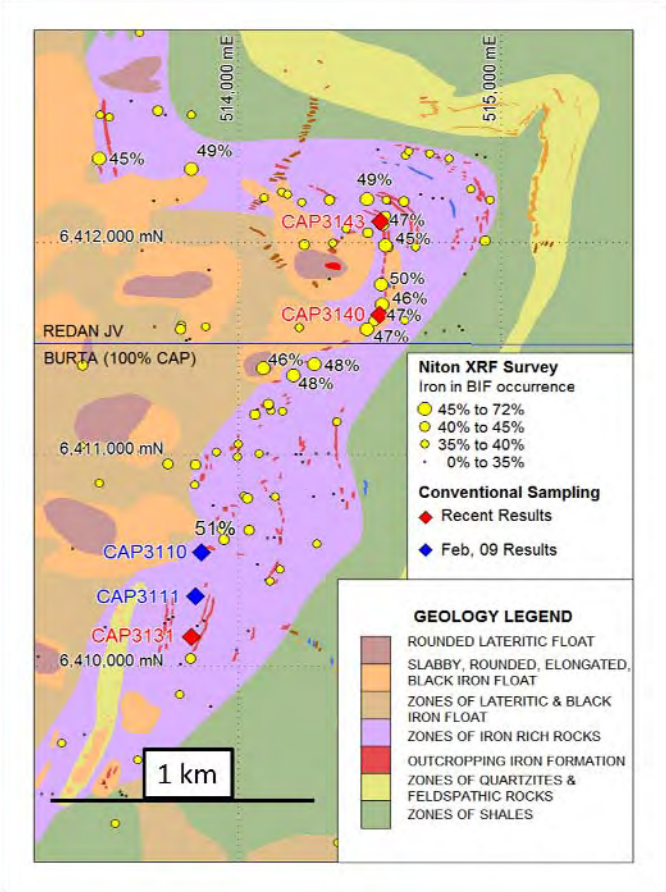

Figure 3: Niton XRF results in % Fe ranges from rock and float samples. Conventional geochemical sample locations also shown.

In order to obtain indicative results that could be expected from a standard magnetic separation circuit, two samples were selected for Davis Tube Recovery tests (DTR). The DTR tests at 38 micron grind size are shown in Table 2. The DTR sample results and locations along with other sample results are shown in Figure 4.

Sample	DTR * - % Recovery	Fe %	SiO_2 %	Al_2O_3 %	P %	S %
CAP 3143	**21.64**	***71.7***	0.49	0.09	0.008	0.005
CAP 3145**	**28.87**	***71.4***	0.78	0.25	0.004	0.004

* at 38 micron, % weight magnetic fraction recovery
** Quarter core from CRAE drill hole DD88HK05

Table 2. Orientation Davis Tube Recovery - Concentrate Recovery and Chemical Analyses

EXPLORATION

Iron Ore (continued)

The orientation DTR sample results are very encouraging. The results show the magnetic-fraction concentrate is high grade, in excess of 70% iron. Significantly, the chemical analysis of the magnetic concentrate is exceptionally low in silica (SiO_2) and other deleterious elements. The concentrate recoveries in these orientation samples are also considered reasonably favourable.

