Rule 5.3

Appendix 5B

Mining exploration entity quarterly report

Introduced 01/07/96 Origin Appendix 8 Amended 01/07/97, 01/07/98, 30/09/01, 01/06/10, 17/12/10

Name of entity

Riedel Resources Limited

ABN	Quarter ended ("current quarter")
91 143 042 022	30 June 2013

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 & evaluation	(311)	(1,632)
	(b) development	-	-
	(c) production	-	-
	(d) administration	(284)	(1,349)
1.3	Dividends received	-	-
1.4	Interest and other items of a similar nature received	3	27
1.5	Interest and other costs of finance paid	-	-
1.6	Income taxes paid	-	-
1.7	Other (provide details if material)	-	-
	Net Operating Cash Flows	(592)	(2,954)
	Cash flows related to investing activities		
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	-	74
	(c) other fixed assets	77	77
1.10	Loans to other entities	-	-
1.11	Loans repaid by other entities	-	-
1.12	Other (provide details if material) Cash acquired with acquisition of subsidiary	-	-
	Net investing cash flows	77	151
1.13	Total operating and investing cash flows (carried forward)	(515)	(2,803)

1.13	Total operating and investing cash flows (brought forward)	(515)	(2,803)
	Cash flows related to financing activities		
1.14	Proceeds from issues of shares, options, etc.	42	1,961
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)		
	Capital Raising Costs	(9)	(138)
	Share Applications	-	61
	Convertible Note (see Note 1)	160	160
	Net financing cash flows	193	2,044
	Net increase (decrease) in cash held	(322)	(759)
1.20	Cash at beginning of quarter/year to date	503	897
1.21	Exchange rate adjustments to item 1.20	171	214
1.22	**Cash at end of quarter**	352	352

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	$155
1.24	Aggregate amount of loans to the parties included in item 1.10	Nil

1.25 Explanation necessary for an understanding of the transactions

Directors wages, Directors fees.

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

Issue of 266,667 shares @ 3.6c per share as broker fees in lieu of cash payable in respect of Convertible Note, $160,000 Tranche 1 (See Note 1).

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

NA

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	160	160
3.2	Credit standby arrangements	Nil	Nil

Estimated cash outflows for next quarter

		$A'000
4.1	Exploration and evaluation	20
4.2	Development	Nil
4.3	Production	Nil
4.4	Administration	150
	Total	**170**

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	302	452
5.2	Deposits at call	-	-
5.3	Bank overdraft	-	-
5.4	Other (provide details) - Term Deposits	50	50
	Total: cash at end of quarter (item 1.22)	352	502

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	M31/145	Relinquished	Royalty	Nil
6.2	Interests in mining tenements acquired or increased				

Issued and quoted securities at end of current quarter

Description includes rate of interest and any redemption or conversion rights together with prices and dates.

		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			
7.2	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs, redemptions	Nil			
7.3	**+Ordinary securities**	107,489,109	107,489,189		
7.4	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs	1,712,333 266,667	1,712,333 266,667	6c 3.6c	6c 3.6c
7.5	**+Convertible debt securities** *(description)*	See Note 1 (below)			
7.6	Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted	Nil			

+ See chapter 19 for defined terms.

7.7	**Options** *(description and conversion factor)*	10,000,000	Nil	*Exercise price* 30c	*Expiry date* 30 June 2014
		9,333,329	Nil	15c	31 January 2016
		1,250,000	Nil	15c	31 January 2018
		1,712,333	Nil	10c	30 April 2015
		4,000,000	Nil	5.2c	31 December 2016
	Performance Rights	2,666,667 vesting when the Company's share price is equal to or greater than Au27 cents for 20 consecutive trading days	Nil	Nil	25 July 2014
		2,666,667 vesting when the Company's share price is equal to or greater than Au36 cents for 20 consecutive trading days	Nil	Nil	25 July 2014
		2,666,666 vesting when the Company's share price is equal to or greater than Au45 cents for 20 consecutive trading days	Nil	Nil	25 July 2014
7.8	Issued during quarter *(Options)*	1,712,333 4,000,000		10c 5.2c	30 April 2015 31 December 2016
7.9	Exercised during quarter	Nil			
7.10	Expired during quarter	Nil			
7.11	**Debentures** *(totals only)*	Nil			
7.12	**Unsecured notes** *(totals only)*	Nil			

Note 1 –
Under the terms of the Secured Convertible Note, issued to Oracle Securities Pty Ltd (or its nominees), the Convertible Note (and any accrued interest) can be converted in full or any part thereof into Shares in the Company at the lender's sole discretion at any time after 30 June 2013. The Conversion Shares will be issued at a price per share equal to the lower of 90% of the 10 consecutive trading day VWAP on the ASX prior to execution of the Secured Convertible Debenture agreement or 80% of the 10 consecutive trading day VWAP on the ASX prior to the relevant conversion notice.

An interest rate of 8% is payable quarterly in arrears in cash or freely tradeable Ordinary Fully Paid Shares of the Company (the "Interest Shares"), at the lender's sole discretion. The Interest Shares will be issued at a price per share equal to the lower of 90% of the 10 consecutive trading day volume weighted average price ("VWAP") on the Australian Securities Exchange ("ASX") prior to execution of the Secured Convertible Debenture agreement or 90% of the 10 consecutive trading day volume weighted average price ("VWAP") on the Australian Securities Exchange ("ASX") prior to the relevant quarterly interest payment notice.

During the quarter ended 30 June 2013, $160,000 was received under Tranche 1. The maximum number of shares to be issued upon conversion is 4,444,444 at 3.6c per share, with 8% interest payable quarterly. The redemption date is 30 June 2014.

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 /~~does not~~* *(delete one)* give a true and fair view of the matters disclosed.

Sign here: .... Date: 29 July 2013
(Company secretary)

Print name: Bruce Franzen

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.

+ See chapter 19 for defined terms.

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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