Redbank Copper Limited

Quarterly Activities Report for the Quarter ending 30 September 2014

HIGHLIGHTS

- **Mining Management Plan ("MMP") for Reverse Circulation and Diamond Drilling at Redbank submitted to Northern Territory Department of Mines and Energy ("DME"); approval received post quarter end**
- **Acquisition of Wollogorang Tenement and termination of joint venture**

Redbank Copper Limited (ASX: RCP) provides the following review of activities for the quarter ended 30 September 2014.

EXPLORATION & OPERATIONS

The Company holds 2426 square kilometres of granted tenure within the McArthur River Basin in the Northern Territory that is prospective for copper, as well as base metal mineralisation ("Project").

The Company's focus is the Redbank area on the eastern side of the Project, where copper mineralisation has been identified in steep dipping cylindrical breccia pipes that have been drilled to a depth of approximately 300 metres. Approximately 50 breccia pipes have been identified in the Redbank area, of which approximately 15 have been drill tested. Open cut mining for copper oxide ore has occurred historically at the Sandy Flat area, as well as smaller excavations on the Redbank and Azurite targets.

Going forward, the Company's focus will be on defining additional oxide and sulphide resources sufficient to warrant commencement of a feasibility study to investigate the scale and viability of future mining and processing operations.

Redbank Copper
ASX: RCP

ASX Announcement
31 October 2014

Shares on Issue
2,339,430,263

Current Share Price
A$ 0.002

Market Capitalisation
$4.68M (based on A$0.002)

Cash at 30/9/14
A$0.6 million

Board of Directors
Mr Michael Fotios
Executive Chairman

Mr Craig Readhead
Non-executive Director

Mr Damian Delaney
Non-executive Director

Company Secretary
Ms Shannon Coates

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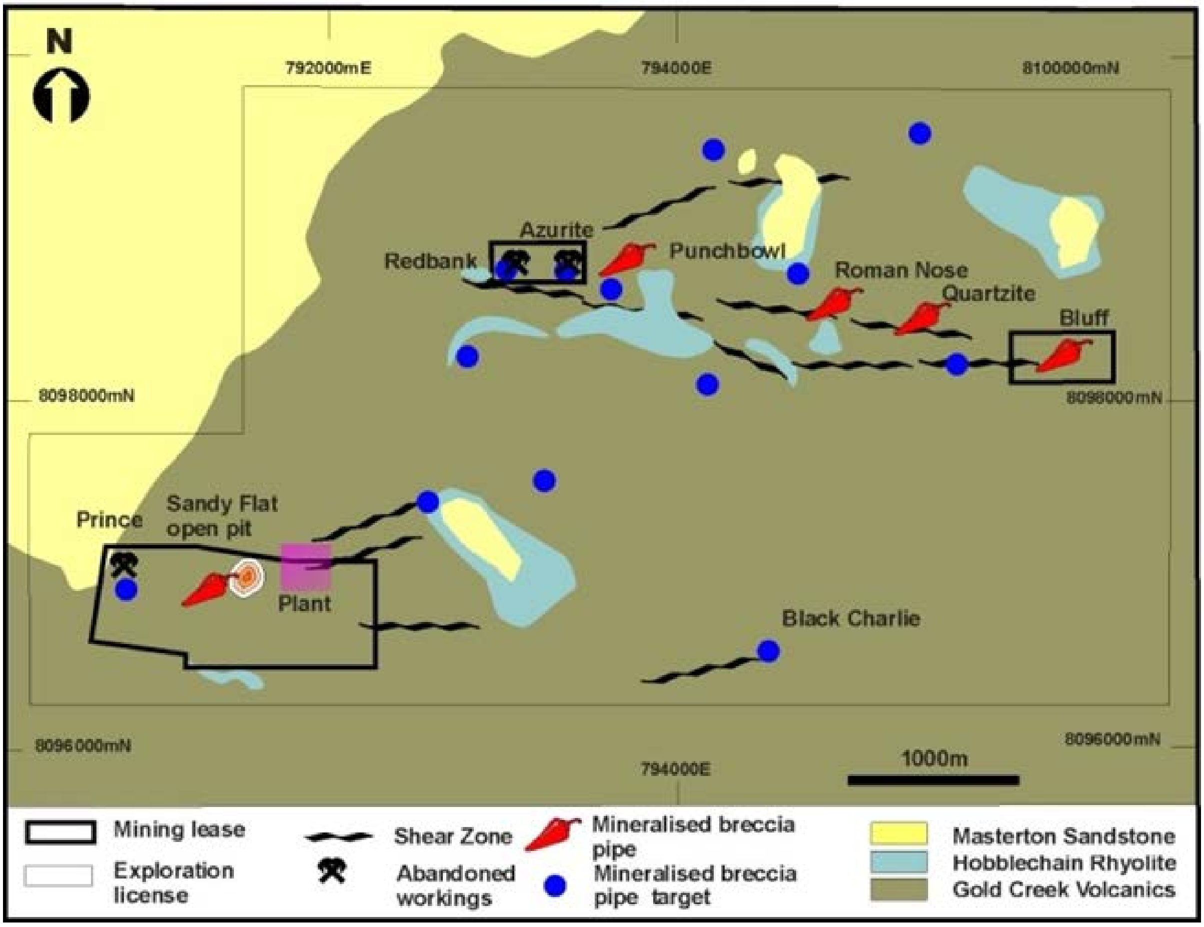
Projects
Redbank Copper Project

