

## Appendix 5B

Rule 5.3

### Mining exploration entity quarterly report

Introduced 1/7/96. Origin: Appendix 8. Amended 1/7/97, 1/7/98, 30/9/2001, 01/06/2010, 17/12/2010, 01/05/2013

**FOYSON RESOURCES LIMITED**

**ABN 23 003 669 163**

Quarter ended ("current quarter")

**30-Jun-15**

Consolidated statement of cash flows		Current quarter \$A'000	Year to date 12 Months \$A'000
<b>Cash flows related to operating activities</b>			
1.1 Receipts from product sales and related debtors		-	-
1.2 Payments for	(a) exploration and evaluation	(22)	(317)
	(b) development	-	-
	(c) production	-	-
	(d) administration including IGE transation costs	(318)	(1,299)
1.3 Dividends received		-	-
1.4 Interest and other items of a similar nature received		-	4
1.5 Interest and other costs of finance paid		-	(50)
1.6 Income taxes paid		-	-
1.7 Other (provide details if material)	(a) R&D refund & Other	-	748
<b>Net Operating Cash Flows</b>		<b>(340)</b>	<b>(914)</b>
<b>Cash flows related to investing activities</b>			
1.8 Payment for purchases of:	(a) prospects - Acquisition of Titan Mines Ltd - Amazon Bay	-	(150)
	(b) equity investments	-	-
	(c) other fixed assets	-	(1)
1.9 Proceeds from sale of:	(a) prospects - Myrtle Springs Tenement	-	-
	(b) equity investments	-	-
	(c) other fixed assets	-	-
1.10 Loans to other entities		-	-
1.11 Loans repaid by other entities		-	-
1.12 Other (provide details if material)		-	-
<b>Net investing cash flows</b>		<b>-</b>	<b>(151)</b>
<b>1.13 Total operating and investing cash flows (carried forward)</b>		<b>(340)</b>	<b>(1,065)</b>
<b>Cash flows related to financing activities</b>			
1.14 Proceeds from issues of shares, options, etc.		-	337
1.15 Proceeds from sale of forfeited shares		-	-
1.16 Proceeds from borrowings		450	1,000
1.17 Repayment of borrowings		-	-
1.18 Dividends paid		-	-
1.19 Other		-	-
<b>Net financing cash flows</b>		<b>450</b>	<b>1,337</b>
<b>Net increase (decrease) in cash held</b>		<b>110</b>	<b>272</b>
1.20 Cash at beginning of quarter/year to date		195	33
1.21 Exchange rate adjustments to item 1.20		-	-
<b>1.22 Cash at end of quarter</b>		<b>305</b>	<b>305</b>
<b>Payments to directors of the entity and associates of the directors</b>		<b>Current quarter</b>	
<b>Payments to related entities of the entity and associates of the related entities</b>		<b>\$A'000</b>	
1.23 Aggregate amount of payments to the parties included in item 1.2 (a) & (d)		-	
1.24 Aggregate amount of payments to the parties included in item 1.8		-	
1.25 Explanation necessary for an understanding of the transactions			
<b>Non-cash financing and investing activities</b>			
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			
Part conversion of TVI Pacific Loan - 84,611,264 ordinary shares and 84,611,264 options issued to reduce the debt by \$211,528. Issue of 199,817,582 ordinary shares and 199,817,582 options issued to CPN holders to reduce promissory notes by \$579,471. Approved at EGM held 31 March 2015.			
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			
<b>Financing facilities available</b>		<b>Available \$A'000</b>	<b>Amount Used \$A'000</b>
3.1 Loan facilities		Nil	Nil
3.2 Credit standby arrangements		Nil	Nil
<b>Estimated cash outflows for next quarter</b>		<b>\$A'000</b>	
4.1 Exploration and evaluation expenditure		100	
4.2 Development		-	
4.3 Production		-	
4.4 Corporate expenses (including IGE transaction costs)		650	
<b>Total</b>		<b>750</b>	

**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	Previous quarter
	\$A'000	\$A'000
5.1 Cash on hand and at bank	288	178
5.2 Deposits at call	-	-
5.3 Bank overdraft	-	-
5.4 Other - term deposits and trust account	17	17
<b>Total cash at end of quarter (item 1.22)</b>	<b>305</b>	<b>195</b>

**Changes in interests in mining tenements**

	Tenement reference	Nature of interest	Interest at beginning of quarter	Interest at end of quarter
6.1 Interests in mining tenements relinquished, lapsed or reduced	NIL	NIL	NIL	NIL
6.2 Interests in mining tenements acquired or increased	NIL	NIL	NIL	NIL

**Summary of interests in mining tenements**

Project	Tenement reference	Interest at end of quarter
Amazon Bay	EL 1396	90%
Amazon Bay North	EL 2149	100%
Maruta	EL 2281	100%

**Issued and quoted securities at end of current quarter**

	Total number	Number quoted	Issue price per security	Amount paid up per security
7.1 <b>Preference securities</b> (Unlisted Converting Redeemable Preference Shares)	<b>33,333,333</b>	<b>N/A</b>		
7.2 Changes during quarter	-	-	-	-
7.3 <b>Ordinary securities on issue at start of quarter</b>	<b>1,051,402,335</b>	<b>1,051,402,335</b>		
7.4 Changes during quarter				
(a) Increases through issues	284,428,846	284,428,846	0.0025/0.0029	0.0025./0.0029
(b) Decreases through returns of capital, buy-backs	-	-		
<b>Ordinary shares at end of quarter</b>	<b>1,335,831,181</b>	<b>1,335,831,181</b>		
7.5 <b>Convertible debt securities at start of quarter</b>	<b>550,000</b>	<b>N/A</b>		
7.6 Changes during quarter				
(a) Increases through issues	450,000	N/A	\$1.00	\$1.00
(b) Decreases through securities matured, converted	579,471	-		
<b>Convertible debt securities at end of quarter</b>	<b>420,529</b>	<b>-</b>		

**7.7 Options**

Conversion factor	Total Number	Number Quoted	Exercise price	Expiry Date
1 share for 1 option	5,000,000	N/A	\$0.120	31-12-2015
1 share for 1 option	6,500,000	N/A	\$0.060	30-09-2016
1 share for 1 option	4,557,019	N/A	\$0.040	30-06-2017
1 share for 1 option	4,557,019	N/A	\$0.050	30-06-2017
1 share for 1 option	4,557,019	N/A	\$0.050	30-06-2018
1 share for 1 option	4,557,019	N/A	\$0.070	30-06-2018
1 share for 1 option	284,428,846	N/A	\$0.008	30-12-2019
	<b>314,156,922</b>			

**7.8 Issued during quarter**

1 share for 1 option	284,428,846	N/A	\$0.008	30-12-2019
----------------------	-------------	-----	---------	------------

**7.9 Expired during quarter**

1 share for 1 option	1,329	N/A	\$0.137	31-05-2015
----------------------	-------	-----	---------	------------

**7.10 Exercised during quarter**

	None			
--	------	--	--	--

**7.11 Debentures**

	-	-
--	---	---

**7.12 Unsecured notes**

	-	-
--	---	---

**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 give a true and fair view of the matters disclosed.

Signature:



Date:

31-07-15

Company Secretary

Print name:

Aliceson Rourke