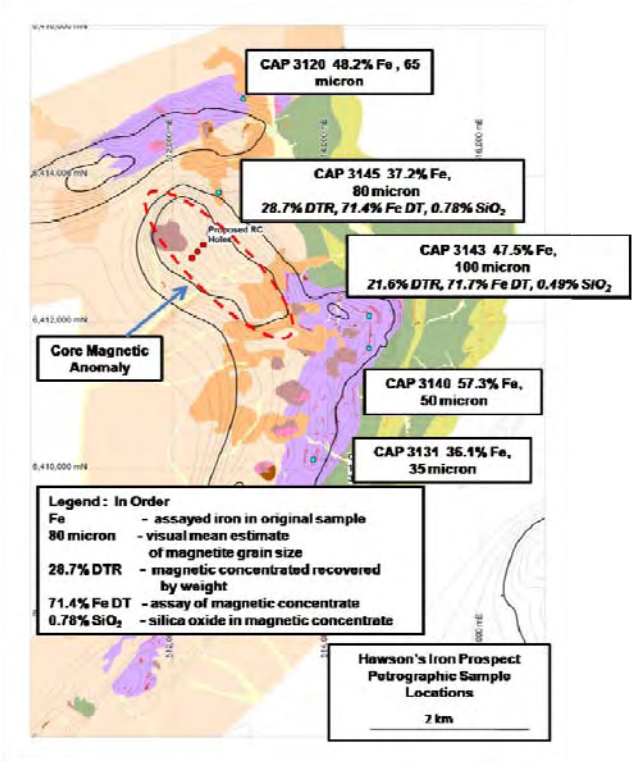

Figure 4: Sample locations and results with magnetic contours shown

A large, concealed, high-amplitude magnetic anomaly is shown as contours, in Figure 4. Figures 2 and 5 depict the same magnetic anomaly evident as red and white colours in a regional airborne magnetic image. Figure 5 also shows that the intense concealed Core Anomaly, with an amplitude range of 7000 nT and dimensions of approximately 1.0 km x 2.5 km, occurs within a regional magnetic unit that extends for over 16 km in strike. As discussed above, the Core Anomaly was drill tested in early July 2009 to determine the presence of and thickness of the concealed iron formation and gather fresh magnetite samples for Davis Tube Recovery and magnetite concentrate tests to investigate the likely metallurgical properties and economic potential of the deposit. The drilling encountered thick iron formation units. Assay results are expected in mid August. An additional isolated magnetic anomaly to the east (see Figure 5) is also likely to be a magnetite formation where limited previous drilling suggests the source is concealed by approximately 70m of post mineral cover.

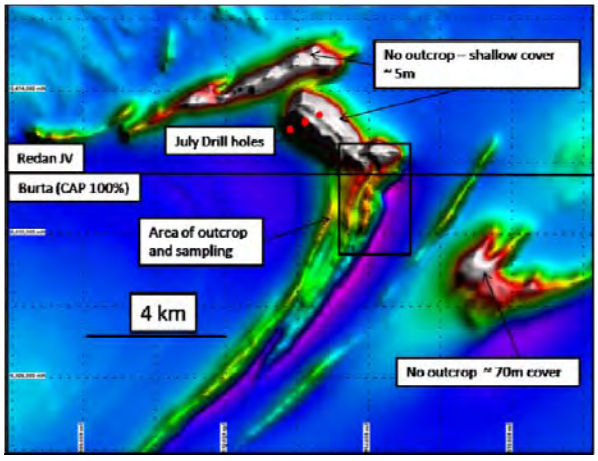

Figure 5: Regional Airborne TMI Magnetic Image

EXPLORATION

Gold

Lachlan Fold Belt Project - (Carpentaria 100%) - Combaning EL 6901, Glen Isla EL 6246, Dirnaseer ELA 3681: Work focused on defining gold targets [1] near previous producing mines.

During the quarter, Carpentaria added to its strategic tenement position in the Lachlan Fold Belt. Carpentaria's tenement position now comprises Combaning EL6901, Glen Isla EL6246 and the new 100%-owned Dirnaseer ELA 3681 with an area of 1,237 sq kms. As a result, Carpentaria now possesses a significant strategic land position in the Junee-Naromine Belt of the Macquarie Arc with approximately 30km of strike length of prospective Macquarie Arc rocks proximal to the major mineralizing regional structure, the Gilmore Suture. Regionally, the Gilmore Suture is thought to control the location of the Gidginbung, Lake Cowal and Adelong gold deposits. The new 305 square km Dirnaseer application also adds significantly to Carpentaria's coverage of Ordovician Macquarie Arc rocks similar and contemporaneous to those that host the giant Cadia and North Parkes Cu-Au deposits. (Figure 6).

A preliminary review of historical data from ELA3681 highlighted a number of prospects including the **Wynd's Prospect**, an untested 100m wide, + 100ppb gold in soil anomaly with a peak of 823 ppb, in a single line of regional soil samples across an area of old workings within argillically altered volcanics.

