

#### LIQUEFIED NATURAL GAS LIMITED

# March 2012 Quarterly Report Quarterly highlights

#### **Corporate developments:**

- Cash balance of \$11.8 million as at 31 March 2012.
- Largest shareholder in Metgasco Limited with a 10.25% shareholding.
- Sale of Oil Basins Limited shares realising \$1,011,026 and a net profit of \$120,777.
- Patents granted in Eurasia, Hong Kong and Ukraine for "Boil-off Gas Treatment Process System" and in Ukraine for "A Method and System for Production of LNG" (OSMR®). Both technologies are owned 100% by the Company.

### **Gladstone LNG Project – Fisherman's Landing developments:**

- Negotiations on initial gas supply arrangements are well advanced.
- Discussions ongoing with Westside Corporation Limited on a potential takeover offer.
- EPC Services and Open Book Conversion Contract signed with the Company's largest shareholder China Huangiu Contracting & Engineering Corporation (HQC).



HQC and LNG Ltd personnel visiting the Fisherman's Landing site in Gladstone on 17 April 2012.

From left Zheng Jianhua, Lead Civil Engineer, Li Yanhui, Project Manager, Paul Bridgwood, LNG Ltd Chief Technical Officer, Wang Zhiqiang, Contract Manager, Hu Junfeng, Construction Manager and Steven Della Mattea, LNG Ltd Infrastructure Manager.

#### **Outlook for Next Quarter:**

- Conclude initial gas supply arrangements for the Company's LNG Project, at Fisherman's Landing, Port of Gladstone.
- Satisfy the Agreement for Lease conditions with Gladstone Ports Corporation Limited for the 25 hectare LNG project site at Fisherman's Landing, incorporating No 5 berth.

#### 1. Gladstone LNG Fisherman's Landing Project

#### **Background**

The Company plans to build, own and operate a 3 million tonnes per annum (*mtpa*) LNG plant at Fisherman's Landing, in the Port of Gladstone, Queensland (*LNG Project*).

The Company commenced construction of the LNG Project in October 2009, but in March 2010 suspended construction due to Arrow Energy Limited, the proposed gas supplier, being the subject of a corporate takeover by Shell and PetroChina. The Company expended ~\$60 million in developing the LNG Project between early 2007 and March 2010.

The Company has relevant approvals to recommence construction as soon as gas supply is secured and the Company and its proposed partners achieve final investment decision.

Since July 2011, the Company has been actively working with its major shareholder, HQC (a wholly owned subsidiary of China National Petroleum Corporation), to secure gas supply and recommence development of the LNG Project.

#### **Gas Supply Plan**

The full gas requirement for each LNG train, with a guaranteed LNG production capacity of 1.5 mtpa, is 260 terajoules a day (*TJ/d*) or 90 petajoules a year (*PJ/y*).

However with the Company's technology, its lower capital costs and availability of existing infrastructure at Fisherman's Landing, the LNG Project is economically viable, without any modification to the LNG plant capacity, with gas supply of 140 TJ/d (50 PJ/y).

The Company has therefore been negotiating for the minimum gas supply of 140 TJ/d, with gas supply parties which have aggregate uncontracted deliverable gas reserves of at least 760 PJ and potential for deliverable gas reserve growth.

The Company's Gas Supply Strategy incorporates all of the following:

- 1. Tolling Service Agreement: A gas supplier will arrange to supply its own gas to the LNG Project and arrange its own LNG buyer. The Company receives a monthly capacity payment and tolling fee from the gas supplier to process, liquefy and store the gas as LNG at Fisherman's Landing. The Company is also responsible to load the LNG onto LNG ships arranged by the LNG buyer. Negotiations are advanced with one gas supplier, and progressing with another.
- **2. Gas Purchases Agreement**: The Company purchases the gas at an agreed price and delivery point and can control sale of the LNG to its preferred LNG buyer. Negotiations are progressing with two gas suppliers under this type of agreement with a Key Commercial Term Sheet being advanced with one gas supplier.

