ASX Announcement

23 October 2015

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ASX: TMX

Quarterly Activities Report: September 2015

HIGHLIGHTS

- **Option Agreement Signed to Acquire Rembrandt Gold Project**
  - Terrain has signed a low-cost option agreement to acquire the Rembrandt Gold Project located in the Eastern Goldfields region of Western Australia
  - Historical RAB drilling at Monet Prospect has reported shallow high-grade gold mineralisation as yet untested below 40m
  - Three drill ready targets defined
  - Exploration underway to complete a drilling program at Monet Prospect

- **Great Western**
  - Successfully complete 12 hole 1,612m RC drilling campaign
  - JORC 2012 resource updated
  - Mine Scoping Study has commenced

- **Gimlet E63/1740 - Southern Fraser Range - Granted**
  - The Gimlet Project area covers a total land area of 469km2 directly adjacent to Mt Ridley Mines (ASX: MRD)
  - Geophysical Data Review underway

- **Corporate Update**
  - Successful completion of $300,000 placement – 13th October 2015

- **$200,000 Convertible Note**
  - Converts to cash on 28th November 2015
  - Bligh Resources (ASX: BGH) has been notified and accepted that Terrain will not convert to equity and has acknowledged the obligation to pay cash

On behalf of the Board

Justin Virgin

Executive Director

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REMBRANDT GOLD PROJECT

Option Agreement Signed to Acquire Rembrandt Gold Project

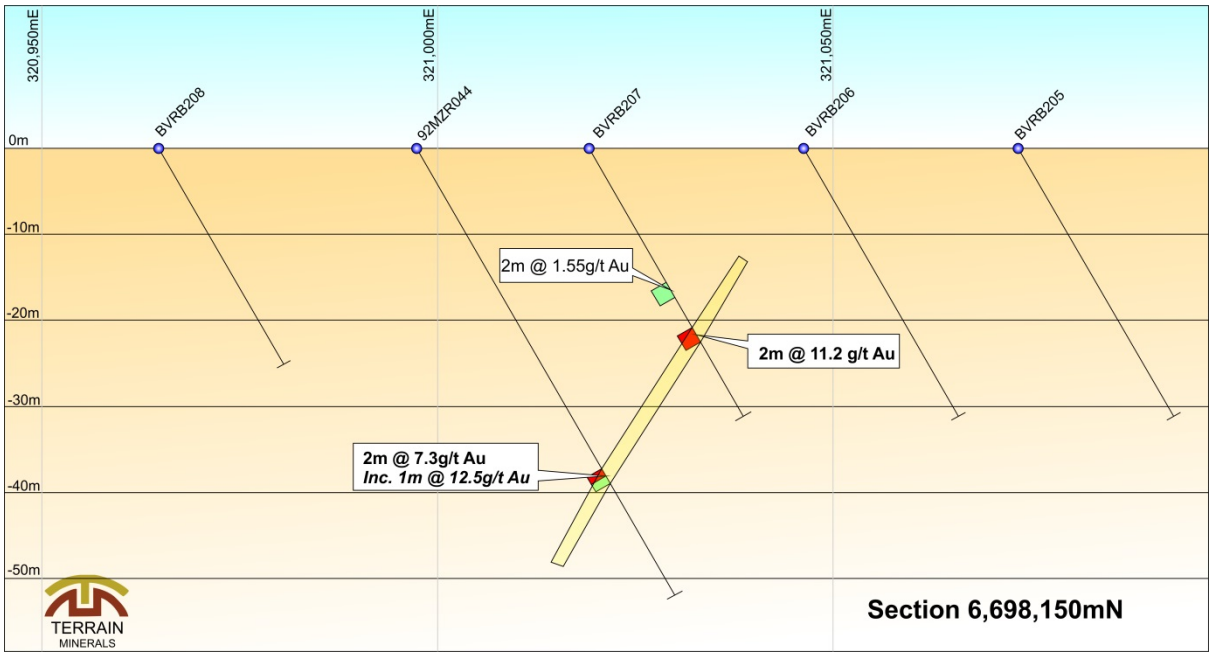
- Terrain has signed an option agreement to acquire the Rembrandt Gold Project located in Eastern Goldfields region of Western Australia
- Historical RAB drilling at **Monet Prospect** has reported grades of:
    - 92MZR003: **2m @ 22.79g/t** Au from 33m
    - 92MZR004: **1m @ 4.69g/t** Au from 14m
    - 99MER0965: **2m @ 21.1g/t** Au from 34m
    - 99MER0964: **2m @ 2.35g/t** Au 14m
    - 92MZR044: **2m @ 7.3g/t** Au from 43m
    - BVRB207: **2m @ 11.2g/t** Au from 24m
- High grade mineralisation at Monet Prospect untested below 40m
- Three drill ready targets defined
- Exploration planning underway to complete a drilling program at Monet Prospect
    - Aiming to delineate a near surface high grade resource amenable to open cut mining and for toll treatment at one of the local processing facilities

The Project is located 10km south of Menzies and 110km north of Kalgoorlie in central Western Australia. There are 4 tenements which make up the project (P29/2262, P29/2263, E29/867 and E29/863) and they cover approximately 56km².

Terrain has entered into a binding option agreement to potentially acquire the unlisted company Rembrandt Mining Pty Ltd ("Rembrandt"). Rembrandt holds the Rembrandt Gold Project ("the Project"). Terrain has 3 months to complete a minimum of $25,000 in an agreed exploration program across the project prior to electing to proceed with the transaction.

Rembrandt – Monet Prospect Three Historic Cross Sections over a 100m strike

Figure: 1-Drill Section 6,698,150mN



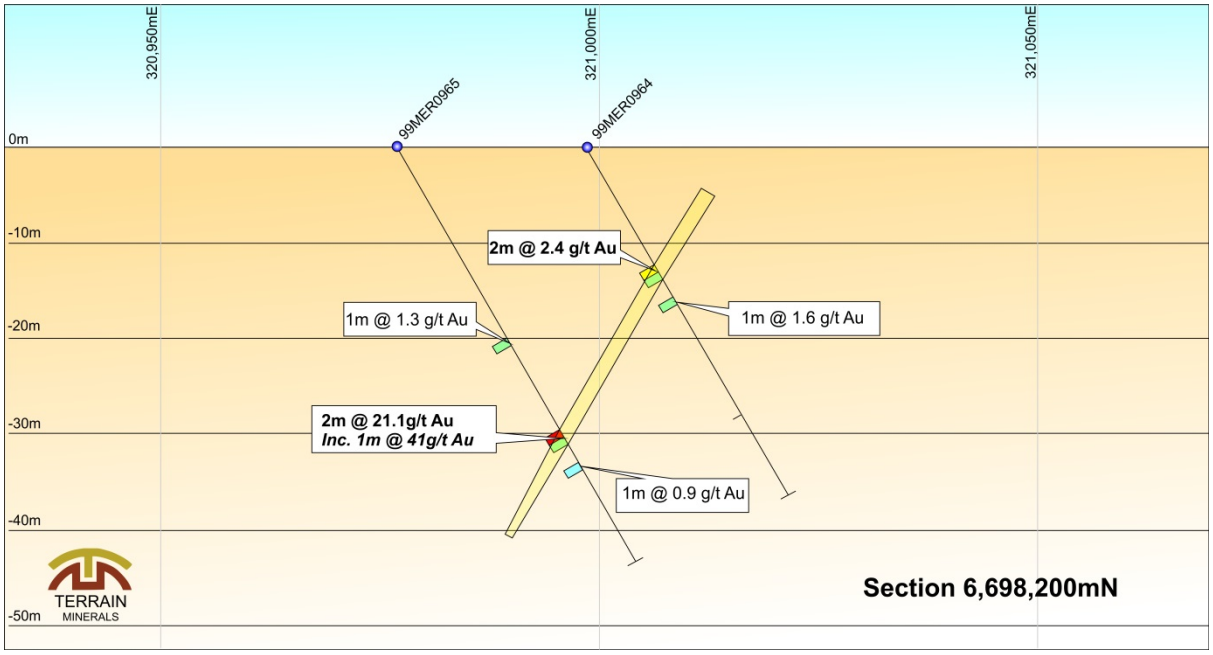


Figure: 2 Drill Section 6,698,200mN

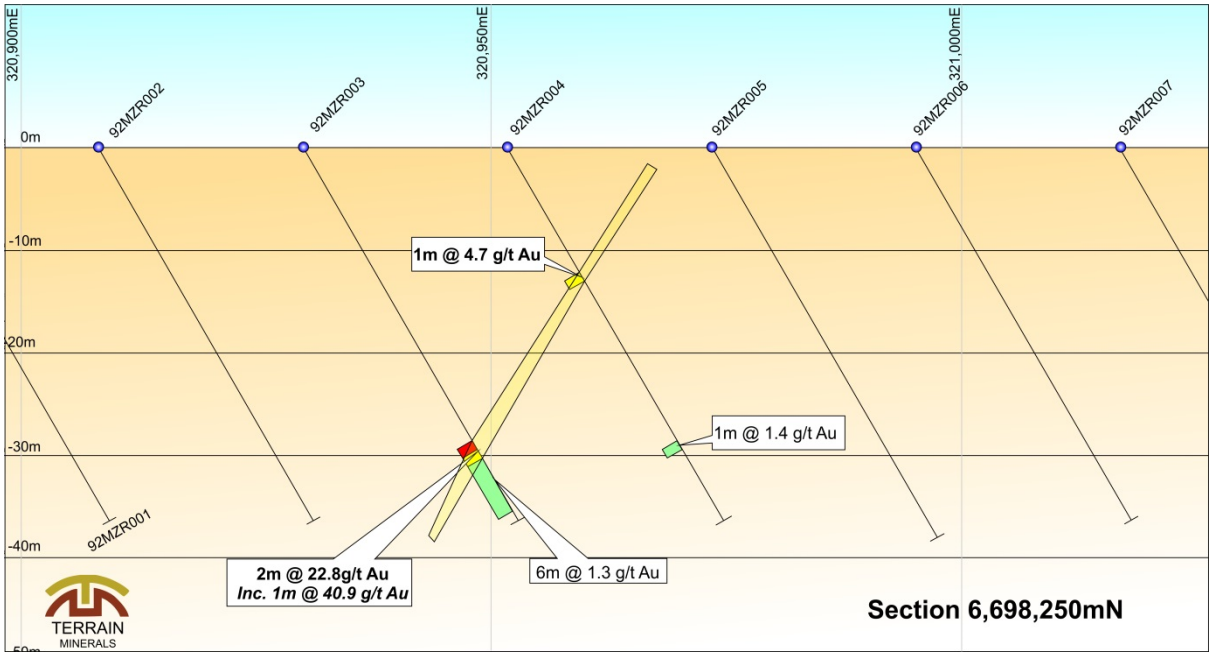


Figure: 3 Drill Section 6,698,250mN

Historical RAB drilling across the Monet Prospect has delineated high-grade, near-surface gold mineralisation along a strike length of 150m and tested to a depth of less than 40m. The mineralisation is open at depth.

Monet Prospect is located 150 meters from a good quality unsealed road which connects to the Goldfields Highway 5km away.

