



ASX Announcement

Company Announcements Office
Australian Securities Exchange

By e-lodgement

31 October 2014

(ASX Code GRK)

Quarterly Activities Report

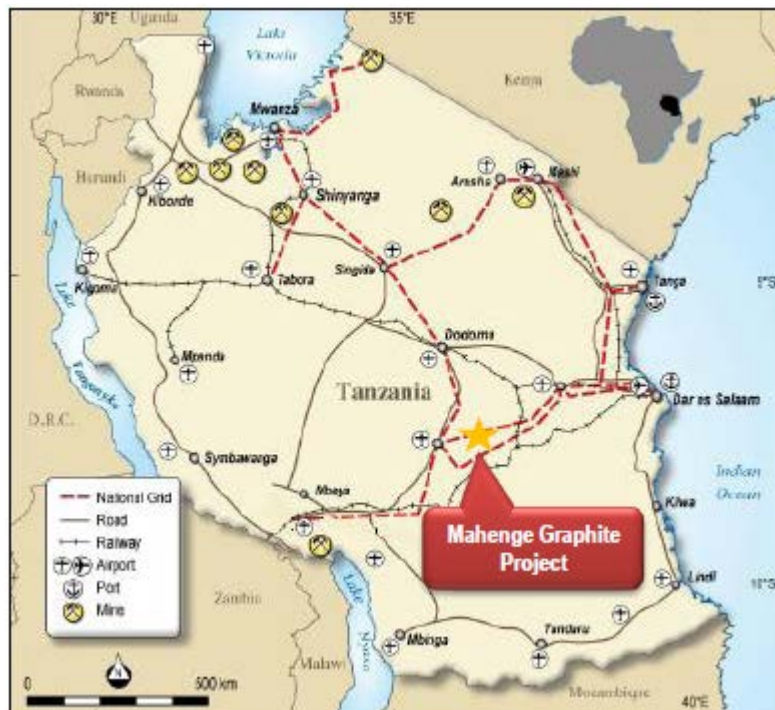
Highlights

- Strategic Investment into Graphite Sector - Tanzania
- New Graphite Discovery confirmed at Cascade Zone at the Mahenge North Tenement
- Reported assays of 56m @ 11.58% TGC and 23m @ 11.46% TGC from trenches at Epanko North
- Entered option agreements to acquire Tanzanian Graphite portfolio totalling 1,539 km²
- Agreement to proceed with \$2.5m prospectus and ASX Chapter 1 & 2 Re-compliance
- Placement raises \$639,000 with strong support from new major shareholder the Copulos Group

Green Rock Energy Limited (ASX:GRK) ("Green Rock") is pleased to confirm that during the 1st Quarter of FY2014 that it shifted its strategy to become a Graphite focussed resources company. During the quarter Green Rock entered into 4 agreements to acquire up to 14 Tanzanian permits, including the highly prospective Mahenge North permit (PL 7802/2012) which shares a border with Kibaran Resources Limited's (ASX:KNL) Epanko Graphite deposit.

Green Rock Director, Gabriel Chiappini, stated that *"Following the Company's recent strategic decision to become a Graphite focussed company, we are pleased to report that in the space of three months we have successfully acquired¹ a total exploration footprint of 1,539 km² in the Graphite prospective region of Mahenge."*

Map 1: Project Location



Project Location & Infrastructure

The Mahenge projects are located in Tanzania, which has a mining friendly Government policy with good Infrastructure and access to rail and port. The Mahenge North project is 70kms by road from the nearest train line (the TAZARA Line) that runs to Dar es Salaam.

Mahenge North Tenement – New Graphite Discover Cascade

A total of eight trenches were excavated at the Mahenge North Tenement, including seven trenches at the Epanko North prospect and one trench at the recently discovered Cascade zone.

Best results from trenching include:

- **56m@11.56%** TGC from TREPM01 (previously reported)
- **76m@7.45%** TGC from TREPW03, including **21m@9.17%** TGC (previously reported)
- **25m@10.03%** TGC from TREPM03, including **7m@17.12%** TGC
- **23m@11.46%** TCG from TREPM01a (previously reported)