REDBANK MINERALISED BRECCIA PIPES AND TARGETS



Redbank

During the period, the Company continued exploration planning for reverse circulation and diamond drilling at seven breccia pipes located at the Redbank Project, all within 5 kilometres of the historic Sandy Flat open pit mine. Copper mineralisation (predominantly sulphide) has been located to depths of 300 metres by previous explorers and resources exist at some prospects (refer to ASX release of 25 September 2014 for resource summary). Drilling will focus on extending mineralisation along strike / at depth and validate assays returned by previous explorers. The ultimate aim is to define additional copper oxide and sulphide resources sufficient to warrant the commencement of a feasibility study to investigate the scale and viability of future mining and processing operations.

The Company submitted a Mine Management Plan ('MMP') to drill approximately 36 holes. The MMP was approved pending an Aboriginal Area Protection Authority ('AAPA') Certificate, which has not yet been issued. Drilling will commence once the AAPA Certificate is received.

Additional exploration activities completed were ongoing validation of the historical exploration database around the Redbank area.

Tenement Review

The Company continued to review its regional ground holdings and as a consequence surrendered a portion of three remote exploration licences to allow it to focus on the most prospective areas.

Wollogorang

On 24 September 2014, the Company advised it had reached an agreement with its joint venture partner in the Wollogorang joint venture to acquire, via its wholly owned subsidiary Redbank Operations Pty Ltd, the remaining 51% interest in Northern Territory Exploration Licence 10335 for a total consideration of $125,000, to take its interest to 100% and to terminate the Wollogorang joint venture.

Corporate

On 2 July 2014, a change in substantial holding was lodged by the Wyllie Group Pty Ltd.

For more information:

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Company Secretary
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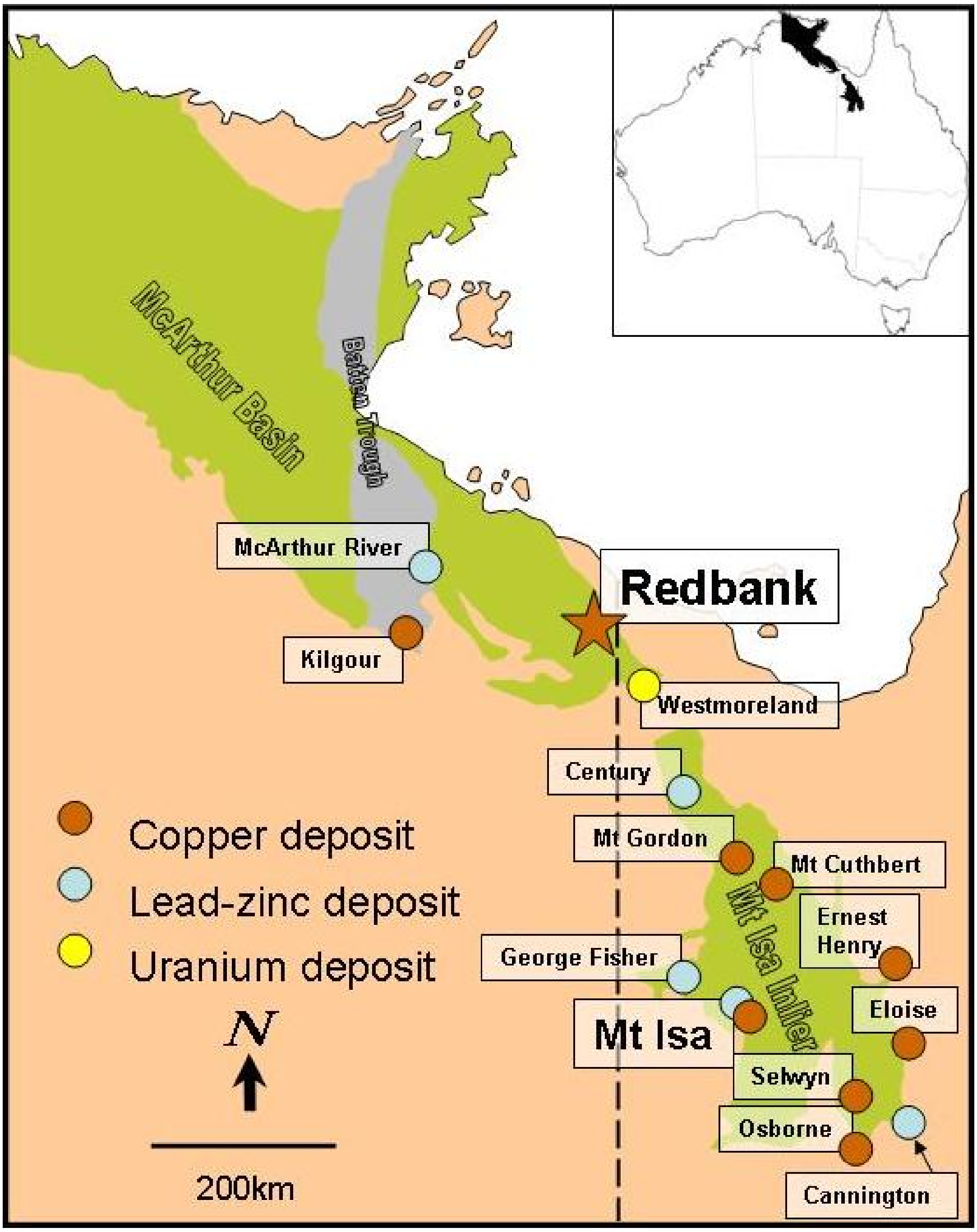

