

**Appendix 5B**

**MINING EXPLORATION ENTITY QUARTERLY REPORT**

Name of entity

**BRIGHT STAR RESOURCES LIMITED**

ABN

86 121 985 395

Quarter ended ("current quarter")

30 June 2012

**Consolidated statement of cash flows**

	Current Qtr \$A'000	Year to Date (12 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	(412)	(2,011)
(b) development		
(c) production		
(d) administration	(235)	(1,223)
1.3 Dividends received		
1.4 Interest and other items of a similar nature received	13	105
1.5 Interest and other costs of finance paid		
1.6 Income taxes paid		
1.7 Other (provide details if material)		
<b>Net Operating Cash Flows</b>	<b>(634)</b>	<b>(3,129)</b>
<b>Cash flows related to investing activities</b>		
1.8 Payment for purchases of: (a) prospects		
(b) equity investments		
(c) other fixed assets	-	(10)
1.9 Proceeds from sale of: (a) prospects	-	20
(b) equity investments		
(c) other fixed assets	-	1,000
1.10 Loans to/from other entities		
1.11 Loans repaid by other entities		
1.12 Other – Funds from merger with Rift Valley Resources Ltd	8,461	8,461
<b>Net Investing Cash Flows</b>	<b>8,461</b>	<b>9,471</b>
1.13 Total operating and investing cash flows (carried forward)	7,827	6,342

1.13 Total operating and investing cash flows (brought forward)	7,827	6,342
<b>Cash flows related to financing activities</b>		
1.14 Proceeds from the issue of shares, options, etc.		
1.15 Proceeds from the sale of forfeited shares		
1.16 Proceeds from loans		
1.17 Repayment of loans		
1.18 Dividends paid		
1.19 Other		
<b>Net financing cash flows</b>	-	-
<b>Net increase (decrease) in cash held</b>	7,827	6,342
1.20 Cash at beginning of quarter/year to date	1,225	2,710
1.21 Exchange rate adjustments to item 1.20	-	-
1.22 <b>Cash at end of quarter</b>	9,052	9,052

**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 Qtr \$A'000
1.23 Aggregate amount of payments to the parties included in item 1.2	207
1.24 Aggregate amount of loans to the parties included in item 1.10	Nil

1.25 Explanation necessary for an understanding of the transactions

Consulting and Directors fees.

**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

The Company issued 104,792,383 shares to Rift Valley shareholders pursuant to the merger with Rift Valley Resources Limited.

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		
3.2 Credit standby arrangements		

**Estimated cash outflows for next quarter**

	\$A'000
4.1 Exploration and evaluation	800
4.2 Development	-
4.3 Production	-
4.4 Administration	390
<b>Total</b>	<b>1,190</b>

**Reconciliation of cash**

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

	Current Quarter \$A'000	Previous Quarter \$A'000
5.1 Cash on hand and at bank	3,902	1,225
5.2 Deposits at call	5,150	-
5.3 Bank Overdraft	-	-
5.4 Other (provide details) – Term Deposit	-	-
<b>Total: cash at end of quarter (Item 1.22)</b>	<b>9,052</b>	<b>1,225</b>

**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	Nil		
6.2 Interests in mining tenements acquired or increased	Refer to Schedule A		

**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.*

	Number Issued	Number quoted	Issue price per security	Amount paid up per security
<b>7.1 Preference securities</b> (description)				
7.2 Issued during Quarter				
<b>7.3 Ordinary securities</b>	286,887,554	286,887,554		
7.4 Issued during Quarter	104,792,383	104,792,383		
<b>7.5 Convertible debt securities</b> (description)				
7.6 Issued during quarter				
<b>7.7 Options</b> (description)	2,850,000 8,000,000 12,000,000 21,700,000 5,000,000 2,500,000 7,343,750 7,343,750 14,375,000	21,700,000	\$0.30 \$0.10 \$0.10 \$0.10 \$0.27 \$0.27 \$0.20 \$0.25 \$0.0001	24 Sept 12 22 Mar 14 4 Oct 14 7 Oct 12 18 Mar 15 31 May 15 15 Feb 14 15 Feb 14 3 Nov 2017
7.8 Issued during Quarter	7,343,750 7,343,750 14,375,000		\$0.20 \$0.25 \$0.0001	15 Feb 14 15 Feb 14 3 Nov 2017
7.9 Exercised during Quarter				
7.10 Expired during Quarter				
<b>7.11 Debentures</b> (totals only)				
<b>7.12 Unsecured notes</b> (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: \_\_\_\_\_  
Geoff Gilmour

Date: 30 July 2012

### Notes

1. The quarterly report is to provide 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. Any 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 standards used do not address a topic, the Australian standard on that topic (if any) must be complied with.

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**SCHEDULE A**

**Changes in interests in mining tenements**

**6.2 Interests in mining tenements acquired or increased**

<b>Tenement name</b>	<b>Number</b>	<b>Interest at Beginning of Quarter</b>	<b>Interest at End of Quarter</b>
MIYABI	PL5048	Nil	100%
MAMBARI	PL6105	Nil	100%
BUHEMBA SOUTH EAST	PL6217	Nil	100%
GOLDEN PRIDE NORTH	PL6701	Nil	100%
SUNGWA	PL7238	Nil	100%
SUGUTI	PL7140	Nil	100%
MWENENE	PL7341	Nil	100%
MWENENE SOUTH EAST	PL7339	Nil	100%
MAJI MOTO North	PL7059	Nil	100%
MAJI MOTO Central	PL4782	Nil	100%
MAJI MOTO South	HQ-P22628	Nil	100%
IGANDO North	PL6768	Nil	100%
IGANDO South	PL5219	Nil	100%
GEITA EAST	PL5095	Nil	100%