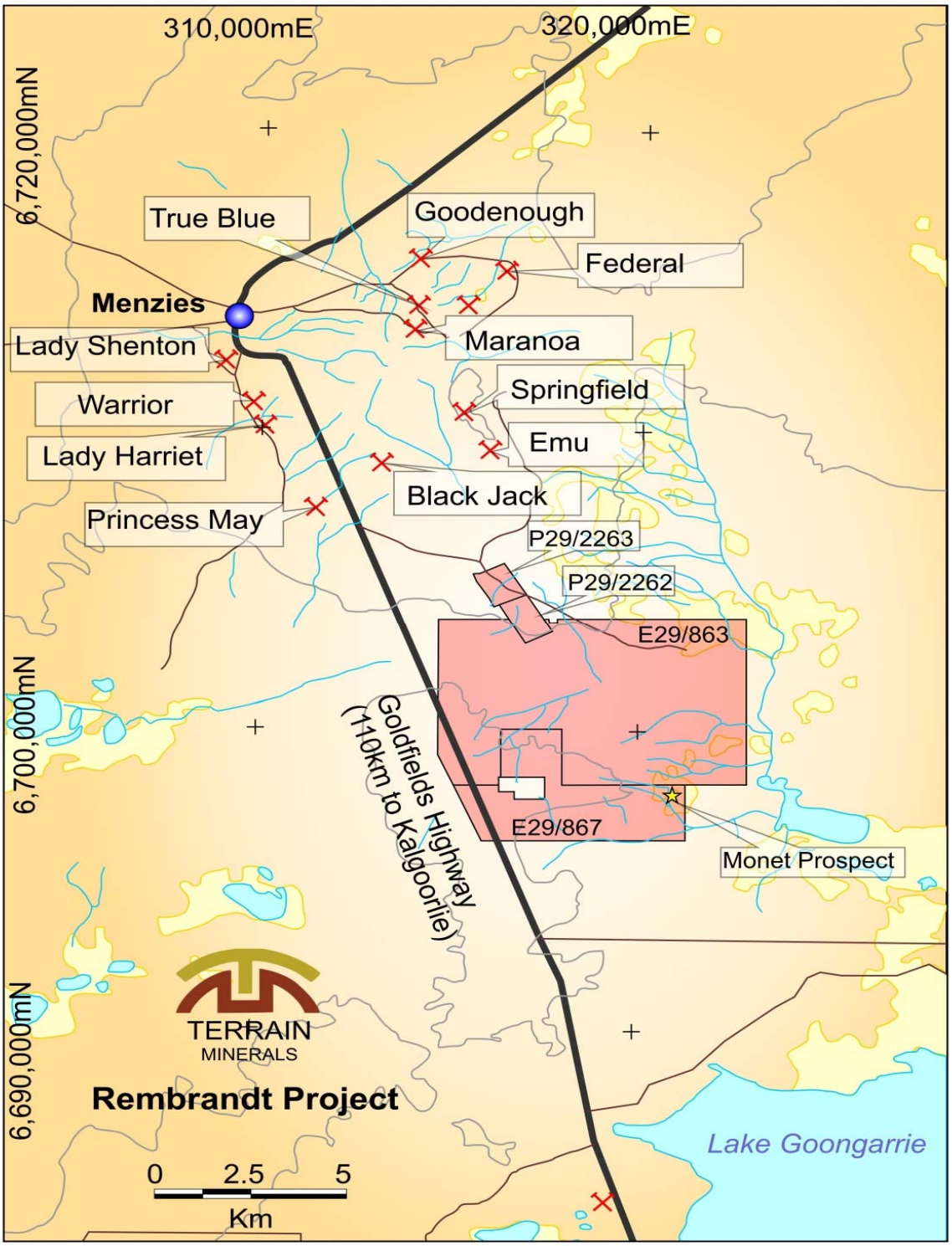


Figure 4: Rembrandt Project Location Plan

The Rembrandt Project has been held privately for the past seven and a half years and hence has seen minimal modern exploration. Extensive soil and auger geochemical sampling has been conducted across the Project. The results of the geochemical sampling programs are currently being compiled and further releases will be provided to the market with respect to the results of these campaigns. Two other drill ready targets (beside Monet) have been identified within the project area and additional information on these will follow.

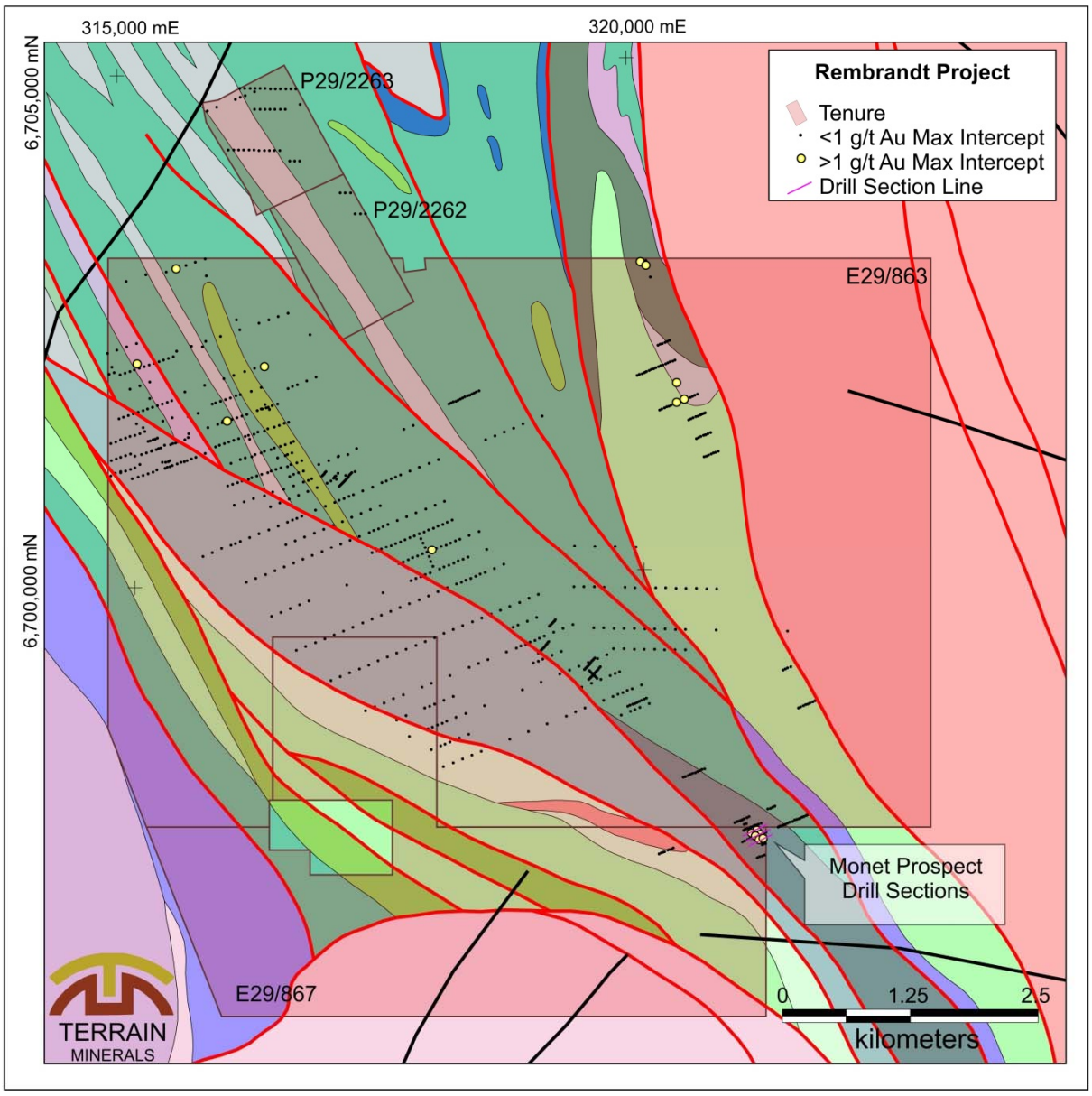


Figure 5: Historical Drilling Across Rembrandt Project

Acquisition Terms – Rembrandt

The proposed terms of the option and acquisition are as follows:

1. Option Period
    a. Terrain Minerals is to complete a minimum of $25,000 of exploration expenditure across the Rembrandt Project to facilitate a three month exclusive option to acquire 100% of Rembrandt
2. Acquisition
    a. If the results of the drilling program meet Terrain's satisfaction, Terrain can elect to proceed with the acquisition of Rembrandt for $1.00 consideration
    b. Rembrandt Mining Pty Ltd and/or its nominee is to receive a free carried profit share from any mining operations across the Project area. Profit share structure:
        i. 25% Free carried profit share to Rembrandt for up to 15,000 ounces of gold produced
        ii. 15% Free carried profit share to Rembrandt for in excess of 15,000 ounces of gold produced
    c. 1% Net Smelter Return will apply to all material mined other than gold
    d. Both parties maintain mutual first right of refusal over each respective party's interest in the project
    e. Rembrandt to retain prospecting rights

Great Western

Located 68km 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 with SR Mining and Bligh Resources Ltd. Great Western (GW) is owned 100% and free of any royalties.

Terrain has previously held this project and considers it as an advanced and near term 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.

Exploration Drilling

Stage 1 drilling results from the 12 hole 1,612m program located outside of the defined resource and conceptual mining plan confirms continuity of mineralisation between proposed ore blocks and extensions to the west potentially requiring follow up in the second stage of the program. Following completion of screen fire assay checks, results included:

- GWRC0109 - **4m at 2.70g/t** Au from 73m **inc. 1m** at **6.72g/t** from 74m
- GWRC0110 - **8m at 2.35g/t** Au from 93m **inc**. **1m** at **5.1g/t** from 100m
- GWRC0112 - **2m at 3.56g/t** Au from 90m **inc. 1m** at **5.5g/t** from 90m
- GWRC0115 - **1m at 11.00g/t** Au from 139m

These results along with previous high-grade hits are outside of the existing mining and will assist with better understanding of the high grade nature and targeting in follow up programs.

Work being updated & reviewed:

- Mine Scoping Studies update underway
  - Comparing large open pit model to open pit & underground model
  - Updating current costs and higher gold prices
- Discussions with various groups in regards to moving towards production are underway
- Mineral resource estimate updated to be in accordance with JORC 2012 guidelines
  - 12 hole 1,612m RC drilling campaign added to new JORC & scoping study

Great Western Resource JORC 2012 Compliant & Project Update

During the quarter Terrain completed a mineral resource estimate for the Great Western Project in accordance with the JORC 2012 Edition Guidelines. The mineral resource estimation update included the recently completed drilling. This is an important milestone for Terrain and assists with the process towards monetising GW.

Reverse Circulation (RC) drilling completed in June 2015 has been added to the new model with the results providing additional confirmation of the continuity of the existing mineralised zones throughout the deposit. As a result the GW model is now even more robust. The mineral resource, adjusted for previous mining, is shown in the following Table;

Reportable Mineral Resource – in accordance with JORC 2012 Guidelines

Great Western Deposit Reportable in situ Mineral Resource depleted for mining						
	Open Cut (0.5g/t)		Underground (1.5g/t)		Combined	
Class	Tonnes	Au g/t	Tonnes	Au g/t	Tonnes	Au g/t
Measured	90,000	2.35			90,000	2.35
Indicated	166,000	2.63	77,000	3.15	243,000	2.80
Inferred	183,000	1.86	153,000	4.72	336,000	3.16
TOTAL	**439,000**	**2.25**	**230,000**	**4.20**	**669,000**	**2.92**

The tonnes have been rounded to the nearest 1000 - See resource details in Appendix 1

In the Table the mineral resource is reported above and below 100m from surface to reflect respectively areas within the model with potential for open cut and underground mining. Such reporting is not based on definitive studies at this time.

Several mining studies have previously been completed on GW and these findings will be utilised and new drilling data will be added. It is important to note that JORC 2012 mineral resource estimate is only an indication of contained metal and not necessarily a true indication of the grade and tonnes that will be actually mined as mining methods vary based on many factors. The previous Example of the Speechly mining study on GW, completed in September 2009, proposed the following: Open pit to 65m for 113,532 tonnes at 2.74 g/t and then a 150m deep Underground containing 183,021 tonnes at 7.66 g/t **Total mined tonnes 296,552 at 5.77g/t for 53,013 ounces of gold.**

What Now for Great Western:

Alongside the Scoping Study, Terrain intends to set up a data room, as it has received many unsolicited approaches from individuals, private mining contractors and listed ASX gold companies who have shown interest in:

- The full or partial purchase of GW
- Joint venture mining proposals – various options have been proposed

Terrain does not rule out the option of mining GW itself and the Scoping Study will act as an important inflection point for a valuation and how best to proceed.

Terrain has also spoken with processing facilities in the area regarding toll treating ore from GW. There is spare capacity in the area and with transport rates dropping considerably, along with the demand for high grade ore, additional processing options have opened up.

GW is located 1km from the sealed Goldfields Highway along an unsealed, gazetted road (Goldfields, Darlot access road).

