

Maximus Resources Ltd ABN 74 111 977

SUMMARY

SOUTH AUSTRALIA

MILLERS CREEK PROJECT

- ▶ *Negotiations continue on the preparation of Farm-in Joint Venture Agreement with Monax Alliance.*
- ▶ *Resources Exploration Access Permit application submitted to Department of Defence for access to tenements and proposed drill site for a seven year period.*
- ▶ *Received final signed copy of Native Title Exploration Agreement over proposed drill sites.*

ADELAIDE HILLS

- ▶ *Shares acquired in Terramin forming part of the sale package of Adelaide Hills tenements released from Escrow and sold in off-market transaction realising \$1.6 million.*

NORTHERN GAWLER CRATON

- ▶ *Commenced planning of geophysical survey on main target zone coincident with copper gold mineralisation at Welbourn Hill.*
- ▶ *Access requirements initiated in preparation of on-ground exploration program.*

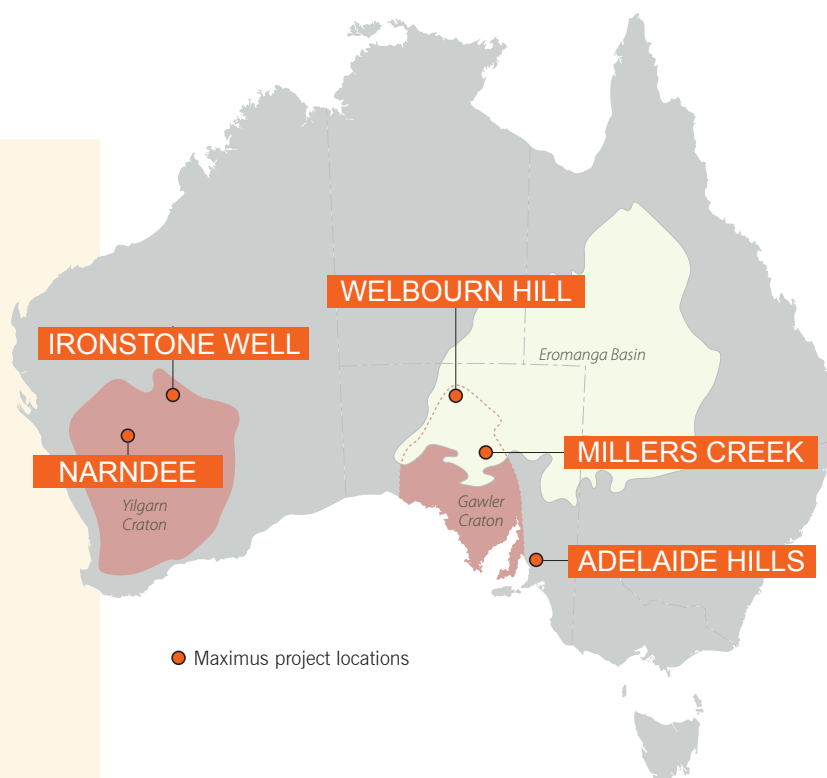


Figure 1 Location of Maximus Projects.

WESTERN AUSTRALIA

NARNDÉE PROJECT

- ▶ *Plans progressed for EM survey on wider footprint in new year to test extent of mineralisation zone.*
- ▶ *Documentation for the transfer of nine tenements to MXR submitted to office of State Revenue in Western Australia remain outstanding.*

DEVELOPMENT AND EXPLORATION ACTIVITIES

SOUTH AUSTRALIA

MILLERS CREEK COPPER, GOLD URANIUM PROJECT

Maximus 100%

Progress continued on preparations for the planned exploration program on the highest priority target within the Millers Creek project area, at Olliffes Dam.

Following a review of the access requirements to the Woomera Prohibited Area (encompassing the MXR tenements) by the Federal Government and Department of Defence, a Resources Exploration Access Permit application (replacing the current Deed of Access [Exploration]) was submitted to the Department of Defence in December. The renewed Access permit covers the tenements for a period of seven years.

Following the on-ground heritage survey earlier in the year, the Agreement between the Arabana people and Maximus was signed and submitted to the Mining Registrar to register the document. The stamped document was received during the quarter which allows the Department of State Development (DSD) to approve future exploration programs.

