



Apex Minerals N.L.

**Quarterly Report
31st March 2009**

Highlights

- **Commercial gold production achieved in April**
- **Annualised production rate of 100,000 ounces per year attained in March**
- **Initial target of approximately 120,000 ounces per year achieved in April**
- **Underground mining performance increased steadily during the quarter and reached the initial target of 40,000 tonnes per month in April**
- **Mined grade has increased as a result of a higher proportion of stoping tonnes**
- **Plant throughput steadily increased during the quarter with March and April exceeding nominal plant capacity.**

OVERVIEW

As previously highlighted, ramp up of gold production at Wiluna has taken longer than expected and has obviously had a negative impact on cash flow and working capital. However, gold production is now at a steady state with April production of approximately 10,000 ounces (oz) being achieved. This represents our initial target and as result cash flow will improve from hereon.

Commissioning of the Wiluna plant was achieved during the quarter with throughput for both March and April running at an annualised rate of 850,000tpa being higher than our initial target of 825,000 tonnes per annum (tpa). The focus moving forward will be to further optimise production and reduce costs. As a result the company reached the milestone of commercial production status during April.

Underground mining in Calais is now proceeding well having overcome initial slot rising difficulties (previously announced) with a steady increase during the quarter and a further substantial increase in April to the initial underground production target of 40,000 tonnes per month. In addition, underground development is approaching the Henry 5 North orebody which will provide a new production area and infill grade control drilling is confirming previous expectations of ore grade and width.

The East Pit open pit is nearing completion and 223,000 tonnes of 3.4g/t open pit ore was stockpiled at quarter's end, containing 24,000oz of gold available for processing. On completion of open pit mining at the end of April the company will have the benefit of these ore stocks but will no longer be incurring open pit mining costs.

A separate announcement regarding April's performance will be released shortly.

Better than expected exploration results at Wiluna have defined sufficient ore reserves to fill the Wiluna plant without the need to provide supplementary feed from the Wilsons in the short term. Consequently, development of the Wilsons deposit has been deferred for at least two years, and likely for longer with expected continued drilling success at Wiluna.

As a further benefit, the reliance on satellite feed from Youanmi has also decreased and its development has also been deferred.

WILUNA

Operations

The March quarter saw a steady ramp-up of gold production at Wiluna culminating in 8,300oz of gold being poured in March. This equates to an annualised production rate of 100,000 ounces per annum (ozpa) which was an important milestone on the way to the Company's initial production target of 120,000ozpa subsequently reached in April. Gold poured during the March quarter was approximately 17,000oz.

Plant throughput ramped up during the March quarter with an annualised throughput rate of 850,000 tonnes per annum (tpa) being achieved in March which has continued into April. This is above the Company's initial throughput target of 825,000tpa. Plant throughput for the March quarter was 180,000 tonnes at 4.2 grams gold (g/t Au).

Underground mine production in the quarter was 67,500 tonnes @ 5g/t Au for 10,935oz of gold, contained and the March production rate was in line with the Company's ramp up schedule to its initial target of 40,000 tonnes per month (tpm) for underground mine production. This production target was achieved in April, together with an increase in grade which reflects the increase in the percentage of stope ore over development ore.

Open pit mine production from East Pit during the quarter was 126,000 tonnes @ 4.2g/t Au for 16,892oz of gold contained including 83,000 tonnes @ 3.9g/t for 10,286oz mined during March. Open pit mining will be completed early May, to be immediately followed by development of the decline to access the East Lode North orebody. As well as providing access to an independent ore zone, the East Lode North decline will provide an excellent platform from which to drill out the highly prospective portion of East Lode immediately below East Pit and adjacent to historic working areas.

During the ramp up period the company has put itself in a strong position with regards to ROM and underground developed ore stocks. At the end of the March quarter, ROM stocks stood at 223,000 tonnes @ 3.4 g/t Au and stope ore already developed in Calais totalled 143,000 tonnes @ 6.3 g/t Au. Combined ROM stocks and ore contained in underground stopes already developed are 366,000 tonnes @ 4.5 g/t for a total of approximately 53,000oz of contained gold.