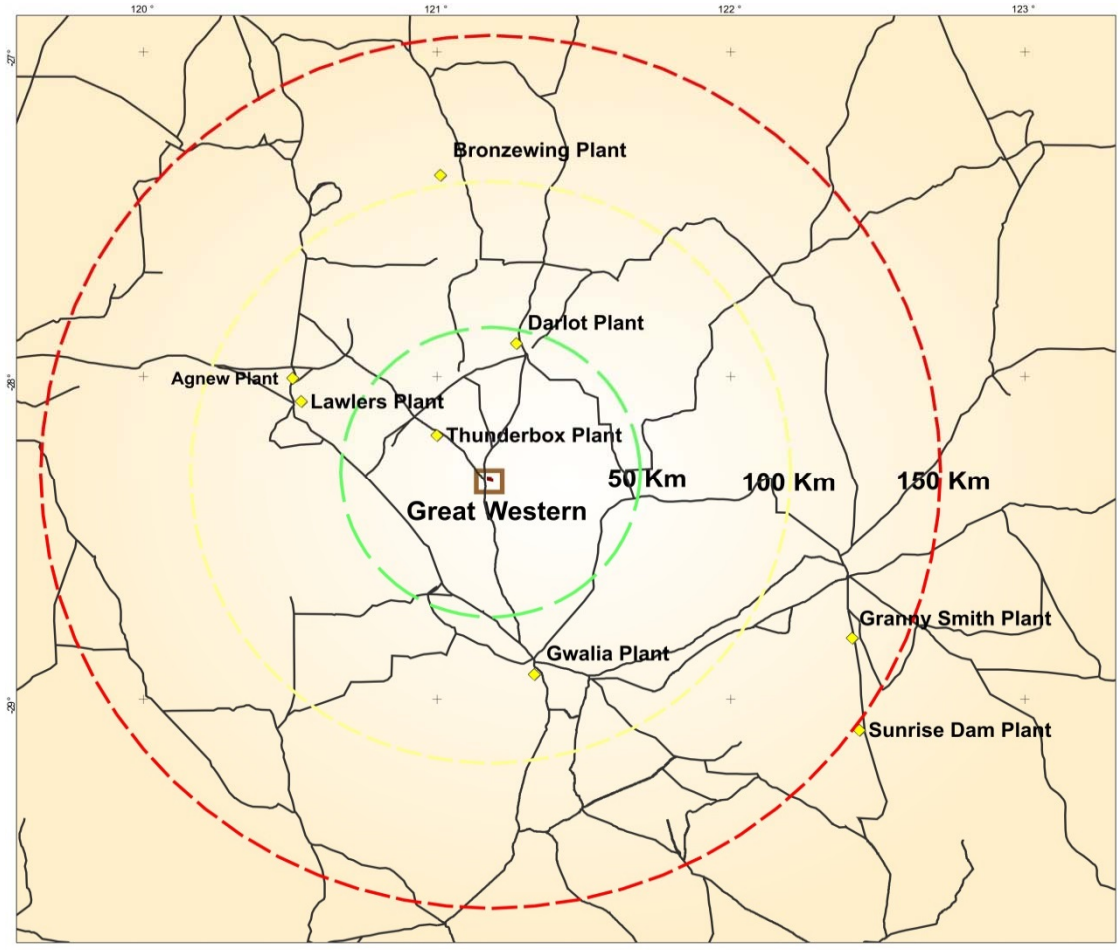


Figure 6: Great Western location and processing facilities in the area

Additional Information – Great Western

Note: Further confirmation work required: Terrain has recently found out from a previous owner of GW that the old underground was mined using a process that back filled the old stopes to gain access to the ore above. This fill was battery sands. The battery sands came from GW and other deposits and were treated at a battery located on site. Previously, he had sampled the hang walls and battery sands along the first two underground levels, but were unable to access the other lower levels. The samples were tested at the Kalgoorlie school of mines and returned an average grade from the battery sands of 4.0g/t au and that the hang walls also contained mineralisation. It was estimated that around 20,000 tonnes of material could be contained on these levels (this number loosely corresponds with the historic mining records). Terrain is now trying to locate this data and will look at what additional work is required to validate this information. This could present a real bonus for Terrain adding valuable ounces to a mining operation.

Gimlet E63/1740 - Southern Fraser Range - Granted

- Gimlet (E63/1740) Project recently granted covering a total of 469km^2
- Located adjacent to Mt Ridley Mines (ASX: MRD) in the Fraser Range Province
- Terrain is reviewing extensive historical exploration activities including geochemistry & drilling, to devise a systematic exploration program targeting magmatic nickel sulphide mineralisation deposits, which have recently been discovered in the Fraser range
- Reprocessing of available geophysical data being conducted by Southern Geoscience
- Work program to commence upon completion of data review and targeting
- Major international mining houses including BHPB, AngloGold and Teck Cominco previously looked for Broken Hill type base metals and structurally controlled gold mineralisation
- Review of historical geochemistry and drilling underway
- Historical exploration conducted by BHP confirms Proterozoic lithologies underlie Gimlet Project

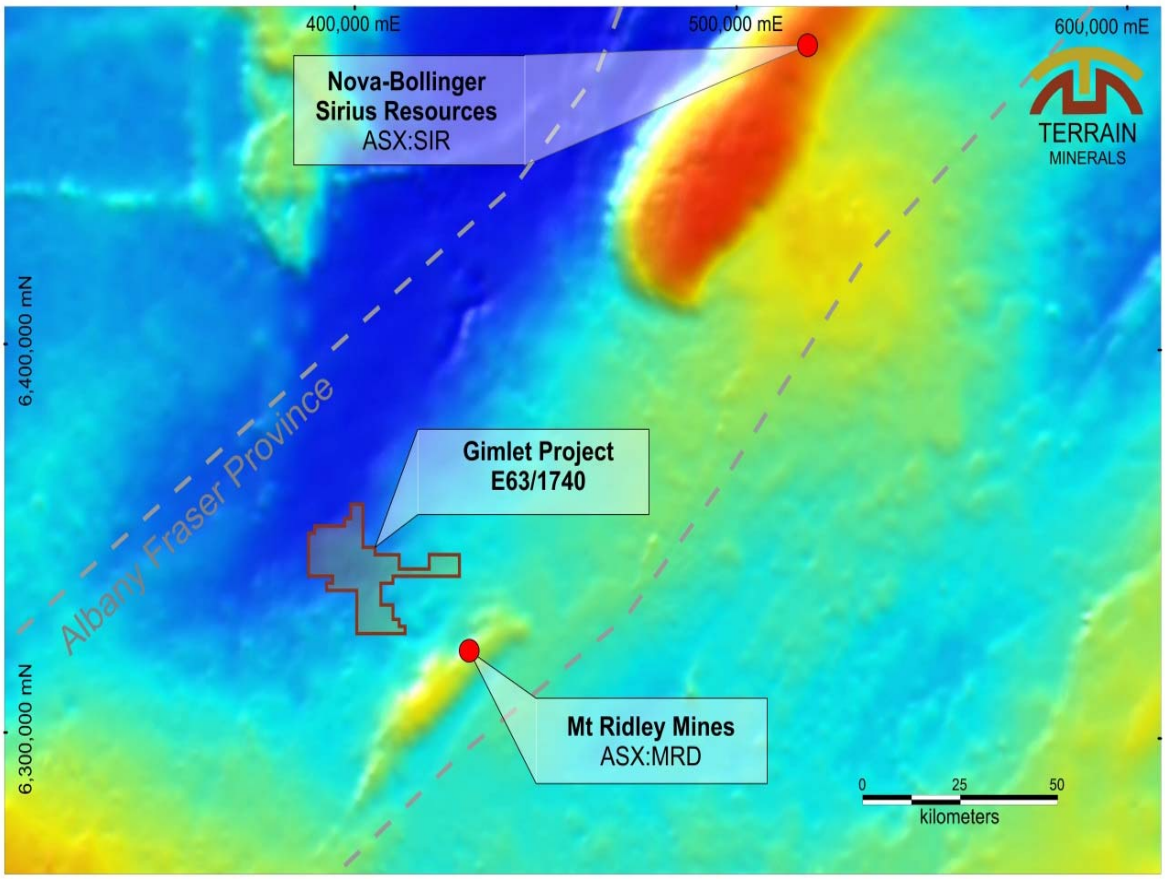


Figure 7: Regional Gravity and Gimlet Project Location

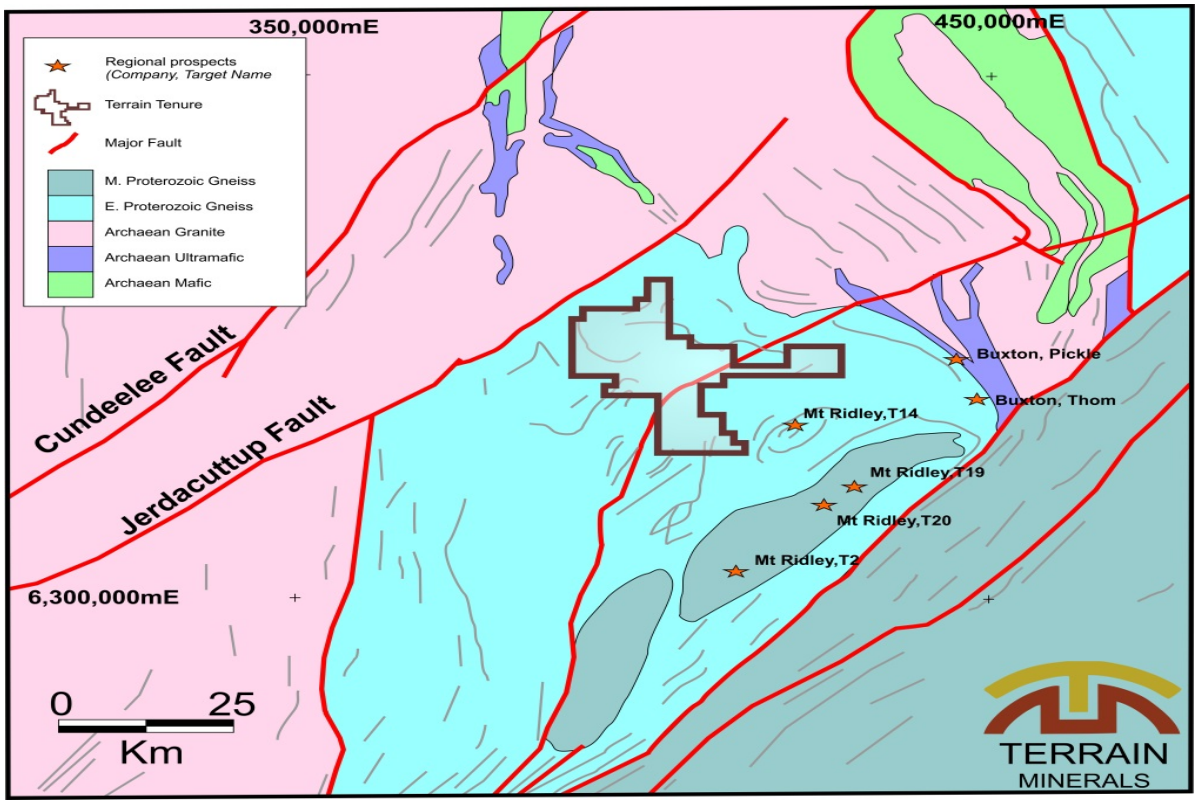


Figure 8: Regional Gravity and Gimlet Project Location

Predecessors have targeted Broken Hill Type base metals and structurally controlled gold mineralisation. The exploration conducted to date has not tested the potential of hosting magmatic nickel sulphides deposits which have been found in the Fraser Range.

Geophysical Reprocessing & Data Review – Gimlet

Geophysical reprocessing of available surveys across the Gimlet Project has commenced by Southern Geoscience Consultants. Further information will be provided upon the completion of the historical data review and geophysical reprocessing.

Corporate

Terrain Minerals is currently searching and assessing potential company making projects in Australia, Africa and other regions, looking at all economic commodities including but not limited to Gold, Copper, Nickel, Specialty metals and Diamonds. Terrain has recently been examining small high grade near term cash flow opportunities in WA to assist with future funding.

Capital Raising

On the 13 October 2015 Terrain successfully finalised a capital raising for $300,000 priced at 0.5c (half a cent) and sixty million (60,000,000) Fully Paid Ordinary shares have now been issued. A placement fee of 6% was paid to participating stockbrokers and their support is appreciated.

$200,000 Convertible Note Converting to Cash – 28th Nov 2015

The outstanding $200,000 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 (See below explanation next page).

Terrain has notified Bligh Resources that it will not convert to equity and Bligh acknowledged this and accepted their obligation to pay. **Terrain reserves all legal rights relating to this debt and will pursue all avenues open to it, to recover this debt, should a default occur. Terrain will inform the market as this situation develops.**

Background: Settlement for the SR Mining Royalty with Terrain & Bligh

SR Mining (SRM) which is 71.9% owned by ASX listed Bligh Resources Limited (Bligh) have signed a legal agreement with Terrain to remove and fully indemnify Terrain from any further claims relating to the Tenement Sales Agreements (TSA) and Inter Creditors Deed (ICD). Terrain will release all parties from their obligations once all contractual obligations have been fulfilled.