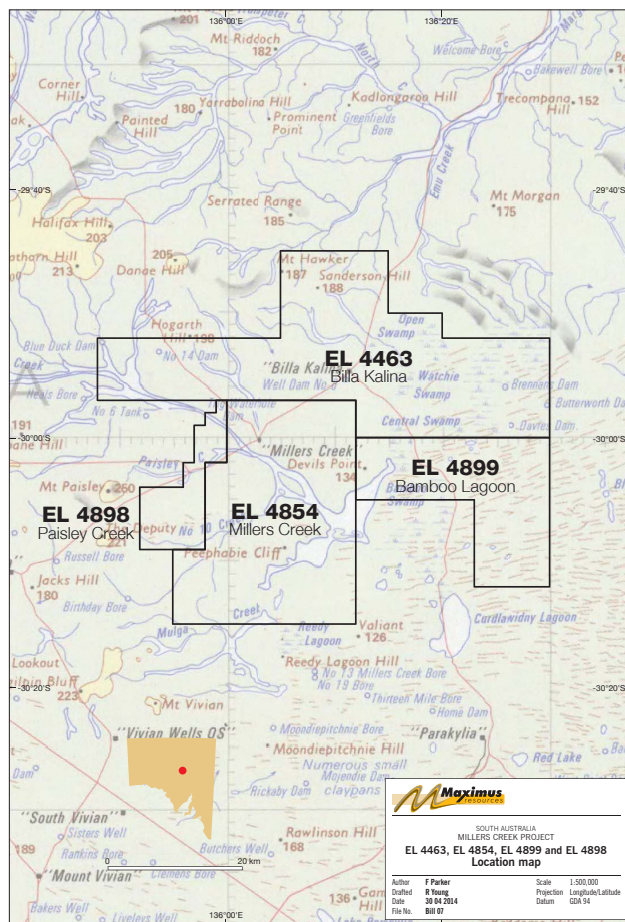


Figure 2 Location of the Millers Creek Project tenement areas.

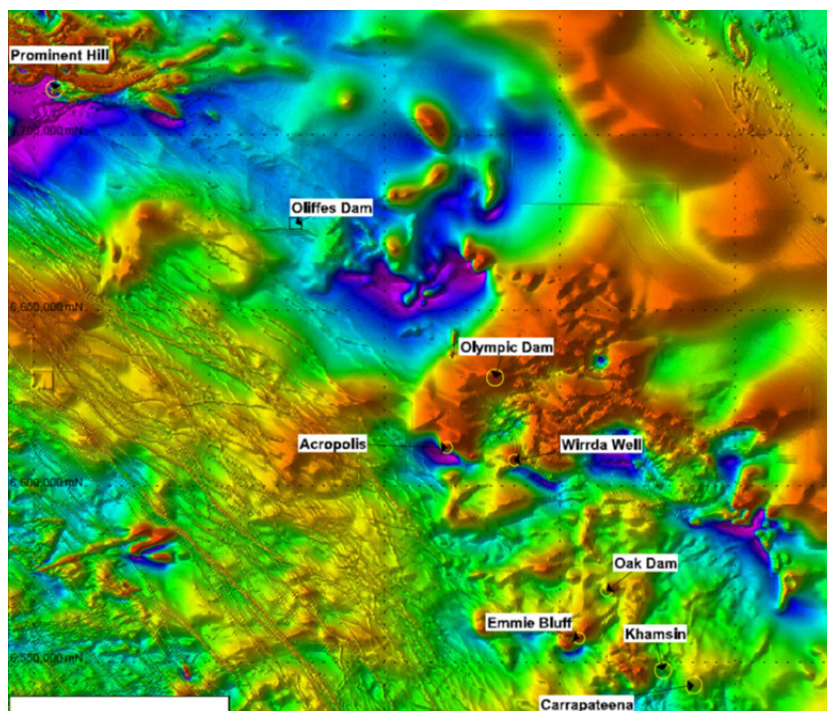


Figure 3 TMI image of IOCG mines in Millers Creek area and Olliffes Dam drill target.

