ASX RELEASE **28 JULY 2014**

MOD RESOURCES LIMITED (ASX: MOD)

QUARTERLY REPORT FOR PERIOD ENDED 30 JUNE 2014

The Board of MOD Resources Ltd ("MOD" or the Company) is pleased to announce a number of significant developments for the Company, notably at the Botswana Copper Project during the June 2014 Quarter.

Due to low market sentiment towards gold during the first half of 2014 the MOD Board decided to postpone the proposed drilling program at the Sams Creek Gold Project and direct activities to MOD's substantial copper holdings in Botswana instead. MOD still considers Sams Creek has excellent potential for a significant upgrade to the current resource and drilling is proposed to resume at a number of targets when the market improves.

The decision to focus on Botswana in the June Quarter provided immediate positive results and opened up a number of new and exciting opportunities for the Company.

HIGHLIGHTS - Botswana Copper Project

- Two high grade copper/silver deposits, each >500m long identified from MOD's previous drilling at the western end of the Mahumo Deposit (previously named Corner K) (Table 2)
- Mineralisation occurs at shallow depth below 5-6m of sand cover and appears mainly associated with chalcocite (transitional copper sulphide) with minor malachite and chrysocolla
- High grade zones at Mahumo (West and East Zones) extend to around 200m and remain open down dip. Initial interpretation suggests potential the two zones may join at depth (Figure 2)
- Conceptual study underway consisting of an initial open pit mining optimisation study and metallurgical test work. Depending on results a conceptual underground study may proceed
- Initial pit optimisation results delineated an average grade of 1.8% copper and 47g/t silver within the pit shells assuming 80% copper processing recovery
- Three other priority drilling targets identified including the large Molelo Intrusion, Marthie and Boseto West Prospects (Figure 1). Drilling at Molelo planned to test magnetic core of intrusion

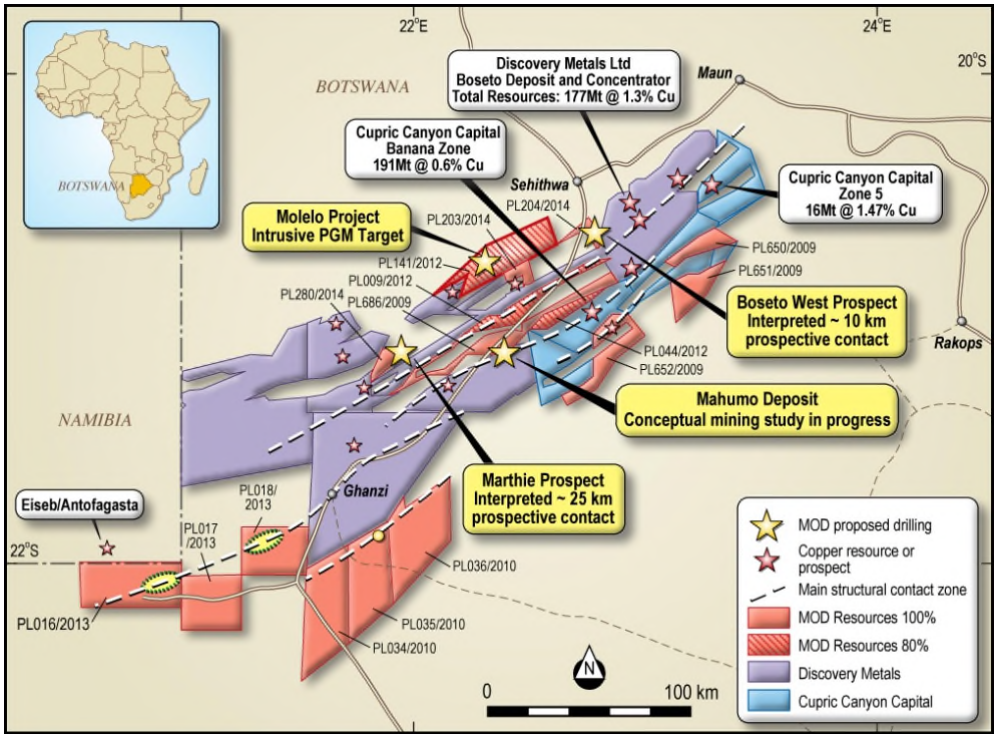

Figure 1: MOD's tenement holdings in Kalahari Copper Belt showing four areas where activities are focused.

BOTSWANA COPPER PROJECT – MAHUMO PROJECT

During the June quarter, MOD commenced a conceptual open pit mining study of two near surface, high grade vein style copper/silver deposits at the 100% owned Mahumo Project (previously named Corner K). The Mahumo Project represents the western, high grade portion of the 4.5km long Corner K mineral resource announced by MOD on 24 September 2012. The existing Mineral Resource estimate for the Corner K deposit (which includes a low grade portion extending ~2km east of the Mahumo Project shown in Figure 2) is included at Appendix B. It forms part of MOD's Annual Resource Statement to 31 December 2013 which has been included in accordance with ASX Listing Rule 5.21. It should be noted that a separate Mineral Resource estimate for the Mahumo Deposit (represented in the area shown in Figure 2) will be undertaken as part of the ongoing conceptual study.

As part of the Mahumo conceptual study, MOD appointed mining consultants Orelogy to conduct an initial pit optimisation study for the West Zone and East Zone deposits using existing resource data which is based on widely spaced drill hole data on 100m sections. The drill hole sections are plotted on Figure 2 and drill hole intersections for the West Zone and East Zone at a 1.5% copper cut-off grade are listed in Table 2.