Background: Terrain sold this tenement group to SRM and have received $2,000,000 in cash to date, not including the new royalty settlement. Terrain had the relevant transfer forms to transfer Great Western (GW) back in any default situation with SRM, which has occurred and the transfer is now complete.

Terrain would also like to point out that in a default situation under the agreements, Terrain would have been entitled to GW and the $600,000 in unpaid royalty, but the royalty would rank as second class creditor behind $1,000,000~ of first ranking debt. It was the Board's opinion after looking closely at the quality of the SRM tenements (including environmental liabilities) after excluding GW that Terrain would be in a better position by renegotiating and being removed from the TSA and ICD agreements.

Terrain has always viewed GW as the most valuable holding of the package sold to SRM.

All parties agreed to a change in the Binding Term sheet relating to the issue of 4,000,000 fully paid ordinary Bligh shares with a 14 month PUT option at a strike of 5c. The additional 400,000 shares were in lieu of interest on the PUT option which has a value of $200,000 at 5 cents. This change was requested by Bligh due to possible legal issue relating to achieving shareholder approval to have a PUT option in place. All parties have agreed to have a Convertible note instead that achieves the same outcome.

Conditions of the Convertible note:

- $200,000 face value
- Issue date 28th November 2014
- **Redemption date 28th November 2015 to cash – Bligh acknowledges cash is due**
- **Expiry date 28th January 2016 – automatically converts to cash**
- The note may be converted by Terrain, in whole or in part, at any time from the Issue Date to the Expiry Date, into Bligh shares at $0.05 cents (4,000,000 shares in total)
- No interest - but 400,000 Fully Paid Ordinary shares have been issued up front in lieu, with no restrictions

This was a default settlement and has been agreed to by all parties to avoid SRM being put into administration.

SRM and Bligh have settled their Royalty obligations with Terrain for the following;

- Immediate Return of Tenement M37/54 Great Western and all relating data - **completed**
- Cash consideration of $165,000 plus GST at settlement – **received**
- 400,000 Fully Paid Ordinary Bligh shares with no escrow – **received**
- Convertible note details above - $200,000 face value or convertible at $0.05 cents per share
- All parties release each other of all contractual obligations and any future claims relating to the TSA, ICD and/or other related agreements to this transaction once all obligations have been fulfilled.

The remaining outstanding obligation which will cancel the SR Mining TSA and ICD agreements is the final payment of $200,000 plus GST to Terrain from Bligh Resources Ltd (Due Date 28th November 2015). **Terrain reserves all its legal rights under the TSA and ICD agreements until this final payment has been made.**

Disclaimer:

Information included in this release constitutes forward looking statements. Often, but not always, forward looking statements can generally be identified by the use of forward looking words such as "may", "will", "expect", "intend", "plan", "estimate", "anticipate", "continue" and "guidance" or other similar words, and may include, without limitation, statements regarding plans, strategies and objectives of management, anticipated production or construction commencement dates and expected costs or production outputs.

Forward looking statements inherently involve known and unknown risks, uncertainties and other factors that may cause the company's actual results, performance and achievements to differ materially from any future results, performance or achievements. Relevant factors may include, but are not limited to, changes in commodity prices, foreign exchange fluctuations and general economic conditions, increased costs and demand for production inputs, the speculative nature of exploration and project development, including the risks of obtaining necessary licences and permits and diminishing quantities or grades of reserves, political and social risks, changes to the regulatory framework within which the company operates or may in the future operate environmental conditions including extreme weather conditions, staffing and litigation

Forward looking statements are based on the company and its management's assumptions made in good faith relating to the financial, market, regulatory and other relevant environments that exist and effect the company's business operations in the future. Readers are cautioned not to place undue reliance on forward looking statements.

Forward looking statements are only current and relevant for the date of issue. Subject to any continuing obligations under applicable law or any relevant stock exchange listing rules, in providing this information the company does not undertake any obligation to publicly update or revise any of the forward looking statements or advise of any change in events, conditions or circumstances ono which such statement is based.

Rembrandt Drilling Data - Appendix 1

Table 1: >1g/t Drilling Intercepts

Hole	Type	Dip	Azimuth	Total Depth	East	North	From	To	Interval	Au g/t
92MZR003	RAB	-60	66.8	42	321072.6	6698226	33	35	2	23
						Including	33	34	1	40.9
					321072.6	6698226	36	38	2	2
							39	40	1	2
92MZR004	RAB	-60	66.8	42	321091	6698234	14	15	1	5
							33	34	1	1
92MZR044	RAB	-60	66.8	60	321148.7	6698150	43	45	2	7
						Including	43	44	1	12.5
93MER0170	RAB	-90	180	61	317940.8	6700890	56	60	4	1
99MER0964	RAB	-60	66.8	42	321133.7	6698198	14	16	2	3
							18	19	1	1
99MER0965	RAB	-60	66.8	50	321115.3	6698190	23	24	1	2
							34	36	2	21
						Including	34	35	1	41
BOH15	RAB	-60	72	38	319972.9	6703740	26	28	2	2
BOH16	RAB	-60	72	32	320036.2	6703588	6	8	2	2
BOH17	RAB	-60	72	26	320008	6703699	12	13	1	1
							15	16	1	3
BOH18	RAB	-60	72	31	319992.6	6703694	24	26	2	1
							28	30	2	1
BVRB152	RAB	-60	67	15	320367.7	6702391	12	15	3	2
BVRB207	RAB	-60	66.8	36	321167.1	6698158	18	20	2	2
							24	26	2	11
BVRC001	RC	-60	67	60	320305.5	6702578	20	21	1	1
BVRC002	RC	-60	67	60	320337.9	6702378	25	27	2	2

YAG9609	RAB	-90	180	76	315037.8	6702655	70	76	6	1
YAG9614	RAB	-90	180	48	315919.8	6702121	45	48	3	1
YAK9673	RAB	-90	180	89	316273.8	6702666	85	89	4	2
YDA31	RAB	-90	180	100	315487.3	6703625	75	80	5	1

Notes: *All eastings and northings surveyed by differential GPS and are in MGA94-Z51 Coordinates. All other drill holes with results <1g/t Au have been illustrated in Figure 2: Historical Drilling Across Rembrandt Project.*

JORC Code, 2012 Edition – Table 1

Section 1 Sampling Techniques and Data

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

Criteria	JORC Code explanation	Comments
Sampling techniques	*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.*	The Rembrandt drill hole database contains 880 drill holes for 37,086.5 meters of drilling. There are 829 RAB holes, 48 AC holes, 2 RC holes and 1 Diamond hole within the tenement E 29/0863. As all drilling was undertaken by previous project operators, very little specific drilling data has been recorded in exploration reports.
	Include reference to measures taken to ensure sample representivity and the appropriate calibration of any measurement tools or systems used.	RAB/RC/AC samples were collected from a cyclone attached to the drill rig and usually placed in rows of 10 samples on the ground. Individual piles were channel sampled and composited over a nominal interval. Samples over 3kg were split by 50% until the sample was under 3kg. Diamond drilling was conducted by previous operators in accordance with industry standards at that point in time.
	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.	RAB drilling samples have been collected as 4-10m composite samples with limited re-splitting of anomalous values. The only Diamond drill hole YDH9701 has been selectively sampled and did not return any anomalous values. RAB/RC/AC samples were collected from a cyclone attached to the drill rig and usually placed in rows of 10 samples on the ground. Individual piles were channel sampled and composited over a nominal interval. Samples over 3kg were split by 50% until the sample was under 3kg.
Drilling techniques	*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).*	All drilling reported in this announcement is a combination of RAB, RC and Diamond Drilling undertaken by previous operators of the project. As such specific information relating to all drilling techniques (hammer sizes etc.) has not been accurately preserved.
Drill Sample ecovery	*Method of recording and assessing core and chip sample recoveries and results assessed.*	As drilling was undertaken by previous project operators- No record of sample recoveries were located in exploration reports or on the original logs during the validation process
	Measures taken to maximise sample recovery and ensure representative nature of the samples.	No recovery and representativeness of the samples was recorded.
	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.	Insufficient historical records exist relating to sample recovery to adequately assess the potential for sample bias.

Criteria	JORC Code explanation	Comments
Logging	*Whether core and chip samples have been geologically and geotechnically logged to a level of detail to support appropriate Mineral Resource estimation, mining studies and metallurgical studies.*	Although one generation of RAB drilling to the North of the tenement has not been logged, most RAB, RC and the diamond drill holes have been logged with basic lithology, alteration and mineralisation data. As the majority of the drill holes are RAB this data cannot be used to support appropriate Mineral Resource estimation, mining studies and metallurgical studies.
	Whether logging is qualitative or quantitative in nature. Core (or costean, channel, etc) photography.	Logging is qualitatively with "Rock code" being the only geological description consistently recorded throughout the drilling. As mentioned above a generation of RAB drilling to the north of the tenure has no logging recorded.
	The total length and percentage of the relevant intersections logged.	Where logging has been undertaken, The entire length of RAB, RC and Diamond drill holes have been logged in full
Sub-sampling techniques and sample preparation	*If core, whether cut or sawn and whether quarter, half or all core taken.*	Only one diamond drill hole has been completed across the Rembrandt Project. This hole was drilled by a previous project operator and no reference to sampling technique was recorded in exploration reports.
	If non-core, whether riffled, tube sampled, rotary split, etc and whether sampled wet or dry.	RAB/RC/AC samples were collected from a cyclone attached to the drill rig and usually placed in rows of 10 samples on the ground. Individual piles were channel sampled and composited over a nominal interval. Samples over 3kg were split by 50% until the sample was under 3kg. No moisture data has been recorded
	For all sample types, the nature, quality and appropriateness of the sample preparation techniques	From the available information, the nature and quality of the sample preparation techniques documented above are appropriate to producing representative samples in gold exploration. The higher grades intersected in RAB drilling near the southern border of the tenement will need twinning to confirm the grades and the width of the mineralised interval
	Quality control procedures adopted for all sub-sampling stages to maximise representivity of samples.	No QA/QC procedures were documented by the previous operators
	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.	No QA/QC procedures were documented by the previous operators
	Whether sample sizes are appropriate to the grain size of the material being sampled.	The 3kg sample sizes are considered to be appropriate for the type, style thickness and consistency of mineralisation. The sample size is also appropriate for the sampling methodology employed and the grades returned
Quality of assay data and laboratory tests	*The nature, quality and appropriateness of the assaying and laboratory procedures used and whether the technique is considered partial or total.*	The assay method is designed to measure total gold in the sample. The laboratory procedures are appropriate for the testing of gold given the nature of mineralisation style. A 50g sample charge size was used
	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.	Not used for grade reporting or interpretation
	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.	No QA/QC procedures were documented by the previous operators
Verification of sampling and assaying	*The verification of significant intersections by either independent or alternative company personnel.*	No record of independent verification exists
	The use of twinned holes.	No twinned holes were evident in the drill hole database
	Documentation of primary data, data entry procedures, data verification, data storage (physical and electronic) protocols.	Drill predates the widespread use of field base data loggers and physical storage of samples is currently unknown. Grades reported in this announcement were cross referenced with original logs and assay reports in annual exploration reports
	Discuss any adjustment to assay data.	No adjustments were made to assay data presented in this report
Location of Data Points	*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.*	Local Grids were established by Aberfoyle in 1986. In in November 19997 and May 1998 DGPS surveying was conducted by Millward Surveys. Wooden DGPS pegs accurate to approximately 2m were emplaced every 100m along E-W lines with infill pin markers at 50m spacing.