3. Upstream Resource Purchase: The Company acquires its own gas resource and is responsible for the gas field development, as well as selecting an LNG buyer. The gas resource may be wholly owned or in a joint venture with other parties. The equity gas parties would either enter into their own LNG buyer arrangement or, more usually, agree to appoint a party as the Marketing Agent on behalf of the joint venture so the LNG is sold to one or more LNG buyers on behalf of the joint venture partners.

In relation to acquiring its own gas resources, the Company advised during the quarter that as part of its gas supply initiatives, it has been holding discussions with Westside Corporation Limited (ASX:WCL) to explore potential transaction opportunities. Such discussions are ongoing and have included an indicative and non binding offer of \$0.65/share based on the number of shares issued as at 2 March 2012. WCL recently announced the issue of further shares, under a capital raising, and on an adjusted basis the indicative and non binding price would be \$0.53/share. WCL has granted LNGL and its advisors and financial backers due diligence access on a non–exclusive basis. The due diligence process is anticipated to be completed in May 2012.

As at 27 April 2012, nothing definitive has been concluded with WCL, nor is there any certainty that any binding transaction will be agreed between the Company and WCL.

In addition to WCL, the Company has been in negotiation with two other parties in relation to potential transaction opportunities focussing on the acquisition of their gas reserves and resource potential.

#### **Gas Delivery Plan**

The Company has been actively progressing the above gas supply strategies, based on gas delivery to one or more of three gas hubs, being Wallumbilla, Callide and Ipswich.



#### Callide:

Between 2013 and 2018, five new intersecting gas pipelines are planned to be in operation in Callide, some 21 kilometres from the LNG Project site at Fisherman's Landing. The Company holds pipeline license PPL 116 to connect gas from Callide to Fisherman's Landing.

#### Wallumbilla:

The Company is focusing on several gas supply strategies to supply gas to Wallumbilla, near Roma in Queensland. After certain upgrades to the gas infrastructure this will allow for gas supply to Gladstone utilising the existing Queensland Gas Pipeline (*QGP*) owned and operated by Jemena. The QGP is the only existing operating pipeline to Gladstone that passes through Callide.

Subject to the availability of gas, the Company then plans a further gas infrastructure upgrade for a second LNG train.

#### **Ipswich:**

In the longer term, gas supply may be available at Ipswich from companies such as Metgasco Limited. Gas supply at Ipswich may be swapped with gas supply at Wallumbilla or interconnected between Ipswich and Wallumbilla. The Company has commenced an evaluation of the interconnection options.

#### **EPC Services and Open Book Conversion (EPCSOBC)**

On 19 January 2012, the Company and HQC entered into an EPCSOBC contract. This contract was awarded following HQC's completion of the Front End Engineering Design and providing the Company with a revised Engineering, Procurement and Construction (*EPC*) cost estimate of US\$760 million, using the Company's wholly owned OSMR® LNG process technology.

The estimated EPC contract price is for one LNG train, including LNG tank and related infrastructure (but excluding dredging and associated works), with a design LNG production capacity of ~1.9 mtpa and guaranteed LNG production capacity of 1.5 mtpa.

Based on the estimated EPC contract price, the Company's total estimated development cost, including dredging and other development and financing costs, remains at ~\$1.1 billion for one LNG train.

The Company and HQC are on schedule to complete each of the following activities by 30 June 2012:

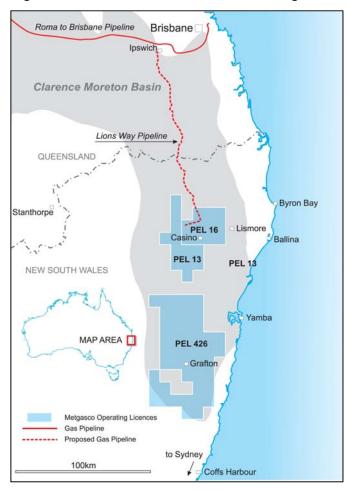
- Proceed on an open book basis to progress the detailed engineering design and agree a
  fixed lump sum EPC contract price, based on the Company's LNG plant module design
  concept and OSMR<sup>®</sup> liquefaction technology; and
- Finalise the LNG plant construction and commissioning schedule.