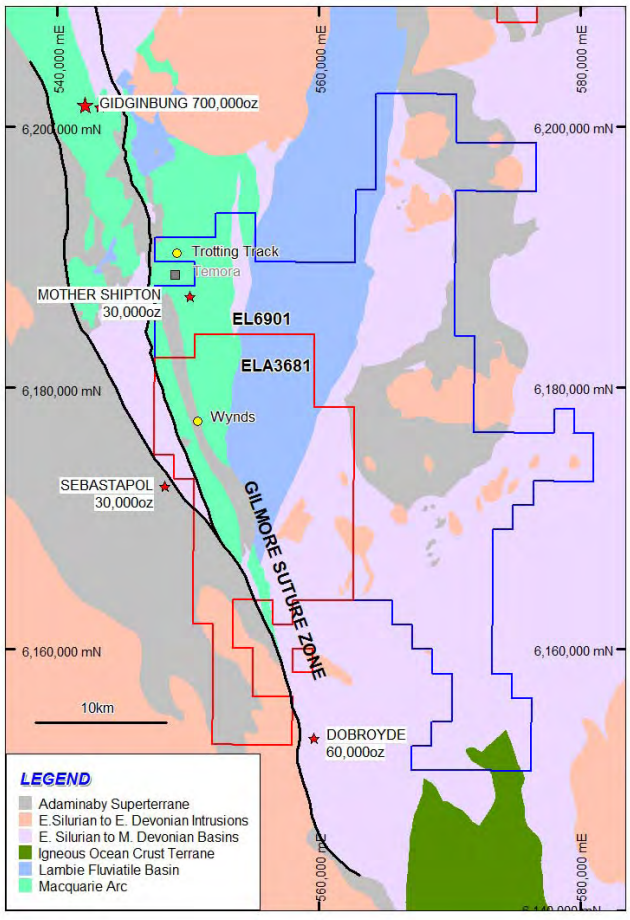

Figure 6. New Dirnaseer ELA adjacent to Combaning EL6901

EXPLORATION

Gold (continued)

At the **Mother Shipton** prospect in the Combaning EL6901, Carpentaria will investigate the potential for near surface gold mineralization and deeper large scale porphyry related gold and copper mineralization. Past drilling at the prospect demonstrates that significant potential exists over a mineralized strike length of 1,000m, open to the west and north with a best intersection of **4m at 3.95g/t Au** (Figure 7).

The **Trotting Track** prospect comprises a north trending belt of +10ppb gold in soil anomalism over a 500m long x 100m wide area with a peak of 223ppb gold. Previous RC drilling, which appears not to have tested the centre of the soil anomaly, returned a best intersection of 4m at 0.96g/t Au from 28m in hole 96WTRC06 hosted by quartz veined, intermediate volcaniclastics. This intersection is open both along and across strike.

Work in the next quarter will include ground follow up of these prospects via Niton XRF surface geochemistry to quickly determine base metal anomalism and gold pathfinder elements. Work will also include a synthesis of data from the new Dirnaseer ELA and Combaning.

