

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

MOD RESOURCES LIMITED

ABN

78 003 103 544

Quarter ended ("current quarter")

30 September 2014

Consolidated statement of cash flows

		Current Quarter \$A'000	Year to date (9 months) \$A'000
Cash flows related to operating activities			
1.1	Receipts from product sales and related debtors	-	-
1.2	Payments for (a) exploration & evaluation	(486)	(1,114)
	(b) development	-	-
	(c) production	-	-
	(d) administration	(228)	(749)
1.3	Dividends received	-	-
1.4	Interest and other items of a similar nature received	3	13
1.5	Interest and other costs of finance paid	(40)	(120)
1.6	Income taxes (paid)/refund	-	46
1.7	Other (provide details if material)	-	-
Net Operating Cash Flows (*NOTE 2.1)		(751)	(1,924)
Cash flows related to investing activities			
1.8	Payment for purchases of:		
	(a) prospects	-	-
	(b) equity investments	-	-
	(c) other fixed assets	-	(1)
1.9	Proceeds from sale of:		
	(a) prospects	-	-
	(b) equity investments	-	-
	(c) other fixed assets	-	105
1.10	Loans to other entities	-	-
1.11	Loans repaid by other entities	-	-
1.12	Other (provide details if material)	-	-
Net investing cash flows		-	104
1.13	Total operating and investing cash flows (carried forward)	(751)	(1,820)

+ See chapter 19 for defined terms.

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1.13	Total operating and investing cash flows (brought forward)	(751)	(1,820)
	Cash flows related to financing activities		
1.14	Proceeds from issues of shares, options, etc.	1,145	2,153
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 (costs of share issue)	(37)	(98)
	Net financing cash flows	1,108	2,055
	Net increase (decrease) in cash held	357	235
1.20	Cash at beginning of quarter/year to date	631	758
1.21	Exchange rate adjustments to item 1.20	(3)	(8)
1.22	Cash at end of quarter ¹ (*NOTE 2.1)	985	985

Note:

¹The cash balance at 1.22 represents funds on hand as at 30 September 2014. Subsequent to quarter end shareholders approved the issue of shares in relation to tranche 2 of the placement announced on 27 August 2014 which has raised a further \$0.355m.

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	200
1.24	Aggregate amount of loans to the parties included in item 1.10	-

1.25 Explanation necessary for an understanding of the transactions

Included at 1.23 are payments for director fees, consulting and company secretarial fees, financial services and office rent paid to a director or director associated companies.

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

- (i) **\$200,000 DRILLING PREPAYMENT:** Included at 1.2(a) is a pre-prepayment of \$0.2 million to Orbit Drilling Pty Ltd pursuant to the Orbit Drilling Agreement dated 5 September 2014 relating to the provision of drilling services in Botswana.
- (ii) **\$500,000 DRILLING CREDIT:** Under the Orbit Drilling Agreement, Orbit will provide drilling services up to a total of \$1 million based on monthly invoices of which 50% will be satisfied by the Company issuing fully paid ordinary shares to Orbit at a price of \$0.008 per share and 50% will be satisfied through cash payments made by the Company, as approved by shareholders at the general meeting held 20 October 2014.

+ See chapter 19 for defined terms.

- 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	2,000	2,000
3.2 Credit standby arrangements	NIL	NIL

Estimated cash outflows for next quarter

	\$A'000
4.1 Exploration and evaluation	500
4.2 Development	-
4.3 Production	-
4.4 Administration	200
Total	700

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	140	98
5.2 Deposits at call	845	533
5.3 Bank overdraft	-	-
5.4 Other (provide details)	-	-
Total: cash at end of quarter ¹ (item 1.22)	985	631

Note:

¹The cash balance at 1.22 represents funds on hand as at 30 September 2014. Subsequent to quarter end shareholders approved the issue of shares in relation to tranche 2 of the placement announced on 27 August 2014 which has raised a further \$0.355m.

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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	PL650/2009 PL651/2009	100% 100%	Nil Nil
6.2	Interests in mining tenements acquired or increased	N/A		

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	N/A		
7.2	+securities (description) Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs, redemptions			
7.3	+Ordinary securities	724,871,589	724,871,589	
7.4	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs (c) Released from Escrow	143,125,000	143,125,000	
7.5	+Convertible debt securities (description)	N/A		

+ See chapter 19 for defined terms.

7.6	Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted				
7.7	Options (description and conversion factor)	1,250,000 800,000 5,000,000 18,000,000 3,000,000 63,000,000 2,000,000	- - - - - -	<i>Exercise price</i> 25 cents 30 cents 25 cents 20 cents 20 cents 6 cents 7.5 cents	<i>Expiry date</i> 9 February 2015 1 March 2015 30 April 2015 12 June 2016 12 June 2016 4 March 2017 20 June 2017
7.8	Issued during quarter	NIL			
7.9	Exercised during quarter	NIL			
7.10	Expired during quarter	45,000,000	-	20 cents	1 August 2014
7.11	Debentures (totals only)	N/A			
7.12	Unsecured notes (totals only)	N/A			

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 give a true and fair view of the matters disclosed.

Mark Clements
Company Secretary
29 October 2014

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 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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