

ASX Announcement



16 April 2015

ABN: 45 116 153 514

ASX: TMX

Quarterly Activities Report: March 2015

HIGHLIGHTS

- **Great Western Transfer Completed**
 - Now 100% Terrain with no attaching royalties
 - DMP approval for up 4,000m RC Drill Campaign
 - Drilling program designed
 - Drilling contractor to be appointed
- **Dodgers Well**
 - Tenement rationalisation completed
 - Data review underway
- **Half Yearly Accounts Completed**
- **Corporate Update**

On behalf of the Board

Justin Virgin
Executive Director

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Great Western Transfer Completed

The project is now registered back in Terrain's name and is owned 100% with no attached royalties.

Update:

- Completed: drilling program design
- Department of Mines and Petroleum approval for drilling now received
- Discussions with various groups in regards to moving towards production are currently underway.

Great Western Project:

Located 68 km north of Leonora and 1km from the Goldfields Highway on Weebo pastoral leases and forms part of the historic Wilsons Patch mining area. Terrain has recently finalised the process of transferring this project back as part of a royalty settlement.

Terrain has previously held this project and considers it as an advanced and ready to mine opportunity which is possibly still open down plunge and along strike. Further exploration has the potential to expand the mine life of the current mining plan of 322,500 tonnes @ 5.14 grams per tonne. (Refer to Mining study released 16/02/2010. The resource utilised for this can be found in 2010 Annual report release 22/09/2010.) This information was prepared and first disclosed under the JORC Code 2004. It has not been updated since to comply with the JORC Code 2012 on the basis that the information has not materially changed since it was last reported.

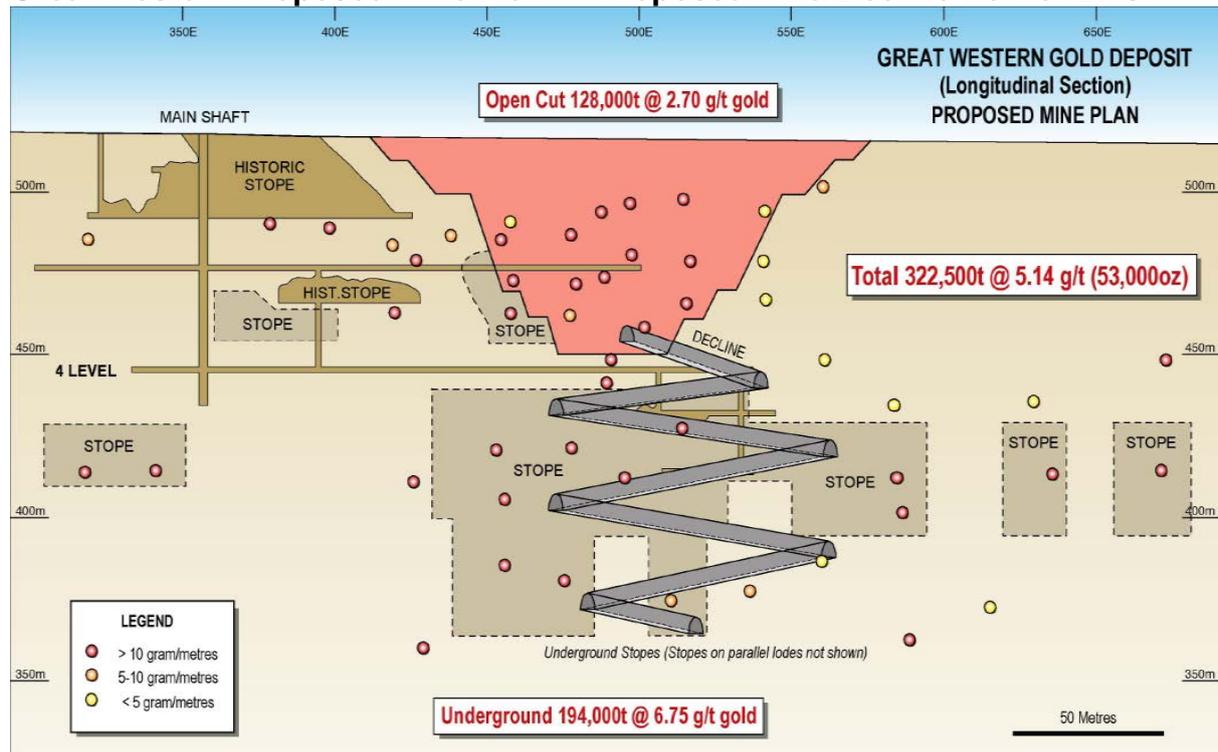
Work to date:

- Mine Scoping Studies Completed
- Great Western Open Pit & Underground
- Potential Mine Extensions
- Great Western – underground, open down plunge

What's next for Great Western:

- Geotechnical Drilling
- Resource Expansion Drilling
- Permitting to be obtained – drilling/mining
- Update JORC to be compliant with 2012 standards

Great Western Proposed Mine Plan – “Proposed Pit & Decline Do Not Exist”



“Proposed Pit & Decline Do Not Exist”

Dodgers Well

A tenement rationalisation program aimed at cost cutting and relinquishing unwanted areas has now been completed. A data review is now being conducted.

Corporate

Terrain is currently searching and assessing potential company making projects in Australia Africa and has applied for an exploration licence E63/1740 in Western Australia. Terrain is looking at all economic commodities including but not limited to Gold, Copper and Nickel.

The Development of Great Western is the company's current focus.

The outstanding \$200,000.00 convertible note with Bligh Resources Limited (ASX:BGH) which was part of the SR Mining royalty settlement agreement is still in effect until the note has been fully exercised or paid out in full. No conversions have taken place and the note defaults to cash at the redemption date being 28th November 2015. Refer to previous quarterly for the terms of the convertible note.