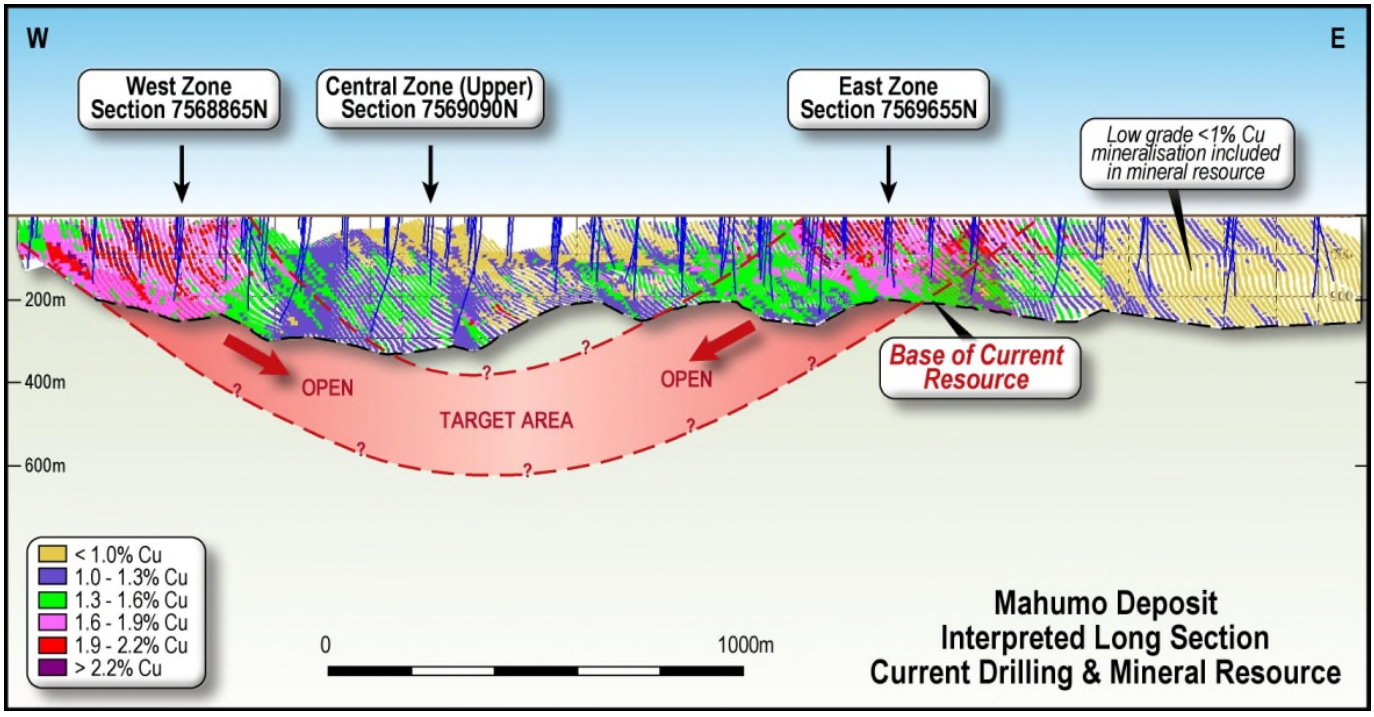

Figure 2: Preliminary interpretation of 2.5km long inclined long section at Mahumo showing West Zone and East Zone deposits

Orelogy has generated a series of conceptual pit shells to a maximum 50m depth assuming different ore processing recoveries and preliminary cost estimates. As announced on 16 July 2014, the **initial optimisation study delineated an average grade of 1.8% copper and 47g/t silver within the pit shells assuming 80% copper processing recovery**.

MOD is now seeking more reliable indicative cost estimates which can be used to refine the Orelogy study. While further work (including revised cost estimates, metallurgical test work and resource infill drilling) is required to complete the study to a reportable standard and demonstrate the potential economics of the Mahumo Project, early results are encouraging. If results are positive MOD is likely to consider a deeper drilling program to test potential for extensions below the high grade zones (Stage 3 – Table 1).

MOD geologists have re-logged drill core from shallow intersections in the West Zone and East Zones. This has confirmed copper/silver grades are mainly associated with disseminated and vein hosted chalcocite (transitional copper sulphides) within host sediments. Malachite (copper oxide) and chrysocolla (copper silicate) occur locally along fractures and veins. Based on drilling to date, sulphide mineralisation (chalcocite, bornite) is interpreted to occur at shallower depth compared with other sediment hosted deposits in the Kalahari Copper Belt.

Metallurgical test work of drill core samples from Mahumo is in progress to test the amenability of the shallow mineralisation for conventional sulphide flotation processing. This work is being undertaken by metallurgical consultants IMO in Perth with first results expected in August.

The current test work represents the start of a staged program at Mahumo, with the individual stages subject to ongoing results and funding (Table 1).

Stage 1	• Metallurgical test work on existing core samples, West Zone & East Zone (in progress) • Infill drilling on 50m sections to ~50m depth (44 HQ drill holes), revise resource • Complete conceptual open pit mining study, announce results
Stage 2	• Confirmation metallurgical test work on larger volume samples of mineralisation • Refine model parameters and upgrade conceptual study to scoping study level
Stage 3	• Drilling to test potential high grade extensions below current drilling depth (>200m) • Conceptual underground mining study for interpreted high grade copper/silver zones

Table 1: Proposed staged work program to test potential of high grade mineralisation at Mahumo

Botswana Copper Project – Exploration

During the June Quarter, MOD's geological team made excellent progress on three other priority drilling targets on 80% and 100% owned tenements. These include:

1. **Molelo Intrusion** – ~10km long interpreted mafic intrusion in the central part of the Kalahari Copper Belt (Figure 3). A reinterpretation of magnetic susceptibility and geological data obtained from MOD's first drill hole (CL-02-D) drilled in the March quarter 2014 concluded that CL-02-D may have been drilled approximately 500m south of the prospective magnetic core of the intrusion (Figure 4).

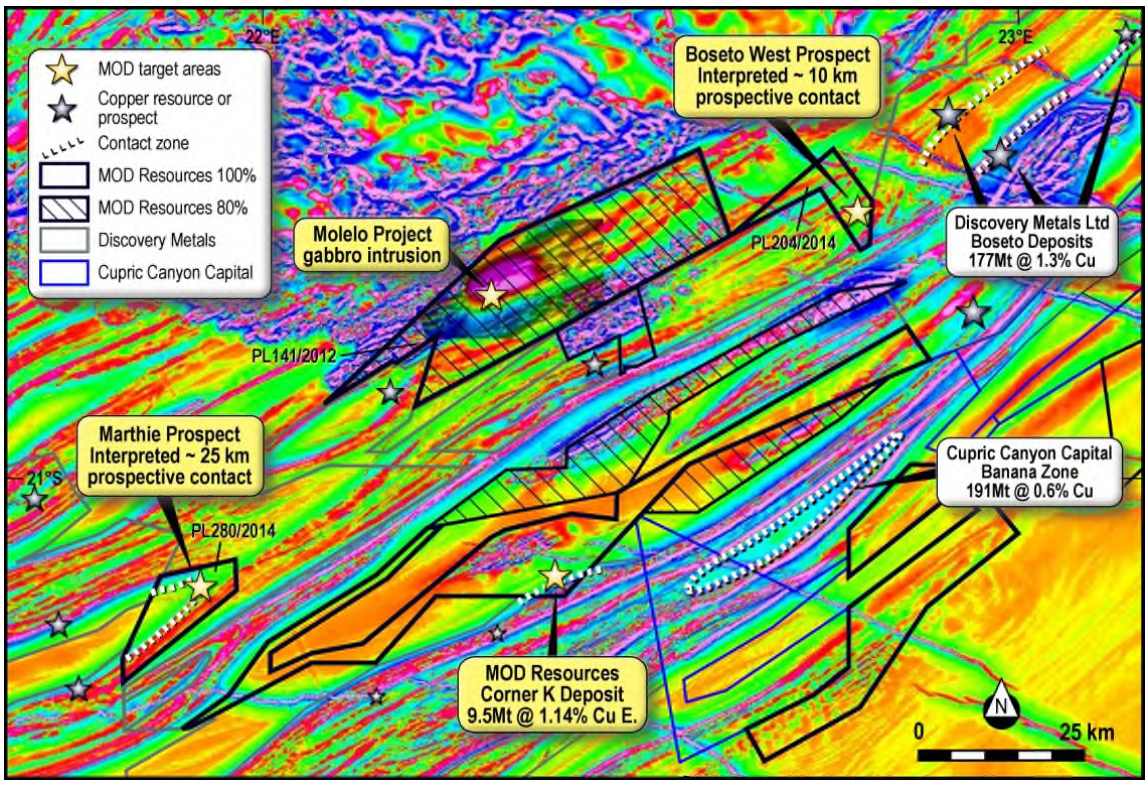

Figure 3: - Airborne magnetic Image of central Kalahari Copper Belt showing location of Molelo Intrusion

