

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

SIPA RESOURCES LIMITED

ABN

26 009 448 980

Quarter ended ("current quarter")

31 March 2016

Consolidated statement of cash flows

Cash flows related to operating activities		Current quarter \$A'ooo	Year to date (9 months) \$A'ooo
1.1	Receipts from product sales and related debtors		-
1.2	Payments for (a) exploration & evaluation	(497)	(3,466)
	(b) development	-	-
	(c) production	-	-
	(d) administration	(243)	(586)
1.3	Dividends received	-	-
1.4	Interest and other items of a similar nature received	17	77
1.5	Interest and other costs of finance paid	-	-
1.6	Income taxes paid	-	-
1.7	Other (provide details if material)		
	- Other sundry income	2	15
Net Operating Cash Flows		(721)	(3,960)
Cash flows related to investing activities			
1.8	Payment for purchases of: (a) prospects	-	-
	(b) equity investments	-	-
	(c) other fixed assets	(21)	(21)
1.9	Proceeds from sale of: (a) prospects	-	-
	(b) equity investments	-	-
	(c) other fixed assets	-	-
1.10	Loans to other entities	-	-
1.11	Loans repaid by other entities	-	-
1.12	Other (provide details if material)	-	20
Net investing cash flows		(21)	(1)
1.13	Total operating and investing cash flows (carried forward)	(742)	(3,961)

+ See chapter 19 for defined terms.

1.13	Total operating and investing cash flows (brought forward)	(742)	(3,961)
	Cash flows related to financing activities		
1.14	Proceeds from issues of shares, options, etc.	-	138
1.15	Proceeds from sale of forfeited shares	-	-
1.16	Proceeds from borrowings	-	-
1.17	Repayment of borrowings	-	-
1.18	Dividends paid	-	-
1.19	Other (provide details if material) – share issue costs	-	(2)
	Net financing cash flows	-	136
	Net increase (decrease) in cash held	(742)	(3,825)
1.20	Cash at beginning of quarter/year to date	3,150	6,233
1.21	Exchange rate adjustments to item 1.20	-	-
1.22	Cash at end of quarter	2,408	2,408

* Cash has been adjusted to include consolidated entity previously accounted for using the equity method. Refer Item 5 for reconciliation.

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	125
1.24	Aggregate amount of loans to the parties included in item 1.10	-
1.25	Explanation necessary for an understanding of the transactions	

Payment for remuneration of directors.

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

NIL

- 2.2 Details of outlays made by other entities to establish or increase their share in projects in which the reporting entity has an interest

NIL

Financing facilities available

Add notes as necessary for an understanding of the position.

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

+ See chapter 19 for defined terms.

Estimated cash outflows for next quarter

	\$A'000
4.1 Exploration and evaluation	1,100
4.2 Development	-
4.3 Production	-
4.4 Administration	190
Total	1,290

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	858	900
5.2	Deposits at call	1,550	2,250
5.3	Bank overdraft	-	-
5.4	Other (provide details) -	-	-
	Subtotal as reported in 30 June 2015 5B		
Total: cash at end of quarter (item 1.22)		2,408	3,150

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	EL1272	100%	0%
		EL1273	100%	0%
6.2	Interests in mining tenements acquired or increased	E45/4697 E45/3599*	0% 0%	100% 0%*

* During the quarter, Sipa announced it had executed a term sheet for a Farm-in and Joint Venture Agreement with Ming Gold Limited ("Ming") to earn up to 80% in Ming's Great Sandy Copper - Gold project (E45/3599), for expenditure of \$3 million over 4 years. The tenement is adjacent to Sipa's recently pegged Anketell tenement (ELA45/4697), both of which will comprise the Paterson North Project.

+ 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 <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	704,863,006	704,863,006		
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>	-	-	Exercise price	Expiry date
7.8 Issued during quarter	NIL	NIL	Exercise price	Expiry date
7.9 Exercised during quarter	NIL	NIL	Exercise price	Expiry date
7.10 Expired during quarter	NIL	NIL	Exercise price	Expiry date
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 ~~/does not*~~ *(delete one)* give a true and fair view of the matters disclosed.

Sign here:  Date: 28 April 2016
(~~Director~~/Company secretary)

Print name:Tara Robson.....

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.

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APPENDIX – ASX LISTING RULE 5.3.3

Mining Tenements Acquired during Quarter:

Tenement reference	Project	Nature of interest	Beneficial Interest at beginning of quarter	Beneficial Interest at end of quarter
E45/4697 E45/3599*	Paterson North Paterson North	Application Farm In	0% 0%	100% 0%*

Mining Tenements Disposed during this Period:

Tenement reference	Project	Nature of interest	Beneficial Interest at beginning of quarter	Beneficial Interest at end of quarter
EL 1272 EL 1273	Kitgum-Pader Kitgum-Pader	Surrendered Surrendered	100% 100%	0% 0%

Mining Tenements Held at End of Quarter:

Tenement reference	Project	Nature of interest	Beneficial Interest at beginning of quarter	Beneficial Interest at end of quarter
EL 1048	Kitgum-Pader	Granted	100%	100%
EL 1049	Kitgum-Pader	Granted	100%	100%
EL 1052	Kitgum-Pader	Granted	100%	100%
EL 1053	Kitgum-Pader	Granted	100%	100%
EL 1220	Kitgum-Pader	Granted	100%	100%
EL 1221	Kitgum-Pader	Granted	100%	100%
EL 1229	Kitgum-Pader	Granted	100%	100%
EL 1270	Kitgum-Pader	Granted	100%	100%
EL 1271	Kitgum-Pader	Granted	100%	100%
EL 1321	Kitgum-Pader	Granted	100%	100%
EL 1322	Kitgum-Pader	Granted	100%	100%
EL 1389	Kitgum-Pader	Granted	100%	100%
EL 1487	Kitgum-Pader	Granted	100%	100%
EL 1513	Kitgum-Pader	Granted	100%	100%
E45/4697 E45/3599*	Paterson North Paterson North	Application Farm In	0% 0%	100% 0%*

* During the quarter, Sipa announced it had executed a term sheet for a Farm-in and Joint Venture Agreement with Ming Gold Limited (“Ming”) to earn up to 80% in Ming’s Great Sandy Copper - Gold project (E45/3599), for expenditure of \$3 million over 4 years. The tenement is adjacent to Sipa’s recently pegged Anketell tenement (ELA45/4697), both of which will comprise the Paterson North Project.

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