Quarterly Report to 30 June 2009

HIGHLIGHTS

DEVELOPMENT

- Review and revision of the Duketon Gold Project April 2009 definitive feasibility study completed;
- Significant reduction in the forecast capital cost from $125 million to $73 million;
- Forecast gold production of 555,136 ounces at a cash cost of $495 per ounce (pre royalties) over a 6 year mine life;
- Average annual production of 90,000 ounces;
- Net cash flow (after capex, before tax) of $236 million;
- Change of proposed mining method from scraper to truck and shovel excavation;
- Gold production forecast to commence in September 2010; and
- Negotiations have commenced with Newmont to release securities over the Company's mining permits and assets. Finalisation of these negotiations will allow debt funding for the project development to be completed.

EXPLORATION

- A review of the Erlistoun resource (224,000 ounces) is underway with a view to undertaking a mining study.

CORPORATE

- A complete change of the board of directors at an Extraordinary General Meeting of shareholders on 4 May 2009. This meeting appointed Messrs Mark Clark, Morgan Hart and Nick Giorgetta as directors.
- Two experienced non executive directors, Mr Mark Okeby and Mr Ross Kestel were subsequently appointed.
- Cash position at 30 June 2009 was $4.7 million.
- A $5 million unsecured working capital loan facility was arranged with Macquarie Bank Limited during the quarter.

DUKETON GOLD PROJECT – DEFINITIVE FEASIBILITY STUDY

During the quarter the Company's activities focussed on reviewing and revising the April 2009 Definitive Feasibility Study into the development of the Duketon Gold Project.

Overview of DFS Review

The new management team has completed a comprehensive review of the April 2009 definitive feasibility study (DFS) into the development of the Company's 100% owned Duketon Gold Project in Western Australia. As a result of the review, significant changes have been made to the development and operating parameters of the Duketon Project including:

- Reduction in nominal plant throughput from 2.5 million tonnes per annum (mtpa) to 2.0 mtpa.
- Change in mining method from scraper mining to truck and shovel excavation due to the haul distance to the processing plant, planned direct tipping of ore to the crusher and mining selectivity concerns;
- Inclusion of an allowance for the cost of grade control drilling in the laterites;
- Capital cost reduction from $125 million (excluding contingency) to $73 million; and
- Construction and other development activities will be managed in house by Regis.

Operating Parameters

The results of the review which have been incorporated into a revised DFS show a robust project with the following parameters:

Mining		
Ore mined	bcm	5,871,000
Waste mined	bcm	19,566,000
Stripping ratio	w/o	3.33
Milling		
Tonnes milled	Tonnes	12,434,151
Grade	g/t	1.51
Recovery	%	92
Recovered gold	Ounces	555,136
Annual throughput	Tonnes	2,000,000
Project life		
Mine life	years	6
Max annual production	ounces	(yr 6) 108,855
Min annual production	ounces	(yr 5) 77,729
Avg annual production	ounces	89,509

Mining will be conducted using truck and shovel excavation methods under contract with an experienced earthmoving contractor. Broad spaced drill and blast will be required only in the 2.5 metre (average) waste cap rock overlaying the laterite deposits and in the base of oxide pits. Mining of the laterite ore will be free dig.

The plant design is based on a nominal 2.0mtpa throughput utilising a primary crusher and a new 3,500kW Outotec SAG mill followed by gravity and carbon in leach circuits. This is a robust and well proven configuration, which in management's prior operating experience, has the capacity to exceed the nominal throughput rating.

Operating and Capital Costs

The forecast operating and capital costs in the DFS are as follows:

Operating costs		
Cash Costs		
Mining	$/oz	244
Milling	$/oz	211
Laboratory	$/oz	2
Administration	$/oz	38
Total cash costs	$/oz	**495**
Other Operating Costs		
Rehabilitation	$/oz	5
Royalties	$/oz	62
Total other operating costs	$/oz	**67**
Total Operating Costs	$/oz	**562**
Capital Costs		
Plant site Bulk Earthworks	$'000	1,532
Concrete and Detail Earthworks	$'000	5,161
Transport	$'000	1,560
Cranage	$'000	1,713
Tanks Contract	$'000	5,086
Offsite Fabrication Contract	$'000	4,445
Structural Mechanical Contract	$'000	4,083
SAG Mill Contract	$'000	6,206
Plant Pipework Contract	$'000	3,126
Purchases and Structural-Mechanical Minor Contracts	$'000	7,222
Electrical Works Contract	$'000	8,125
TSF Pipeline Contract	$'000	1,050
Infrastructure	$'000	14,170
EPCM	$'000	6,933
Owner's Cost	$'000	2,977
Total Capital Cost	**$'000**	**73,389**