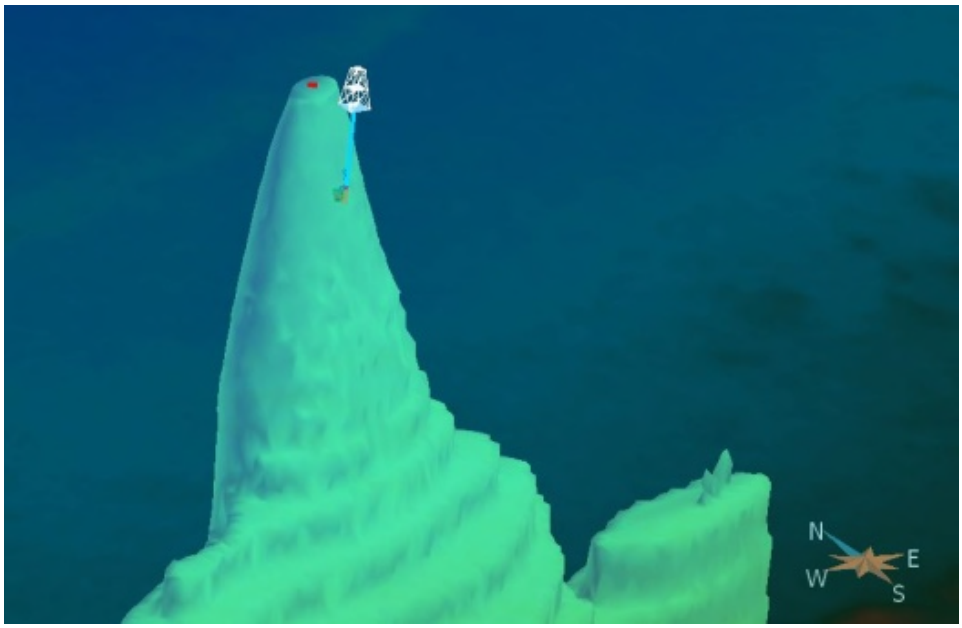

Figure 4: Molelo Intrusion – Interpreted 3D model of magnetic core of intrusion showing CL-02-D drilled south of core

CL-02-D intersected approximately 100m of red, strongly hematite/potassic altered conglomerates, sandstones and siltstones interpreted to be intruded by a veined and altered mafic intrusion, probably gabbroic in composition. CL-02-D intersected a 16m interval of elevated platinum and palladium assays up to 10 times above the average values for platinum and palladium within the mafic.

The conceptual geological target for the next phase of diamond drilling at Molelo is the potential that the interpreted magnetic core of the intrusion may host sulphide mineralisation (Figure 4).

2. **Marthie Prospect** – During the June quarter MOD was granted a large Prospecting Licence (PL280/2014) covering an interpreted 25km long section of the copper prospective contact folded around a regional anticline axis within a well-defined structural corridor (Figure 3). The Marthie Prospect may occur in a favourable structural setting based on comparison with other substantial known copper/silver deposits in the Kalahari Copper Belt (Figure 1).

   Preliminary interpretation suggests the southern limb and fold axis of the anticline which is obscured by Kalahari sand cover is a priority for drilling. MOD is currently trying to access previous widely spaced drilling data from other parties who have conducted exploration in the area.

3. **Boseto West Prospect** – During the June quarter MOD was also granted a Prospecting Licence (PL204/2014) covering an interpreted 10km long section of the copper prospective contact at the Boseto West Prospect. (Figures 1 and 3). Interpretation of airborne magnetic data suggests the Boseto West Prospect lies along strike from the Boseto Mine deposits which are in production.

HIGHLIGHTS - Sams Creek Gold Project

- Five drilling targets identified for potential extensions to the current 1Moz resource (Figure 5).
- Seven drilling targets identified with potential for porphyry-hosted mineralisation within the Stage 3 Target Area extending up to 1500 metres west of the current resource
- MOD granted a new Prospecting Permit which covers any possible extensions of the 7km long Sams Creek porphyry dyke along strike from the eastern most outcrop position.

SAMS CREEK GOLD PROJECT (MOD 60%, earning up to 80%)

The announced mineral resource at Sams Creek contains >1Moz gold (Refer Appendix B). The resource is centred on the Main Zone deposit which comprises significant widths (up to 35m true width) of porphyry hosted gold mineralisation. The Main Zone is the only part of the Sams Creek porphyry dyke with any systematic drilling to date and the deposit remains completely open along strike and at depth.

The resource infill drilling program during 2013 intersected numerous high-grade gold zones including: **19.6m @ 6g/t, 16.2m @ 5.2g/t, 31.1m @ 3.6g/t and 63m @ 2.4g/t.** All intersections were reported as down hole widths as detailed in the ASX Announcement on 31 July 2013.

The potential for significant extensions to known mineralisation at Sams Creek was highlighted by a recent 3D model of the porphyry extending up to 1500m west of the current resource (Figure 5). The model was interpreted from porphyry outcrop, structural mapping and limited drilling outside the Main Zone.