Figure 1: Location of Redbank mine area.

Tenement Table: ASX Listing Rule 5.3.3

Mining tenements held at the end of each quarter and their location.

TENEMENT No.	LOCATION	INTEREST %	HOLDER
EL10335	NT	100	Gulf Copper Pty Ltd[1]
EL24654	NT	100	Redbank Operations Pty Ltd[2]
EL26778	NT	100	Redbank Operations Pty Ltd[2]
EL26779	NT	100	Redbank Operations Pty Ltd[2]
EL26780	NT	100	Redbank Operations Pty Ltd[2]
EL26781	NT	100	Redbank Operations Pty Ltd[2]
EL27240	NT	100	Redbank Operations Pty Ltd[2]
EL27241	NT	100	Redbank Operations Pty Ltd[2]
EL27737	NT	100	Redbank Operations Pty Ltd[2]
EL28003	NT	100	Redbank Operations Pty Ltd[2]
EL28288	NT	100	Redbank Operations Pty Ltd[2]
EL28289	NT	100	Redbank Operations Pty Ltd[2]
EL28290	NT	100	Redbank Operations Pty Ltd[2]
EL28487	NT	100	Redbank Operations Pty Ltd[2]
EL28535	NT	100	Redbank Operations Pty Ltd[2]
ELR94	NT	100	Redbank Operations Pty Ltd[2]
MLN1108	NT	100	Redbank Operations Pty Ltd[2]
MLN631	NT	100	Redbank Operations Pty Ltd[2]
MLN632	NT	100	Redbank Operations Pty Ltd[2]
MLN633	NT	100	Redbank Operations Pty Ltd[2]
MLN634	NT	100	Redbank Operations Pty Ltd[2]
MLN635	NT	100	Redbank Operations Pty Ltd[2]
MLN636	NT	100	Redbank Operations Pty Ltd[2]

Note 1: Pursuant to the 'Agreement for Sale Of Tenement and Termination of Joint Venture' executed on 24 September 2014 between Redbank and Gulf Minerals Corporation Ltd; Redbank's wholly owned subsidiary Redbank Operations Pty Ltd has taken its interest in EL10335 to 100%. The Agreement is conditional on obtaining all necessary government consents and approvals.

Note 2. Redbank Operations Pty Ltd is a wholly owned subsidiary of Redbank Coper Ltd.

The mining tenements acquired and disposed of during the quarter and their location.

There were no tenements relinquished during the quarter. EL 27241, EL 28288 and EL 28290 were reduced, as noted in the Appendix 5B.

No tenements were acquired during the quarter. Redbanks's wholly owned subsidiary Redbank Operations Pty Ltd has taken its interest in EL10335 to 100% (see Tenement Table and Note 1 above).

Beneficial percentage interests held in farm-in or farm-out agreements at the end of the quarter.

Nil.