The Company's focus in the March quarter has been to achieve targeted plant availability and throughput rates, set up underground stoping blocks and to achieve initial gold production targets. The operating focus in the June quarter will be to open up new underground production areas – namely the Henry 5 North orebody, the Calais orebody below 600mRL, the Henry 5 orebody and the East Lode North orebody and to continue to improve and optimise plant performance.

Detailed grade control drilling, face sampling and production reconciliation information obtained from mining to date is consistent with the overall reserve and resource model and confirms the grade and tonnage estimates used in the feasibility study. This information has also highlighted the presence of less refractory zones, in which gold occurs as free gold rather than sulphide hosted gold. These zones are generally those that are dolerite hosted.

GIDGEE (Wilsons)

The Gidgee Gold Mine is located 640 km northeast of Perth and covers 90 km of strike of the Gum Creek greenstone belt. The Project comprises a total JORC compliant resource inventory of over 650,000 ounces of gold, including the Wilsons refractory gold deposit (current resource: 1.46Mt @ 6.9g/t for 325,000oz), a 600,000tpa gold treatment plant (currently not in operation), a 150 man camp, additional high-grade non-refractory resources close to the existing developments, and significant exploration upside

Investigations into options for dewatering the Swan Bitter/Premium pits to support a potential medium term production opportunity have commenced. No exploration activities have been undertaken during the quarter.

YOUANMI

The Youanmi Gold Mine is located 480 km northeast of Perth and covers 40 km of strike of the Youanmi shear zone. The Project comprises a total JORC and NI 43-101 compliant resource inventory of 951,000 ounces of gold, including the Youanmi Deeps refractory gold deposit (Indicated and Inferred resource of 2.4 million tonnes @ 8.5 g/t for 658,000 ounces of gold) plus a 600,000tpa gold treatment plant, a 270,000tpa sulphide flotation plant and a BacTech bacterial oxidation treatment plant capable of treating the gold concentrate (currently not in operation)..

No exploration activities have been undertaken during the quarter.

APHRODITE

The Aphrodite Gold deposit is located 65 km north of Kalgoorlie and covers 51 square km of the Bardoc Tectonic Zone. The Project comprises a refractory gold deposit with a JORC compliant Inferred Resource of 1.44 million tonnes @ 6.2 g/t for 287,000 ounces of gold as well as a significant inventory of unclassified gold mineralisation.

No exploration activities were undertaken at Aphrodite during the quarter.

LAWLERS NICKEL JV

Apex has the right to earn an initial 56% interest in the nickel rights on approximately 234 square kilometres of Barrick's tenements in the Lawlers district of the North Eastern Goldfields of Western Australia, via two joint venture agreements. The tenements are part of Barrick's Lawlers Gold Operations, and contain over 80 strike kilometres of relatively unexplored nickel sulphide prospective ultramafic rocks in the heart of a world class nickel province, being surrounded by Jubilee's Cosmos, Prospero and Sinclair nickel deposits, BHPB's Perseverance and Rockys Reward nickel mines, and LionOre's Waterloo nickel mine. Importantly, no effective nickel sulphide exploration has been undertaken on these tenements since Selection Trust explored the area thirty years ago. Since then, nickel sulphide exploration has been very limited, with most exploration focussing on nickel laterite and gold.

No exploration activities have been undertaken during the quarter.

CORPORATE

During the quarter the Company completed the capital raising announced on the 27th January Apex via the placement of approximately 72.5 million shares at a price of A\$0.27 per share (on a book build basis) to raise approximately \$19.6 million to fund additional costs associated with delays to the refurbishment of the processing plant. Stockbroking groups Southern Cross Equities and Blackwood Capital acted as joint lead arrangers in respect of the capital raising. Issued capital now stands at 462,843,712 shares.