Operating and capital costs have been forecast using current third party pricing, the significant operating experience of management and input from external engineering consultants Mintrex. The capital cost includes the purchase of a new 3,500kW Outotec SAG mill, for which an order has been placed, to ensure delivery on site in July 2010.

Construction and other development activities will be managed in house by Regis as has been the case with several previous successful developments completed by this management team. This approach has contributed to the significant capital cost savings from the April 2009 DFS.

Financial Analysis

The forecast financial results are as follows:

Financial Analysis (gold price US$900, aud:usd 0.80)		
Revenue	$'000	624,531
Net cash flow (after capex, before tax)	$'000	236,140
NPV @ 8% (after capex, before tax)	$'000	146,098
IRR	%	57
Payback period	Months	17

The revised DFS shows a significantly improved financial return from the project and will allow financing of the development on competitive terms.

Development Timetable

The preliminary timetable under which the development of the project is scheduled to proceed is as follows:

Secure project funding	August 2009
Commence plant site earthworks	September 2009
Commence plant construction	December 2009
Mill delivery and commencement of installation	July 2010
Commissioning and first gold production	September 2010

With first gold production scheduled for September 2010, there has been no slippage in the commencement of operations at the Duketon Gold Project, in spite of the 12 week review and revision of the DFS undertaken since the appointment of the Company's new board on 4 May 2009.

Risks to the Development Timetable

Having completed the revised DFS, the board intends to expedite the development of the project in accordance with the above timetable. The Company's ability to secure funding for the development on a timely basis through a mixture of debt and equity raisings will have a significant impact on whether the timetable can be achieved.

A standard condition of any debt financing for the project will be the requirement to grant appropriate security over the assets of the Company. Unfortunately however, the Company is not currently in a position to grant security to a project financier due to the existence of securities in favour of Newmont Mining Finance Pty Ltd, a subsidiary of Newmont Mining Corporation, the Company's largest shareholder (23% interest). These securities take the form of Mining Act mortgages over the key mining tenements and fixed and floating charges over all of the assets of the Company.

The Company has commenced commercial negotiations with Newmont with the objective of releasing the securities to enable the project development timetable to be achieved. If negotiations are not successfully finalised on a timely basis this will delay the construction of the project (and commencement of gold production) as the board considers it imprudent to commence development without ensuring that the capital cost is fully funded.

The obligations of the Company that are secured to Newmont are as guarantor for the repayment by Edensor Nominees Pty Ltd of a $12.8 million loan (plus interest) made to the Company by Normandy Mining Finance Pty Ltd (now Newmont Mining Finance Pty Ltd) for which Edensor assumed primary liability in 2002. As the Company is not a party to the loan agreement between Edensor and Newmont it is unable at this time to determine the extent of its liability (if any) as guarantor, although Newmont has advised it could be as high $22 million in the event that Edensor does not discharge its primary liability.

In 2004, as part of a restructuring and change of the board, contractual arrangements were put in place under which Surfer Holdings Pty Ltd (a company related to Edensor) provided an indemnity to Regis for any amounts payable to Newmont under the guarantee. This indemnity was supported by an undertaking given by Edensor and Surfer that Surfer would maintain assets to a minimum of $12.8 million to cover the guaranteed amount and that if the assets fell below that level they would be topped up. The value of the securities held has fallen well below that level and despite requests to top up the securities the situation has not been rectified.

The new board has commissioned a review of its legal position in relation to the guarantee including reviewing the historical documentation and agreements (dating back to 1998) relating to the transactions which led to the guarantee being provided by the Company.