#### Gladstone Ports Corporation (GPC) Agreement for Lease - Fisherman's Landing

The Company has entered into an Agreement for Lease with the Gladstone Ports Corporation (GPC) to 30 June 2012 and, subject to gas supply arrangements and other project requirements, the Company will have a further six months to progress to a final investment decision.

#### Metgasco Limited (ASX code MEL)

The Company maintained its shareholding in Metgasco Limited (MEL) and remains the largest shareholder with a 10.25% shareholding.



MEL's acreage position in Clarence Moreton Basin, NSW

MEL has 100% ownership of significant onshore conventional and unconventional gas acreage in the Clarence Moreton Basin (NSW), (*left*) known as PEL 16; PEL 13 and PEL 426.

The Company is also reviewing gas supply options with Metgasco Limited under a Memorandum of Understanding, executed by Metgasco Limited and the Company in late 2010.

MEL's reserves (below) are of sufficient size to supply 90 PJ of gas for one LNG train of 1.5 mtpa guaranteed production capacity.

It is recommended that Company shareholders visit the website of MEL www.metgasco.com.au to fully appraise MEL's business activities.

| Reserves               | PEL 13  | PEL 16  | Metgasco Total |
|------------------------|---------|---------|----------------|
| 1P                     |         | 2.7     | 2.7            |
| 2P                     | 31.2    | 396.7   | 427.9          |
| 3P                     | 302.4   | 2,239.3 | 2,541.7        |
| 2C Contingent Resource | 1,334.1 | 1,177.4 | 2,511.5        |

PEL 13 and 16 - Independently Certified CSG Reserves (Petajoules) as at 14 July 2011

#### 3. Company's Other LNG Activities

Whilst the Company is monitoring other LNG opportunities in Australia and overseas, the main focus remains on the delivery of the Company's wholly owned Fisherman's Landing LNG Project, in Gladstone, Queensland.

#### 4. LNG Technology Pty Ltd

LNG Technology Pty Ltd, owned 100% by the Company, is the LNG technology research and development entity within the group and the owner of the OSMR<sup>®</sup> LNG process technology.

The OSMR process is based on a proven simple single mixed refrigerant system with the addition of conventional combined heat and power and ammonia refrigeration technology to significantly enhance the plant performance (LNG output and overall process efficiency).

This results in a plant cost of around half that of competing technologies (based on \$/tpa) and an overall plant efficiency which is around 30% better than others (with a 30% reduction in carbon emissions). This, together with the Company's plant and construction strategy, substantially improves project economics.

The OSMR<sup>®</sup> process is planned to be used in the Company's 3 million tonnes per annum Fisherman's Landing LNG Project. The Company has also commenced negotiations with HQC on a technology cooperation agreement in relation to the marketing of the OSMR<sup>®</sup> process for use elsewhere in the world.

The Company continues to further its international patent applications, which cover two engineering design features (being the basis of the Company's OSMR® process), entitled:

- A Method and System for Production of Liquid Natural Gas; and
- Improvements to the OSMR process (applications only filed in Australia and USA).

The Company is also progressing a patent application over another wholly developed and owned process, entitled "Boil-off Gas Treatment Process and System".

The current status of patent applications filed by the Company in various countries is as follows:

| OSMR <sup>®</sup> Process |               |           |                            |          |          |
|---------------------------|---------------|-----------|----------------------------|----------|----------|
|                           | Patent Status |           |                            |          |          |
| Country *                 | Filed         | Published | Examination in<br>Progress | Accepted | Granted  |
| Australia                 | <b>√</b>      | <b>✓</b>  |                            | <b>✓</b> | ✓        |
| Canada                    | ✓             | <b>√</b>  | ✓                          |          |          |
| China                     | ✓             | <b>✓</b>  | ✓                          |          |          |
| ARIPO                     | <b>√</b>      | <b>✓</b>  | ✓                          |          |          |
| OAPI                      | <b>√</b>      | <b>✓</b>  |                            | <b>✓</b> | <b>√</b> |
| Eurasia                   | <b>√</b>      | <b>✓</b>  | <b>√</b>                   | <b>✓</b> |          |
| Europe                    | <b>√</b>      | <b>✓</b>  | <b>√</b>                   |          |          |
| India                     | <b>√</b>      | <b>✓</b>  | <b>√</b>                   |          |          |
| Indonesia                 | ✓             | <b>✓</b>  | 1                          |          |          |
| Japan                     | <b>√</b>      | <b>✓</b>  | 1                          |          |          |
| South Africa              | ✓             | <b>✓</b>  |                            | <b>✓</b> | <b>√</b> |
| Ukraine                   | ✓             | <b>✓</b>  | <b>√</b>                   | <b>✓</b> | <b>√</b> |
| Vietnam                   | ✓             | <b>√</b>  | <b>√</b>                   |          |          |