Yours Sincerely,



Mark Ashley
Managing Director

Competent persons statement

The information in this report that relates to Exploration Results and Mineral Resources is based on information compiled by Mr. Andrew Thompson who is an employee of the company. Mr. Thompson is a Member of the Australasian Institute of Mining and Metallurgy and has sufficient experience of relevance to the styles of mineralisation and the types of deposits under consideration, and to the activities undertaken, to qualify as a Competent Person as defined in the 2004 Edition of the Joint Ore Reserves Committee (JORC) Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. Mr. Thompson consents to the inclusion in this report of the matters based on information in the form and context in which it appears.

Reverse circulation (RC) drill samples are obtained by collecting meter samples via a three stage riffle or cone splitter, and diamond drill hole results are obtained from half NQ core or quarter HQ core sampled to geological boundaries where appropriate.

Samples are assayed at Genalysis' laboratory. Samples are prepared using single stage pulverization of the entire sample. Gold assays are obtained using a 50g lead collection fire assay digest and atomic absorption spectrometry (AAS) analysis techniques. Multi-element analyses (arsenic, sulphur, iron, lead, zinc, bismuth, antimony and tellurium) are obtained using a four acid total digest and inductively coupled plasma optical emission spectrometry (ICP OES) analysis techniques. Full analytical quality assurance - quality control (QAQC) is achieved using a suite of certified standards, laboratory standards, field duplicates, laboratory duplicates, repeats, blanks and grind size analysis.

The spatial location of samples from surface holes is derived using a combination of surveyed grid co-ordinates and 3D differential GPS collar survey pickups, and Reflex single shot and gyroscopic downhole surveys. The spatial location of samples from underground holes is derived using surveyed rig setups and Reflex multi-shot downhole surveys. True widths are calculated using the mean dip and strike of the mineralization from 3D wireframe models and downhole surveys.

Drillhole intersections from Wilsons and Aphrodite are calculated using a 1g/t gold cutoff and geological criteria, whereas drillhole intersections from Wiluna and Youanmi are calculated using higher grade gold cutoffs deemed appropriate for each situation.

The new Mineral Resources at Wiluna and Wilsons have been estimated using standard accepted industry practices. All resources have been estimated via Block Ordinary Kriging using 1m composite samples. Top cuts have been applied to the composites and are considered appropriate for the nature and style of mineralization in all cases. Directional grade variography was modeled for all zones based on 1m composites. Geological and mineralization modeling has been achieved by 3D modeling of footwall and hangingwall structures (a lower 2g/t Au cutoff was applied in the case of Wilsons Deposit). Block models have been developed for both deposits incorporating a suitable parent and sub block dimension to allow adequate volume resolution of modeled geology and mineralization. Grade interpolation (via Block Ordinary Kriging) was then undertaken using a multiple estimation pass strategy.

Where quoted, Mineral Resource and Ore Reserve tonnes and ounces are rounded to appropriate levels of precision, causing minor computational errors.

Mineral Resources are classified on the basis of drillhole spacing, geological continuity and predictability, geostatistical analysis of grade variability, sampling, analytical, spatial and density QAQC criteria and demonstrated amenability of mineralization style to proposed processing methods.

Ore Reserve estimate has been compiled in accordance with the guidelines defined in the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves ~ The JORC Code ~ 2004 Edition" (2004 JORC Code).

The information in this report that relates to Ore Reserves for Burgundy, Calais below the 500mRL, Henry Five, Henry Five North, Baldric and East Lode North is based on information compiled by Richard Flanagan, who is a Fellow of the Australasian Institute of Mining and Metallurgy. Richard Flanagan is an employee of Richard Flanagan Mining Consultancy Pty Ltd (RFMC) and a consultant to Apex Minerals NL. Richard Flanagan has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity for which he is 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. Richard Flanagan consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

The information in this report that relates to Ore Reserves for Calais above the 500mRL and East Pit Cutback is based on information compiled by Linton Putland, who is a Member of the Australasian Institute of Mining and Metallurgy. Linton Putland is an employee of LJ Putland & Associates and a consultant to Apex Minerals NL. Linton Putland has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity for which he is 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. Linton Putland consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