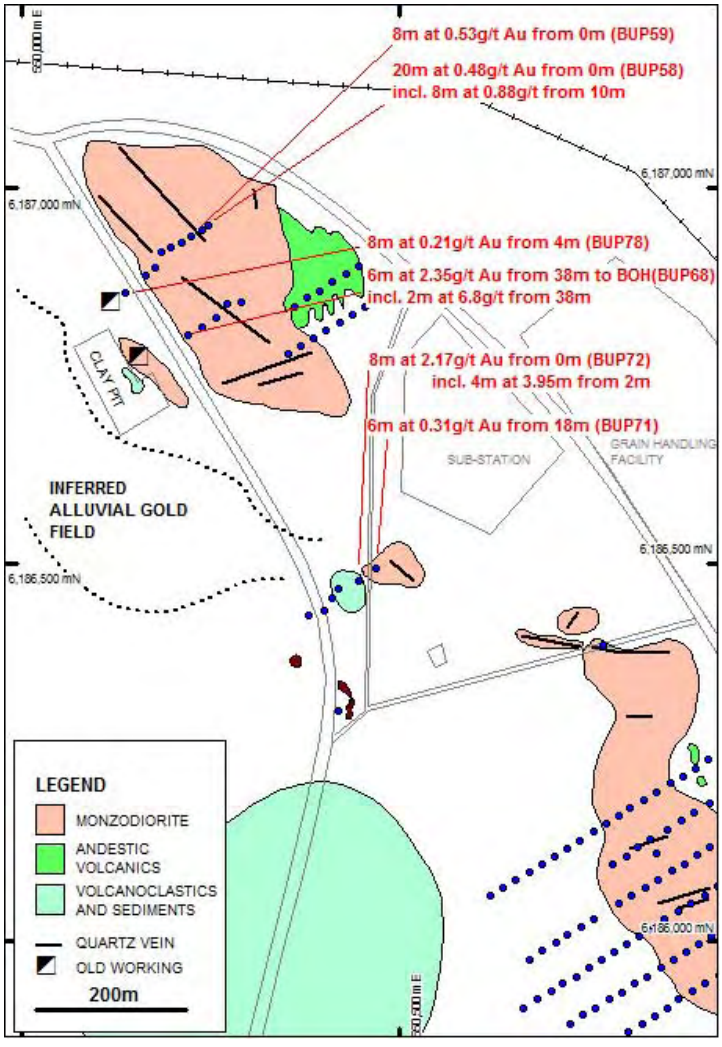

Figure 7 : Mother Shipton Prospect- Plan of past drilling

EXPLORATION

- Zinc
- Lead
- Nickel
- Copper
- Tin
- Tantalum
- Silver

Euriowie - (Carpentaria owns rights to 100% base and precious metals other than lithium) - Reconnaissance Niton XRF results highlight two areas with elevated Pb, Zn, Cu and Ni results.

At Euriowie, a total of 149 reconnaissance survey rock sites were analysed via Niton XRF analyser during the quarter. The sites were located to investigate a selection of upper Willyama Supergroup metasediment packages for strata-bound base metal mineralization potential. Figure 8 shows the location of the sites on a Spot 5 visible spectrum satellite image.