<sup>\*</sup> Note: Patent applications have also been filed in Brazil, Hong Kong, Israel, New Zealand, Philippines, South Korea, Singapore and USA.

| OSMR <sup>®</sup> Process Further Improvements |               |           |                            |          |         |
|--|---------------|-----------|----------------------------|----------|---------|
|  | Patent Status |           |                            |          |         |
| Country*                                       | Filed         | Published | Examination in<br>Progress | Accepted | Granted |
| Australia                                      | 1             | 1         | 1                          |          |         |

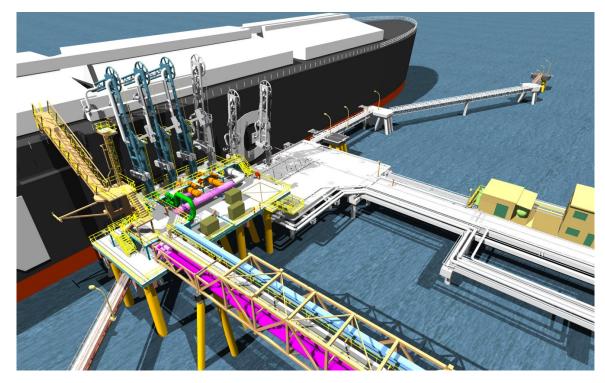
<sup>\*</sup> Note: Patent application has also been filed in USA.

| BOG Treatment | Process       |           |                            |          |          |
|---------------|---------------|-----------|----------------------------|----------|----------|
|               | Patent Status |           |                            |          |          |
| Country*      | Filed         | Published | Examination in<br>Progress | Accepted | Granted  |
| Australia     | <b>√</b>      | <b>√</b>  |                            |          |          |
| Canada        | <b>√</b>      | <b>✓</b>  | 1                          |          |          |
| China         | <b>√</b>      | <b>✓</b>  |                            | <b>√</b> | <b>√</b> |
| ARIPO         | <b>√</b>      | <b>✓</b>  | 1                          |          |          |
| OAPI          | <b>√</b>      | <b>✓</b>  |                            | <b>√</b> | <b>√</b> |
| Brazil        | <b>√</b>      | <b>✓</b>  | 1                          |          |          |
| Eurasia       | <b>√</b>      | <b>√</b>  | 1                          |          | <b>√</b> |
| Europe        | ✓             | <b>√</b>  | 1                          |          |          |
| Hong Kong     | <b>√</b>      | <b>√</b>  | 1                          | <b>✓</b> | <b>√</b> |
| India         | <b>√</b>      | <b>√</b>  | 1                          |          |          |
| Indonesia     | ✓             | <b>√</b>  | 1                          |          |          |
| Japan         | ✓             | <b>√</b>  | 1                          |          |          |
| New Zealand   | <b>√</b>      | 1         |                            | <b>-</b> | <b>√</b> |
| South Africa  | <b>√</b>      | <b>✓</b>  |                            | <b>√</b> | <b>√</b> |
| Ukraine       | 1             | <b>/</b>  |                            | <b>✓</b> | <b>√</b> |
| Vietnam       | ✓             | <b>√</b>  | 1                          |          |          |

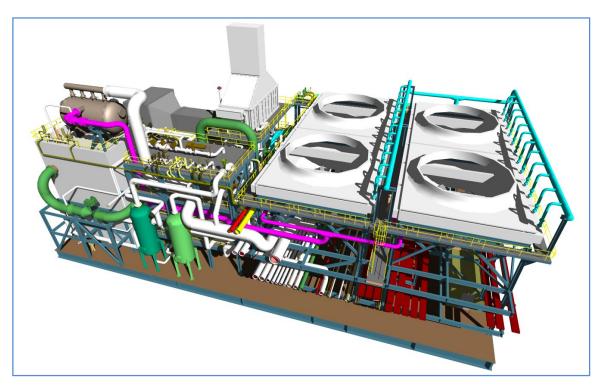
<sup>\*</sup> Note: Patent applications have also been filed in Israel, Philippines, South Korea, Singapore and USA.

