

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

**PHILLIPS RIVER MINING LTD
(FORMERLY KNOWN AS TECTONIC RESOURCES NL)**

ABN

61 004 287 790

Quarter ended ("current quarter")

30 September 2011

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	15	15
1.2 Payments for:		
(a) exploration & evaluation	(1,325)	(1,325)
(b) development	-	-
(c) production	-	-
(d) administration	(697)	(697)
1.3 Dividends received	-	-
1.4 Interest and other items of a similar nature received	52	52
1.5 Interest and other costs of finance paid	(9)	(9)
1.6 Income taxes paid	-	-
1.7 Other (provide details if material):	-	-
	-	-
Net Operating Cash Flows	(1,964)	(1,964)
Cash flows related to investing activities		
1.8 Payment for purchases of:		
(a) prospects	-	-
(b) equity investments	-	-
(c) other fixed assets	(73)	(73)
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):		
Refund of headworks charged for power connection	-	-
	-	-
Net investing cash flows	(73)	(73)
1.13 Total operating and investing cash flows (carried forward)	-	-

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1.13	Total operating and investing cash flows (brought forward)	-	-
	Cash flows related to financing activities		
1.14	Proceeds from issues of shares, options, etc.	3	3
1.15	Proceeds from sale of forfeited shares	-	-
1.16	Proceeds from borrowings	-	-
1.17	Repayment of borrowings	(37)	(37)
1.18	Dividends paid	-	-
1.19	Other (provide details if material): Capital raising costs	-	-
	Net financing cash flows	(34)	(34)
	Net (decrease) / increase in cash held	-	-
1.20	Cash at beginning of quarter/year to date	4,750	4,750
1.21	Exchange rate adjustments to item 1.20	-	-
1.22	Cash at end of quarter	2,679	2,679

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	12
1.24	Aggregate amount of loans to the parties included in item 1.10	-

1.25 Explanation necessary for an understanding of the transactions

Item 1.23 includes payments to directors for salaries, chairman/director's fees, superannuation salary sacrifice and superannuation guarantee.

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

N/A

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

N/A

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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	337
4.2 Development	-
4.3 Production	-
4.4 Administration	1,266
Total	1,603

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	679	44
5.2 Deposits at call	2,000	4,706
5.3 Bank overdraft	-	-
5.4 Other (provide details)	-	-
Total: cash at end of quarter (item 1.22)	2,679	4,750

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	N/A	

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6.2 Interests in mining
tenements acquired or
increased

E74/462	Tenement acquired	-	100%
E74/471	Tenement acquired	-	100%
E74/472	Tenement acquired	-	100%
E74/473	Tenement acquired	-	100%
E74/474	Tenement acquired	-	100%

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Issued and quoted securities at end of current quarter

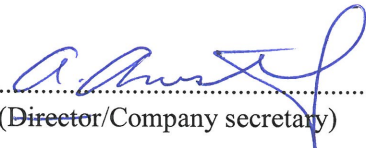
Description includes rate of interest and any redemption or conversion rights together with prices and dates.

	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	64,180,724	64,180,724	
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 Options over fully paid ordinary shares	375,000 62,500 750,000 187,500 1,125,000 125,000 562,500 2,432,703 250,000 250,000 500,000	- - - - - - - - - - -	<u>Exercise price</u> 56.2 cents 52.0 cents 80.0 cents 79.5 cents 64.0 cents 63.52 cents 51.92 cents 60.0 cents 80.0 cents 120.0 cents 60.0 cents
				<u>Expiry date</u> 03.12.2011 22.07.2012 30.11.2012 18.12.2012 30.11.2014 18.12.2014 29.12.2013 30.12.2013 06.01.2013 27.02.2014 30.12.2013
7.8	Issued during quarter	250,000 125,000	- -	80.0 cents 80.0 cents
7.9	Exercised during quarter			
7.10	Expired during quarter	62,500		09.09.2011
7.11	Debentures <i>(totals only)</i>			
7.12	Unsecured notes <i>(totals only)</i>			

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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 5).
- 2 This statement does ~~not~~* (*delete one*) give a true and fair view of the matters disclosed.

Sign here:  Date: 31/10/11
(Director/Company secretary)

Print name:Adrian Armstrong.....

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 6: Exploration for and Evaluation of Mineral Resources* and *AASB 107: Statement of Cash Flows* apply to this report.
- 5 **Accounting Standards** ASX will accept, for example, the use of International Financial Reporting 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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