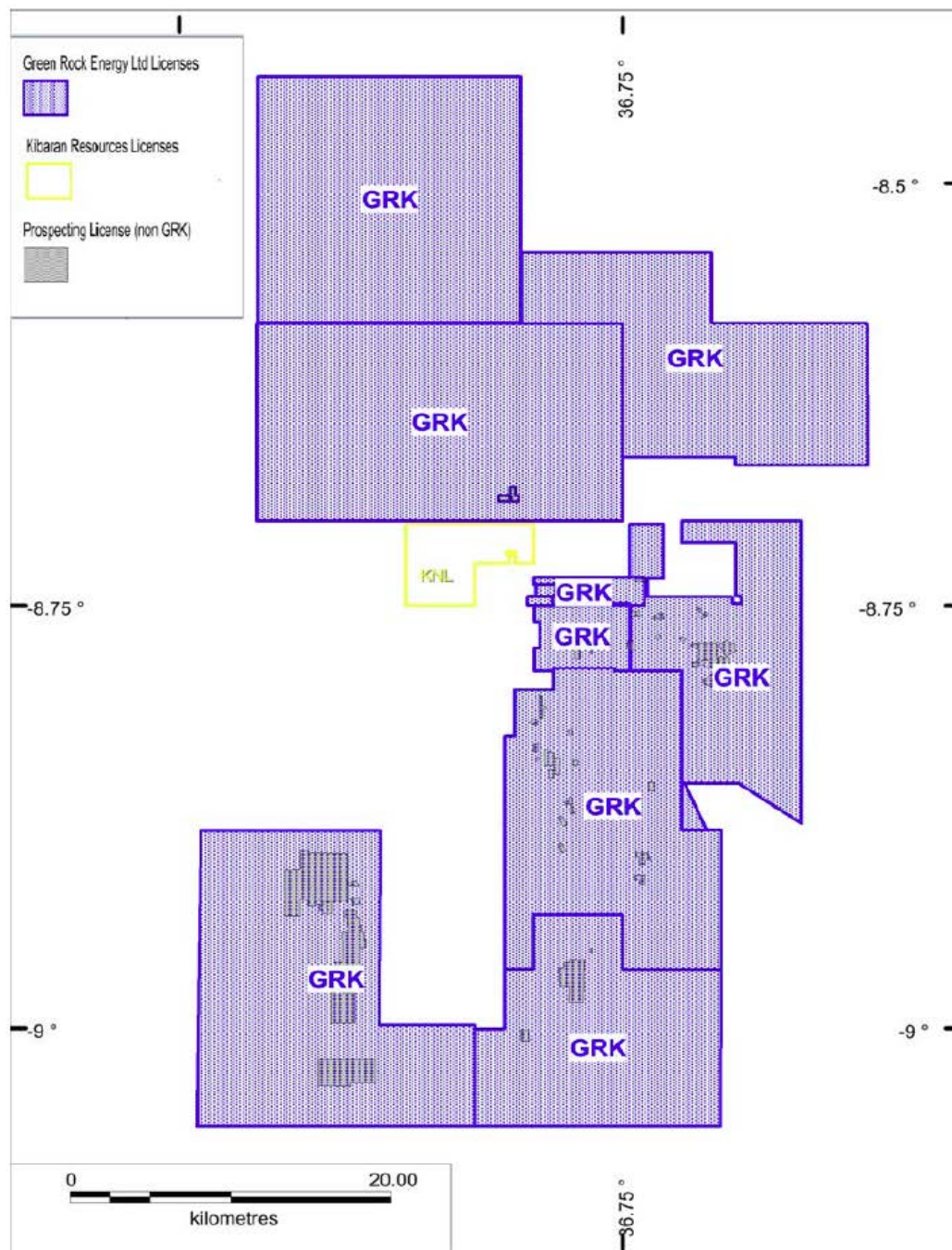
Green Rock is pleased with the initial results and is confident that additional trenching will demonstrate grade and strike continuity along these graphitic lodes and underpin the identification of initial drilling targets. Exploration activity resumed at the Mahenge North Tenement this week.

1. *Material Condition precedent to completion of the acquisition of the Graphite Projects is to finalise a prospectus offer re-complying with the admission requirements of Chapters 1 and 2 of the ASX Listing Rules and Shareholder approval. Refer to ASX announcements between July 2014 and October 2014 for details relating to the Graphite Projects.*

Highly Prospective & Significant Mineral Portfolio Assembled¹

Following Green Rock's strategic decision in July 2014 to transition to a Graphite focussed resources company, it has in relatively short period of time assembled a large footprint in the highly prospective Mahenge Region.

Map 2 – Green Rock Tenements Mahenge Region



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Makonde

Two trenches were excavated at the Makonde west lode – TRMKW01 and TRMKW02 located approximately 2km apart. They were sampled between 1 and 3m intervals and were designed to provide broad coverage over a prominent topographic ridge with sub-cropping graphite mineralisation. The Eastern lode has not been trenched however follow-up work is planned to test recently received rock chip samples of up to 22.2% TGC.

The western portion of trench TRMKW01 returned 84m @ 3.80% TGC. Trench TRMKW02 returned 114m @ 2.98% TGC with a higher grade section assaying 81m @ 3.33% TGC which appears consistent with the grades achieved in the north. The results of these trenches show very wide but low to moderate grade intervals with the potential for a large and substantial mineralised tonnage.

Work in this area will now continue on the eastern lode, following up recently returned high grade rock chip samples

Rock Chip Sampling Results

Figure 1, Appendix A shows trenching and sampling undertaken during the initial Mahenge exploration programme, with some of the best results:

- 22.2% TGC at Makonde east tenement
- 26.8%, 21.6%, 16.3%, 16% and 12.15% TGC at the western boundary of the Mahenge southwest tenement
- The average grade of Mahenge rockchip samples is 15.52% TGC with the highest sample recording a TGC value of 35.5% from Ndololo.