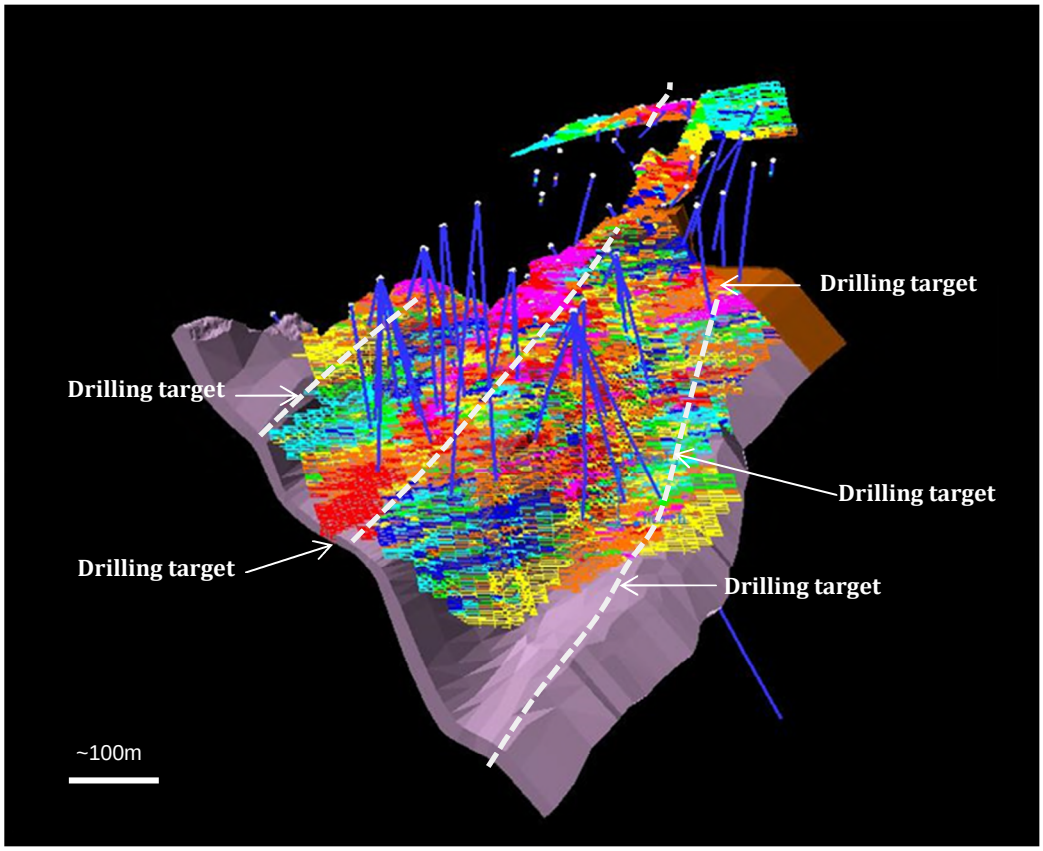

Figure 5: 3D wireframe model of the 1Moz Sams Creek Main Zone gold resource, looking southwest. Shows three interpreted fold axes in host porphyry, existing drill holes and proposed drilling targets

Future drilling is proposed to focus on north-east trending fold axes which host the high grade gold mineralisation within the substantial Main Zone resource. Similar and parallel fold axes have been interpreted elsewhere in the porphyry west of the resource and this potential remains effectively untested.

The proposed drilling programs to test potential for extensions to the current resource are expected to commence when there is a sustained upturn in the gold price or in the wider market.

CORPORATE

On 30 April 2014, MOD announced the appointment of Mr Steve McGhee as a non-executive Director of the Company as part of a planned Board restructure.

Mr McGhee is a Director of Perth-based Independent Metallurgical Operations (IMO) and has a broad 20-year background in metallurgy including operations, ore processing, engineering and laboratory management. He has worked in various operations and project roles throughout Australia and offshore.

As part of the MOD Board restructure, Mr Miles Kennedy resigned as non-executive Chairman to focus on other corporate roles, including Resource and Investment NL and Lucapa Diamond Company Limited. Non-executive Director, Mr Mark Drummond also resigned from the MOD Board.

MOD Executive Director and Company Secretary, Mr Mark Clements replaced Mr Kennedy as Chairman.

During the period, the Company secured an extension to the terms of the $2 million loan (Loan) from SHL Pty Ltd (SHL), a long standing shareholder of the Company controlled by a related party of MOD director, Simon Lee AO.

The Loan has been extended for an additional 6-month period to 4 January 2015 (Extension Period) and will bear interest at the rate of 8% per annum during the Extension Period, payable monthly in arrears. Thereafter, MOD will have an option to extend the term of the loan for a further 12-month period. In the event the term is extended, it will be as a secured loan at a reduced interest rate of 7% per annum. MOD is not required to pay any fee for the variation to the Loan and has the right to repay the Loan early without incurring any penalty.

On 20 June 2014, MOD issued 2,000,000 unlisted $0.075 options expiring 20 June 2017 to Mr Jacques Janse van Rensburg, General Manager Exploration (Africa), as part of an incentive component of his remuneration package.

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Competent Person's Statements

The information in this announcement that relates to Geological Data and Exploration Results at the Sams Creek Gold Project is based on and fairly represents information compiled by Mr Paul Angus, Project Manager of Sams Creek and a Director of MOD Resources Ltd's subsidiary, Sams Creek Gold Ltd. Mr Angus is a member of the Australasian Institute of Mining and Metallurgy and has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration to qualify as a Competent Person as defined in the December 2012 edition of the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (JORC Code). Mr Angus consents to the inclusion in this announcement of the matters based on information in the form and context in which it appears.

Information in this announcement relates to previously released exploration data disclosed under the JORC Code 2004. It has not been updated to comply with the JORC Code 2012 on the basis that the information has not materially changed since it was last reported and is based on and fairly represents information compiled by Mr Paul Angus.

The information in this announcement that relates to Geological Data and Exploration Results at the Botswana Copper Project is reviewed and approved by Jacques Janse van Rensburg, BSc (Hons), General Manager Exploration (Africa) for MOD Resources Ltd. He is registered as a Professional Natural Scientist with the South African Council for Natural Scientific Professions (SACNASP) No. 400101/05 and has reviewed the technical information in this report. Mr Janse van Rensburg has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and the activity which it is undertaking to qualify as a Competent Person as defined in the 2012 Edition of the Australasian Code for Reporting Exploration Results, Mineral Resources and Ore Reserves. Mr Janse van Rensburg consents to the inclusion in this announcement of the matters based on information in the form and context in which it appears.

Information in this announcement relates to previously released exploration data disclosed under the JORC Code 2004. It has not been updated to comply with the JORC Code 2012 on the basis that the information has not materially changed since it was last reported and is based on and fairly represents information reviewed and approved by Jacques Janse van Rensburg.

Forward Looking Statements and Disclaimer

This announcement contains certain statements which constitute "forward looking statements". Examples of forward looking statements in this release are: "mainly associated with chalcocite (transitional copper sulphide) with minor malachite and chrysocolla", and: "Initial interpretation suggests potential the two zones may join at depth", and: "Depending on results a conceptual underground study may proceed", and: "Initial pit optimisation results delineated an average grade of 1.8% copper and 47g/t silver within the pit shells assuming 80% copper processing recovery", and: "While further work (including revised cost estimates, metallurgical test work and resource infill drilling) is required to complete the study to a reportable standard and demonstrate the potential economics of the Mahumo Project, early results are encouraging. If results are positive MOD is likely to consider a deeper drilling program to test potential for extensions below the high grade zones", and: "Based on drilling to date, sulphide mineralisation (chalcocite and bornite) is interpreted to occur at shallower depth compared with other sediment hosted deposits in the Kalahari Copper Belt", and: "current test work represents the start of a proposed staged program at Mahumo, with the individual stages subject to ongoing results and funding (Table 1).", and: "reinterpretation of magnetic susceptibility and geological data obtained from MOD's first drill hole (CL-02-D) drilled in the March quarter 2014 concluded that CL-02-D may have been drilled approximately 500m south of the prospective magnetic core of the intrusion", and: "conceptual geological target for the next phase of diamond drilling at Molelo is the potential that the interpreted magnetic core of the intrusion may host sulphide mineralisation", and" Marthie Prospect is interpreted to occur in a favourable setting based on comparison with other substantial known copper/silver deposits in the Kalahari Copper Belt", and "magnetic data suggests the Boseto West Prospect lies along strike from the Boseto Mine deposits which are in production", and "Five drilling targets identified for potential extensions to the current 1Moz resource", and "Seven drilling targets identified with potential for porphyry-hosted mineralisation within the Stage 3 Target Area extending up to 1500 metres west of the current resource", and " proposed drilling programs to test potential for extensions to the current resource are expected to commence when there is a sustained upturn in the gold price or in the wider market".