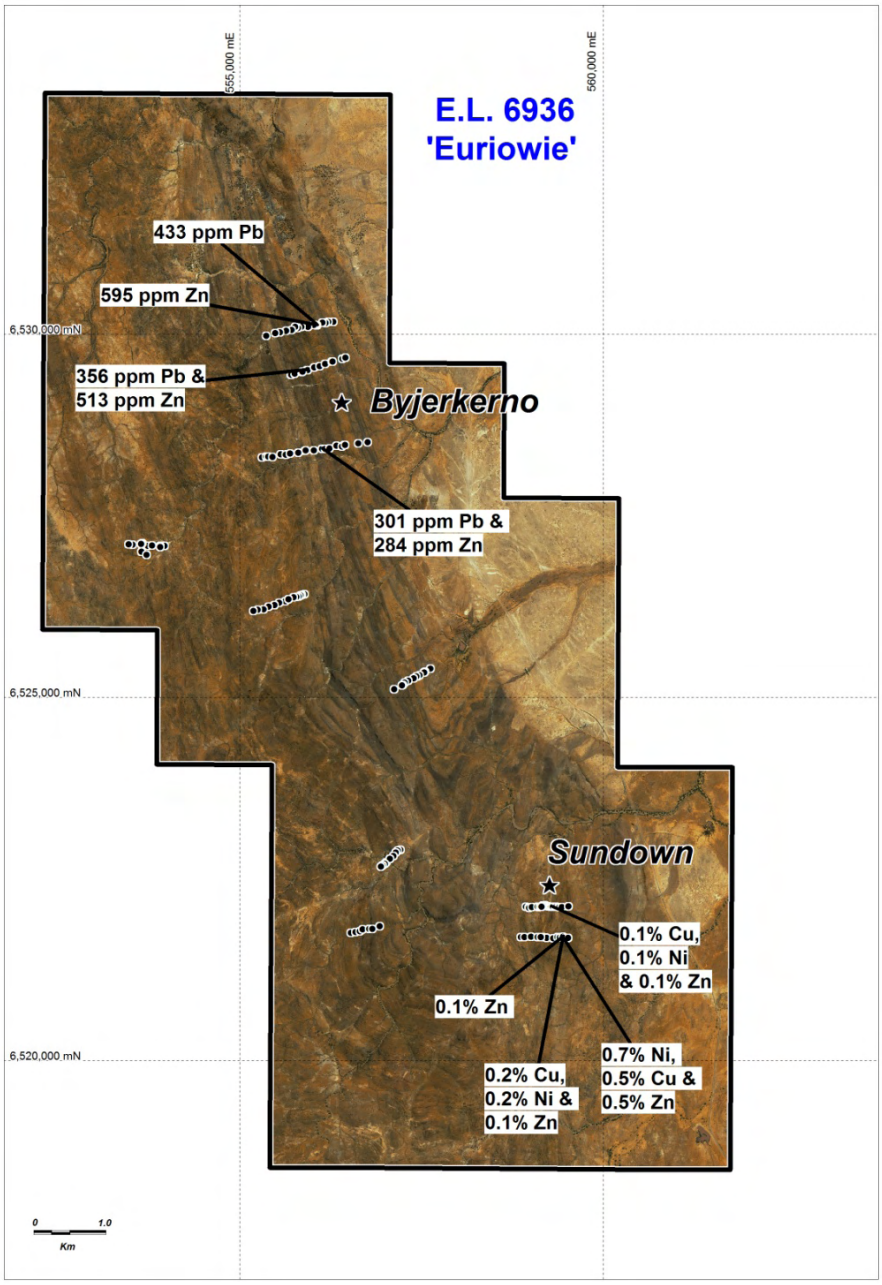

Figure 8: Euriowie - Location of reconnaissance sites on a Spot5 visible spectrum satellite image with highlights shown

EXPLORATION

- Zinc
- Lead
- Nickel
- Copper
- Tin
- Tantalum
- Silver

(continued)

Results of the survey have highlighted two areas of base metal anomalism at the Byjerkerno and Sundown locations.

At Byjerkerno, three survey traverses revealed a zone of mild Pb and Zn anomalism straddling approximately 2.5 km of strike within more quartz rich (psammite) black stained schistose rocks inter-bedded with graphitic rocks at the base of the Byjerkerno Metasediments (~1650 Ma). The Byjerkerno Metasediments are potentially prospective for Mt Isa and/or Century style base metal mineralization and therefore these reconnaissance Niton XRF results merit further geochemical follow up in the next quarter.

At Sundown, two survey traverses encountered a number of highly anomalous Cu, Zn and Ni concentrations hosted by ferruginous quartz rock lenses inter-bedded with calc-silicate bearing schists within the Sundown Group. The quartz rock bodies are relatively small but may reflect potentially broader metal anomalism within calc-silicate bearing schists at this location and therefore the area merits more detailed surface geochemical follow-up.

Copper / Gold

Mt Agate - (100% CAP)

Due to access limitations, no field work has been undertaken on this project during the quarter.

In order to maximize the value of an intended drilling program, an Induced Polarisation survey is being planned to refine drill hole locations at both the QMH and Mt Sheila Prospects.

Coal

Queensland Coal Projects - (Carpentaria 100%) - Review completed

The comprehensive review of Government and historical company data covering the Hughenden Coal Project has been completed. The review has confirmed the potential for shallow coal in the Betts Creek Beds of the Galilee Basin in the northern parts of the applications. Potential exploration sites have been delineated and upon grant of applications testing work can proceed.

ABOUT CARPENTARIA

Carpentaria Exploration Limited is an exploration company focused on finding base metals, precious metals and bulk commodities in Eastern Australia. The company holds 100% owned tenements in NSW and Queensland and also has a number of farm-in deals. Most tenements have known mineralized systems and are being explored using modern, efficient technologies. It is Carpentaria's intention to ultimately mine its discoveries.