Forward Work Programme to December 2014

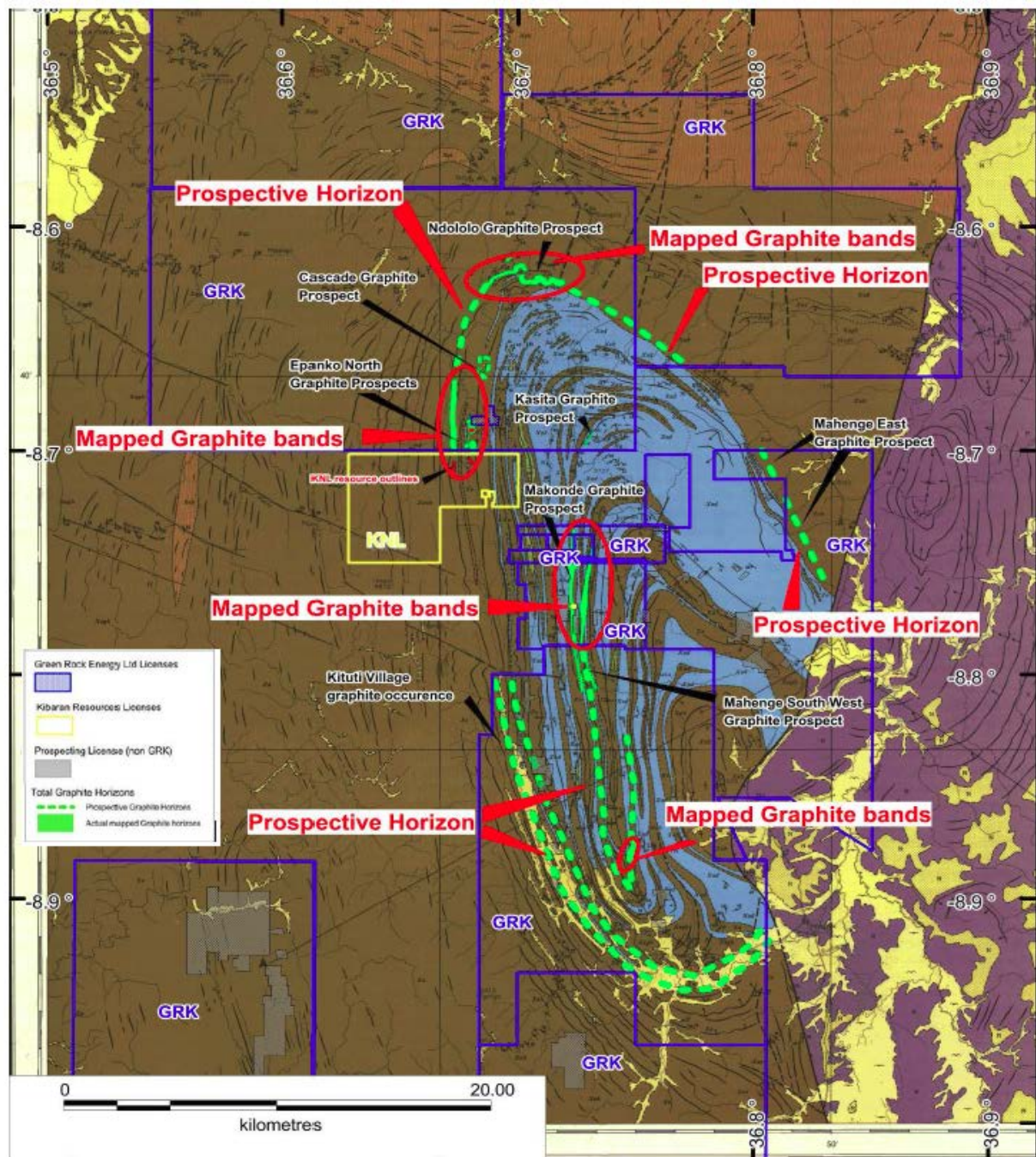
Following the receipt of encouraging results from its initial exploration programme, The Company has commenced a follow-up exploration programme to define drill targets at Epanko North and begin mapping and sampling of the Company's recently expanded tenement position.

The programme, expected to be completed in December 2014, will consist of the following activity:

- Focus on Epanko north lodes already trenched including the Epanko west and middle zones in addition to Cascade and Cascade NE. Additional trenching along strike to confirm the graphitic horizons grade and continuity
- Mapping and trenching at Ndololo in the northern portion of the Mahenge North tenement to follow up on previously reported rock chip grades of 17.65%-35.5% TGC
- Engaged three geologists and expanded the field crew working onsite to maximize the field time prior to the onset of the wet season; and
- Objective is to define a series of drill-worthy targets showing tonnage and grade potential.

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Map 3 – Green Rock Tenements Mahenge Region – Geological setting and Graphite Mineralisation



The above map represents the prospective Graphite mineralization in the Mahenge Region, Green Rock Director Gabriel Chiappini noted, "now that we have completed our initial acquisitions¹, the company's strategic focus is the attainment of a maiden JORC compliant Graphite resource in Tanzania."