Although most jurisdictions have differing methods to progress patents, the following stages are typical of the patent grant process:

- 1. Patent applications are filed in a particular country;
- 2. Patents are then published;
- 3. Patents are examined and an examination report may be issued;
- 4. A response is filed, by the applicant, to the examination report (if required);
- 5. If all is in order, a patent is accepted and open for third party opposition; and
- 6. In the absence of any valid third party opposition the patent is granted for a term of 20 years.



LNG Loading Platform located next to existing jetty at Fisherman's Landing. The platform comprises 2 LNG loading arms and 1 vapour return arm required for loading 10,000m3/h onto LNG tankers.



Liquefaction Module 3D model, comprising cold box, mixed refrigerant coolers and gas turbine driven compressor with waste heat recovery, together with all piping, electrical and instrumentation work completed at the module yard. This is one of the five process modules required to produce 1.9mtpa of LNG.

#### **Review of Corporate Developments**

#### 1. Exploration Expenditure

No exploration expenditure was incurred by the Company during the quarter.

#### 2. Capital Structure (as at 27 April 2012)

| Class of Security          | Issued      | Quoted      |
|----------------------------|-------------|-------------|
| Fully Paid Ordinary Shares | 267,699,015 | 267,699,015 |
| Options Issued             | 6,270,000   | -           |
| Performance Rights         | 2,250,000   | -           |

#### 3. Appendix 5B - Attached to this quarterly report.

#### 4. Corporate Information (as at 27 April 2012)

ASX Code: LNG

**Directors:** 

Richard Jonathan Beresford Non-Executive Chairman

Fletcher Maurice Brand Managing Director & Joint Chief Executive Officer Wang Xinge Executive Director & Joint Chief Executive Officer

Leeanne Kay Bond Non-Executive Director Zhang Gaowu Non-Executive Director

Paul William Bridgwood Director & Chief Technical Officer Norman Marshall Director & Chief Financial Officer

#### **Company Secretary:**

David Michael Gardner

#### **Registered Office:**

Ground Floor, 5 Ord Street, West Perth 6005, Western Australia

Telephone: (08) 9366 3700 Facsimile: (08) 9366 3799

Email: LNG@LNGLimited.com.au Website: www.lnglimited.com.au

#### **Substantial Shareholders:**

China Huanqiu Contracting

& Engineering Corporation (HQC) 19.89%
Copulos Group 10.10%
Dart Energy Limited 5.37%

#### About China Huanqiu Contracting & Engineering Corporation (HQC):

HQC is a technology-focused engineering, procurement, construction, consulting, R&D, manufacturing and project management group with over 9,500 employees. HQC has delivered more than 2,000 projects over its 50 years of operation including the execution and delivery of:

- Guangdong LNG receiving terminal;
- Jiangsu LNG receiving terminal near Shanghai; and
- Dalian LNG receiving terminal.

HQC was appointed in March 2011 as the EPC contractor for the Tangshan LNG receiving terminal near Beijing due to be completed in 2013.

HQC is the EPC contractor for the Ansai LNG plant (500,000 tpa) in China using its own technology. It is expected that the plant will be commissioned in the first half of 2012.

HQC is wholly owned by China National Petroleum Corporation.

#### About China National Petroleum Corporation (CNPC):

CNPC is China's largest oil (54% share) and gas (82% share) producer and supplier. Additionally, it is within the Top 5 global oil and gas companies, with over 1.6 million employees, and is ranked 6 amongst 2011 Fortune Global 500 companies.