Beneficial percentage interests in farm-in or farm-out agreements acquired or disposed of during the quarter

Pursuant to the 'Agreement for Sale Of Tenement and Termination of Joint Venture' executed on 24/09/2014 between Redbank Copper Ltd ('RCP') and Gulf Minerals Corporation Ltd; Redbanks's wholly owned subsidiary Redbank Operations Pty Ltd has taken its interest in EL10335 to 100% (see Tenement Table above) and the joint venture terminated. The Agreement is conditional on obtaining all necessary government consents and approvals.

Appendix 5B

Mining exploration entity quarterly report

Name of entity

REDBANK COPPER LIMITED

ABN	Quarter ended ("current quarter")
66 059 326 519	30 September 2014

Consolidated statement of cash flows

	Cash flows related to operating activities	Current quarter $A'000	Year to date $A'000
1.1	Receipts from product sales and related debtors	-	-
1.2	Payments for:		
	(a) exploration and evaluation	-	-
	(b) development	-	-
	(c) administration	(385)	(385)
	(d) Site care and maintenance costs	(407)	(407)
1.3	Dividends received	-	-
1.4	Interest and other items of a similar nature received	11	11
1.5	Interest and other costs of finance paid	-	-
1.6	Income taxes paid	-	-
1.7	Other	-	-
	Net operating cash flows	(782)	(782)
	Cash flows related to investing activities		
1.8	Payment for :		
	(a) prospects	-	-
	(b) investments	-	-
	(c) other fixed assets	(14)	(14)
1.9	Proceeds from sale of:		
	(a) prospects	-	-
	(b) other fixed assets	-	-
	(c) equity investments	-	-
1.10	Loans from other entities	-	-
1.11	Loans repaid to other entities	-	-
	Net investing cash flows	(37)	(37)
1.13	Total operating and investing cash flows (carried forward)	819	819

1.13	Total operating and investing cash flows (brought forward)	819	819
	Cash flows related to financing activities		
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 - share issue expenses	-	-
	Net financing cash flows	-	-
	Net increase (decrease) in cash held		
1.20	Cash at beginning of quarter/year to date	1,424	1,424
1.21	Exchange rate adjustments to item 1.20	(819)	(819)
1.22	**Cash at end of quarter**	605	605

Payments to directors, associates of the directors, related entities and associates of the related entities

		Current quarter $A'000
1.23	Aggregate amount of payments to the parties included in item 1.2	363
1.24	Aggregate amount of loans to the parties included in item 1.10	-

1.25 Explanation necessary for an understanding of the transactions

$A'000	
25	Director Fees
254	Amounts paid to Delta Resource Management Pty Ltd (1) for the provision of personnel and office space
1	Amounts paid to Allion Legal (2) for the provision of legal services
83	Reimbursements paid to Investmet Ltd (3)

(1) Mr Michael Fotios is a director and controlling shareholder of Delta Resource Management Pty Ltd
(2) Mr Craig Readhead is a principal of Allion Legal
(3) Mr Michael Fotios is a director and controlling shareholder of Investmet Ltd

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

N/A

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

N/A

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	100
4.2	Development	-
4.3	Production	-
4.4	Corporate administration	150
4.4	Site care and maintenance	150
	Total	400

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	54	24
5.2	Deposits at call	551	1,400
5.3	Bank overdraft	-	-
5.4	Other: (a) Funds on deposit as security over tenements	-	-
	Total: cash at end of quarter (item 1.22)	**605**	**1,424**

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	EL 27241 EL 28288 EL 28290	Reduction from 102 sub-blocks to 53. Reduction from 104 sub-blocks to 56. Reduction from 32 sub-blocks to 18.	100% 100% 100%	100% 100% 100%
6.2	Interests in mining tenements acquired or increased	EL 10335	Pursuant to the 'Agreement for Sale Of Tenement and Termination of Joint Venture' executed on 24/09/2014 between Redbank Copper Ltd ('RCP') and Gulf Minerals Corporation Ltd; RCP's wholly owned subsidiary Redbank Operations Pty Ltd has taken its interest in EL10335 to 100%. The Agreement is conditional on obtaining all necessary government consents and approvals.	49%	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 (see note 3) (cents)	Amount paid up 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**	2,339,430,263	2,339,430,263		
7.4	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, share buy-backs				
7.5	**+Convertible debt securities** Convertible notes convertible to 1 ordinary share per note maturing 30 Jul 2014				

7.6	Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted				
7.7	**Options** *(description and conversion factor)*				
7.8	Issued during quarter				
7.9	Exercised during quarter				
7.10	Decrease during the quarter - lapsed				
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 4).

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

Sign here: .... Date: 31 October 2014
(Company secretary)

Print name: Shannon Coates

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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