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Corporate Update

Highlights

- Appointment of Cygnet Capital to raise up to \$2.5m under a prospectus offer
- Firm commitment of \$1m received from Copulos Group
- Priority Offering to current Green Rock shareholders
- 1-for-4 free attaching option to subscribers under the prospectus offer
- Shares offered at \$0.05 (5 cents) per share (post consolidation)

Key Terms of Offer

- The Offer will raise between \$2,000,000 and \$2,500,000, at \$0.05 per share on a post consolidation basis
- Green Rock will undertake a consolidation of securities on the basis of a consolidation ratio of 20 for 1 which represents a small discount to the Company's recent volume weighted average share price
- The Offer will be conditional on the Company obtaining shareholder approval for the acquisition of Green Rock's Graphite Projects
- Green Rock's major shareholder, the Copulos Group, supports the Offer with a firm commitment received for \$1m. This may result in the Copulos Group exceeding 19.9% ownership of Green Rock on a post consolidation and fully dilutive basis, thus triggering the requirement for an Independent Expert's Report and shareholder approval
- Firm commitment by Managing Director elect Mr Steve Tambanis for \$100,000
- **Free attaching option** on a 1-for-4 basis – investors subscribing under the prospectus offer will receive 1 free option for every 4 shares subscribed. Option terms:
 - (i) Exercise price \$0.10 on a post consolidation basis
 - (ii) Term 18 months
 - (iii) Options to be quoted on ASX

Shareholder Approval

The Offer is conditional on the Company obtaining shareholder approval and completing the acquisition of the Graphite Projects¹. The acquisition of the Graphite Projects may constitute a change in the nature of Green Rock's activities pursuant to Chapter 11 of the ASX Listing Rules. The Company is accordingly required to re-comply with the admission requirements of Chapters 1 and 2 of the ASX Listing Rules, including the completion of a consolidation of securities on the basis of a consolidation ratio of 20-for-1. The consolidation ratio has been determined based on current market conditions and has been set at a small discount to recent volume weighted average share price. Refer Appendix A for indicative timetable.

- ENDS -

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For further information

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Director

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Steve Tambanis

Interim Chief Executive Officer

Competent Person Statement

The information in this report that relates to Exploration Results is based on information compiled by Steven Tambanis, who is a member of Australian Institute of Mining and Metallurgy. Steven Tambanis has sufficient experience which is relevant to the style of mineralisation 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 and 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr Tambanis consents to the inclusion in the report of the matters based on their information in the form and context in which it appears.

Appendix A

Indicative Timetable

The indicative timetable for completion of the transaction, acquisition of the Graphite Projects¹ and Green Rock's re-compliance with the ASX listing rules is outlined below:

ITEM	DATE
Announce of Lead Manager Prospectus offer	31 st October
Lodgement of Notice of Meeting	17 th November
Lodgement of Prospectus	1 st December
Meeting of shareholders (Trading suspension commences)	17 th December
Close Capital Raising	17 th December
Consolidation of securities	24 th December
Proposed Settlement of Capital Raising	24 th December
Re-compliance Date (Trading suspension complete)	31 st December

Timetable is indicative and subject to Shareholder Approval of the Graphite Projects at a General Meeting and ASX Listing Rules re-compliance requirements

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Appendix B - Assay Results

Epanko north

Table 1. Trench results from first round of sampling and assay at the Epanko North and Cascade areas

Trench_ID	East_start	North_start	Azimuth	Length (m)	Prospect	Total Trench intervals and selected significant intervals
TREPM01	244485	9037838	226	0-56	Epanko North	56m @ 11.58%TGC from start
						including 22m @ 13.35m from 6m &
						including 20m @ 14.90% TGC from 33m
TREPM01A	244498	9037870	110	0-28	Epanko North	28m @ 9.59 from start
						including 23m @ 11.46% TGC from start
TREPW04	243865	9039946	86	0-30	Epanko North	30m @ 3.84% TGC from start
TREPW03	243821	9038914	95	0-76	Epanko North	76m @ 7.45% TGC from start
						including 21m @ 9.17% TGC from 11m &
						including 3m @ 10.02% TGC from 35m &
						including 3m @ 10.49% TGC from 52m &
						including 6m @ 7.91% TGC from 57m &
						including 6m @ 10.12% TGC from 69m
TREPW05	243839	9040396	106	0-52	Epanko North	52m @ 0.78% TGC from start
TREPM03	244574	9039072	110	0-25	Epanko North	25m @ 10.03% TGC from start
						including 7m @ 17.12% TGC from 5m &
						9m @ 14.03% TGC from 16m (trench ended in 7.47% TGC)
TREPM02	244635	9038620	85	0-28	Epanko North	28m @ 3.40% TGC from start
						11m @ 6.26% TGC from 11 (trench ended in 8.52% TGC)
TREPC01				0-15	Cascade	No sampling due to a lack of saprock/saprolite
	245162	9041353	90	(15-90) 75	Cascade	75m @ 4.47% TGC (trench started in 3.99% TGC)
						including 18m @ 6.17% TGC from 15m &
						24m @ 7.88% TGC from 51m

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Appendix B - Assay Results (continued)

Makonde (Mzelezi)

Trench results from two trenches

TRMKW01	249608	9031930	265	0-37	Mzelezi	37m @ 0.98% TGC from start
				37-50	Mzelezi	No sampling due to a lack of saprock/saprolite
	249369	9031900	90	(50-134) 84	Mzelezi	84m @ 3.80% TGC from 50m (trench started in 5.09% TGC)
				134-175	Mzelezi	No sampling due to a lack of saprock/saprolite
	249484	9031899	90	(175-256) 81	Mzelezi	81m @ 0.77%TGC from 175m
TRMKW02	249484	9029943	90	0-81	Mzelezi	81m @ 3.33% TGC from start
	249484	9029943	270	0-33	Mzelezi	33m @ 2.13% TGC from start
						114m @ 2.98% TGC combined interval

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Appendix C

JORC Code, 2012 Edition – Table 1 report template

Section 1 Sampling Techniques and Data

(Criteria in this section apply to all succeeding sections.)