CNPC has oil and gas assets and interests in 29 countries and presence in almost 70 countries. It owns businesses covering petroleum exploration & production, natural gas & pipelines, refining & marketing, oilfield services, engineering construction, equipment manufacturing, R&D, capital management, finance and insurance services.

CNPC is a state owned company.

#### **About Jemena:**

Jemena is a unique Australian infrastructure company that builds, owns and maintains a combination of major electricity, gas and water assets. It is a nation-wide operation, and manages more than \$9 billion worth of Australian utilities assets, and employs more than 2,300 people.

Jemena specialises in both the transmission and distribution of electricity and gas; and combines the skills and experience of renowned Australian electricity and gas infrastructure companies. Jemena is a key outsourcing partner of electricity, gas and water utility companies to deliver innovative infrastructure solutions that support the vital daily electricity, gas and water needs of millions of Australians.

Jemena is wholly owned by Singapore Power.

## **Appendix 5B**

## Mining exploration entity quarterly report

Name of entity

| LIQUEFIED NATURAL GAS LIMITED |  |
|-------------------------------|--|
|-------------------------------|--|

19 101 676 779

Quarter ended ("current quarter")

31 March 2012

#### Consolidated statement of cash flows

| Cash f     | lows related to operating activities                            | Current quarter | Year to date<br>(9 months) |
|------------|---|-----------------|----------------------------|
| 1.1        | Receipts from customers & ATO                                   | \$A'000<br>47   | \$A'000<br>126             |
|            | ·   | 47              | 120                        |
| 1.2        | Payments to suppliers and employees                             |                 |                            |
|            | (a) exploration and evaluation                                  | - (4.740)       | - (4.004)                  |
|            | (b) project development   | (1,749)         | (4,884)                    |
|            | (c) production  | - (000)         | - (2.224)                  |
| 4.2        | (d) administration and others                                   | (988)           | (2,234)                    |
| 1.3<br>1.4 | Dividends received Interest and other items of a similar nature | -<br>304        | -<br>702                   |
| 1.4        | received  | 304             | 702                        |
| 1.5        | Interest and other costs of finance paid                        | -               | -                          |
| 1.6        | Income taxes paid   | -               | -                          |
| 1.7        | Other – R&D tax concession rebate                               | -               | 61                         |
|            | Net operating cash flows  | (2,386)         | (6,229)                    |
|            | Cash flows related to investing activities                      |                 |                            |
| 1.8        | Payment for purchases of:                                       |                 |                            |
| 1.0        | (a) prospects   | _               | _                          |
|            | (b) equity investments  | _               | _                          |
|            | (c) other fixed assets  | (4)             | (23)                       |
|            | (d) shares  | -               | (10,882)                   |
| 1.9        | Proceeds from sale of:  |                 | , , ,                      |
|            | (a) exploration licences  | -               | -                          |
|            | (b) equity investments  | -               | -                          |
|            | (c) other fixed assets  | -               | -                          |
|            | (d) shares  | 1,095           | 1,095                      |
| 1.10       | Loans to other entities   | -               | -                          |
| 1.11       | Loans repaid by other entities                                  | -               | -                          |
| 1.12       | Other   | -               | -                          |
|            | Net investing cash flows  | 1,091           | (9,810)                    |
| 1.13       | Total operating and investing cash flows                        |                 |                            |
|            | (carried forward)   | (1,295)         | (16,039)                   |

|       | Total operating and investing cash flows   |         |          |
|-------|--|---------|----------|
| 1.13  | (brought forward)                          | (1,295) | (16,039) |
|       |  |         |          |
|       | Cash flows related to financing activities |         |          |
| 1.14a | Proceeds from issue of shares and exercise | -       | 20,144   |
|       | of share options                           |         |          |
| 1.14b | Less : Share issue costs                   | -       | -        |
| 1.15  | Proceeds from sale of forfeited shares     | -       | -        |
| 1.16  | Proceeds from borrowings                   | -       | -        |
| 1.17  | Repayment of borrowings                    | -       | -        |
| 1.18  | Dividends paid                             | -       | -        |
| 1.19  | Repayment of finance lease principal &     | (3)     | (8)      |
|       | interest                                   |         |          |
|       | Net financing cash flows                   | (3)     | 20,136   |
|       |  |         |          |
|       | Net increase/(decrease) in cash held       | (1,298) | 4,097    |
| 1.20  | Cash at beginning of quarter/year          | 13,170  | 7,759    |
| 1.21  | Net foreign exchange differences           | (38)    | (22)     |
| 1.22  | Cash at end of quarter*                    | 11,834  | 11,834   |