Mineable Reserves

The mining reserves at Moolart Well are based on pit optimizations using a gold price of A$1000/ounce. The Moolart Well ore reserves are summarised below:

Laterite (0.5g/t lower gold cut-off grade)	Tonnes	Au g/t	Ounces
Proven	9,461,909	1.44	436,785
Probable	590,426	0.98	18,613
Total	**10,052,335**	**1.41**	**455,398**
Oxide (0.5g/t lower gold cut-off grade)	**Tonnes**	**Au g/t**	**Ounces**
Proven	1,195,620	1.85	71,204
Probable	1,186,196	2.02	76,982
Total	**2,381,816**	**1.94**	**148,186**
	12,434,151	**1.51**	**603,584**

The reserves are a slight modification of the numbers previously quoted to ASX and represent the most up to date interpretation of project economics and optimization conducted by an independent expert in mineral reserve evaluation, Mr. Glenn Williamson.

On Site Development Activities

Progress has been made during the quarter in the development of a process water source for the Duketon Gold Project. A number of proposed water bore locations have been identified and planning is in place to begin developing the bores in the September 2009 quarter. The work will continue at the pace required to ensure a process water supply sufficient for the operation of the proposed 2 million tonne per annum plant prior to commissioning.

EXPLORATION

Moolart Well

Geological work during the quarter was mainly focused on the development of the Moolart Well stratigraphic and structural model. The work was undertaken to develop a geological model suitable for reconciliation of grade control to reserve when mining commences in the March 2010 quarter. The work was also designed to identify areas of potential ore extensions in the existing reserve model. The latter work has identified potential extensions to the existing Stirling and Lancaster North oxide pit shells (potential extensions to the south east and north west). Drilling has been planned to test these areas and will be scheduled during the next two quarters.

Satellite Resources - Erlistoun

The Erlistoun gold deposit is located 45 kilometres south of the proposed Moolart Well processing plant. The Inferred Resource of 224,000 ounces is not at this stage included in mineable reserves or the Definitive Feasibility Study. A review of the resource is in progress and a mining study will be conducted in due course. It is expected that the Erlistoun deposit will contribute incremental gold production to the Duketon Gold Project in due course.

Regional

No drilling was completed during the quarter.

Drill programmes for regional gold exploration were finalised and approved. A total of 264 aircore holes for approximately 19,320 metres is planned to cover the Garden Well, Petra, Moolart Well (pit extension), Rojo, and North Erlistoun prospects in the next two quarters.

Soil lag geochemical sampling of several new grant leases was completed in the Duketon, Camel Hump and Erlistoun areas. Analytical results for the Erlistoun area were received but other results are pending.

Copper Well/Burley Well Joint Venture

The Company withdrew from the joint venture during the quarter.

Corporate

Change of Board

On 4 May 2009 an Extraordinary General Meeting of shareholders of the Company was held pursuant to section 249D of the Corporations Act. The resolutions to be considered at that meeting were the appointment of Mr Mark Clark, Mr Morgan Hart and Mr Nick Giorgetta as directors of the Company and the removal of Mr David Walker, Mr Paul Dowd and Mr Jeffrey Lucy as directors.

Messrs Clark, Hart and Giorgetta were elected to the board with the following votes:

	For	Against	Abstain
Mr M Clark	154,950,015	23,185,233	64,600
Mr M Hart	154,823,727	23,311,521	64,600
Mr N Giorgetta	154,820,330	23,208,133	171,385

The resolution to remove Mr Walker as a director was passed with the following votes:

For	Against	Abstain
158,466,351	19,622,048	81,449

The resolutions to remove Mr Dowd and Mr Lucy as directors were removed from the business of the meeting as they both resigned from their positions on the Board.

All of these three new directors were previously executive directors of the highly successful Australian gold mining company, Equigold NL until they negotiated its $1.1 billion merger with Lihir Gold Limited (LGL) in 2008.

The board was further bolstered during the quarter with the appointment of two experienced non executive directors, Mr Ross Kestel and Mr Mark Okeby. These two experienced professionals will bring valuable commercial, legal, accounting and governance experience to the Company.

Subsequent to the end of the quarter Mr Tim Hickman resigned as Company Secretary and was replaced by Mr Kim Massey.