Criteria	JORC Code explanation	Commentary
Sampling techniques	<ul style="list-style-type: none"> Nature and quality of sampling (eg cut channels, random chips, or specific specialised industry standard measurement tools appropriate to the minerals under investigation, such as down hole gamma sondes, or handheld XRF instruments, etc). These examples should not be taken as limiting the broad meaning of sampling. Include reference to measures taken to ensure sample representivity and the appropriate calibration of any measurement tools or systems used. Aspects of the determination of mineralisation that are Material to the Public Report. In cases where 'industry standard' work has been done this would be relatively simple (eg 'reverse circulation drilling was used to obtain 1 m samples from which 3 kg was pulverised to produce a 30 g charge for fire assay'). In other cases more explanation may be required, such as where there is coarse gold that has inherent sampling problems. Unusual commodities or mineralisation types (eg submarine nodules) may warrant disclosure of detailed information. 	<ul style="list-style-type: none"> Rock chip samples taken from outcrop or from surface float thought to be derived from shallow buried cover within 15m radius Trench samples were taken in 1m intervals along the floor of the trench Trenches range in depth from 1.0m to 2.5 with an average depth of 1.8m Trenches have an average width of 1m Surface rockchip and trench samples range between 0.5kg and 2.5kg in weight The Company has taken all care to ensure no material containing additional carbon has contaminated the samples All samples are individually labelled and logged
Drilling techniques	<ul style="list-style-type: none"> Drill type (eg core, reverse circulation, open-hole hammer, rotary air blast, auger, Bangka, sonic, etc) and details (eg core diameter, triple or standard tube, depth of diamond tails, face-sampling bit or other type, whether core is oriented and if so, by what method, etc). 	<ul style="list-style-type: none"> Not applicable, GRK has not completed any drilling on the property
Drill sample recovery	<ul style="list-style-type: none"> Method of recording and assessing core and chip sample recoveries and results assessed. Measures taken to maximise sample recovery and ensure representative nature of the samples. Whether a relationship exists between sample recovery and grade and whether sample bias may have occurred due to preferential loss/gain of fine/coarse material. 	<ul style="list-style-type: none"> Not applicable, GRK has not completed any drilling on the property
Logging	<ul style="list-style-type: none"> Whether core and chip samples have been geologically and geotechnically logged to a level of detail to support appropriate 	<ul style="list-style-type: none"> Surface rockchip samples were described in basic terms – lithology, degree of weathering, flake size and an estimate of grade

Criteria	JORC Code explanation	Commentary
	<p><i>Mineral Resource estimation, mining studies and metallurgical studies.</i></p> <ul style="list-style-type: none"> • <i>Whether logging is qualitative or quantitative in nature. Core (or costean, channel, etc) photography.</i> • <i>The total length and percentage of the relevant intersections logged.</i> 	<ul style="list-style-type: none"> • Trench rockchip samples were described in basic terms – lithology, degree of weathering, flake size and an estimate of grade in 1m intervals
Sub-sampling techniques and sample preparation	<ul style="list-style-type: none"> • <i>If core, whether cut or sawn and whether quarter, half or all core taken.</i> • <i>If non-core, whether riffled, tube sampled, rotary split, etc and whether sampled wet or dry.</i> • <i>For all sample types, the nature, quality and appropriateness of the sample preparation technique.</i> • <i>Quality control procedures adopted for all sub-sampling stages to maximise representivity of samples.</i> • <i>Measures taken to ensure that the sampling is representative of the in situ material collected, including for instance results for field duplicate/second-half sampling.</i> • <i>Whether sample sizes are appropriate to the grain size of the material being sampled.</i> 	<ul style="list-style-type: none"> • The surface rockchip samples have not undergone any field splitting or composition • Trench samples were taken in 1m or 3m intervals with sampling techniques used to ensure representivity of the target rocktype • No splitting or compositing of the trench samples was undertaken • Deeply weathered material in trenches was not sampled
Quality of assay data and laboratory tests	<ul style="list-style-type: none"> • <i>The nature, quality and appropriateness of the assaying and laboratory procedures used and whether the technique is considered partial or total.</i> • <i>For geophysical tools, spectrometers, handheld XRF instruments, etc, the parameters used in determining the analysis including instrument make and model, reading times, calibrations factors applied and their derivation, etc.</i> • <i>Nature of quality control procedures adopted (eg standards, blanks, duplicates, external laboratory checks) and whether acceptable levels of accuracy (ie lack of bias) and precision have been established.</i> 	<ul style="list-style-type: none"> • The samples were sent to Mwanza in Tanzania for preparation and pulps were then sent to Brisbane for TGC analysis for Total Graphitic Carbon (TGC) C-IR18 LECO Total Carbon. • All analysis has been carried out by certified laboratory - ALSchemex • TGC is the most appropriate method to analyse for graphitic carbon and it is total analysis • ALSchemex inserted its own standards and blanks and completed its own QAQC for each batch of samples • GRK inserted certified standard material at a rate of 5% • GRK inserted a field duplicate at a rate of 5% • GRK did not insert blanks • GRK is satisfied the TGC results are accurate and precise but subject to ongoing monitoring
Verification of sampling and assaying	<ul style="list-style-type: none"> • <i>The verification of significant intersections by either independent or alternative company personnel.</i> • <i>The use of twinned holes.</i> • <i>Documentation of primary data, data entry procedures, data verification, data storage (physical and electronic) protocols.</i> • <i>Discuss any adjustment to assay data.</i> 	<ul style="list-style-type: none"> • The data has been manually updated into a master spreadsheet which is appropriate for this early stage in the exploration program