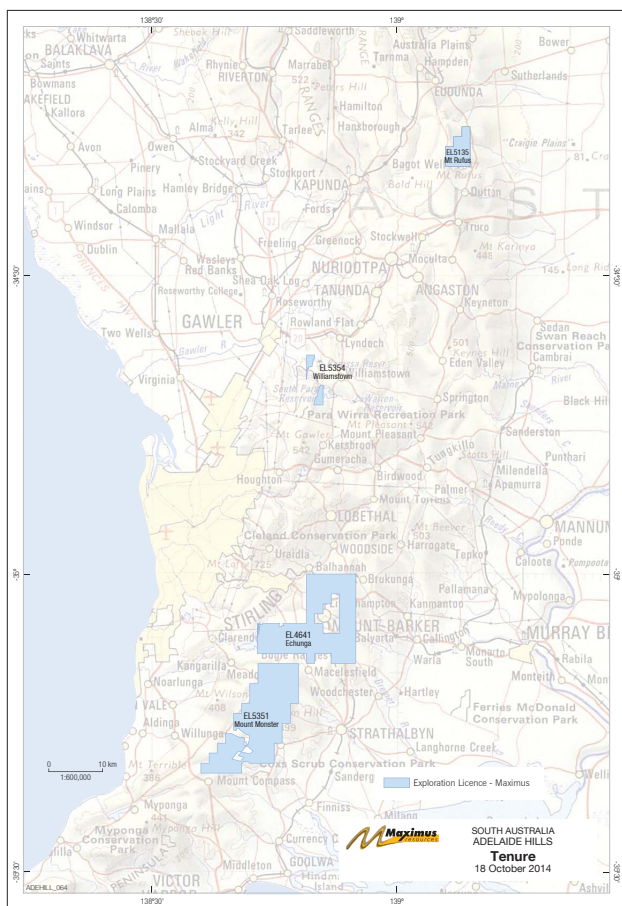


Figure 4 Adelaide Hills Gold Province tenements.

ADELAIDE HILLS PROJECT

100% Maximus

Limited progress was made on discussions with Diamond Resources Ltd in relation to a potential JV on the Echunga tenement due to availability of personnel. Diamond Resources has indicated continued interest in pursuing the opportunity to investigate the tenement, and plans to follow-up on due diligence on the tenement should it intend proceeding with the JV.

NORTHERN GAWLER CRATON PROJECT

WELBOURN HILL and NICHOLSON TARGETS

Maximus 100%

The Northern Gawler Craton Project consists of two granted tenements, Welbourn Hill (EL 5248) and Nicholson Hill (EL 5247) located along the northern margins of the Gawler Craton in the Marla region of South Australia covering an area totalling 439 km² (Figure 5).

Work commenced on the detailed review of all available information, including previous drill information to provide further detail on the proposed exploration program and provide the detailed layout for the recommended airborne geophysics program. Land owner and traditional owner notifications were prepared and distributed early in 2015.

The current plan involves commencing the survey in March/April 2015, with exploration targeting large potential copper gold mineralised zones.

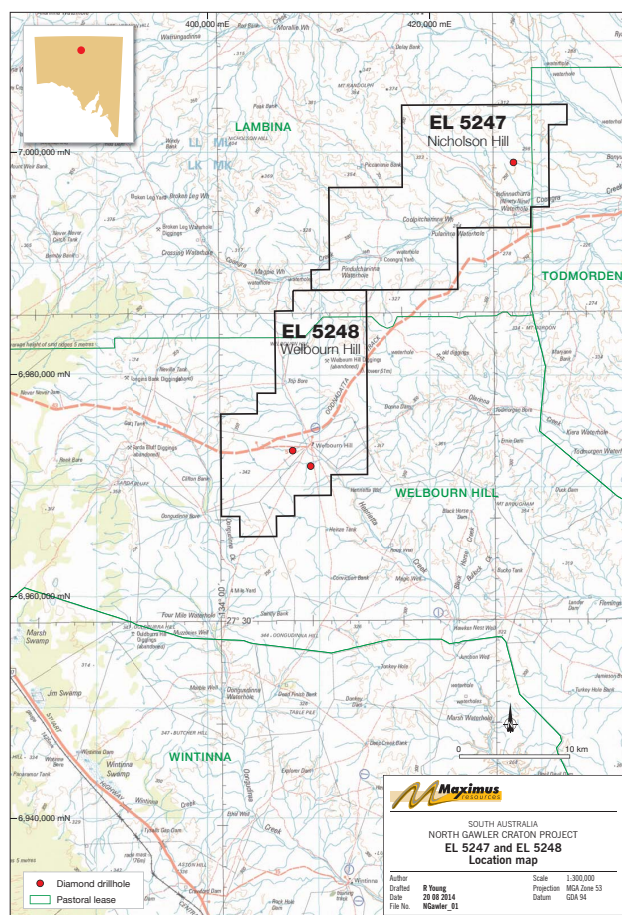


Figure 5 Location of the North Gawler Craton Project area.