Appendix 5B

Mining exploration entity quarterly report

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

Name of entity

APEX MINERALS NL

ABN

22 098 612 974

Quarter ended ("current quarter")

31st March 2009

Consolidated statement of cash flows

		Current quarter \$A'000	Year to date (9 months) \$A'000
Cash flows related to operating activities			
1.1	Receipts from product sales and related debtors	-	-
1.2	Payments for (a) exploration and evaluation	(1,196)	(15,704)
	(b) development	(15,316)	(20,465)
	(c) production	(976)	(3,287)
	(d) administration	-	-
1.3	Dividends received	-	-
1.4	Interest and other items of a similar nature received	49	1,059
1.5	Interest and other costs of finance paid	(225)	7,336
1.6	Income taxes paid	-	-
1.7	Other	-	-
Net Operating Cash Flows		(17,664)	(45,733)
Cash flows related to investing activities			
1.8	Payment for purchases of: (a) prospects/equity investments	-	-
	(b) available for sale investments	-	(850)
	(c) other fixed assets	(3,125)	(53,122)
	(d) other - hedging instruments	-	(13,554)
1.9	Proceeds from sale of: (a) prospects/equity investments	-	-
	(b) available for sale investments	-	-
	(c) other fixed assets	-	-
	(d) other - hedging instruments	942	942
1.10	Loans to other entities	-	-
1.11	Loans repaid by other entities	-	-
1.12	Other	-	-
Net investing cash flows		(2,183)	(66,584)
1.13	Total operating and investing cash flows (carried forward)	(19,847)	(112,317)

1.13	Total operating and investing cash flows (brought forward)	(19,847)	(112,317)
	Cash flows related to financing activities		
1.14	Proceeds from issues of shares, options, etc.	19,752	19,693
1.15	Proceeds from sale of forfeited shares	-	-
1.16	Proceeds from borrowings	3,000	63,501
1.17	Repayment of borrowings	-	-
1.18	Dividends paid	-	-
1.19	Other – capital raising costs	(1,380)	(5,570)
	Other – finance lease liability	(1,302)	(1,555)
	Other – net payments for cash backed guarantees		235
	Net financing cash flows	19,891	76,305
	Net increase (decrease) in cash held	44	(36,013)
1.20	Cash at beginning of quarter/year to date	2,852	38,909
1.21	Exchange rate adjustments to item 1.20	-	-
1.22	Cash at end of quarter	2,896	2,896

**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	274
1.24	Aggregate amount of loans to the parties included in item 1.10	-

1.25 Explanation necessary for an understanding of the transactions

All payments to directors and associates are on normal commercial terms.

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

During the December 2008 quarter, Apex Minerals NL entered into forward contracts in Australian dollar gold.

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

Nil

Financing facilities available

Add notes as necessary for an understanding of the position.

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

Estimated cash outflows for next quarter

	\$A'000
4.1 Exploration and evaluation	1,650
4.2 Development	3,000
Total	4,650

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	2,046	2,852
5.2 Deposits at call	850	
5.3 Bank overdraft	-	-
5.4 Other (provide details)	-	-
Total: cash at end of quarter (item 1.22)	2,896	3,852

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	E53 / 1398		0%	100%
6.2 Interests in mining tenements acquired or increased				

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	462,843,712 19,125,000	462,843,712	N/A 20 cents	N/A 0.001 cents
7.4 Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs	56,000,000 16,490,000	56,000,000 16,490,000	27 cents 27 cents	27 cents 27 cents
7.5 +Warrants	121	-	\$0.01	\$0.01

Each warrant is exercisable into 371,840 shares.

On the 27th March 2009, the exercise price of the Warrants was recalculated to be A\$0.235.