Criteria	JORC Code explanation	Commentary
Location of data points	<ul style="list-style-type: none"> Accuracy and quality of surveys used to locate drill holes (collar and down-hole surveys), trenches, mine workings and other locations used in Mineral Resource estimation. Specification of the grid system used. Quality and adequacy of topographic control. 	<ul style="list-style-type: none"> A handheld GPS was used to identify the positions of the pits in the field The handheld GPS has an accuracy of +/- 5m The datum is used is ARC 1960 UTM zone 37
Data spacing and distribution	<ul style="list-style-type: none"> Data spacing for reporting of Exploration Results. Whether the data spacing and distribution is sufficient to establish the degree of geological and grade continuity appropriate for the Mineral Resource and Ore Reserve estimation procedure(s) and classifications applied. Whether sample compositing has been applied. 	<ul style="list-style-type: none"> The trenches were excavated from four general lodes of graphite mineralization outlined by first pass mapping at Epanko North and Makonde No sample compositing has been applied. The project is considered too early stage for Resource Estimation
Orientation of data in relation to geological structure	<ul style="list-style-type: none"> Whether the orientation of sampling achieves unbiased sampling of possible structures and the extent to which this is known, considering the deposit type. If the relationship between the drilling orientation and the orientation of key mineralised structures is considered to have introduced a sampling bias, this should be assessed and reported if material. 	<ul style="list-style-type: none"> Trenches were designed to sample across a section of the known strike of the mineralization where the cover was not too deep Trench samples was undertaken in general in a direction across the strike of the graphite schist apart from TREPM01 which was sub-parallel to the strike of the schist The representivity of the surface rock chip samples cannot be assessed given the lack of continuous outcrop in these areas. These samples are only indicative results of the local geology and no claim to the volume or extent of this sample material is made Additional sampling and mapping is required to fully understand the mineralization and its grades in relation to controlling structures
Sample security	<ul style="list-style-type: none"> The measures taken to ensure sample security. 	<ul style="list-style-type: none"> The rockchip and trench samples were taken under the supervision of an experienced geologist employed as a consultant to GRK The samples were transferred under GRK supervision from site to the local town of Mahenge The samples were then transported from Mahenge to Dar es Salaam and then transported to Mwanza where they were inspected and then delivered directly to ALSChemex process facility. Chain of custody protocols were observed to ensure the samples were not tampered with post sampling and until delivery to the laboratory for preparation and analysis Transport of the pulps from Tanzania to Australia was under the supervision of ALSChemex
Audits or reviews	<ul style="list-style-type: none"> The results of any audits or reviews of sampling techniques and data. 	<ul style="list-style-type: none"> Not applicable, GRK has not completed any drilling on the property

Section 2 Reporting of Exploration Results

(Criteria listed in the preceding section also apply to this section.)

Criteria	JORC Code explanation	Commentary
<i>Mineral tenement and land tenure status</i>	<ul style="list-style-type: none"> Type, reference name/number, location and ownership including agreements or material issues with third parties such as joint ventures, partnerships, overriding royalties, native title interests, historical sites, wilderness or national park and environmental settings. The security of the tenure held at the time of reporting along with any known impediments to obtaining a licence to operate in the area. 	<ul style="list-style-type: none"> The rock chip and trench sampling was undertaken on granted license PL 7802/2012 and PL 10111/2014 which have an area of 293km² and 25km² respectively The licenses is under option agreements with Green Rock Energy who can earn 100% of the license Subsistent landowners of the affected villages were supportive of the recently completed sampling and exploration program.
<i>Exploration done by other parties</i>	<ul style="list-style-type: none"> Acknowledgment and appraisal of exploration by other parties. 	<ul style="list-style-type: none"> Some previous explorers completed some limited RC drilling and rockchip sampling but the original data has not been located apart from what has been announced via ASX release by Kibaran Resources during 2011 and 2012
<i>Geology</i>	<ul style="list-style-type: none"> Deposit type, geological setting and style of mineralisation. 	<ul style="list-style-type: none"> The deposit type is described as schist hosted flaky graphite. The mineralisation is hosted within upper amphibolite facies gneiss of the Mozambique Mobile Belt. Over 95% of the exposures within the tenement comprise 3 main rock types that include alternating sequences of: <ul style="list-style-type: none"> Graphitic schist – feldspar and quartz rich varieties. Marble and, Biotite and hornblende granulites. Less common rock types include quartzite.
<i>Drill hole Information</i>	<ul style="list-style-type: none"> A summary of all information material to the understanding of the exploration results including a tabulation of the following information for all Material drill holes: <ul style="list-style-type: none"> easting and northing of the drill hole collar elevation or RL (Reduced Level – elevation above sea level in metres) of the drill hole collar dip and azimuth of the hole down hole length and interception depth hole length. If the exclusion of this information is justified on the basis that the information is not Material and this exclusion does not detract from the understanding of the report, the Competent Person should clearly explain why this is the case. 	<ul style="list-style-type: none"> Not applicable, GRK has not completed any drilling on the property