Such forward looking statements are only predictions and are subject to inherent risks and uncertainties which could cause actual values, results, performance achievements to differ materially from those expressed, implied or projected in any forward-looking statement. No representation or warranty, expressed or implied, is made by MOD Resources Ltd that material contained in this announcement will be achieved or proved correct.

This announcement does not include reference to all available information on MOD Resources Limited or the Sams Creek Gold Project or the Botswana Copper Project and should not be used in isolation as a basis to invest in the Company. Potential investors should refer to MOD Resources Limited's other public releases and consult professional advisers before investing in the Company.

Exploration Targets and Results

This announcement refers to Exploration Targets as defined under Sections 18 and 19 of the 2012 JORC Code.

The Exploration Targets quantity and quality referred to in this release are conceptual in nature. There has been insufficient exploration to define a mineral resource and it is uncertain if further exploration will result in the Exploration Targets being delineated as a mineral resource.

This release includes no reference to new assay results or drilling intersections or Mineral Resources which haven't already been announced by MOD Resources Ltd previously.

PROJECT BACKGROUND

1. Sams Creek Gold Project

The Sams Creek Gold Project is located 100km north of the Reefton gold field in the South Island of New Zealand.

MOD Resources Limited (ASX: MOD), through subsidiary Sams Creek Gold Ltd, owns 60% of Sams Creek Gold Project. MOD can earn up to 80% of Sams Creek from OceanaGold Corporation, which is MOD's third largest shareholder and New Zealand's largest gold producer.

Sams Creek has an existing JORC 2012 compliant Inferred and Indicated Mineral Resource containing approximately 1.0Moz gold (Refer MOD ASX announcement dated 9 October 2013).

The known gold mineralisation at Sams Creek is contained within a porphyry dyke with an average thickness of 30-35m in the Main Zone deposit. The dyke can be traced 6km along strike within the Sams Creek permit area and extends into the 100% owned Barrons Flat permit area which directly adjoins Sams Creek.

The current Mineral Resource at Sams Creek (Stage 2 Resource) is contained within a 1km section of the host porphyry, highlighting the potential for an increase in the known gold resource elsewhere along the porphyry dyke. This potential is supported by zones of highly anomalous gold mineralisation confirmed by surface sampling and limited drilling of the porphyry on either side of the Main Zone deposit. These results have been announced previously.

It should be noted that the Sams Creek porphyry dyke does not always contain gold mineralisation.

2. Botswana Copper Project

MOD's Botswana Copper Project comprises a strategically located tenement holding of ~7,587km^2 at the centre and western end of the Kalahari Copper Belt in Botswana.

Several of MOD's Botswana licences adjoin exploration licences held by ASX-listed Discovery Metals Ltd and Canadian-based Hana Mining Ltd, which was taken over by Cupric Canyon Capital in February 2013. The Kalahari Copper Belt became Africa's newest copper-silver mining province during 2012 when Discovery Metals commissioned its Boseto mine.

MOD discovered copper-silver mineralisation at the Corner K prospect (on Prospecting Licence 686) with its initial drilling program in 2011. In September 2012, MOD announced a maiden JORC 2004 compliant Indicated and Inferred Mineral Resource of 9.5Mt grading 1.14% copper equivalent at Corner K (ASX announcement 24 September 2012). The resource has not been updated to comply with the JORC Code 2012 on the basis the information for the existing resource has not materially changed since it was last reported in an announcement to ASX on 24 September 2012.

A separate mineral resource for the Mahumo Deposit (which represents the western part of the existing Corner K mineral resource) will be estimated as part of the ongoing conceptual study described in this report.

TABLE 2: MAHUMO WEST ZONE – Previous Diamond Drilling Results (>1.5% Cu)							
Hole ID	WGS 84_UTM	WGS 84_UTM	Dip / Azi	Total depth(m)	Min. From (m)	Min. To (m)	Results over down hole thickness
MO-001-D	7658845	645515	-60 to 10	217.00	21	24	3m @ 1.93% Cu and 31.9g/t Ag
					incl. 21	22	1m @ 2.75% Cu and 56.4g/t Ag
MO-002-D	7658841	645518	-60 to 325	94.87	17	20	3m @ 1.45% Cu and 2.26g/t Ag
					incl. 17	18	1m @ 1.89% Cu and 6.8g/t Ag
MO-003-D	7658808	645540	-60 to 325	91.33	60	63	3m @ 1.40% Cu and 44.6g/t Ag
					incl. 61	62	1m @ 2.53% Cu and 77.7g/t Ag
MO-007-D	7658721	645406	-60 to 325	118.39	78	82	4m @ 1.53% Cu and 51.1g/t Ag
					incl. 79	81	2m @ 2.44% Cu and 79.1g/t Ag
MO-008-D	7658686	645433	-60 to 325	173.43	149	152	3m @ 1.82% Cu and 63.1g/t Ag
					incl. 150	151	1m @ 3.13% Cu and 106.0g/t Ag
MO-009-D	7658618	645234	-60 to 325	125.36	96	100	4m @ 1.89% Cu and 52.42g/t Ag
					incl. 96	99	3m @ 2.39% Cu and 66.0g/t Ag
					incl. 98	99	1m @ 3.87% Cu and 90.2g/t Ag
MO-010-D	7658596	645251	-60 to 325	181.52	154	159	5m @ 1.33% Cu and 35.7g/t Ag
					incl. 156	159	3m @ 1.86% Cu and 53.0g/t Ag
					incl. 156	158	2m @ 2.40% Cu and 70.6g/t Ag
MO-049-D	7658713	645614	-60 to 325	253.4	237	240.76	3.76m @ 1.15% Cu and 31.8g/t Ag
					incl. 237	238	1m @ 2.19% Cu and 49.3g/t Ag
MO-050-D	7658651	645460	-60 to 325	232.4	217	221	4m @ 1.46% Cu and 49.7g/t Ag
					incl. 218	220	2m @ 2.15% Cu and 69.15g/t Ag
MO-051-D	7658688	645309	-60 to 325	70.5	49	53	3.83m @ 1.50% Cu and 47.6g/t Ag
					incl. 52	53	0.98m @ 2.80% Cu and 97.0g/t Ag
MO-052-D	7658670	645323	-60 to 325	97.5	80	84	4m @ 1.85% Cu and 56.3g/t Ag
					incl. 81	83	2m @ 3.14% Cu and 96.3g/t Ag
MO-053-D	7658638	645353	-60 to 325	172.4	151	154	3m @ 1.98% Cu and 66.0g/t Ag
					incl. 151	153	2m @ 2.58% Cu and 85.2g/t Ag
MO-054-D	7658740	645392	-60 to 325	73.5	40	43	3m @ 1.74% Cu and 59.5g/t Ag
					incl. 41	42	1m @ 2.52% Cu and 81.3g/t Ag
MO-055-D	7658786	645478	-60 to 325	90.4	47	49	2.55m @ 2.82% Cu and 84.9g/t Ag
					incl. 48.1	49	0.98m @ 3.77% Cu and 117.0g/t Ag
MO-056-D	7658759	645507	-60 to 325	115.4	99	101	2m @ 2.42% Cu and 69.7g/t Ag
					incl. 100	101	1m @ 3.47% Cu and 98.9g/t Ag
MO-057-D	7658872	645791	-60 to 325	175.4	152	155	3m @ 2.06% Cu and 64.2g/t Ag
					incl. 153	155	2m @ 2.55% Cu and 79.7g/t Ag
MO-058-D	7658846	645563	-60 to 325	70.4	37	41	4m @ 1.47% Cu and 44.9g/t Ag
					incl. 39	40	1m @ 2.37% Cu and 64.9g/t Ag
MO-059-D	7658802	645599	-60 to 325	114.95	95	98	3m @ 1.01% Cu and 25.3g/t Ag
					incl. 97	98	1m @ 1.87% Cu and 54.2g/t Ag
MO-060-D	7658758	645632	-60 to 325	184.4	168	171	3m @ 1.34% Cu and 49.0g/t Ag
					incl. 169	170	1m @ 1.89% Cu and 75.1g/t Ag