Unsecured Working Capital Facility

During the quarter the Company arranged a $5 million unsecured, short term loan facility with Macquarie Bank Limited. This facility will ensure that the company has working capital flexibility through until the completion of the project financing and will allow the early purchase of long lead and other strategic capital items for the development of the Duketon Gold Project.

Cash Position

As at 30 June 2009 the Company had $4.7 million in cash. A copy of the Company's Mining Exploration Entity Quarterly (Appendix 5B) report in accordance with Listing Rule 5.3 is attached.

Quarterly Report to 30 June 2009

Corporate Directory

Regis Resources Ltd
ACN 009 174 761

Registered Office:
Ground Floor, 62 Colin St
West Perth, WA Australia 6005
Tel +618 9442 2200 Fax +618 9442 2290

Website www.regisresources.com
Email enquiries@regisresources.com

Directors
Mr Mark Clark (Managing Director)
Mr Morgan Hart (Executive Director)
Mr Nick Giorgetta (Non Executive Chairman)
Mr Mark Okeby (Non Executive Director)
Mr Ross Kestel (Non Executive Director)

Company Secretary and CFO
Mr Kim Massey

Share Registry
Computershare Ltd
GPO Box 2975
Melbourne, VIC Australia 3001
Shareholder Enquiries: 1300 850 505 (local) +613 9415 4000 (international)

ASX Listed Securities (as at 30 June 2009)

Security	Terms	Code	No. Quoted
Ordinary Shares		RRL	243,649,177
Options	Expiry 31 Jan2014 Exercise price $0.50	RRLO	9,526,894
Options	Expiry 31 Oct 2012 Exercise price $1.00	RRLOB	3,897,023
Options	Expiry 31 April 2012 Exercise price $2.00	RRLOA	2,576,611

Compliance

The technical information in this report has been reviewed and approved by Mr Morgan Hart who is a member of the Australasian Institute of Mining and Metallurgy. Mr Hart 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 2004 edition of the 'Australasian Code for the Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Morgan Hart is a director and full time employee of Regis Resources Ltd and 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 1/7/96. Origin: Appendix 8. Amended 1/7/97, 1/7/98, 30/9/2001.

Name of entity

REGIS RESOURCES LIMITED

ABN	Quarter ended ("current quarter")
28 009 174 761	30 June 2009

Consolidated statement of cash flows

		Current quarter $A'000	YTD (12 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	(1,070)	(10,866)
	(b) development	-	-
	(c) production	-	-
	(d) administration	(1,081)	(3,011)
1.3	Dividends received	-	-
1.4	Interest and other items of a similar nature received	62	552
1.5	Interest and other costs of finance paid	(111)	(634)
1.6	Income taxes paid	-	-
1.7	Other (provide details if material)	-	-
	Net Operating Cash Flows	(2,200)	(13,959)
	Cash flows related to investing activities		
1.8	Payment for purchases of:		
	(a) prospects	-	(125)
	(b) equity investments	-	-
	(c) other fixed assets	(16)	(108)
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) See attached	-	75
	Net investing cash flows	(16)	(158)
1.13	Total Operating and investing cash flows (carried forward)	(2,216)	(14,117)

+ See chapter 19 for defined terms.

1.13	Total operating and investing cash flows (brought forward)	(2,216)	(14,117)
	Cash flows related to financing activities		
1.14	Proceeds from issues of shares, options, etc. (NET)	646	18,578
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) (See additional information Item 1.19)	-	-
	Net financing cash flows	646	18,578
	Net increase (decrease) in cash held	(1,570)	4,461
1.20	Cash at beginning of quarter/year to date	6,245	214
1.21	Exchange rate adjustments to item 1.20	-	-
1.22	**Cash at end of quarter**	4,675	4,675

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	104
1.24	Aggregate amount of loans to the parties included in item 1.10	-

1.25 Explanation necessary for an understanding of the transactions

The amount shown in 1.23 includes payment of interest owing on loan facility provided by a Director-related entity.