Criteria	JORC Code explanation	Comments
	Specification of the grid system used.	The grid system at Rembrandt is a local grid system constructed by Aberfoyle in 1986 and reactivated by GSR in 1997. The grid system and conversion coordinates from Local to AMG system are documented in Golden State Resources WAMEX report No. a59921: Local East / Local North / AMG East / AMG North 97,000mE / 10,000mN / 321,764mE / 6,696,792mN 97,500mE / 10,000mN / 321,569mE / 6,696,752mN
	Quality and adequacy of topographic control.	The drill hole database currently has nominal collar RL heights assigned with no DTM control. Given the surface over the project is generally flat and has little influence from historical workings, the influence of a terrain model is expected to be minimal. The company intends to acquire or generate a DTM surface in the coming months.
Data spacing and distribution	*Data spacing for reporting of Exploration Results.*	Nominal drill spacing was on a 400x200m grid for RAB holes, infilled to 200x50m around mineralised zones.
	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.	No resources have been stated in this announcement. Given the drilling at Monet Prospect is RAB, subsequent Reverse Circulation, Air Core and/or Diamond Drilling will be required to support the classification of the resource in accordance with the JORC Guidelines (2012 Edition).
	Whether sample compositing has been applied.	No sample compositing has been applied.
Orientation of data in relation to geological structure	*Whether the orientation of sampling achieves unbiased sampling of possible structures and the extent to which this is known, considering the deposit type.*	Drilling is orientated East-North-East, perpendicular to the regional strike of mineralisation and geology.
	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.	No drilling or sampling bias has been noted
Sample security	*The measures taken to ensure sample security.*	No record has been kept relating to the security of the samples taken by previous operators
Audits or reviews	*The results of any audits or reviews of sampling techniques and data.*	No record of audits or reviews by previous operators has been located

Section 2 Reporting of Exploration Results

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

Criteria	JORC Code explanation	Commentary
Mineral tenement and land tenure status	*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.*	E 29/0863, E29/867, P29/2262 & P29/2263 are mineral exploration licences and prospecting licences respectively, wholly held by Rembrandt Mining Pty Ltd. Terrain Minerals Ltd has entered into a binding option agreement to potentially acquire the Rembrandt Mining Pty Ltd holder of the Rembrandt Gold Project. Terrain is required to complete a minimum of $25,000 exploration program across the Project prior to electing to proceed with the transaction. Terrain has three months from the date of signing the option agreement to elect to proceed with the acquisition. Rembrandt Mining Pty Ltd and/or its nominee is to receive a free carried profit share from any mining operations across the Project area. Profit share structure: i.i. 25% Free carried profit share to Rembrandt for first 15,000 ounces of gold produced iii. 15% Free carried profit share to Rembrandt for over 15,000 ounces of gold produced
	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.	E 29/863, E29/867, P29/2262 & P29/2263 are granted and free from encumbrances. At this time the tenement is believed to be in good standing. There are no known impediments to obtaining a licence to operate, other than those set out by statutory requirements which have not yet been applied for.
Exploration	*Acknowledgment and appraisal of exploration by other parties.*	Exploration by previous operators include Golden State Resources, Helix Resources and CRA The historical data and database has been appraised and is of acceptable quality.
Geology	*Deposit type, geological setting and style of mineralisation.*	The Rembrandt project is in the North West margin of the Comet Vale Monzogranite. The greenstone package comprises a steeply east-dipping north-west to north-north-west striking sequence of ultramafics overlying komatiite flows, gabbros and basalts. This is a relatively sediment-poor package and is reasonably consistent over many kilometres of strike. A thin ductile ultramafic is believed to form the east margin of the mafic-ultramafic package. This unit

Criteria	JORC Code explanation	Commentary
		does not outcrop but is interpreted from Aeromagnetics. In parts of the mine sequence, metabasalt and sedimentary rocks are commonly interlayered with sheared slivers of the thin ultramafic. To the North the conglomerates may be represented by much thinner units in the basalt-sediment package of the mine sequence and/or adjoining rocks, however if so, they have thinned dramatically due possibly to facies changes or tectonic interleaving.
Drill Hole Information	*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:*	The drill holes reported in this announcement have the following parameters applied. All drill holes completed, including holes with no significant gold intersections are reported in this announcement.
	o *easting and northing of the drill hole collar*	Easting and northings are in MGA94- Zone 51.
	o *elevation or RL (Reduced Level – elevation above sea level in metres) of the drill hole collar*	RL is AHD (A nominal 500m RL has been applied).
	o *dip and azimuth of the hole*	Dip is the inclination of the hole from the horizontal (i.e. a vertically down drilled hole from the surface is -90º) . Azimuth is reported in degrees as the direction towards which the hole is drilled. The relevant surveying method is quoted in the collar table of announcement.
	o *down hole length and interception depth*	Down hole length of the hole is the distance from the surface to the end of the hole, as measured along the drill trace. Interception depth is the distance down from the surface to the end of the hole, as measured along the drill trace. Interception depth is the distance down the hole as measured along the drill trace. Intersection with is the downhole distance of an intersection as measured along the drill trace,
	o *hole length.*	Hole length is the distance from the surface to the end of the hole, as measured along the drill trace.
	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.	All results relating to the drill sections provided have been stated including "not significant intercepts". Inclusion of all historical data would make Table too large, although data is representative of all drilling.
Data Aggregation Methods	*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.*	No weighting averaging techniques, maximum and/or minimum grade truncations (eg cutting of high grades) and cut-off grades have been applied.
	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.	No aggregate intercepts have been applied to the data quoted
	The assumptions used for any reporting of metal equivalent values should be clearly stated.	No metal equivalents are reported.
Relationship between mineralisation widths and intercept lengths	*These relationships are particularly important in the reporting of Exploration Results.*	The intersection width is measured down the hole trace, it is not usually the true width. Cross sections provided in the announcement allow the relationship between true and down hole width to be viewed.
	If the geometry of the mineralisation with respect to the drill hole angle is known, its nature should be reported.	The geometry of the mineralisation is perpendicular to the azimuth of the drilling
	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').	All drill results within this announcement are downhole intervals only and due to variable mineralisation, true widths are not able to be calculated until further diamond drilling has been conducted.
Diagrams	*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.*	A plan view and drill sections have been provided in this announcement.
Balanced Reporting	*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.*	All results including those with no significant interceptions have been reported.
Other substantive exploration data	*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.*	No other exploration data is considered meaningful and material to this announcement
Further Work	*The nature and scale of planned further work (eg tests for lateral extensions or depth extensions or large-scale step-out drilling).*	Pending the outcomes of preliminary economic studies, strategic infill holes will be drilled to define detailed oxidation profiles and obtain Specific Gravity, metallurgical and geotechnical samples to improve the confidence of the resource
	Diagrams clearly highlighting the areas of possible extensions, including the main geological interpretations and future drilling areas, provided this information is not commercially sensitive.	Drill planning has commenced, further releases will be made to market upon finalising the drill program to be undertaken.

Great Western - Appendix 2

The information is this appendix is taken from the mineral resource report prepared by DataGeo.

DATAGEO Geological Consultants

Providing Technical Services to the Mining Industry

Terrain Minerals Limited
Great Western Deposit
Mineral Resource Update
August 2015

DataGeo Geological Consultants (DataGeo) was contracted by Terrain Mineral Limited (Terrain or the client) to update the mineral resource for the Great Western Deposit located approximately 70Km north of Leonora in Western Australia.

The estimate was undertaken to incorporate the results from new drilling which necessitated interpretative changes to the mineralisation extent when compared to previous (DataGeo, March 2011) and to make the reporting comply with JORC 2012 Standards.

The relevant data for this deposit was either provided by the client (drill hole data in digital form) or recovered from DataGeo's backup. This information was imported into the Vulcan application.

The new drilling (12 RC holes) targeted infill and extension to the deposit and the mineralisation interpretation was updated as required. In addition inconsistency in the previous interpretation in terms of strike and dip continuity in some lodes (particularly the smaller ones) was addressed in some instances. The mineralisation interpretation is based on 147 RC and diamond holes, totalling 15,000m, drilled mostly from surface and occurs over a strike length of 450m to a depth of 200m below surface. In all seven lodes have been defined within an overall east-west striking, steeply southerly dipping shear zone.

The mineralisation was solid modelled and loaded into a block model with parent block size of 10mE x 5mN x 5m RL. The mineralisation was intersected with the drill holes and 1m down hole composites established with un-sampled intervals given a default low grade. The grade was estimated using Ordinary Kriging techniques based on geostatistical parameters those lodes with sufficient composite information. The resource tonnes have been determined by default specific gravity values by weathering profile position.

The mineral resource was validated against the input data and classified according to geological confidence, grade continuity and proximity to old underground mine workings from which production of 27,000 tonnes at 13.85g/t Au had been recorded.

In assessing the reportable mineral resource the economic viability of mining the in situ material has to be considered. Without any support by mining or processing studies DataGeo has considered that open cut mining to a maximum of 100m below the surface and underground mining below that could potentially be economic at grades of 2g/t+ for open cut and 4+g/t for underground. These assumptions on grade and the ability to process the material are based on the knowledge of similar mined deposits in the general vicinity, the likely metal recovery and the likely amenability of the deposit to conventional processing.

The following Table summarises the Reportable Mineral Resource.

Great Western Deposit Reportable in situ Mineral Resource depleted for mining						
	Open Cut (0.5g/t)		Underground (1.5g/t)		Combined	
Class	**Tonnes**	**Au g/t**	**Tonnes**	**Au g/t**	**Tonnes**	**Au g/t**
Measured	90,000	2.35			90,000	2.35
Indicated	166,000	2.63	77,000	3.15	243,000	2.80
Inferred	183,000	1.86	153,000	4.72	336,000	3.16
TOTAL	**439,000**	**2.25**	**230,000**	**4.20**	**669,000**	**2.92**

The tonnes have been rounded to the nearest 1000

The depletion for mining is purely numeric.

This estimate differs from the 2011 estimate in two ways: -

- Larger lode dimensions in some cases to improve strike and down dip continuity
- Inclusion of un-sampled intervals at default low grade instead of assuming that such intervals were in the positions of the stopes.

There are some refinements, in random order, which could be undertaken to improve resource confidence: -

- Gather more historic and continue review of current QAQC information to support confidence in the underlying drill data.
- Re-enter the underground workings to confirm location, extent of mining and gather supporting sample information. Failing this create a "best estimate" mined model which supports the production identified from underground. *Note – the requirement for this mined model will be more important if the client wishes to optimise the mineral resource model to determine ore reserves.*
- Determine specific gravity for representative positions within the deposit
- Incorporate a geological model to assist with the definition of the mineralisation
- Review of the influence of weathering on the grade continuity

There is potential for additional mineral resource as evidenced by anomalous gold identified in the current drilling but not included in the mineralisation model. Also there is an indication that the fill (sands) within the underground workings may grade at an average of 4g/t Au, apparently these sands was sampled by previous operators.

This report is an update and references the two previous mineral resource reports prepared for this deposit.

Resource Reporting Criteria, Risk and Comments

Reporting Criteria

The data and interpretation utilised and the resultant mineral resource estimate for the Great Western Deposit is summarised as follows: -

- Geology and Mineralisation Interpretation
    - The deposit consists of a steeply southerly to vertical dipping east-west striking shear zone which contains anomalous gold. There is evidence of numerous similarly orientated lodes within this zone. The system is mineralised over a strike length of 450m, a depth of 200m and a true width which varies between 5 and 40m narrowing with depth. The Deposit remains open at depth but is closed along strike.
    - The lodes are represented by wireframe solids with a boundary condition of 0.5g/t Au. The weathering profile is represented by wireframed surfaces.
- Drill Information and Sampling
    - The deposit has been drilled from surface and underground primarily by reverse circulation (RC) and diamond coring. A total of 147 RC and diamond holes containing 15,066m has been used in the mineral estimate.
    - The core recovery is unknown whilst the RC sample recovery from the most recent program is described as good (thought to be >80% recovery) in the almost exclusively dry conditions
    - Recent holes collar locations have been located using GPS and older holes checked randomly using the same method. The hole orientation and inclination at collar is set out using compass and clinometer. Down hole survey varies from single shot camera, to multishoot camera to gyroscopic measurement.