MAHUMO EAST ZONE – Previous Diamond Drilling Results (> 1.5% Cu)							
Hole ID	WGS 84_UTM	WGS 84_UTM	Dip / Azi	Total depth(m)	Min. From (m)	Min. To (m)	Results over down hole thickness
MO-016-D	7659493	646702	-60 to 325	106.43	92	95.13	3.13m @ 1.58% Cu and 47.2g/t Ag
					incl. 92	94	2m @ 2.06% Cu and 60.2g/t Ag
MO-017-D	7659458	646731	-60 to 325	149.26	137	139	2m @ 1.69% Cu and 58.7g/t Ag
					incl. 137	138	1m @ 1.95% Cu and 68.3g/t Ag
MO-018-D	7659667	647067	-60 to 325	106.4	91	93	2m @ 1.67% Cu and 42.5g/t Ag
					incl. 92	93	1m @ 2.19% Cu and 60.1g/t Ag
MO-41-D	7659509	646927	-60 to 325	199.5	185	189	4m @ 1.24% Cu and 30.6g/t Ag
					incl. 187	189	2m @ 1.79% Cu and 45.0g/t Ag
					incl. 188	189	1m @ 1.93% Cu and 36.7g/t Ag
MO-42-D	7659375	646799	-60 to 325	199.4	185	188	3m @ 1.35% Cu and 18.17g/t Ag
					incl. 187	188	1m @ 2.54% Cu and 44.4g/t Ag
MO-43-D	7659313	646590	-60 to 325	169.5	149	152	3m @ 1.07% Cu and 29.9g/t Ag
					incl. 150	151	1m @ 2.15% Cu and 71.7g/t Ag
MO-85-D	7659419	646623	-60 to 325	148.4	128	138	10m @ 1.45% Cu and 21.5g/t Ag
					incl. 133	134	1m @ 4.31% Cu and 11.7g/t Ag
MO-87-D	7659518	646799	-60 to 325	79.5	56	61	5m @ 1.80% Cu and 31.7g/t Ag
					incl. 59	60	1m @ 3.54% Cu and 90.7g/t Ag
MO-88-D	7659481	646824	-60 to 325	91.4	79	82	3m @ 2.46% Cu and 86.1g/t Ag
					incl. 81	82	1m @ 4.26% Cu and 174.0g/t Ag
MO-89-D	7659654	646948	-60 to 325	121.4	110	113	3m @ 0.95% Cu and 26.8g/t Ag
					incl. 112	113	1m @ 1.7% Cu and 57.6g/t Ag
MO-90-D	7659620	646972	-60 to 325	68.4	44	47.2	3.2m @ 2.0% Cu and 53.4g/t Ag
					incl. 46	47.2	1.2m @ 3.9% Cu and 108.0g/t Ag
MO-91-D	7659586	646995	-60 to 325	64.5	53	55.5	2.5m @ 1.54% Cu and 48.6g/t Ag
					incl. 53	54	1m @ 1.4% Cu and 41.6g/t Ag
MO-93-D	7659278	646722	-60 to 325	244.4	227	231	4m @ 0.83% Cu and 17.1g/t Ag
					incl. 230	231	1m @ 1.71% Cu and 52.8g/t Ag
MO-94-D	7659261	646632	-60 to 325	214.4	198.25	201.25	3m @ 1.17% Cu and 32.0g/t Ag
					incl. 199	200.5	1.5m @ 1.71% Cu and 42.1g/t Ag
MO-98-D	7659649	646958	-60 to 325	70.4	56.4	59.5	4.10m @ 1.1% Cu and 31.9g/t Ag
					incl. 59.5	60.5	1m @ 2.06% Cu and 68.7g/t Ag
MO-99-D	7659587	647002	-60 to 325	166.5	147.6	151	3.4m @ 1.4% Cu and 30.6g/t Ag
					incl. 150	151	1m @ 3.04% Cu and 63.5g/t Ag
MO-104-D	7659693	647051	-60 to 325	67.5	54	58.2	4.2m @ 1.9% Cu and 49g/t Ag
					incl. 57	58.2	1.2m @ 4.0% Cu and 113g/t Ag
MO-106-D	7659323	646694	-60 to 325	193.5	169.4	172.2	2.75m @ 1.7% Cu and 53g/t Ag
					incl. 170	171	1m @ 1.9% Cu and 53.9g/t Ag
MO-108-D	7659241	646508	-60 to 325	154.4	127.4	128	0.6m @ 12.9% Cu and 208g/t Ag
					and 139	140.7	1.7m @ 1.8% Cu and 58.4g/t Ag
MO-112-D	7659419	646767	-60 to 325	199.5	184.5	188	3.5m @ 1.8% Cu and 48.5g/t Ag
					incl. 186	187	1m @ 2.6% Cu and 57g/t Ag