NARNDEE PROJECT

Maximus 100%

Following further encouraging assay results from the drilling program undertaken on E59/908 earlier in the year, a detailed review of the structural geology mapped during logging of the rock chips is currently being undertaken. A comparison is being undertaken of the geological models of nearby copper/gold projects to determine if the stratigraphy logged during MXR's drill programs compares favourably with other projects, which will further add confidence in the preliminary geological model and exploration results to-date. This information will also aid in determining the extent of the proposed EM survey to be undertaken on the target area. This additional survey should assist in identifying new drill targets, prior to committing to undertake more expensive drilling activities.

Once the final survey program is developed, access requirements including notifying the land holder and Traditional owners shall be finalised. The survey, originally planned to be undertake during the December quarter, 2014 was delayed pending collation and analysis of this more recent information. Plans are being prepared to complete the EM survey in March 2015.

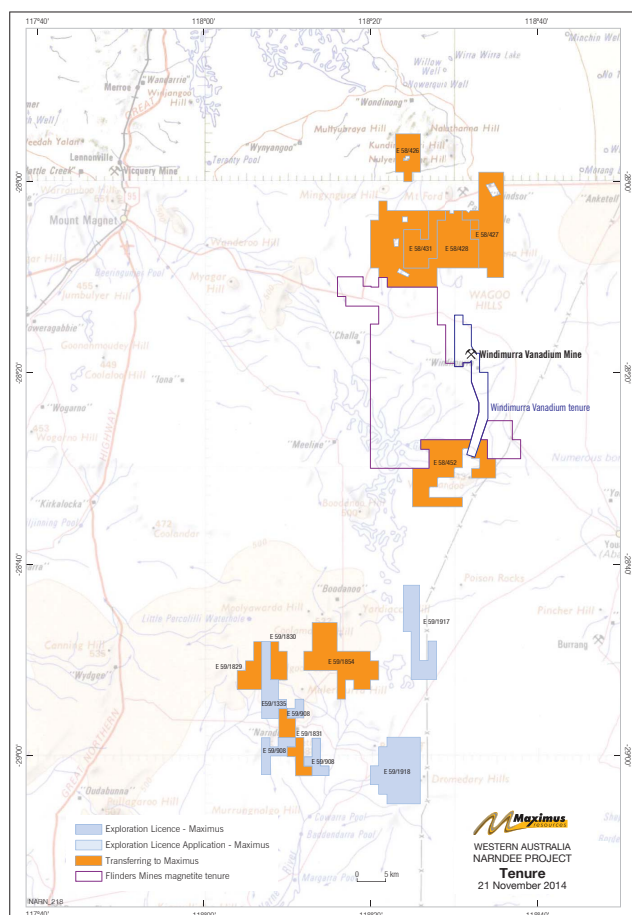


Figure 6 *Location of the Narndee Project tenement areas.*

Work has commenced on assessing and prioritising the previously identified 18 high priority targets developed by the company across the Narndee tenement holding. Several of these high priority targets have previously been tested by Maximus using ground based geophysics and RC drilling, and the plan is to test the remaining targets during the year.

YANDAL PROJECT

20%/ 100% Iron ore rights

The Yandal project area (known as Ironstone Well) comprises two tenement packages situated near Wiluna and located within the highly prospective Yandal Greenstone Belt (Figure 7) in Western Australia.

The Company retains a 20% interest in the iron ore rights under the Flushing Meadows Agreement with Orex Mining Pty Ltd (Orex) and a royalty interest on gold production by Orex.

Maximus retains 100% of the Iron ore rights on E53/1223.