    - The drilling and sample collection techniques consisted of RC chips collected at 1m intervals via the cyclone and split (manually or by rig mounted cone splitter) into sample bags with some duplicates collected. Areas of little obvious mineralisation potential had 4 consecutive 1m samples composited by spear or scoop. Samples were sent to a commercial laboratory for preparation and analysis. If the 4m composites returned an assay above a threshold then the retained large samples were re-speared or the rotary splitter sample was taken and submitted individually. The RC chips are logged for mineral content and geology. No core has been observed but logging information indicated that it was stored in core boxes labelled with the hole number and length contained. The core was logged geologically and intervals for analysis had the core ½ed at site to be sent for preparation and analysis. Some programs had Standards and Blanks included with the samples despatched for analysis.
- Sample Preparation and Analysis
    - Drill samples have been prepared and analysed at commercial accredited laboratories in Western Australia
    - the preparation is by drying, crushing, riffling and pulverising.
    - gold content is determined FA techniques with atomic absorption or ICP finish. Some SFA comparison analysis work has been carried out.
    - When utilised QAQC protocols included standards and blanks at a rate of 2 to 4% of the total routine samples submitted to the laboratory.
- Estimation Methodology
    - The drill hole information is composited within the mineralisation interpretation to the most common sample length within the dataset – 1m down hole
    - Grade is estimated by ordinary kriging for the largest lodes with demonstrated continuity and sufficient composite information from composite data top-cut if required, ranging from 50 to 6g/t. Other lodes are estimated by inverse distance to the power of 3 techniques or when there is < 10 composites by assigning a grade of the average of the composites. The estimation is constrained by a hard boundaries representing the extent of the mineralisation and in lodes with distorted population statistics (even after top-cutting) grade restrictions on the higher grade. The grade is estimated into a block model with a cell size of 10mE x 2mN x 5mRL.
    - Specific gravity is assigned to the block model using a default according to weathering profile position.
- Validation and Classification
    - The block grade estimates are validated against the composites both globally (for all lodes) and spatially for the largest lodes
    - The block estimates are classified according to geological confidence, length of search, number of composites, number of holes, quality of the input data and proximity to old workings.

- Reporting
    - Reporting cut-off has been determined to include all material which may be by grade and position suitable for open cut mining to produce a head grade of +2g/t Au to a depth of 100m below surface, taken as 0.5g/t. Below 100m the cut-off was raised to identify material which may be suitable for underground mining, a cut-off of 1.5g/t was used.
    - Previous mining has been allowed for in the reporting.
- Mining and metallurgy
    - There is no known metallurgical test work however the Deposit has similar geological and mineralisation characteristics to nearby Deposits which have been successfully processed using industry standards techniques.
    - There have been no scoping studies that DataGeo is aware of to support a mining scenario. The Deposit was mined previously (pre 1940) from underground.

Tables 22 and 23 summarise the assessment and reporting criteria for this estimate and refers only to the data used for such.

Table 22: Sampling Techniques and Data		
Criteria	**Explanation**	**Comments**
Sampling techniques	• ***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.***	**The deposit has been drilled and sampled by diamond coring and reverse circulation methods with holes on spacings varying from 50mE x 20mN to 10m x 10m over a 450m strike length. In total the 147 RC and diamond holes used in mineral resource estimation contained 15,066m. The holes are drilled mostly to the north to intersect the very steeply south dipping east-west orientated mineralisation.**
	• ***Include reference to measures taken to ensure sample representivity and the appropriate calibration of any measurement tools or systems used.***	**The RC and diamond drilling targeted the areas of old workings, along strike and below. Some diamond holes have been drilled from a development level but most holes are from the surface within the Great Western Shear zone. The RC samples are collected from the more recent drilling program using face sampling bit from the rig mounted cone splitter with an approximate 3Kg sample collected for each metre drilled, sample recovery was 80 to 100% and the ground was mostly dry. Previous RC programs utilised similar methods with holes drilled using open face bit from holes up to 120mm in diameter, sample recovery was observed as good with overall RC sample representivity considered good given the ground conditions and lack of water. The limited diamond core is thought to be NQ2, no core was observed at site. All holes were located and orientated using a GPS and a compass.**
	• ***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.***	**The diamond core was thought to be NQ2 diameter. Report evidence indicated that the core was halved with 1/2 sent for sample preparation by crushing, pulverising and splitting to produce either a 30gm or 40gm charge size for FA analysis. RC drilling collected samples at 1m intervals down hole. These 1m samples were either composited to 4m intervals by spear sampling or submitted as 1m samples each of approximately 2.5 to 3Kg. Selected samples (based on mineral and geology content) were sent to a commercial laboratory where they were dried, crushed and pulverised and either a 30gm, 40gm ort 50gm sub-sample (dependant on laboratory) selected for FA assay.**
Drilling techniques	• ***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).***	**Diamond drilling (4 surface, 6 underground and 1 tail to an RC) is mostly NQ2 sized through the mineralised zone and totalled 595m. The core was not orientated. The RC holes from the latest programs were all between 120 and 135mm diameter and drilled with a face or open sampling bit, the total number of holes is 137 and the totalled 14471m.**

Drill sample recovery	• ***Method of recording and assessing core and chip sample recoveries and results assessed.***	**The core recovery is unknown. The RC sample recovery for the GWRC series holes is considered to be good with for the latest holes, by weight, the recovery being between 80 and 100%.**
	• ***Measures taken to maximise sample recovery and ensure representative nature of the samples.***	**For RC drilling the collar was sealed and air pressure was used to maximise return. The cyclone was cleaned between 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.***	**No assessment has been made of grade v RC sample recovery but based on the descriptive assessment the majority of mineralisation was returned dry and thus usually with good recovery. No observations were made regarding the core.**
Logging	• ***Whether core and chip samples have been geologically and geotechnically logged to a level of detail to support appropriate Mineral Resource estimation, mining studies and metallurgical studies.***	**Core and chips have been geologically logged for holes GWRC050 onwards; recording lithology, mineralisation, veining, alteration and weathering. The geological logging is appropriate to the style of the Deposit.**
	• ***Whether logging is qualitative or quantitative in nature. Core (or costean, channel, etc) photography***	**the geological logging for these holes is detailed by interval for the information listed above.**
	• ***The total length and percentage of the relevant intersections logged.***	**for these holes the entire length of all diamond and RC holes, apart from surface casing, has been logged.**
Sub-sampling techniques and sample preparation	• ***If core, whether cut or sawn and whether quarter, half or all core taken.***	**all core to be sampled was 1/2ed using a mechanical saw. It is not known if the core was consistently taken from one side of the stick.**
	• ***If non-core, whether riffled, tube sampled, rotary split, etc and whether sampled wet or dry.***	**The most recent drilling collected sample from the rig mounted cone splitter into calico bags of size appropriate for despatch to the laboratory. The previous program RC samples (GWRC series) were collected from the cyclone into a plastic bucket and then transferred to a large sample bag. If the interval was to be sent for analysis it was reduced in volume using a 1 to 4 ratio splitter with the 1/4 sample placed in a labelled calico bag. . The cyclone and splitter equipment was regularly cleaned with air and any loose material scrapped off between samples. Sometimes 4 adjacent samples were composited with sub-samples of the larger samples are taken with a scoop or pipe. For holes prior to the GWRC series there is no information.**
	• ***For all sample types, the nature, quality and appropriateness of the sample preparation technique.***	**All samples (approx 2.5 to 3Kg for the RC samples and 1/2 NQ core up to 1.2m long) are provided to a commercial accredited laboratory facility for the preparation of samples using industry standard practises of drying, crushing and pulverising to allow sub-sampling by riffle or rotary splitter to a 30 to 50gm charge size.**

	• *Quality control procedures adopted for all sub-sampling stages to maximise representivity of samples.*	**Standards and/or Blanks were included with the routine samples submitted to the Laboratory for the GWRC series holes. The results are considered in line with expectations. For the most recent drilling Standards and Duplicates were included at the rate of 2 and 4% respectively compared to the number of sample submitted, results were acceptable. SFA v FA comparisons also supported the FA results.**
	• *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.*	**Duplicate RC sampling results provided acceptable comparison to the original results.**
	• *Whether sample sizes are appropriate to the grain size of the material being sampled.*	**Whilst there is coarse gold in the system the outlier grades returned are not excessive as such the sampling appears to be representative and thus the global grade is being fairly represented.**
Quality of assay data and laboratory tests	• *The nature, quality and appropriateness of the assaying and laboratory procedures used and whether the technique is considered partial or total.*	**The assay techniques applied for the measurement of gold content is appropriate for the determination of the level of gold in the sample. Comparison between SFA and FA methods are reasonable this indicating that the analytical methods adopted report total gold content.**
	• *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.*	**none conducted**
	• *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.*	**Standards, Blanks and Duplicates and SFA comparison were included with all of the previous RC drilling in the GWRC series up to hole GWRC0105. The most detail related to hole GWRC051 to 105 in which Standards and Blanks were included at a rate of 2% and 1% of the total samples submitted to the laboratory. The results whilst mixed were generally acceptable. 6% of the samples submitted were Duplicates and the results were poor with the Duplicates having approximately 30% less grade. A SFA v FA comparisons using 3% of the samples was poor with the original samples higher grade on average than the Duplicates. The 2015 drilling contained Standards, Duplicates and an SFA v FA40 comparison which was basically supportive but a very small program.**
Verification of sampling and assaying	• *The verification of significant intersections by either independent or alternative company personnel.*	**mineralisation intercepts have been determined by previous and current company personnel and appear correct**
	• *The use of twinned holes.*	**No specific twinning program has been conducted.**

	• *Documentation of primary data, data entry procedures, data verification, data storage (physical and electronic) protocols*	**primary field data was recorded onto hard copy and then entered into electronic spread sheets and validated against expected codes. Assay information in electronic form from the laboratories was merged with sample interval data on sample number**
	• *Discuss any adjustment to assay data.*	**none applied**
Location of data points	• *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.*	**It is not known how the collar positions were surveyed for the pre 2015 drilling. These holes have been located against the AMG 84 Zone 51 Datum and the AHD. Random checks indicated that the positions are accurate. For the 2015 drilling the location was recorded on a handheld GPS with an accuracy of +/- 3m, it was recorded on MGA94 Zone 51 Datum. The orientation and dip at the start of the all holes was set out using compass and inclinometer and recorded on the logs. Down hole information for the earliest drilling was recorded using an Eastman single shot camera that measured dip only, for the GWRC series holes drilled from 2007 it was recorded using gyroscopic techniques with a very high accuracy of 0.15º in azimuth and 0.2º in dip. For the 2015 drilling a digital Reflex multi shot tool was used.**
	• *Specification of the grid system used.*	**The regional grid is MGA94 Zone 51 and the Deposit is laid out on an AMG84 grid for convenience.**
	• *Quality and adequacy of topographic control.*	**Topographic control is taken the drill hole collar information, field observations indicate that whilst this is not ideal it will not introduce any significant inaccuracy.**
Data spacing and distribution	• *Data spacing for reporting of Exploration Results.*	**Drill spacing varies with position in the deposit from 10mN x 10mE to in excess of 50m.**
	• *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.*	**Successive drilling programs have in filled and extended (at depth) the previous drilling and on the majority of occasions drilling has returned mineralisation in the expected locations. This provides a high degree of confidence in the geological continuity of the overall Shear. Closer spaced drilling provides good support for positioning of the mineralisation by zone.**
	• *Whether sample compositing has been applied.*	**The sampling reflects the geological conditions. For mineral resource estimation a 1m composite length was chosen given that this is the dominant sample length.**
Orientation of data in relation to geological structure	• *Whether the orientation of sampling achieves unbiased sampling of possible structures and the extent to which this is known, considering the deposit type.*	**The drilling is oriented as best as possible to perpendicular to the structure/geology containing or controlling the mineralisation.**
	• *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.*	**No sampling bias is considered to have been introduced.**

Sample security	• ***The measures taken to ensure sample security.***	**The chain of custody adopted by operators of the project appears appropriate and is based on responsibility and documentation.**
Audits or reviews	• ***The results of any audits or reviews of sampling techniques and data.***	**A brief audit of assay records revealed no data errors.**