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

-

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	4,370	4,370
3.2	Credit standby arrangements	5,000	-

Estimated cash outflows for next quarter

		$A'000
4.1	Exploration and evaluation	1,200
4.2	Development	3,000
	Total	**4,200**

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	4,675	6,245
5.2	Deposits at call	-	-
5.3	Bank overdraft	-	-
5.4	Other (provide details)	-	-
	Total: cash at end of quarter (item 1.22)	4,675	6,245

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 attached schedule			
6.2	Interests in mining tenements acquired or increased	Refer attached schedule			

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**	243,649,177	243,649,177	-	-
7.4	Changes during quarter				
	(a) Increases through issues	2,650,000	2,650,000	-	-
	(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**			Exercise price	*Expiry date*
	(description and conversion factor)	9,526,894	9,526,894	$0.50	31 January, 2014
		2,576,611	2,576,611	$2.00	30 April, 2012
		3,897,023	3,897,023	$1.00	31 October, 2012
		950,000	-	$1.20	28 November, 2010
		223,000	-	$1.146	31 October, 2011
		45,000	-	$1.088	8 December, 2011
		755,500	-	$0.918	15 June, 2012
		852,500	-	$0.9804	15 June, 2012
		47,225,000	-	$0.28	22 July, 2010
		3,335,000	-	$0.1643	5.February 2014
		2,150,000	-	$0.45	30 June, 2014
7.8	Issued during quarter	2,150,000	-	$0.45	30 June, 2014
7.9	Exercised during quarter	800,000	-	$0.1643	5.February 2014
		1,850,000	-	$0.28	22 July, 2010
7.10	Expired during quarter	-	-	-	-
7.11	**Debentures** *(totals only)*	-	-		
7.12	**Unsecured notes** *(totals only)*	-	-		

+ 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 Law 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: K Massey
(Company Secretary)

Date: 31 July 09

Print name: Kim Massey

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 Appendix 5B has been prepared in accordance with Australian equivalents to international financial reporting standards, subject to any disclosure reclassifications that may be required for statutory accounting presentations under these standards.

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.

MINING EXPLORATION ENTITY QUARTERLY REPORT

REGIS RESOURCES LIMITED
ABN 28 009 174 761
For Quarter Ended 30 June 2009
(referred to in this Statement as the "Current Quarter")

ADDITIONAL INFORMATION

Item 1.2 Cash flows related to operations – payments for exploration and evaluation

Cash outflows for exploration and evaluation are shown in this statement as cash flows related to operations on the basis that the group's operational activity is minerals exploration and evaluation. For statutory reporting purposes in the financial statements for the full year, these cash flows may be required to be reclassified to investing activities for compliance with current applicable accounting standards.

Item 1.12 Cash flows related to investing activities - Other

	Jun 09 Qtr $A '000	YTD $A '000
Inflows/(Outflows):		
Acquisition costs *Stamp Duty Instalment relating to acquisition of subsidiary in Dec 2006*	-	(387)
Performance bonds *(Amounts deposited with bank as security for environmental performance bonds issued in relation to exploration/mining tenements)*	-	(12)
Refundable Deposit *(Refundable deposit paid to participate in due diligence process)*	-	499
Refundable Deposit *(Restructure of bond paid for rental of premises)*	-	46
Refundable Deposit *(Share of performance bond refunded to third party upon acquisition of tenement interests)*	-	(71)
Total Inflows/(Outflows):	-	75

Item 7.7 Options

Listed at end of quarter

9,526,894 options maturing 31 January 2014 at an exercise price of $0.50 per option. The Options are exercisable any time. Each option will convert to one fully paid ordinary share.

2,576,611 options maturing 30 April 2012 at an exercise price of $2.00 per option. The options are exercisable any time. Each option will convert to one fully paid ordinary share.

3,897,023 options maturing 31 October 2012 at an exercise price of $1.00 per option. The options are exercisable any time. Each option will convert to one fully paid ordinary share.

MINING EXPLORATION ENTITY QUARTERLY REPORT

REGIS RESOURCES LIMITED
ABN 28 009 174 761
For Quarter Ended 30 June 2009
(referred to in this Statement as the "Current Quarter")

ADDITIONAL INFORMATION

Item 7.7 Options (continued)

Unlisted at end of quarter

950,000 options expiring 28 November 2010, issued under the 2005 Employee Share Option Plan, with an exercise price of $1.20 per option. Upon exercise, each option will convert to one fully paid ordinary share. These options became exercisable (subject to price hurdles) after 25 November 2007. For each participant 50% of the options are only exercisable if the share price increases to $1.50 and the balance are only exercisable if the share price increases to $1.80.