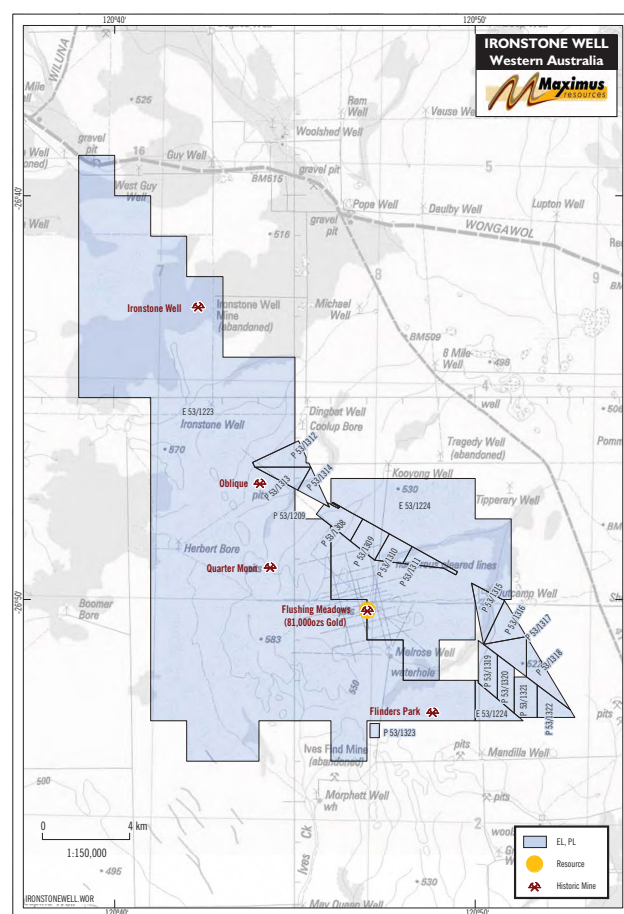


Figure 7 Location of Yandal (Ironstone Well) tenements.

CORPORATE

Millers Creek Project

Negotiations continued throughout the quarter in an effort to finalise the Farm-in Agreement to facilitate drilling of the high priority targets early in the new year. A large majority of the Farm-in Agreement has been agreed, with only minor clarifications on detail required. The Farm-in Agreement creates the next level of contractual agreement with Monax Alliance, allowing drilling to be conducted on the MXR tenements.

Once the Farm-in Agreement is finalised, it is anticipated that rapid progress will be made towards commencement of drilling in Q1 (see figure 3), 2015.

Narndee Tenement holding

Following agreement with a Western Australian based private company, Gold & Mineral Resources (G&MR) to acquire a package of nine tenements in the Mt Magnet region (Narndee tenement field) in Western Australia, transfer documents were submitted to the DMP in Western Australia. To-date confirmation of the transfer has not been received, so no activities have been conducted on-ground. It is anticipated that the transfer process should be completed in the first half of 2015.

No royalty or trailing payments apply to the nine tenements secured from G&MR.

Adelaide Hills

In November 2013, Maximus received 25 million FPO shares in Terramin Australia as part of the sales contract for the Adelaide Hills tenements sale package. These shares were released from escrow (holding lock) on 5 November 2014 and an off-market sale completed on 6 November to representatives of the board and senior management of Terramin Australia. The sale price was determined using the five day volume weighted average price (VWAP) method realising \$1.602 million to Maximus.

Funds received to date from the Adelaide Hills tenement sale total \$3.1 million, with two contingent payments remaining totalling \$2 million based on project approval and commencement of bullion production.

Maximus also receive a royalty on gold production in addition to upfront funds.



Kevin Malaxos

Managing Director

23 January 2015

For further information please contact:

Maximus Resources Limited, on 08 7324 3172, or

Investor relations:

Mr Duncan Gordon, Adelaide Equity Partners, on 08 8232 8800 or 0404 006 444

Further information relating to Maximus Resources Limited and its various projects can be found on its website:

www.maximusresources.com

The information in this report that relates to Exploration Results, Mineral Resources or Ore Reserves is based on information compiled by Mr Kevin Malaxos who is a Member of the Australasian Institute of Mining and Metallurgy, and who has sufficient experience relevant to the style of mineralisation, the type of deposit under consideration, and the activities being undertaking, to qualify as a Competent Person as defined in the 2004 Edition of the Australasian Code for Reporting of Exploration results, Mineral Resources and Ore Reserves (the JORC Code). This report is issued in the form and context in which it appears with the written consent of the Competent Person.

Appendix 5B

Mining exploration entity quarterly report

Introduced 1/7/96. Origin: Appendix 8. Amended 1/7/97, 1/7/98, 30/9/2001, 01/06/10.