Criteria	JORC Code explanation	Commentary
<i>Data aggregation methods</i>	<ul style="list-style-type: none"> <i>In reporting Exploration Results, weighting averaging techniques, maximum and/or minimum grade truncations (eg cutting of high grades) and cut-off grades are usually Material and should be stated.</i> <i>Where aggregate intercepts incorporate short lengths of high grade results and longer lengths of low grade results, the procedure used for such aggregation should be stated and some typical examples of such aggregations should be shown in detail.</i> <i>The assumptions used for any reporting of metal equivalent values should be clearly stated.</i> 	<ul style="list-style-type: none"> Full results are presented in the following data spread sheets and no data aggregation methods have been carried out on that data. Some selected intervals are highlighted in the text using 4 to 8% TGC cut-off grades and allowing 2m of dilution and simple averaging
<i>Relationship between mineralisation widths and intercept lengths</i>	<ul style="list-style-type: none"> <i>These relationships are particularly important in the reporting of Exploration Results.</i> <i>If the geometry of the mineralisation with respect to the drill hole angle is known, its nature should be reported.</i> <i>If it is not known and only the down hole lengths are reported, there should be a clear statement to this effect (eg 'down hole length, true width not known').</i> 	<ul style="list-style-type: none"> Due to the potentially large strike length of the mineralization the trench sampling program has been selective and trench sampling has only assessed the local grade distribution of the graphitic zones from surface to shallow depths <2.5m). The trenches were located between 500 and 1000m along strike depending on the thickness of the surface cover Further additional widespread surface sampling, mapping and drilling is required to understand the geometry of the graphite mineralisation
<i>Diagrams</i>	<ul style="list-style-type: none"> <i>Appropriate maps and sections (with scales) and tabulations of intercepts should be included for any significant discovery being reported These should include, but not be limited to a plan view of drill hole collar locations and appropriate sectional views.</i> 	<ul style="list-style-type: none"> Refer to Figures within this release that shows the location of the trenches and surface rockchip locations and results
<i>Balanced reporting</i>	<ul style="list-style-type: none"> <i>Where comprehensive reporting of all Exploration Results is not practicable, representative reporting of both low and high grades and/or widths should be practiced to avoid misleading reporting of Exploration Results.</i> 	<ul style="list-style-type: none"> All surface and trench rock chip samples have been reported
<i>Other substantive exploration data</i>	<ul style="list-style-type: none"> <i>Other exploration data, if meaningful and material, should be reported including (but not limited to): geological observations; geophysical survey results; geochemical survey results; bulk samples – size and method of treatment; metallurgical test results; bulk density, groundwater, geotechnical and rock characteristics; potential deleterious or contaminating substances.</i> 	<ul style="list-style-type: none"> No further information has been compiled to date
<i>Further work</i>	<ul style="list-style-type: none"> <i>The nature and scale of planned further work (eg tests for lateral extensions or depth extensions or large-scale step-out drilling).</i> <i>Diagrams clearly highlighting the areas of possible extensions, including the main geological interpretations and future drilling areas, provided this information is not commercially sensitive.</i> 	<ul style="list-style-type: none"> Further surface sampling techniques that may include pitting and trenching with mapping Initial metallurgical testwork – flotation and particle sizing Data compilation and analysis, target generation and ranking prior to drilling

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, 01/05/2013

Name of entity

Green Rock Energy Limited

ABN

59 094 551 336

Quarter ended ("current quarter")

30 September 2014

Consolidated statement of cash flows

		Current quarter \$A'000	Year to date (3 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 – graphite	(451)	451
	(a) exploration & evaluation - geothermal	(6)	(6)
	(a) exploration & evaluation - hydrocarbon	(71)	(71)
	(b) production		
	(c) administration	(68)	(68)
1.3	Dividends received		
1.4	Interest and other items of a similar nature received	5	5
1.5	Interest and other costs of finance paid		
1.6	Income taxes paid		
1.7	Other (provide details if material) – employee entitlement for annual leave and long service leave for redundant employee		
1.8	Other (provide details if material) – research and development incentive received		
Net Operating Cash Flows		(591)	(591)
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		
	(c) other fixed assets		
1.10	Loans to other entities		
1.11	Loans repaid by other entities		
1.12	Other (provide details if material)		
Net investing cash flows		-	-
1.13	Total operating and investing cash flows (carried forward)	(591)	(591)