Exercise of Warrants Between 180 and 270 Days After Issue Date

If the Warrants are exercised on or after 180 days after the Issue Date but before 270 days after the Issue Date, the exercise price (per share) will be the lesser of:

- (a) A\$0.335; and
- (b) 115% of the 5 day VWAP of the Company's Shares for the 5 business days immediately preceding the date 180 days after the Issue Date, subject to a floor price of A\$0.2345 (being 70% of the initial exercise price).

If the Warrants are exercised on or after 180 days after the Issue Date but before 270 days after the Issue Date and the relevant 5 Day VWAP of the Company's Shares for the 5 business days immediately preceding the date 180 days after the Issue Date is (by way of example only):

- (a) A\$0.75, the exercise price (per share) will be A\$0.335 (ie. the initial exercise price);
- (b) A\$0.20, the exercise price (per share) will be A\$0.2345 (ie. the floor price, being 70% of the initial exercise price).

Exercise of Warrants after 270 Days after Issue

If the Warrants are exercised on or after 270 days after the Issue Date, the exercise price (per share) will be the lesser of:

- (c) A\$0.335;
- (d) 115% of the 5 day VWAP of the Company's Shares for the 5 business days immediately preceding 180 days after the Issue Date, subject to a floor price of A\$0.2345 (being 70% of the initial exercise price); and
- (e) 115% of the 5 day VWAP of the Company's Shares for the 5 business days immediately preceding 270 days after the Issue Date, subject to a floor price of A\$0.2345 (being 70% of the initial exercise price).

If the Warrants are exercised on or after 270 days after the Issue Date and the 5 Day VWAP of the Company's Shares for the 5 business days immediately preceding the date 180 days after the Issue Date is (by way of example only) A\$0.75, and the 5 day VWAP of the Company's Shares for the 5 business days immediately preceding 270 days after the Issue Date is (by way of example only):

- (a) A\$0.75, the exercise price (per share) will be A\$0.335 (ie. the initial exercise price);

A\$0.20, the exercise price (per share) will be A\$0.2345 (ie. the floor price, being 70% of the initial exercise price).

7.6 Changes during quarter
 (a) Increases through issues
 (b) Decreases through securities matured, converted

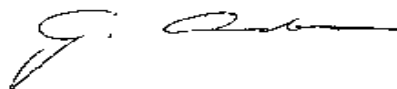
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7.7	Options (description and conversion factor)		<i>Exercise price</i>	<i>Expiry date</i>
	1,500,000		20 cents	3 July 2011
	7,200,000		14 cents	20 July 2011
	250,000		30 cents	17 August 2011
	250,000		35 cents	14 Sept 2011
	300,000		20 cents	31 May 2009
	500,000		35 cents	1 November 2011
	1,000,000		35 cents	1 November 2011
	275,000		45 cents	30 November 2011
	300,000		45 cents	30 November 2011
	2,825,000		65 cents	1 June 2012
	2,600,000		65 cents	1 June 2012
	1,825,000		\$1.00	30 July 2012
	200,000		\$1.30	15 October 2012
	200,000		\$1.30	30 October 2012
	300,000		\$1.30	11 November 2012
	50,000		\$1.60	10 January 2013
	700,000		\$1.30	27 April 2013
	1,801,000		\$1.30	11 May 2013
	550,000		\$1.30	19 June 2013
	1,000,000		\$0.70	18 July 2013
	50,000		\$0.50	1 October 2013
	750,000		\$0.70	1 December 2013
	2,500,000		\$0.30	29 January 2012
	2,480,000		\$0.45	9 February 2014
7.8	Issued during quarter	2,500,000 2,480,000	\$0.30 \$0.45	<i>Issued date</i> 29 January 2009 9 February 2009
7.9	Exercised during quarter			
7.10	Expired /Cancelled during quarter	50,000 150,000 50,000 70,000	\$1.00 \$1.30 \$1.30 \$1.30	<i>Expiry date</i> 30 July 2012 15 October 2012 11 November 2012 11 May 2013
7.11	Debentures (totals only)			
7.12	Unsecured notes (totals only)			

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: Date: 30th April 2009
(Director/Company secretary)

Print name: GRAHAM ANDERSON.

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.