## 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<br>\$A'000 |
|------|---|--|----------------------------|
| 1.23 | Aggregate amount of payments to the part  | ies included in item 1.2               | 431                        |
| 1.24 | Aggregate amount of loans to the parties included in item 1.18  |  | -                          |
| 1.25 | Explanation necessary for an understanding  | g of the transactions                  |                            |
|      | Payments pursuant to 1.23 comprise:<br>Non-Executive Directors' Fees<br>Executive Directors' Remuneration | \$58,142 (excl. GST); an<br>\$373,355. | d                          |

## 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 |
|-----|--|
|     | None in this quarter.  |
| 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               |
|     | None in this quarter.  |

## Financing facilities available

|     |                             | Amount available<br>\$A'000 | Amount used<br>\$A'000 |
|-----|-----------------------------|-----------------------------|------------------------|
| 3.1 | Loan facilities             | 1                           | -                      |
| 3.2 | Credit standby arrangements | -                           | -                      |

## Estimated cash outflows for next quarter

|     |                            | \$A'000 |
|-----|----------------------------|---------|
| 4.1 | Exploration and evaluation | -       |
| 4.2 | Project development        | 4,302   |
| 4.3 | Production                 | -       |
| 4.4 | Administration             | 673     |
|     | Total                      | 4,975   |

### **Reconciliation of cash**

| show | nciliation of cash at the end of the quarter (as<br>n in the consolidated statement of cash flows) to<br>elated items in the accounts is as follows. | Current quarter<br>\$A'000 | Previous quarter<br>\$A'000 |
|------|--|----------------------------|-----------------------------|
| 5.1  | Cash on hand and at bank   | 1,289                      | 1,725                       |
| 5.2  | Term Deposit   | 10,545                     | 11,445                      |
| 5.3  | Bank overdraft   | -                          | -                           |
| 5.4  | Other (provide details)  | -                          | -                           |
|      | Total: cash at end of quarter (item 1.22)  | 11,834                     | 13,170                      |

## Changes in interests in mining tenements

|     |   | Tenement<br>reference | Nature of interest<br>(note (2)) | Interest at beginning of quarter | Interest at<br>end of<br>quarter |
|-----|---|-----------------------|----------------------------------|----------------------------------|----------------------------------|
| 6.1 | Interests in mining tenements relinquished, reduced or lapsed | -                     | -                                | -                                | -                                |
| 6.2 | Interests in mining<br>tenements acquired or<br>increased     | -                     | -                                | -                                | -                                |

## Issued and quoted securities at end of current quarter

|     |   | Total number | Number quoted | Issue price per<br>security (see note<br>3) (cents) | Amount paid up per security (see note 3) (cents) |
|-----|---|--------------|---------------|---|--|
| 7.1 | Preference  *securities  B Class                                | -            | -             | -   | -  |
| 7.2 | Changes during quarter (a) Increases through issues             | -            | -             | -   | -  |
|     | (b) Decreases<br>through returns<br>of capital, buy-<br>backs,  | -            | -             | -   | -  |
|     | redemptions (c) Conversion to fully paid ordinary shares        | -            | -             | -   | -  |
| 7.3 | <sup>†</sup> Ordinary<br>securities                             | 267,699,015  | 267,699,015   | -   | -  |
| 7.4 | Changes during quarter (a) Increases through issues             | -            | -             | -   | -  |
|     | (b) Increases<br>through<br>conversion of<br>options            | -            | -             | -   | -  |
|     | (c) Decreases<br>through returns<br>of capital, buy-<br>backs   | -            | -             | -   | -  |
| 7.5 | *Convertible<br>debt securities<br>(description)                | -            | -             | -   | -  |
| 7.6 | Changes during quarter (a) Increases through issues             | -            | -             | -   | -  |
|     | (b) Decreases<br>through<br>securities<br>matured,<br>converted | -            | -             | -   | -  |