Appendix 5B**Mining exploration entity and oil and gas exploration entity quarterly report**

1.13	Total operating and investing cash flows (brought forward)	(591)	(591)
Cash flows related to financing activities			
1.14	Proceeds from issues of shares, options, etc.	640	640
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)		
	Net financing cash flows	640	640
	Net increase (decrease) in cash held	49	49
1.20	Cash at beginning of quarter/year to date	801	801
1.21	Exchange rate adjustments to item 1.20		
1.22	Cash at end of quarter	850	850

Payments to directors of the entity, associates of the directors, 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	66
1.24	Aggregate amount of loans to the parties included in item 1.10	-

1.25 Explanation necessary for an understanding of the transactions

Green Rock does not have any full time employees, during the September quarter there was an increase in the level of activity associated with the strategic decision to become a Graphite focussed resources company. As a result directors during the quarter were asked to take on project work and be engaged for executive services.

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	0	0
3.2 Credit standby arrangements	0	0

Estimated cash outflows for next quarter

	\$A'000
4.1 Exploration and evaluation – Hydrocarbon (i)	10
Exploration and evaluation – Geothermal (i)	10
Exploration Graphite	250
4.2 Development	
4.3 Production	
4.4 Administration	75
Total	360

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	850	801
5.2 Deposits at call		
5.3 Bank overdraft		
5.4 Other (Funds held within Trust Account)		
Total: cash at end of quarter (item 1.22)	850	801

Appendix 5B

Mining exploration entity and oil and gas exploration entity quarterly report

Changes in interests in mining tenements and petroleum tenements

	Tenement reference and location	Nature of interest (note (2))	Interest at beginning of quarter	Interest at end of quarter															
6.1	Interests in mining tenements and petroleum tenements relinquished, reduced or lapsed																		
6.2	Interests in mining tenements and petroleum tenements acquired or increased	<div> <div>Tenements all acquired in Tanzania in Mahenge region</div> <table> <tr><th>License Number</th></tr> <tr><td>PL 7802/2012</td></tr> <tr><td>PL 10111/2014</td></tr> <tr><td>HQ-P28540</td></tr> <tr><td>HQ-P28539</td></tr> <tr><td>GML 294/2008</td></tr> <tr><td>GML 295/2008</td></tr> <tr><td>GML 296/2008</td></tr> <tr><td>GML 297/2008</td></tr> <tr><td>GML 298/2008</td></tr> <tr><td>HQ-P28632</td></tr> <tr><td>HQ-P28635</td></tr> <tr><td>HQ-P28636</td></tr> <tr><td>HQ-P28642</td></tr> <tr><td>HQ-P28643</td></tr> </table> </div> <div> Green Rock has entered into Option agreements to acquire 100% interest in mining tenements. </div> <div> Acquisition is subject to shareholder approval and re-compliance as Graphite Resources company under ASX listing rules Chapters 1 & 2 </div>	License Number	PL 7802/2012	PL 10111/2014	HQ-P28540	HQ-P28539	GML 294/2008	GML 295/2008	GML 296/2008	GML 297/2008	GML 298/2008	HQ-P28632	HQ-P28635	HQ-P28636	HQ-P28642	HQ-P28643	Nil	Nil – acquisition is subject to shareholder approval and re-compliance as Graphite Resources company under ASX listing rules Chapters 1 & 2
License Number																			
PL 7802/2012																			
PL 10111/2014																			
HQ-P28540																			
HQ-P28539																			
GML 294/2008																			
GML 295/2008																			
GML 296/2008																			
GML 297/2008																			
GML 298/2008																			
HQ-P28632																			
HQ-P28635																			
HQ-P28636																			
HQ-P28642																			
HQ-P28643																			

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	Nil	Nil		
7.2	Nil	Nil		
7.3	2,202,273,091	2,202,273,091		

+ See chapter 19 for defined terms.

Appendix 5B

Mining exploration entity and oil and gas exploration entity quarterly report

7.4	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs	33,333,334 6,666,667 213,000,000 8,000,000 NIL	33,333,334 6,666,667 213,000,000 8,000,000 NIL	\$0.0015 \$0.0015 \$0.003 \$0.004	\$50,000 \$10,000 \$639,000 \$32,000
7.5	*Convertible debt securities (description)	Nil	Nil		
7.6	Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted	Nil	Nil		
7.7	Options (description and conversion factor)	Listed Options GRKOB 819,823,128 Total Listed 819,823,128 Unlisted Options 5,550,000 5,050,000 1,900,000 10,000,000 20,000,000 2,000,000 7,500,000 Total Unlisted 52,000,000	819,823,128 Nil Nil Nil Nil Nil Nil Nil	Exercise price 1.2 cents 8 cents 4 cents 2 cents 1.0 cents 1.5 cents 0.8 cents 0.3 cents	Expiry date 31 January 2015 18 November 2014 16 November 2014 15 November 2015 18 March 2015 18 March 2015 11 June 2016 28 November 2016
7.8	Issued during quarter	Nil			
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			

+ See chapter 19 for defined terms.

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.



Mr Gabriel Chiappini
Director

31 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 and petroleum 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 or petroleum 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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