223,000 options expiring 31 October 2011, issued under the 2005 Employee Share Option Plan, with an exercise price of $1.146 per option. Upon exercise, each option will convert to one fully paid ordinary share. These options cannot be exercised until after 31 October 2008. For each participant the options are only exercisable if the share price increases to $1.433.

45,000 options expiring 8 December 2011 issued under the 2005 Employee Share Option Plan, with an exercise price of $1.088 per option. Upon exercise, each option will convert to one fully paid ordinary share. These options cannot be exercised until after 7 December 2008. 50% of these options are only exercisable if the share price increases to $1.36 and the balance are only exercisable if the share price increases to $1.632.

755,500 options expiring 15 June 2012 issued under the 2005 Employee Share Option Plan with an exercise price of 91.8 cents per option. Upon exercise, each option will convert to one fully paid ordinary share. 33% of these options vested on issue date, the second 33% of these options became exercisable after 15 June 2008, and the remaining options cannot be exercised until 15 June 2009.

852,500 options expiring 15 June 2012 issued under the 2005 Employee Share Option Plan with an exercise price of 98.04 cents per option. Upon excerise, each option will convert to one fully paid ordinary share. 33% of the options vested on issue date (23 November 2007), the second 33% became exercisable after 15 June 2008, and the remaining options cannot be exercised until 15 June 2009.

47,225,000 warrants expiring 22 July 2010 with an exercise price of 28 cents per warrant. Upon exercise, each warrant will convert into one fully paid ordinary share.

3,335,000 options expiring 4 February 2014 issued under the 2008 Employee Share Option Plan with an exercise price of 16.43 cents per option. Upon exercise, each option will convert to one fully paid ordinary share. All of these options vested on 4 May 2009. 4,135,000 options were issued on 4 February 2009, with 800,000 of these options being exercised during the quarter.

2,150,000 options expiring 30 June 2014 issued under the 2008 Employee Share Option Plan with an exercise price of 45 cents per option. Upon exercise, each option will convert to one fully paid ordinary share. 550,000 are not exercisable before 30 June 2010. 550,000 are not exercisable before 30 June 2011, and the remainder are not exercisable before 30 June 2012.

REGIS RESOURCES LIMITED
APPENDIX 5B - QUARTER ENDING 30 JUNE 2009
ADDITIONAL SCHEDULE

		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	E38/379	Expired	100%	0%
		E38/1111	Expired	100%	0%
		E38/1186	Expired	100%	0%
		E38/649	Expired	100%	0%
		E38/653	Expired	100%	0%

		Tenement reference	Nature of interest (note (2))	Interest at beginning of quarter	Interest at end of quarter
6.2	Interests in mining tenements acquired or increased	P38/3536	Granted	0%	100%
		P38/3537	Granted	0%	100%
		P38/3648	Granted	0%	100%
		P38/3649	Granted	0%	100%
		P38/3650	Granted	0%	100%
		P38/3651	Granted	0%	100%
		P38/3652	Granted	0%	100%
		L38/155	Granted	0%	100%
		E38/2003	Granted	0%	100%
		M38/1247	Granted	0%	100%
		E37/890	Granted	0%	0%*
		P37/7326	Granted	0%	0%*
		P37/7327	Granted	0%	0%*
		P37/7328	Granted	0%	0%*
		P37/7329	Granted	0%	0%*
		P37/7333	Granted	0%	0%*
		P37/7339	Granted	0%	0%*
		P37/7340	Granted	0%	0%*
		P38/3595	Granted	0%	100%
		P38/3596	Granted	0%	100%
		P38/3598	Granted	0%	100%
		P38/3600	Granted	0%	100%
		P38/3601	Granted	0%	100%
		P38/3574	Granted	0%	100%
		L38/132	Granted	0%	100%
		L38/138	Granted	0%	100%

*Under the Terms of the Heads of Agreement contract to which these tenements relate, the Company is required to spend a prescribed amount to earn an interest of 70%.