Competent Persons Statement

The information in this report/release which relates to Mineral Resources for the Great Western Deposit is based on and accurately reflect a report prepared by Peter Ball 2011. Mr Ball has the necessary experience relevant to the style of mineralisation, the type of deposit and the activity undertaken to qualify as a 'Competent Person' under the JORC Code for Reporting of Mineral Resources and Ore Reserves (2004 Edition). Mr Ball has given his consent to the inclusion of the information from his Report. Mr Ball is Principal of DataGeo Geological Consultants (an independent geological consultancy) and a member of the Australasian Institute of Mining and Metallurgy.

End.

Appendix 5B

Mining exploration entity quarterly report

Name of entity

Terrain Minerals Limited

ABN

45 116 153 514

Quarter ended ("current quarter")

31 March 2015

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	(49)	(136)
(b) development		
(c) production		
(d) administration	(112)	(303)
1.3 Dividends received		
1.4 Interest and other items of a similar nature received	6	22
1.5 Interest and other costs of finance paid		
1.6 Income taxes paid		
1.7 Other		
Net Operating Cash Flows	(155)	(417)
Cash flows related to investing activities		
1.8 Payment for purchases of:		
(a) prospects		
(b) equity investments		
(c) shares		
1.9 Proceeds from sale of:		
(a) prospects	-	181
(b) equity investments		
(c) motor vehicle	-	21
1.10 Loans to other entities		
1.11 Loans repaid by other entities		
Net Investing Cash Flows	-	202
1.13 Total operating and investing cash flows (carried forward)	(155)	(215)

Appendix 5B
Mining exploration entity quarterly report

1.13	Total operating and investing cash flows (brought forward)	(155)	(215)
	Cash flows related to financing activities		
1.14	Proceeds from issues of shares, options, etc. net of costs		
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	-	-
	Net increase (decrease) in cash held	(155)	(215)
1.20	Cash at beginning of quarter/year to date	1,066	1,126
1.21	Exchange rate adjustments to item 1.20		
1.22	Cash at end of quarter	911	911

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	46
1.24	Aggregate amount of loans to the parties included in item 1.10	
1.25	Explanation necessary for an understanding of the transactions	
	Directors Fees and Remuneration	

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
	<p>Due to default settlement, Terrain is entitled for 4,000,000 fully paid ordinary shares in Bligh Resources with a 14 month convertible note with a conversion price of 5 cents. Note converts to \$200,000 CASH at expiry, not shares. Terrain can elect to exercise small parcels of shares and sell before the expiry date at its discretion.</p> <p>Additionally, 400,000 shares were in lieu of interest on the convertible note which has a value of \$20,000 at 5 cents. Now issued to Terrain.</p>
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
	NIL

Financing facilities available

Add notes as necessary for an understanding of the position.

	Amount available \$A'000	Amount used \$A'000
3.1 Loan facilities		
3.2 Credit standby arrangements		

Estimated cash outflows for next quarter

	\$A'000
4.1 Exploration and evaluation	30
4.2 Development	
4.3 Production	
4.4 Administration	112
Total	142

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	83	169
5.2 Deposits at call	828	897
5.3 Bank overdraft		
5.4 Other (provide details)		
Total: cash at end of quarter (item 1.22)	911	1,066

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	Please refer "Interests in Mining Tenements" on pages 6.		
6.2	Interests in mining tenements acquired or increased	Please refer "Interests in Mining Tenements" on pages 6.		

Issued and quoted securities at end of current quarter

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

	Total number	Number quoted	Issue price per security (see note 3) (cents)	Amount paid up per security (see note 3) (cents)
7.1	Preference securities (description)	-	-	
7.2	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs, redemptions	-	-	
7.3	+Ordinary securities	349,032,224	349,032,224	
7.4	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs			
7.5	+Convertible debt securities (description)	Nil	Nil	
7.6	Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted			
7.7	Options (description and conversion factor)	16,500,000 12,000,000	<u>Exercise price \$</u> \$0.0078 \$0.004	<u>Expiry date</u> 1 Dec 2016 24 Nov 2019
7.8	Issued during quarter			

Appendix 5B
Mining exploration entity quarterly report

	Total number	Number quoted	Issue price per security (see note 3) (cents)	Amount paid up per security (see note 3) (cents)
7.9 Exercised during quarter				
7.10 Expired during quarter				
7.11 Debentures <i>(totals only)</i>				
7.12 Unsecured notes <i>(totals only)</i>				

Appendix 5B
Mining exploration entity quarterly report

Interests in Mining Tenements

Disclosure in accordance with ASX Listing Rule 5.3.3

Project/Tenements	Location	Held at end of quarter	Acquired during the quarter	Disposed during the quarter
Dodgers Wells				
007_P376950	Western Australia	100%		
007_P377741	Western Australia	100%		
007_P377742	Western Australia	100%		
007-E37/1174	Western Australia	100%		
007_P378279	Western Australia	0%	Deed	30-Jan-15
007_P378280	Western Australia	0%	Deed	30-Jan-15
007_P378281	Western Australia	0%	Deed	30-Jan-15
Bundarra/Great Western ML 37/0054	Western Australia	100%	19-Mar-15	
E63/1740	Western Australia	Pending	Application 13-Mar-15	

Farm-in Agreements / Tenements	Location	Held at end of quarter	Acquired during the quarter	Disposed during the quarter

Farm-out Agreements / Tenements	Location	Held at end of quarter	Acquired during the quarter	Disposed during the quarter

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.



Sign here: Date: 16 April 2015
(Company secretary)

Print name: Jay Stephenson

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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