CORPORATE DETAILS

Board of Directors:

Nick Sheard	Executive Chairman
Stan MacDonald	Non-Executive Director
Bob Hair	Non-Executive Director
Mike Chester	Non-Executive Director

Capital Structure:

Ordinary Shares	67,500,000
Listed Options	21,447,415
Unlisted options	5,000,000

Major Shareholder:

Giralia Resources	10%

Stock Exchange Listing
Australian Stock Exchange
ASX Code: **CAP**
CAPO

Principal & Registered Office:
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PO Box 1019,
Spring Hill, Qld., 4004

Share Registry:
Link Market Services Limited
Level 12, 300 Queen Street
Brisbane Qld 4000

[1] *The term "Target" should not be misunderstood or misconstrued as an estimate of Mineral Resources and Reserves as defined by the JORC Code (2004), and therefore the terms have not been used in this context. It is uncertain if further exploration or feasibility study will result in the determination of a Mineral Resource or Mining Reserve.*

Competent Person Statement
The information in this report that relates to Exploration Results is based on information compiled by Mr Nick Sheard , who is a Member of the Australian Institute of Geoscientists and is a Registered Professional Geoscientist - Mineral Exploration and Geophysics. Mr Sheard is a full time employee of Carpentaria Exploration Limited and Mr Sheard has sufficient expertise which is relevant to the style of mineralization and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2004 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr Sheard consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

For further information please contact:

Nick Sheard - Executive Chairman
Carpentaria Exploration Limited
(+617) 31613801

Appendix 5B

Mining exploration entity quarterly report

Introduced 1/7/96. Origin: Appendix 8. Amended 1/7/97, 1/7/98.

Name of entity

Carpentaria Exploration Limited

ACN or ABN	Quarter ended ("current quarter")
63 095 117 981	**30-Jun-09**

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 and evaluation	- 353	- 1,708
	(b) development		
	(c) production		
	(d) administration	- 125	- 595
1.3	Dividends received		
1.4	Interest and other items of a similar nature received	29	74
1.5	Interest and other costs of finance paid	-	
1.6	Income taxes paid		
1.7	Other		
	Net Operating Cash Flows	- 449	- 2,229
	Cash flows related to investing activities		
1.8	Payment for purchases of: (a)prospects		
	(b)equity investments		
	(c) other fixed assets	- 2	- 27
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		
	Net investing cash flows	- 2	- 27
1.13	Total operating and investing cash flows (carried forward)	- 451	- 2,256
1.13	Total operating and investing cash flows (brought forward)	- 451	- 2,256
	Cash flows related to financing activities		
1.14	Proceeds from issues of shares, options, etc.	-	3
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	-	- 36
	Net financing cash flows	-	- 33
	Net increase (decrease) in cash held	- 451	- 2,289
1.20	Cash at beginning of quarter/year to date	3,748	5,586
1.21	Exchange rate adjustments to item 1.20		
1.22	**Cash at end of quarter**	**3,297**	**3,297**

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	51
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 relates to Directors Remuneration, Fees and Superannuation Contributions.

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	194
4.2	Development	0
	Total	194

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	106	32
5.2	Deposits at call	3,191	3716
5.3	Bank overdraft	.	
5.4	Other (provide details)		
	Total: cash at end of quarter (item 1.22)	3,297	3,748

Changes in interests in mining tenements

		Nature of interest (note (2))	Interest at beginning of quarter
	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.

		Number quoted	Issue price per security (see note 3) (cents)
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 Quoted**	55,178,410	
	Options Quoted (Exercisable on 30 June 2010)	21,447,415	
	+Ordinary securities Un-Quoted *(restricted)*	12,321,590	0.25
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) Exercise of Options		
7.7	**Options** *(description and conversion factor)*	Number	Exercise price Expiry date
		3,700,000	*0.30* *30-Jun-10*
		500,000	*0.27* *30-Jun-10*
		800,000	*0.15* *30-Jun-10*
7.8	Issued during quarter		
7.9	Exercised during quarter		
7.10	Expired during quarter		
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 Law or other standards acceptable to ASX (see note 4).

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

28/07/2009

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Company Secretary
Chris Powell

1 This 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.