Table 23: Estimation and Reporting of Mineral Resources		
Criteria	**Explanation**	**Comments**
Database integrity	• ***Measures taken to ensure that data has not been corrupted by, for example, transcription or keying errors, between its initial collection and its use for Mineral Resource estimation purposes.***	**There is a data storage system in place in the form of an Access Database however there is limited metadata and the fields are not exhaustive in terms of requirements. Data from logging, sample submission and the assay laboratory is entered into spreadsheets which are checked against hard copy prior to loading. Previous audits have revealed no transcription errors and a very brief review of the 2015 data did not find any errors. There is confidence that the data to be utilised is accurate with respect to the supporting information.**
	• ***Data validation procedures used.***	**Data is validated when combined from the various sources described above. The small audit described above provided sufficient confidence in the data contents to state that it most likely accurately represents the drill information.**
Site visits	• ***Comment on any site visits undertaken by the Competent Person and the outcome of those visits.***	**DataGeo visited the site on June 30th 2015 and was able to establish that the drill holes were correctly positioned and the old working and the overall location of the mineralisation was appropriate; the topography was generally flat with limited fall over the area. Also RC chips (in the bulk bags) from the 2015 drilling supported the logged observations.**
	• ***If no site visits have been undertaken indicate why this is the case.***	**no applicable**
Geological interpretation	• ***Confidence in (or conversely, the uncertainty of) the geological interpretation of the mineral deposit.***	**The confidence in the geological interpretation is considered good as it is supported by surface exposures of old workings with corroboration of the surface positions with the closer spaced drilling.**
	• ***Nature of the data used and of any assumptions made.***	**Only physical data obtained in the field was utilised.**
	• ***The effect, if any, of alternative interpretations on Mineral Resource estimation.***	**The application of hard boundaries to reflect the position of the zones which host the mineralisation is supported by the field and drilling observations and appropriate in a global sense. No other interpretation is thought to be appropriate.**
	• ***The use of geology in guiding and controlling Mineral Resource estimation.***	**The presence or absence of gold and quartz in an appropriate orientation both in and around the old workings provides the geological control to constrain the interpretation.**
	• ***The factors affecting continuity both of grade and geology.***	**The higher-grade gold zones appears to plunge to the east and occur in repeated lodes as supported by the interpretation of the stoped out areas. The position and style of mineralisation impacts the grade continuity.**

Dimensions	• ***The extent and variability of the Mineral Resource expressed as length (along strike or otherwise), plan width, and depth below surface to the upper and lower limits of the Mineral Resource.***	**The main mineralisation within the Deposit occurs over a 450m strike length and extends some 200m down dip and the combined width of the lodes varies between 5 and 40m in width, noticeably thinning at depth. The main deposit remains open at depth but appears closed off along strike.**
Estimation	• ***The nature and appropriateness of the estimation technique(s) applied and key assumptions, including treatment of extreme grade values, domaining, interpolation parameters and maximum distance of extrapolation from data points. If a computer assisted estimation method was chosen include a description of computer software and parameters used.***	**The largest lodes contained sufficient composites to enable assessment of a reasonable continuity model which supported the use of ordinary kriging. The 1m composites were top-cut and search restricted. Lodes with fewer composites which demonstrated no continuity had grade estimated using inverse distance to the power of 3 to reflect the relatively high nugget within the Deposit. If there were < 10 composites the grade was assigned as the average of the composites. In all cases if appropriate composites were top-cut. Grade estimation was carried out in Vulcan™ application. Density was assigned as a default based on position within the weathering profile using values from similar deposits within the general area. 1m composites were created within each lode and input to the grade estimation (or assigning) was restricted to those composites which were within the lode being assessed. Estimated blocks were informed in a three step strategy with orientation set to the orientation of the lode being estimated. The initial (primary) search was 30m x 20m x 5m in strike, dip and across dip-strike plane. This search range was expanded by double the length for blocks were not informed in the primary search and again in the final search strategy. This strategy informed on average 95% of the blocks within the lodes to be estimated in the primary and secondary search.**
and modelling techniques	• ***The availability of check estimates, previous estimates and/or mine production records and whether the Mineral Resource estimate takes appropriate account of such data.***	**There is an underground mining history from pre 1940 with overall production tonnes and grade known which was allowed for the reporting. Previous models exist with similar outcomes therefore check estimates for this model were not considered necessary.**
	• ***The assumptions made regarding recovery of by-products.***	**No assumptions made.**
	• ***Estimation of deleterious elements or other non-grade variables of economic significance (eg sulphur for acid mine drainage characterisation).***	**No assessment of deleterious elements has been made.**
	• ***In the case of block model interpolation, the block size in relation to the average sample spacing and the search employed.***	**The block model was constructed using blocks which were 10mE x 2mN x 5mRL with sub-celling to 1/2 the block size in each direction adopted to ensure accurate volume representation. Grade estimation was to the parent block size.**
	• ***Any assumptions behind modelling of selective mining units.***	**not applicable**
Estimation	• ***Any assumptions about correlation between variables.***	**no assessment undertaken**
and modelling techniques (continued)	• ***Description of how the geological interpretation was used to control the resource estimates.***	**Hard boundaries where applied to the lodes. Grade was estimated within these boundaries.**

	• ***Discussion of basis for using or not using grade cutting or capping.***	**Statistical analysis indicated that some zones in particular the largest ones had elevated coefficients of variation and thus to minimise the influence of outlier grades top-cuts were applied, high-grade influence was restricted in some circumstances**
	• ***The process of validation, the checking process used, the comparison of model data to drill hole data, and use of reconciliation data if available.***	**Volume validation was carried out by comparison of the solids representing the mineralisation to the block model. Grade validation was carried by both global comparison of the average estimated grade to the average input grade and spatially by comparison of the estimated grades to the input grades by position. Also visual comparison was used.**
Moisture	• ***Whether the tonnages are estimated on a dry basis or with natural moisture, and the method of determination of the moisture content.***	**The tonnages were determined using default specific gravity according to position relative to the weathering profile.**
Cut-off parameters	• ***The basis of the adopted cut-off grade(s) or quality parameters applied.***	**The margin of the mineralisation is a combination of grade and lithology. Anomalous gold is considered to be the 0.5g/t and above.**
Mining factors or assumptions	• ***Assumptions made regarding possible mining methods, minimum mining dimensions and internal (or, if applicable, external) mining dilution. It is always necessary as part of the process of determining reasonable prospects for eventual economic extraction to consider potential mining methods, but the assumptions made regarding mining methods and parameters when estimating Mineral Resources may not always be rigorous. Where this is the case, this should be reported with an explanation of the basis of the mining assumptions made.***	**DataGeo is unaware of any mining studies and has assumed that any economic extraction of gold will be by open cut and could occur to 100m below the surface. Higher grade material below this could be mined using underground methods.**
Metallurgical factors or assumptions	• ***The basis for assumptions or predictions regarding metallurgical amenability. It is always necessary as part of the process of determining reasonable prospects for eventual economic extraction to consider potential metallurgical methods, but the assumptions regarding metallurgical treatment processes and parameters made when reporting Mineral Resources may not always be rigorous. Where this is the case, this should be reported with an explanation of the basis of the metallurgical assumptions made.***	**DataGeo is unware of any metallurgical test work conducted on samples from the Deposit. It is likely given the lack of obvious sulphides that gold recovery using industry standard methods would be sufficient to support an economic processing operation.**

Environmental factors or assumptions	***Assumptions made regarding possible waste and process residue disposal options. It is always necessary as part of the process of determining reasonable prospects for eventual economic extraction to consider the potential environmental impacts of the mining and processing operation. While at this stage the determination of potential environmental impacts, particularly for a greenfields project, may not always be well advanced, the status of early consideration of these potential environmental impacts should be reported. Where these aspects have not been considered this should be reported with an explanation of the environmental assumptions made.***	**The Deposit is located on a granted mining license. DataGeo is unaware of any studies relating to environmental impacts of a potential mining and processing operation in the location. These are numerous mining and processing operations within 50Km of the site thus it is considered likely that environmental impacts would be manageable.**
Bulk density	• ***Whether assumed or determined. If assumed, the basis for the assumptions. If determined, the method used, whether wet or dry, the frequency of the measurements, the nature, size and representativeness of the samples.***	**Density has been assumed based on other nearby deposits and applied to the model according to position within the weathered profile.**
	• ***The bulk density for bulk material must have been measured by methods that adequately account for void spaces (vugs, porosity, etc), moisture and differences between rock and alteration zones within the deposit.***	**No measurement have been taken.**
	• ***Discuss assumptions for bulk density estimates used in the evaluation process of the different materials.***	**Whilst the assumed default values appear reasonable, support by sampling needs to occur.**
Classification	• ***The basis for the classification of the Mineral Resources into varying confidence categories.***	**The classification is based on the quality and amount of input data; the spatial arrangement of the drill data and its supported position; the position relative to known underground workings, the grade continuity for the largest zone and confidence in the geological interpretation which is supported by field observation and drilling. What QAQC information is available is only somewhat supportive of the assay information. Higher confidence areas have more supporting data, areas of lower geological support reflect a lower classification.**

	• *Whether appropriate account has been taken of all relevant factors (ie relative confidence in tonnage/grade estimations, reliability of input data, confidence in continuity of geology and metal values, quality, quantity and distribution of the data).*	**The input data particularly the more recent is consistent and closely spaced enough to support the projection of the geological interpretation at depth which in terms of style of mineralisation is consistent with other deposits within the same or similar geological setting. Later drilling programs have successfully in filled earlier programs in mineralised locations predicted by the initial program. The estimated grade correlates reasonably well with the input data given the nature of the mineralisation.**
	• *Whether the result appropriately reflects the Competent Person's view of the deposit.*	**The Mineral Resource estimate reflects the Competent Persons understanding of the Deposit.**
Audits or reviews.	• *The results of any audits or reviews of Mineral Resource estimates.*	**None undertaken**
Discussion of relative accuracy/ confidence	• *Where appropriate a statement of the relative accuracy and confidence level in the Mineral Resource estimate using an approach or procedure deemed appropriate by the Competent Person. For example, the application of statistical or geostatistical procedures to quantify the relative accuracy of the resource within stated confidence limits, or, if such an approach is not deemed appropriate, a qualitative discussion of the factors that could affect the relative accuracy and confidence of the estimate.*	**The mineral resource is volume constrained by the geological interpretation thus in a global sense there is no sensitivity. As would be expected there is sensitivity to the estimated resource grade related to be the top-cut applied with indication that grade could be influenced by 10 to 15% in the main mineralised zone. Whilst DataGeo is comfortable this the top-cut applied (based on what appears to be a distinct change in population statistics) the influence of the higher-grade needs additional review. The confidence in the mineral resource is defined by the classification adopted as per the guidelines of the 2012 JORC code.**
	• *The statement should specify whether it relates to global or local estimates, and, if local, state the relevant tonnages, which should be relevant to technical and economic evaluation. Documentation should include assumptions made and the procedures used.*	**The statement relates to global estimates of tonnes and grade.**
	• *These statements of relative accuracy and confidence of the estimate should be compared with production data, where available.*	**the previous production is according to a different data set and thus comparison at the estimate level is not appropriate.**

Great Western Drilling Data – Appendix 3

Hole_ID	Easting GDA94_z51	Northing GDA94_z51	Dip	Azimuth (magnetic)	RL	Total Depth (m)	From (m)	To (m)	Length (m)	Significant Intersections >1g/t Au
GWRC0107	321847	6866208	-60	360	515	150				*No Significant Intersection*
GWRC0108	321847	6866188	-60	360	515	192				*No Significant Intersection*
GWRC0109	321747	6866213	-60	360	515	138	73	77	4	4m at 2.70g/t Au from 73m
										incl 1m at 6.72g/t from 74m
							80	81	1	1m at 1.05g/t Au from 80m
							129	130	1	1m at 2.31g/t Au from 129m
GWRC0110	321667	6866238	-60	360	515	126	62	63	1	1m at 1.29g/t Au from 62m
							93	101	8	8m at 2.35g/t Au from 93m
										incl 1m at 5.1g/t from 100m
							113	114	1	1m at 2.55g/t Au from 113m
GWRC0111	321567	6866248	-60	360	515	120	69	72	3	3m at 1.09g/t Au from 69m
							93	94	1	1m at 2.08g/t Au from 93m
							105	106	1	1m at 1.2g/t Au from 105m
GWRC0112	321547	6866248	-60	360	515	120	90	92	2	2m at 3.56g/t Au from 90m
										incl 1m at 5.5g/t from 90m
GWRC0113	321527	6866228	-60	360	515	132				*No Significant Intersection*
GWRC0114	321437	6866238	-60	360	515	150	135	136	1	1m at 1.27g/t Au from 135m
GWRC0115	321397	6866238	-60	360	515	150	139	140	1	1m at 11g/t Au from 139m
GWRC0116	321197	6866328	-60	360	515	100				*No Significant Intersection*
GWRC0117	321197	6866308	-60	360	515	144				*No Significant Intersection*
GWRC0118	321807	6866228	-60	360	515	90	63	65	2	2m at 1.85g/t Au from 63m

Section 1: Sampling Techniques and Data

Criteria	JORC Code Explanation	Commentary
Sampling Technique	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 downhole 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.	RC drilling was used to collect samples on one metre intervals utilising an on-board cone splitter. Individual 1m samples of approximately 3kg were then sent to the laboratory where a 40gm subsample was taken for low level fire assay for gold. Historical exploration suggests there is a coarse gold effect that has at times produced some erratic results. Following the initial fire assay results, selected mineralised intervals were resubmitted for screen fire assay. No major discrepancies with the initial results were identified from this work.
Drilling	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).	All holes were drilled by reverse circulation (RC) technique using a reputable drilling contractor. Holes were completed using a 5.25-5.5 inch face sampling bit.
Drill Sample Recovery	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.	Recoveries were estimated between 80-100%. Recoveries for historical drilling are not recorded. There is no relationship between sample recovery and grade.