MAHUMO CENTRAL ZONE (UPPER) – Previous Diamond Drilling Results (>1.5% Cu)							
Hole ID	**WGS 84_UTM**	**WGS 84_UTM**	**Dip / Azi**	**Total depth(m)**	**Min. From (m)**	**Min. To (m)**	**Results over down hole thickness**
MO-006-D	7658845	645690	-60 to 325	208.43	102	110	8m @ 1.36% Cu and 38.4g/t Ag
					incl. 107	109	2m @ 2.04% Cu and 49.9g/t Ag
MO-047-D	7658798	645967	-60 to 325	328.5	318	321	3m @ 1.27% Cu and 32.0g/t Ag
					incl. 320	321	1m @ 1.87% Cu and 47.7g/t Ag
MO-65-D	7658873	645790	-60 to 325	151.4	131	133	2m @ 1.18% Cu and 1.05g/t Ag
					incl. 132	133	1m @ 1.55% Cu and 1.7g/t Ag
MO-69-D	7658915	645999	-60 to 325	190.4	175	177	2m @ 2.33% Cu and 28.3g/t Ag
					incl. 176	177	1m @ 4.06% Cu and 34.6g/t Ag
MO-107-D	7659280	646482	-60 to 325	157.4	145	146.5	1.5m @ 1.7% Cu and 54.3g/t Ag
					incl. 146	146.5	0.5m @ 3.14% Cu and 102g/t Ag
MO-109-D	7659217	646397	-60 to 325	160.5	141	143.5	2.5m @ 1.27% Cu and 45g/t Ag
					incl. 142	142.5	0.5m @ 3.7% Cu and 118g/t Ag
MO-110-D	7659100	646245	-60 to 325	154.4	135	138	3m @ 1.0% Cu and 30.4g/t Ag
					incl. 135.4	136	0.6m @ 1.8% Cu and 46.7g/t Ag
MO-111-D	7659112	646350	-60 to 325	184.4	174	175.2	1.2m @ 1.6% Cu and 46.6g/t Ag

SCHEDULE OF EXPLORATION LICENCES

Sams Creek Gold Project

Permit/Licence Number	Size (Km^2)	Holding	Title Holder	Licence Commencement Date	Renewal Date
EP 40338	30.6	60%	Sams Creek Gold Limited	27-Mar-98	27-Mar-17
EP 54454	32.0	100%	Sams Creek Gold Limited	25-Sep-12	25-Sep-17
PP 55645	39.2	100%	Sams Creek Gold Limited	28-Feb-14	28-Feb-16
TOTAL	**101.8**				

Botswana Copper Project

Licence Number	Size (km^2)	Holding	Title Holder	Licence Commencement Date	Renewal Date
Northern Licences					
PL650/2009	177.0	100%	MOD Resources Botswana (Pty) Ltd	1-Oct-12	30-Sep-14
PL651/2009	285.0	100%	MOD Resources Botswana (Pty) Ltd	1-Oct-12	30-Sep-14
PL652/2009	398.0	100%	MOD Resources Botswana (Pty) Ltd	1-Oct-12	30-Sep-14
PL686/2009	463.0	100%	MOD Resources Botswana (Pty) Ltd	1-Oct-12	30-Sep-14
PL203/2014	77.7	100%	MOD Resources Botswana (Pty) Ltd	1-Apr-14	31-Mar-17
PL204/2014	70.8	100%	MOD Resources Botswana (Pty) Ltd	1-Apr-14	31-Mar-17
PL280/2014	116.0	100%	MOD Resources Botswana (Pty) Ltd	1-Jul-14	30-Jun-17
Southern Licences					
PL016/2013	934.3	100%	MOD Resources Botswana (Pty) Ltd	1-Jan-13	31-Dec-15
PL017/2013	670.8	100%	MOD Resources Botswana (Pty) Ltd	1-Jan-13	31-Dec-15
PL018/2013	638.9	100%	MOD Resources Botswana (Pty) Ltd	1-Jan-13	31-Dec-15
PL034/2010	921.0	100%	MOD Resources Botswana (Pty) Ltd	1-Jan-13	31-Dec-14
PL035/2010	789.0	100%	MOD Resources Botswana (Pty) Ltd	1-Jan-13	31-Dec-14
PL036/2010	941.0	100%	MOD Resources Botswana (Pty) Ltd	1-Jan-13	31-Dec-14
JV Licences					
PL009/2012	310.4	80%	GGZ Investments (Pty) Ltd	1-Jan-12	31-Dec-14
PL141/2012	643.4	80%	Mokgweetsi Mining (Pty) Ltd	1-Apr-12	31-Mar-15
PL044/2012	151.1	80%	Mokgweetsi Mining (Pty) Ltd	1-Jan-12	31-Dec-14
TOTAL	**7,587.4**				

ANNUAL MINERAL RESOURCES STATEMENT

Summary of Mineral Resource Estimates
Reported according to JORC Category and Deposit

SAMS CREEK GOLD PROJECT (MOD 60%, EARNING UP TO 80%)

	31 December 2013				31 December 2012			
Resource Category	**Cut-Off g/t Au**	**Tonnes (Mt)**	**Grade g/t Au**	**Contained 000's oz Au**	Cut-Off g/t Au	Tonnes (Mt)	Grade g/t Au	Contained 000's oz Au
Indicated	0.7	10.1	1.77	575	-	-	-	-
Inferred	0.7	10.4	1.31	439	0.7	18.66	1.71	1,024
TOTAL	**0.7**	**20.5**	**1.54**	**1,014**	**0.7**	**18.66**	**1.71**	**1,024**
Indicated	1.0	7.9	2.03	515	-	-	-	-
Inferred	1.0	5.8	1.70	315	-	-	-	-
TOTAL	**1.0**	**13.7**	**1.89**	**830**	**-**	**-**	**-**	**-**
Indicated	1.5	5.0	2.48	402	-	-	-	-
Inferred	1.5	2.5	2.33	187	-	-	-	-
TOTAL	**1.5**	**7.5**	**2.43**	**588**	**-**	**-**	**-**	**-**

Table 1: Mineral Resources at 31 December 2013 and 31 December 2012

Review of material changes

During 2013, MOD completed an infill drilling program centered around the Main Zone deposit. This resulted in an upgrade of the previous mineral resource and is summarised at different cut off grades in Table 1 (above).

The current resource (Table 1) is contained within approximately 1,000m section of the porphyry. It extends from the surface and remains open at depth and along strike to the west and east of the Main Zone.

The Stage 2 mineral resource estimate by Golder Associates includes a JORC compliant Indicated Mineral Resource of 575,000oz gold, based on 10 million tonnes @ 1.77g/t using a 0.7g/t cut-off. Golder Associates' Resource Statement (including a summary of the 2012 JORC Code assessment criteria) was released together with the announcement to ASX on 9 October 2013.

