

# Appendix 5B

## Mining exploration entity quarterly report

Name of entity

**STONEHENGE METALS LTD**

ACN

119 267 391

Quarter ended ("current quarter")

30 September 2011

### Consolidated statement of cash flows

	Current Quarter \$A'000	Year to date (3 Months) \$A'000
<b>Cash flows related to operating activities</b>		
1.1 Receipts from product sales and related debtors	-	-
1.2 Payments for		
(a) exploration and evaluation	(290)	(290)
(b) development	-	-
(c) production	-	-
(d) administration	(239)	(239)
1.3 Dividends received	-	-
1.4 Interest and other items of a similar nature received	31	31
1.5 Interest and other costs of finance paid	-	-
1.6 Income taxes paid	-	-
1.7 Other (GST)	(18)	(18)
<b>Net operating cash flows</b>	<b>(516)</b>	<b>(516)</b>
<b>Cash flows related to investing activities</b>		
1.8 Payment for purchases of		
(a) prospects	(400)	(400)
(b) equity investments	-	-
(c) other fixed assets	(5)	(5)
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>(405)</b>	<b>(405)</b>
1.13 Total operating and investing cash flows (carried forward)	(921)	(921)

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1.13	Total operating and investing cash flows (brought forward)	(921)	(921)
	<b>Cash flows related to financing activities</b>		
1.14	Proceeds from issues of shares, options, etc.	21	21
1.15	Proceeds from sale of forfeited shares	-	-
1.16	Proceeds from borrowings	-	-
1.17	Repayment of borrowings	-	-
1.18	Oversubscription of capital raising	-	-
1.19	Other (costs of issue)	-	-
	<b>Net Financing Cash Flows</b>	21	21
	<b>Net increase (decrease) in cash held</b>	(900)	(900)
1.20	Cash at beginning of quarter/year to date	3,114	3,114
1.21	Exchange rate adjustments to Item 1.20	(17)	(17)
1.22	<b>Cash at end of quarter</b>	2,197	2,197

**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	289
1.24	Aggregate amount of loans to the parties included in item 1.10	-

Explanation necessary for an understanding of the transactions

Payments of Directors fees and salaries of \$189,938  
Payments made to Hemisphere Corporate Services Pty Ltd for the provision of administrative and tenancy related services of \$99,466. Bevan Tarratt is both a director of Hemisphere Corporate Services Pty Ltd and Stonehenge Metals Ltd.

**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

## 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 outlays for next quarter

	\$A'000
4.1 Exploration and evaluation	296
4.2 Development	-
4.3 Production	-
4.4 Administration	330
4.5 Capital Acquisitions	-
<b>TOTAL</b>	<b>626</b>

## Reconciliation of cash

Reconciliation of cash at the end of the quarter (as shown in the statement of cash flows) to the related items in the accounts is follows.

	Current Quarter \$A'000	Previous Quarter \$A'000
5.1 Cash on hand and at bank	66	120
5.2 Deposits at call	1,582	2,445
5.3 Bank overdraft	-	-
5.4 Other – Term Deposits	549	549
<b>Total: cash at end of quarter (item 1.22)</b>	<b>2,197</b>	<b>3,114</b>

## Changes in interests in mining tenements

	Tenement Reference	Nature of Interest [note (4)]	Interest at Beginning of Quarter	Interest at End of Quarter
6.1	Interests in mining tenements relinquished, reduced or lapsed			
6.2	Interests in mining tenements acquired or increased			
	76967 Goesan	Direct	55.55%	100%
	76942 Goesan	Direct	55.55%	100%
	76965 Goesan	Direct	55.55%	100%
	76966 Goesan	Direct	55.55%	100%

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76964 Goesan	Direct	55.55%	100%
76941 Goesan	Direct	55.55%	100%
76968 Goesan	Direct	55.55%	100%
76969 Goesan	Direct	55.55%	100%
77018 Miwon	Direct	55.55%	100%
77019 Miwon	Direct	55.55%	100%
77020 Miwon	Direct	55.55%	100%
77225 Miwon	Direct	55.55%	100%
77291 Miwon	Direct	55.55%	100%
77292 Miwon	Direct	55.55%	100%
77010 Okcheon	Direct	55.55%	100%
77011 Daejon	Direct	55.55%	100%
77012 Daejon	Direct	55.55%	100%
77013 Daejon	Direct	55.55%	100%
77014 Daejon	Direct	55.55%	100%
77038 Okcheon	Direct	55.55%	100%
77039 Daejon	Direct	55.55%	100%
77114 Daejon	Direct	55.55%	100%
77115 Daejon	Direct	55.55%	100%
77363 Daejon	Direct	55.55%	100%
77364 Daejon	Direct	55.55%	100%
03673 Daejon	Direct	55.55%	100%
03674 Daejon	Direct	55.55%	100%
03675 Daejon	Direct	55.55%	100%
03676 Daejon	Direct	55.55%	100%
03677 Daejon	Direct	55.55%	100%
79161 Goisan	Direct	55.55%	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	Amount paid up
7.1 <b>Preferences securities</b> <i>(description)</i>				
7.2 Changes during quarter (a) increases through issues (b) decreases through returns of capital, buybacks, redemptions				
7.3 <b>Ordinary securities</b>	275,940,843	275,940,843		
7.4 Changes during quarter (a) increases through issues (b) decreases through returns of capital, buybacks	4,496,237	4,496,237		
7.5 <b>Convertible debt securities</b> <i>(description)</i>				
7.6 Changes during quarter (a) increases through issues (b) decreases through securities matured, converted				
7.7 <b>Options</b>			Exercise Price	Expiry Date
	4,500,000	-	7.5 cents	12/10/2012
	39,889,326	39,889,326	10 cents	21/12/2012
	5,000,000	-	12 cents	19/4/2013
	6,003,763	-	8.4 cents	23/11/2013
	6,250,000	-	11.2 cents	23/11/2013
7.8 Issued during quarter				
7.9 Exercised during quarter	246,237		Exercise Price 10 cents	Expiry Date 21/12/2012
7.10 Expired during quarter				
7.11 <b>Debentures</b> <i>(totals only)</i>				
7.12 <b>Unsecured notes</b> <i>(totals only)</i>				
7.13 <b>Performance Shares</b>	60,000,000			