Name of entity

Maximus Resources Limited

ABN

74 111 977 354

Quarter ended ("current quarter")

31 December 2014

Consolidated statement of cash flows

Cash flows related to operating activities		Current quarter \$A'000	Year to date (6 months) \$A'000
1.1	Receipts from product sales and related debtors	-	-
1.2	Payments for		
	(a) exploration & evaluation	(56)	(346)
	(b) development	-	-
	(c) production	-	-
	(d) administration	(256)	(410)
	(e) professional fees	(4)	(4)
1.3	Dividends received	-	-
1.4	Interest and other items of a similar nature received	4	10
1.5	Interest and other costs of finance paid	-	-
1.6	Income taxes paid	-	-
Net Operating Cash Flows		(312)	(750)
Cash flows related to investing activities			
1.8	Payment for purchases of:		
	(a) prospects	-	-
	(b) equity investments	-	-
	(c) other fixed assets	-	-
1.9	Proceeds from sale of:		
	(a) Terramin Shares	1,603	1,603
	(b) other fixed assets	-	-
		-	-
1.10	Loans to other entities	-	-
1.11	Loans repaid by other entities	-	-
1.12	Other (provide details if material)		
	- Environmental Bond monies (Sellheim)	-	-
Net investing cash flows		1,603	1,603
1.13	Total operating and investing cash flows (carried forward)	1,291	853

+ See chapter 19 for defined terms.

Appendix 5B
Mining exploration entity quarterly report

1.13	Total operating and investing cash flows (brought forward)	1,291	853
	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	Transaction costs relating to issues	-	-
	Net financing cash flows	-	-
	Net increase (decrease) in cash held	1,291	853
1.20	Cash at beginning of quarter/year to date	187	625
1.21	Exchange rate adjustments to item 1.20	-	-
1.22	Cash at end of quarter	1,478	1,478

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	\$137
1.24	Aggregate amount of loans to the parties included in item 1.10	-

1.25 Explanation necessary for an understanding of the transactions

Director Fees \$117,477
Legal Fees (Minter Ellison): \$19,804

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

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

+ 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	150
4.2 Development	-
4.3 Production	-
4.4 Administration	180
Total	330

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	193	2
5.2 Deposits at call	1,285	185
5.3 Bank overdraft		
5.4 Other (provide details)		
Total: cash at end of quarter (item 1.22)	1,478	187

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	E58/356	lapsed	100%	Nil
6.2 Interests in mining tenements acquired or increased				

+ See chapter 19 for defined terms.

Appendix 5B
Mining exploration entity quarterly report

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 <i>(description)</i>				
7.2	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs, redemptions				
7.3	*Ordinary securities	870,376,390	870,376,390		
7.4	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs				
7.5	*Convertible debt securities <i>(description)</i>				
7.6	Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted				
7.7	Options <i>(description and conversion factor)</i>	96,084,611		Exercise price of \$0.02 expiring on 30 April 2015	
7.8	Issued during quarter				
7.9	Exercised during quarter				
7.10	Expired during quarter				
7.11	Debentures <i>(totals only)</i>				
7.12	Unsecured notes <i>(totals only)</i>				

+ See chapter 19 for defined terms.

Compliance statement

- 1 This statement has been prepared under accounting policies which comply with accounting standards as defined in the Corporations Act or other standards acceptable to ASX (see note 4).
- 2 This statement does give a true and fair view of the matters disclosed.



Sign here: (Company Secretary)

Date: 23 January 2015

Print name: Rajita Alwis

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 1022: Accounting for Extractive Industries* and *AASB 1026: Statement of Cash Flows* apply to this report.
- 5 **Accounting Standards** ASX will accept, for example, the use of International Accounting 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.

MAXIMUS RESOURCES LIMITED - TENEMENT SCHEDULE

Tenement Number	Tenement Name	Registered Holder/Applicant	Maximus Resources interest
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WESTERN AUSTRALIA

NARNDÉE PROJECT

E59/908	Narndee	Maximus Resources Ltd	100%
E59/1335	4 Corner Bore	Maximus Resources Ltd	100%
E59/1917	Bricky Bore	Maximus Resources Ltd	100%
E59/1918	Dromedary Hill	Maximus Resources Ltd	100%

SOUTH AUSTRALIA

ADELAIDE HILLS PROJECT

EL 4641	Echunga	Maximus Resources Ltd	100%
EL 5351	Mount Monster	Maximus Resources Ltd	100%
EL 5354	Williamstown	Maximus Resources Ltd	100%
EL5135	Mount Rufus	Maximus Resources Ltd	100%

MILLERS CREEK PROJECT

EL 4463	Billa Kalina	Maximus Resources Ltd	100%
EL4899	Bamboo Lagoon	Maximus Resources Ltd	100%
EL 4854	Millers Creek	Maximus Resources Ltd	100%
EL 4898	Paisley Creek	Maximus Resources Ltd	100%

NORTHERN GAWLER CRATON PROJECT

EL 5247	Nicholson Hill	Maximus Resources Ltd	100%
EL 5248	Welbourn Hill	Maximus Resources Ltd	100%