Logging	Whether core and chip samples have been geologically and geotechnical logged to a level of detail to support appropriate Mineral Resource estimation, mining studies and metallurgical studies. Whether logging is qualitative or quantitative in nature. Core (or costean/Trench, channel, etc) photography. The total length and percentage of the relevant intersections logged.	Each drilled metre was geologically logged for colour, mineralogy, lithology, alteration and veining.
Sub-sampling techniques and sample preparation	If core, whether cut or sawn and whether quarter, half or all core taken. If non-core, whether riffled, tube sampled, rotary split, etc and whether sampled wet or dry. For all sample types, the nature, quality and appropriateness of the sample preparation technique. Quality control procedures adopted for all sub-sampling stages to maximise representivity of samples. 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. Whether sample sizes are appropriate to the grain size of the material being sampled.	RC samples were collected through a rig mounted cone splitter. All samples were dry. Sample quality was maintained by monitoring sample volume and by cleaning the cyclone and splitter system on a regular basis. Field duplicates were taken and inserted into the sample run on a variable basis at a nominal average of 4% (1 in 25). Sample preparation was conducted at the contract laboratory. Samples were weighed, dried, then pulverised to 90% passing 75µm. Historical RC samples were collected at the rig using separate cyclone/riffle splitters or a rig mounted cyclone/splitters. Samples were dry. Detailed information on the QAQC for historic programs used was not available. Sample sizes are considered appropriate to represent the orogenic shear hosted quartz vein mineralisation style typical of the Eastern Goldfields, the thickness and consistency of mineralised intervals, sampling methodology and assay values of gold.
Quality of Assay Data and Laboratory Tests	The nature, quality and appropriateness of the assaying and laboratory procedures used and whether the technique is considered partial or total. 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. 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.	Samples were analysed at Bureau Veritas Laboratories in Kalgoorlie, Western Australia. The analytical technique used was a 40gm charge fire assay with gold grades read using AAS to a LLD of 0.01g/t Au. This technique is considered a total digestion and analysis. 6% QAQC samples were included in the sample run. Both field and internal laboratory standards and duplicates reported within expected tolerances. Selected mineralised intersections were resubmitted for screen fire assay to assess a potential coarse gold effect reported in historical exploration. A 500g pulverised sub sample was taken and sieved to -75µm. The entire coarse fraction and two 40g sub samples of the fine fraction were fire assayed and the weighted average calculated for the final grade. No major discrepancies with the initial results were identified from this work.
Verification of Sampling and Assaying	The verification of significant intersections by either independent or alternative company personnel. The use of twinned holes The verification of significant intersections by either independent or alternative company personnel. Discuss any adjustment to assay data	Significant intersections were verified in the field by a consultant geologist. Assay results were then checked by the geologist and selected samples from mineralised zones submitted for screen fire assay. No twin holes were drilled. Primary data was entered into excel spreadsheets. No adjustment has been made to the assay data.
Location of Data points	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	Drill hole collar positions were located using handheld GPS equipment to ~3m accuracy Holes were located in AGD84 and converted to GDA94. Historic drilling were located using AGD84 and have been converted to AGD94. Mine workings and the historic drill collar location support these locations. Downhole surveys were completed every 30-50m using a digital Reflex multi shot tool.
Data Spacing and Distribution	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.	Hole spacing used was nominally 20x20 or 20x40m spacing, though at times was irregular. No resources or reserves are being quoted from this drilling. No sample compositing has been applied.
Orientation of Data in Relation to Geological Structure	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.	Historic drilling has defined a steeply dipping east-west rending mineralised zone. Drill holes were oriented to the north (360° magnetic) at an declination of -60° and is considered appropriate for an orthogonal test of the targeted mineralisation. No orientation based sampling bias has been identified in the data.

Sample Security	The measures taken to ensure sample security.	All samples were collected by the Company's consultant, stored on site in a secured location and delivered directly by the consultant to the assay laboratory.
Audits or Reviews	The results of any audits or reviews of sampling techniques and data.	No independent audits or review has been undertaken at this stage.

Section 2 Reporting of Exploration Results		
Mineral Tenement and Land Tenure Status	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.	The Great Western Project tenure comprises one granted Mining Licence held 100% by Terrain Minerals Limited.
Exploration Done by Other Parties	Acknowledgment and appraisal of exploration by other parties.	Historical production from the main-reef line commenced in 1896 and ceased in 1940, during which time 12,121 ounces of gold was produced from 27,095 tons at an average grade of 13.7g/t. Since 1980 exploration has been undertaken by various companies and individuals, including BF Anderson and C R Young, Balmoral Resources NL, V Taylor, Stonyfell Mining NL, P D Green, Kanowna Lights Ltd. More recently Terrain Minerals Ltd undertook exploration from 2007-2011 and Bligh Resources from 2011-2014 before the projected was returbed to Terrain Minerals.
Geology	Deposit type, geological setting and style of mineralisation.	The Great Western Project is interpreted to comprise structurally controlled mesothermal quartz veining related to a shear zone at the contact of basalts and granites.
Drill Hole Information	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: • 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.	For drilling recently completed refer table in body of report. For historical drilling by Terrain refer to previous ASX releases
Data Aggregation Methods	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. 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. The assumptions used for any reporting of metal equivalent values should be clearly stated.	Significant RC result intersections have been reported using a 1.0g/t Au lower cut-off with a maximum of 2m internal dilution, with assays weighted by their composite sample length. No upper cut off grade has been used. Only intercepts with values greater than 1.0g/t Au are shown in Table 1.
Relationship Between Mineralisation Widths and Intercept Lengths	These relationships are particularly important in the reporting of Exploration Results If the geometry of the mineralisation with respect to the drill hole angle is known, its nature should be reported. If it is not known and only the down hole lengths are reported, there should be a clear statement to this effect (eg	Mineralised intervals are down-hole lengths only. Drill holes were angled to the north, which is approximately perpendicular to the orientation of mineralisation and well defined from historic drilling. The true width of mineralisation is approximate 75-90% of downhole intersection.

	'down hole length, true width not known').	
Diagrams	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.	Relevant diagrams are included in the main body of text and previous ASX releases.
Balanced Reporting	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.	All results have been reported.
Other Substantive Exploration Data	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.	All interpretations are consistent with observations made with historic exploration and mining at the Project.
Further Work	The nature and scale of planned further work (eg tests for lateral extensions or large scale step out drilling. Diagrams clearly highlighting the areas of possible extensions, including the main geological interpretations and future drilling areas, provided this information is not commercially sensitive.	No further drilling is immediately planned at this stage. A review of the existing resource will be undertaken to bring it up to JORC 2012 compliance. The recent drilling may be incorporated into this update. Following this broader spaced drilling is planned to test extensions to the known mineralisation and further extensional drilling around the existing resource may be warranted.

Competent Person Statements

Gimlet E36/1740 & Rembrandt Information:

The information in this Announcement that relates to Exploration Results was compiled by Mr Robert Jewson, who is a member of the Australian Institute of Geoscientists, and a consultant to Terrain Minerals limited. Mr Jewson has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity being undertaken to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Minerals Resources and Ore Reserves'. Mr Jewson consents to the inclusion in the Report of the matters based on his information in the form and context in which it appears.

- *Mr Jewson is a shareholder and a director of Rembrandt Mining Pty Ltd.*

Great Western M37/54 JORC Update:

The information in this report which relates to the Mineral Resource estimate for the Great Western Deposit is based on and accurately reflect a report prepared by Peter Ball in August 2015. 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 (2012 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.

Great Western Stage One Drilling Information:

The information in this report that relates to Exploration Results is based on information compiled by Mr. G. Purcell, who is a Member of the Australian Institute of Geoscientists and a consultant to Terrain Minerals Limited. Mr Purcell 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 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr. Purcell consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

Rule 5.3

Appendix 5B

Mining exploration entity quarterly report

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

Name of entity

TERRAIN MINERALS LIMITED

ABN	Quarter ended ("current quarter")
45 116 153 514	30 September 2015

Consolidated statement of cash flows

	Cash flows related to operating activities	Current quarter $A'000	Year to date (3 months) $A'000
1.1	Receipts from product sales and related debtors	-	-
1.2	Payments for (a) exploration & evaluation	(56)	(56)
	(b) development	-	-
	(c) production	-	-
	(d) administration	(130)	(130)
1.3	Dividends received	-	-
1.4	Interest and other items of a similar nature received	2	2
1.5	Interest and other costs of finance paid	-	-
1.6	Income taxes paid	-	-
1.7	Other	-	-
	Net Operating Cash Flows	(184)	(184)
	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	-	-
	(b) equity investments	-	-
	(c) motor vehicle	-	-
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)	(184)	(184)

+ See chapter 19 for defined terms.

1.13	Total operating and investing cash flows (brought forward)	(184)	(184)
	Cash flows related to financing activities		
1.14	Proceeds from issues of shares, options, etc.	-	-
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 - payment for capital raising costs	-	-
	Net financing cash flows	-	-
	Net increase (decrease) in cash held	(184)	(184)
1.20	Cash at beginning of quarter/year to date	711	711
1.21	Exchange rate adjustments to item 1.20	-	-
1.22	**Cash at end of quarter**	527	527

Cash raised since end of quarter	300
Cash at 13 October 2015	**827**

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	45
1.24	Aggregate amount of loans to the parties included in item 1.10	-

1.25 Explanation necessary for an understanding of the transactions

1.23 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

Due to default settlement, Terrain is entitled to 4,000,000 fully paid ordinary shares in Bligh Resources with a 14 month convertible note with a conversion price of $0.05.
Note: converts to $200,000 cash at 28th November 2015, not shares.
Note: Terrain has notified Bligh Resources that it will not convert and that cash is due on expiry. Bligh have acknowledged this instruction.
Additionally, 400,000 shares were in lieu of interest on the convertible note which has a value of $20,000 at $0.05 which have been issued to Terrain Minerals Limited.

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

+ See chapter 19 for defined terms.

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	65
4.2	Development	-
4.3	Production	-
4.4	Administration	100
	Total	**165**

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	56	61
5.2	Deposits at call	471	650
5.3	Bank overdraft		
5.4	Other (provide details)		
	Total: Cash at end of quarter (item 1.22)	527	711

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	Refer Table on Page 5			
6.2	Interests in mining tenements acquired or increased				

+ See chapter 19 for defined terms.

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		Fully Paid
7.4	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs				
7.5	**+Convertible debt securities** (*description)*	-	-		
7.6	Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted	-	-		
7.7	**Options** *(description and conversion factor)*	16,400,000 12,000,000 6,000,000	16,400,000 12,000,000 6,000,000	*Exercise price* $0.0078 $0.0044 $0.03	*Expiry date* 1 December 2016 24 November 2019 1 August 2018
7.8	Issued during quarter	6,000,000	-	$0.03	1 August 2018
7.9	Exercised during quarter				
7.10	Expired during quarter				
7.11	**Debentures** *(totals only)*	-	-		
7.12	**Unsecured notes** *(totals only)*	-	-		

+ See chapter 19 for defined terms.

Schedule of Exploration Tenements held as at 30 June 2015 - Listing Rule 5.3.3

Interests in Mining Tenements

Project/Tenements	Location	Held at end of quarter	Acquired/Disposed during the quarter	Disposed during the quarter
Gimlet E63/1740	Western Australia	100% [1]		-
Great Western ML 37/0054	Western Australia	100%	-	-

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

Note 1 - Gimlet E63/1740 project was introduced under a finder's fee arrangement by Mr A Taylor and Mr P Gianni under the following joint venture terms 10% free carry until the completion of preliminary feasibility study over any area within the tenement.

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.

2 This statement does /~~does not~~ give a true and fair view of the matters disclosed.

Sign here: ..... Date: 23 October 2015
(~~Director~~/Company secretary)

Print name: Damian Delaney

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.

+ See chapter 19 for defined terms.