| 7.7  | Options  | Number    |   | Exercise price | Expiry date              |
|------|--|-----------|---|----------------|--------------------------|
| /./  | Options  | Number    |   | Exercise price | Expiry date              |
|      | (a) Options over ordinary shares, exercisable at 68 cents            | 60,000    | - | 68 cents       | 30 November 2012         |
|      | (b) Options over<br>ordinary shares,<br>exercisable at 66.7<br>cents | 2,490,000 | - | 66.70 cents    | 10 December 2012         |
|      | (c) Options over ordinary shares, exercisable at 88 cents            | 1,100,000 | - | 88 cents       | 9 September 2013         |
|      | (d) Options over ordinary shares,                                    | 150,000   | - | 84 cents       | 17 September 2013        |
|      | exercisable at 84 cents  | 1,750,000 | - | 62.10 cents    | 30 April 2014            |
|      | (e) Options over ordinary shares, exercisable at 62.1 cents          | -         | - | 69.20 cents    | 2 February 2012          |
|      | (f) Options over<br>ordinary shares,<br>exercisable at 69.2<br>cents | 410,000   | - | 74.20 cents    | 2 August 2012            |
|      | (g) Options over ordinary shares, exercisable at 74.2 cents          | 310,000   | - | 79.20 cents    | 2 August 2014            |
|      | (h) Options over<br>ordinary shares,<br>exercisable at 79.2<br>cents | 6,270,000 | - |                |                          |
|      | TOTAL OPTIONS ISSUED   |           |   |                |                          |
| 7.8  | Options issued during quarter:                                       |           |   |                |                          |
|      | TOTAL  | -         | _ | _              |                          |
| 7.9  | Options exercised during quarter                                     | Number    |   | Exercise price | Expiry date              |
|      | (a) Options over ordinary shares                                     | -         | - | -              | -                        |
|      | TOTAL  |           |   |                |                          |
| 7.10 | Options<br>expired/cancelled<br>during quarter                       | Number    |   | Exercise price | Expiry/cancellation date |
|      | (a) Options over ordinary shares, exercisable at 69.2 cents          | 410,000   | - | 69.20 cents    | 2 February 2012          |
|      | TOTAL OPTIONS<br>EXPIRED/ CANCELLED                                  | 410,000   |   |                |                          |
|      |  |           |   |                |                          |

| 7.11 | Performance Rights                                     | Number    |   | Exercise price | Expiry date     |
|------|--|-----------|---|----------------|-----------------|
|      | (a) Performance rights exercisable at 73.8 cents       | 750,000   | - | 73.8 cents     | 10 July 2012    |
|      | (b) Performance rights exercisable at 79.1 cents       | 750,000   | - | 79.1 cents     | 10 January 2013 |
|      | (b) Performance<br>rights exercisable at<br>84.4 cents | 750,000   | - | 84.4 cents     | 10 January 2014 |
|      | TOTAL<br>PERFORMANCE<br>RIGHTS                         | 2,250,000 |   |                |                 |
| 7.12 | Performance rights                                     | Number    |   | Exercise price | Expiry date     |
|      | TOTAL PERFORMANCE RIGHTS ISSUED DURING QUARTER         | -         | - | -              | -               |
| 7.13 | Performance rights exercised during quarter            | -         | - | -              | -               |
| 7.14 | Performance rights expired/cancelled during quarter    | -         | - | -              | -               |
| 7.11 | Debentures<br>(totals only)                            | -         | - | -              | -               |
| 7.12 | Unsecured notes<br>(totals only)                       | 1         | - | -              | -               |

#### 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.
- 2 This statement does give a true and fair view of the matters disclosed.

David Michael Gardner Company Secretary

30 April 2012

#### **Notes**

- 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.
- 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.
- The definitions in, and provisions of, AASB 1022: Accounting for Extractive Industries and AASB 1026: Statement of Cash Flows applies to this report.
- 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.

== == == ==