BOTSWANA COPPER PROJECT (MOD 100%, JV 80%)

Corner K Deposit – Mineral Resource Estimates [1]						
Cut-Off Grade (%)	Tonnes (Mt)	Cu %	Ag g/t	CuEq [2] %	Contained Copper Tonnes	Contained Silver 000's oz
0.30%	9.8	0.90%	18.0	1.12%	87,600	5,655
0.40%	9.5	0.91%	18.4	1.14%	86,600	5,631
0.50%	9	0.94%	19.3	1.17%	84,400	5,593
0.60%	8.5	0.96%	20.3	1.21%	81,300	5,519

1. Tonnes, grade and metal content have been rounded. Rounding may lead to computational discrepancies.

2. CuEq (copper equivalent) calculated using US$3.55/Lb Cu & US$29.96/Oz Ag. There is no adjustment for metallurgical recovery.

The formula used is: CuEq= Cu% + (Ag g/t x 0.01231).

Price data is from Bloomberg's compilation of 11 analysts for 2013, 2014 and 2015, accessed on 19/09/12.

Table 2: Mineral Resources at 31 December 2012 (unchanged as 31 December 2013)

Review of Material Changes

During 2013, there was no additional material work on the Corner K Mineral Resource which contains a JORC compliant Indicated and Inferred Mineral Resource of 9.5Mt grading 1.14% copper equivalent. As such, there have been no changes to the Mineral Resource Estimate announced on 24 September 2012.

A separate mineral resource for the Mahumo Deposit (which represents the western part of the existing Corner K mineral resource) will be estimated as part of the ongoing conceptual study described in the June 2014 Quarterly Activities Report.

GOVERNANCE AND INTERNAL CONTROLS

MOD maintains strong QAQC controls across all resource related work.

Sams Creek Gold Project

Sampling Method

Drill core is logged, split and sampled by MOD personnel at site. The logging process documents lithological, alteration and structural information as well as geotechnical data, percentage recovery and density measurements.

Diamond core is sampled and assayed at 1m intervals, or less, as dictated by lithological contacts, and assayed for gold at SGS's laboratory in Waihi, New Zealand and a 50 element suite by ALS in Brisbane.

Industry standards and blanks are submitted with each batch along with duplicates created by splitting half core and submitting both samples into the sample stream.

Sample Preparation, Analysis and Security
MOD has implemented an industry-standard QA/QC program. Drill core is logged, split by sawing and sampled at site. Samples are bagged, labelled, and shipped to SGS laboratory in Waihi, New Zealand. Certified Reference - Material standards including blanks are inserted into the sample stream at approximately every 25th sample interval. Samples at the lab are prepared using industry standard techniques including a silica wash after each sample has been pulverised. SGS splitout a 50gm pulverised sample which is sent to ALS in Brisbane for multi-element determinations.

The following analytical methods are utilized:

1. Gold is analysed by 30gm Fire Assay
2. Other element (50 element suite including As, S, Cu, Pb, Zn and Sb), by aqua-regia acid digestion and ICPMS.

All results are reported as down hole widths with estimates made of the true width of the host porphyry.

Resource estimates were calculated by independent third party, Golder Associates Pty Ltd and reported under JORC 2012 rules. Various visual and statistical checks were made to validate the results.

Competent Person's Statement
The information in this Mineral Resources Statement that relates to Geological Data and Exploration Results at the Sams Creek Gold Project is based on and fairly represents information compiled by Mr Paul Angus, Project Manager of Sams Creek and a Director of MOD Resources Limited's subsidiary, Sams Creek Gold Limited. Mr Angus is a member of the Australasian Institute of Mining and Metallurgy and has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration to qualify as a Competent Person as defined in the December 2012 edition of the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (JORC Code). Mr Angus has approved the Statement as a whole and consents to the inclusion in this announcement in the form and context in which it appears.

Botswana Copper Project

Sampling Method
Drill core is logged, split and sampled by MOD personnel at site. The saw blade is cleaned after each sample by cutting unmineralised material to avoid contamination. The logging process documents lithological, alteration and structural information as well as geotechnical data, percentage recovery and density measurements. Diamond core is sampled and assayed at 1m intervals, or less, as dictated by lithological contacts, and assayed for 35 elements at ALS Chemex laboratory in Johannesburg. Industry standards, blanks and duplicates are submitted into the sample stream for analysis.

For RC drilling a 30-35 kilogram sample is collected from the cyclone discharge at 1m intervals. The drill hole is flushed with compressed air after each 1m interval. The sample is then split 75/25. The 25% portion is further split 50/50. One half provides material for analysis and the other half is archived. 1m samples are collected. All samples are bagged, sealed and transported in secured wooden crates and shipped to ALS Chemex laboratories in Johannesburg, South Africa. Standards, blanks and duplicates are inserted into the sample stream for RC.

Sample Preparation and Analysis

MOD has implemented an industry-standard QA/QC program. Drill core is logged, split by sawing and sampled at site. Samples are bagged, labelled, sealed and packed in sealed containers and shipped to ALS Chemex laboratories in Johannesburg, South Africa. Blanks and Certified Reference Material standards are inserted into the sample stream at every 10th sample interval. Samples at the lab are prepared using industry standard techniques including a silica wash after each sample has been crushed. Analytical techniques have been chosen to best characterize total and non-sulphide copper and silver mineralisation as well as to test for other metals.

The following methods are utilized:

1. 35 elements by aqua-regia acid digestion and ICP-AES that includes total copper and silver.
2. Analysis of over limits for Cu.
3. Analysis for non-sulphide Cu.

Currently all core samples are analysed for total and acid soluble Cu. RC samples are also assayed for total and soluble Cu. RC samples are not composited. All results are reported as down hole widths.

The resource estimate was calculated by independent third party, Sphynx Consulting Pty Ltd and reported under JORC 2004 rules. It has not been updated to comply with the JORC Code 2012 on the basis that the information has not materially changed since it was last reported and is based on and fairly represents information reviewed and approved by Jacques Janse van Rensburg, BSc (Hons), General Manager Exploration (Africa) for MOD Resources Ltd. Various visual and statistical checks were made to validate the results.

Competent Person's Statement

The information in this announcement that relates to Geological Data and Exploration Results at the Botswana Copper Project is reviewed and approved by Jacques Janse van Rensburg, BSc (Hons), General Manager Exploration (Africa) for MOD Resources Ltd. He is registered as a Professional Natural Scientist with the South African Council for Natural Scientific Professions (SACNASP) No. 400101/05 and has reviewed the technical information in this report. Mr Janse van Rensburg has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and the activity which it is undertaking to qualify as a Competent Person as defined in the 2012 Edition of the Australasian Code for Reporting Exploration Results, Mineral Resources and Ore Reserves. Mr Janse van Rensburg has approved the Statement as a whole and consents to the inclusion in this announcement in the form and context in which it appears.