

# 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

**Regis Resources Limited**

ABN

**28 009 174 761**

Quarter ended ("current quarter")

**31 March 2011**

### Consolidated statement of cash flows

Cash flows related to operating activities	Current quarter \$A'000	Year to date (9 months) \$A'000
1.1 Receipts from product sales and related debtors	27,449	61,535
1.2 Payments for:		
(a) exploration & evaluation	(4,565)	(13,130)
(b) development*	(4,231)	(27,166)
(c) production	(14,588)	(32,892)
(d) administration	(443)	(2,871)
1.3 Dividends received	-	-
1.4 Interest and other items of a similar nature received	179	406
1.5 Interest and other costs of finance paid	(450)	(1,776)
1.6 Income taxes paid	-	-
1.7 Other (provide details if material)		
- R&D rebate received	-	294
<b>Net Operating Cash Flows</b>	<b>3,351</b>	<b>(15,600)</b>
<b>Cash flows related to investing activities</b>		
1.8 Payment for purchases of:		
(a) prospects	-	-
(b) equity investments	-	-
(c) other fixed assets	(499)	(1,585)
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)	-	-
<b>Net investing cash flows</b>	<b>(499)</b>	<b>(1,585)</b>
1.13 Total operating and investing cash flows (carried forward)	2,852	(17,185)

\* includes capitalised pre-production expenditure for the period.

+ See chapter 19 for defined terms.

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		Current quarter \$A'000	Year to date (9 months) \$A'000
1.13	Total operating and investing cash flows (brought forward)	2,852	(17,185)
<b>Cash flows related to financing activities</b>			
1.14	Proceeds from issues of shares, options, etc.	549	8,772
1.15	Proceeds from sale of forfeited shares	-	-
1.16	Proceeds from borrowings	-	15,488
1.17	Repayment of borrowings	-	-
1.18	Dividends paid	-	-
1.19	Other (provide details if material)		
	- Share issue costs	(2)	(58)
	- Finance lease payments	(58)	(119)
<b>Net financing cash flows</b>		<b>489</b>	<b>24,083</b>
<b>Net increase (decrease) in cash held</b>		<b>3,341</b>	<b>6,898</b>
1.20	Cash at beginning of quarter/year to date	13,098	9,541
1.21	Exchange rate adjustments to item 1.20	-	-
1.22	<b>Cash at end of quarter*</b>	<b>16,439</b>	<b>16,439</b>

\* Not included is gold on hand at end of quarter of 8,332oz at \$1,376.37 for \$11.5 million.

**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	141
1.24	Aggregate amount of loans to the parties included in item 1.10	-
1.25	Explanation necessary for an understanding of the transactions	

+ See chapter 19 for defined 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

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	45,000	30,358
3.2 Credit standby arrangements	-	-

## Estimated cash outflows for next quarter

	\$A'000
4.1 Exploration and evaluation	3,709
4.2 Development	11,839
4.3 Production	12,471*
4.4 Administration	773
<b>Total</b>	<b>28,792</b>

\* Does not include any receipts from operations. The Duketon Gold Project is forecast to be cashflow positive in the June quarter.

## 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	16,439	13,098
5.2	Deposits at call	-	-
5.3	Bank overdraft	-	-
5.4	Other (provide details)	-	-
<b>Total: cash at end of quarter (item 1.22)**</b>		<b>16,439</b>	<b>13,098</b>

\*\* Not included is gold on hand at end of quarter of 8,332oz at \$1,376.37 for \$11.5 million. (Previous quarter: 6,206oz at \$1,352.54/oz for \$8.4 million)

+ See chapter 19 for defined terms.

**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	E38/1345	Expired	100%	0%
	E38/1407	Expired	100%	0%
	E38/1408	Expired	100%	0%
	E38/2000	Expired	100%	0%
	P38/3432	Expired	100%	0%
	P38/3434	Expired	100%	0%
	P38/3435	Expired	100%	0%
	G38/27	Withdrawn	100%	0%
	G38/28	Withdrawn	100%	0%
	E38/1098	Partial Surrender	100%	100%
6.2 Interests in mining tenements acquired or increased	L38/181	Granted	100%	100%
	L38/182	Granted	100%	100%
	M38/1251	Granted	100%	100%
	P38/3096	Granted	100%	100%

**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)	Amount paid up per security (see note 3)
7.1 <b>Preference +securities</b> <i>(description)</i>	-	-	-	-
7.2 Changes during quarter				
(a) Increases through issues	-	-	-	-
(b) Decreases through returns of capital, buy-backs, redemptions	-	-	-	-
7.3 <b>+Ordinary securities</b>	431,150,415	431,150,415	-	-
7.4 Changes during quarter				
(a) Increases through issues	1,096,500	1,096,500	\$0.5000	\$0.5000
(b) Decreases through returns of capital, buy-backs	-	-	-	-

+ See chapter 19 for defined terms.

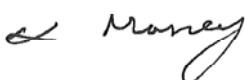
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		Total number	Number quoted	Issue price per security (see note 3)	Amount paid up per security (see note 3)
7.5	<b>*Convertible debt securities</b>	-	-	-	
7.6	Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted	-	-	-	
7.7	<b>Options</b> <i>(description and conversion factor)</i>			<i>Exercise price</i>	<i>Expiry date</i>
		7,389,513	7,389,513	\$0.5000	31 Jan. 2014
		2,576,611	2,576,611	\$2.0000	30 Apr. 2012
		3,897,023	3,897,023	\$1.0000	31 Oct. 2012
		40,000	-	\$1.1165	31 Oct. 2011
		442,500	-	\$0.8885	15 Jun. 2012
		142,500	-	\$0.9509	15 Jun. 2012
		10,000,000	-	\$0.7665	21 Dec. 2013
		90,000	-	\$0.1348	4 Feb. 2014
		2,150,000	-	\$0.4205	30 Jun. 2014
		2,625,000	-	\$1.0000	29 Sep. 2014
		1,100,000	-	\$2.2300	29 Apr. 2015
7.8	Issued during quarter	1,100,000	-	\$2.2300	29 Apr. 2015
7.9	Exercised during quarter	1,096,500	1,096,500	\$0.5000	31 Jan. 2014
7.10	Expired during quarter	-	-	-	-
7.11	<b>Debentures</b> <i>(totals only)</i>	-	-		
7.12	<b>Unsecured notes</b> <i>(totals only)</i>	-	-		

## Compliance statement

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

Sign here:



(Director/Company secretary)

Date: 14 April 2011

Print name: Kim Massey

+ See chapter 19 for defined terms.

## 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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