



CARBINE RESOURCES
LIMITED

June 2013 Quarterly Report

Ouahigouya Gold Project, Burkina Faso

Carbine's Ouahigouya Gold Project is located in an outlier of the Hounde Greenstone Belt in northwest Burkina Faso (West Africa) and consists of a contiguous land holding of 1,264 km² comprising five granted Exploration Permits (two in joint venture with Ampella Mining Ltd) and two permit applications. The Permits are located on a major northeast trending crustal scale shear zone, the Ouahigouya Deformation Corridor. Numerous gold occurrences are located along this deformation corridor with a large number of both major and minor artisanal fields either historically or currently being mined.

No field activities were carried out during the quarter. Exploration on the project to date has not delivered results of sufficient magnitude to support continued exploration at historic levels. This, combined with current market sentiments towards gold and gold exploration in West Africa, means it is not prudent to ramp up exploration with expensive methods (i.e. drilling) at this time.

Minimal exploration budget has been approved for 2013, sufficient to meet statutory requirements on all permits.

Corporate Activities

During the quarter the Company continued to review new opportunities (both gold and non-gold). In assessing their suitability there is a strong preference for JORC compliant resources, significant land holding with exploration upside, and a proposed timeline to production (cash flow). Several confidentiality agreements have been executed and site visits conducted during the quarter. The Company will update shareholders when a suitable project has been identified.

On 20 May 2013, Peter Sheehan resigned from his position of Managing Director. Mr Tom Bahen was appointed to the Board in a non-executive capacity.

Carbine is in a strong financial position with \$5.5 million cash in the bank which allows the Company to fund exploration and/or complete an acquisition. Minimal exploration burn and proposed measures to reduce administration costs for 2013 will aid in preserving cash.

For further information, please contact:

Evan Cranston (Non-Executive Director): +61 408 865 838

Fast Facts

Ordinary Shares

Shares on Issue 140 million

Market Capitalisation and Current Cash

Market capitalisation
(at \$0.028) \$3.9 million
Cash 30 June \$5.5 million

Board of Directors

- Mr Tom Bahen
(Non-Executive Director)
- Mr Evan Cranston
(Non-Executive Director)
- Mr Grant Mooney
(Non-Executive Director)

Company Highlights

- 1,264km² on outlier of Hounde Greenstone Belt in Burkina Faso, West Africa
- \$5.7M in the bank.
- Aggressively seeking additional opportunities.

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Appendix 5B

Mining exploration entity quarterly report

Introduced 01/07/96 Origin Appendix 8 Amended 01/07/97, 01/07/98, 30/09/01, 01/06/10, 17/12/10

Name of entity

CARBINE RESOURCES LIMITED

ABN

81 122 976 818

Quarter ended ("current quarter")

30 JUNE 2013

Consolidated statement of cash flows

	Current quarter \$A'000	Year to date (6 months) \$A'000
Cash flows related to operating activities		
1.1 Receipts from product sales and related debtors	-	-
1.2 Payments for (a) exploration & evaluation	(23)	(258)
(b) development	-	-
(c) production	-	-
(d) administration	(212)	(347)
1.3 Dividends received	-	-
1.4 Interest and other items of a similar nature received	46	85
1.5 Interest and other costs of finance paid	-	-
1.6 Income taxes paid	-	-
1.7 Other	-	-
Net Operating Cash Flows	(189)	(520)
Cash flows related to investing activities		
1.8 Payment for purchases of: (a) prospects	-	-
(b) equity investments	-	-
(c) other fixed assets	-	-
1.9 Proceeds from sale of: (a) prospects	-	-
(b) equity investments	-	1,019
(c) other fixed assets	4	111
1.10 Loans to other entities	-	-
1.11 Loans repaid by other entities	-	-
1.12 Other (provide details if material)	-	-
Net investing cash flows	4	1,130
1.13 Total operating and investing cash flows (carried forward)	(185)	610

+ See chapter 19 for defined terms.

Appendix 5B
Mining exploration entity quarterly report

1.13	Total operating and investing cash flows (brought forward)	(185)	610
Cash flows related to financing activities			
1.14	Proceeds from issues of shares, options, etc.	-	-
1.15	Proceeds from sale of forfeited shares	-	-
1.16	Proceeds from borrowings	-	-
1.17	Repayment of borrowings	-	-
1.18	Dividends paid	-	-
1.19	Other (provide details if material)	-	-
	Net financing cash flows	-	-
	Net increase (decrease) in cash held	(185)	610
1.20	Cash at beginning of quarter/year to date	5,713	4,921
1.21	Exchange rate adjustments to item 1.20	5	2
1.22	Cash at end of quarter	5,533	5,533

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	178
1.24	Aggregate amount of loans to the parties included in item 1.10	-

1.25 Explanation necessary for an understanding of the transactions

Payments to directors for directors fees, salary, superannuation and administration 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

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

+ See chapter 19 for defined terms.

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	23
4.2 Development	
4.3 Production	
4.4 Administration	86
Total	109

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	5,533	5,713
5.2 Deposits at call	-	-
5.3 Bank overdraft	-	-
5.4 Other (provide details)	-	-
Total: cash at end of quarter (item 1.22)	5,533	5,713

+ See chapter 19 for defined terms.

Appendix 5B
Mining exploration entity quarterly report

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			
6.2	Interests in mining tenements acquired or increased			

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	Nil	Nil		
7.2	Nil	Nil		
7.3	140,017,394	140,017,394		
7.4				
7.5	Nil	Nil		

+ See chapter 19 for defined terms.

7.6	Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted				
7.7	Options (description and conversion factor)			<i>Exercise price</i>	<i>Expiry date</i>
	850,000			\$0.30	2 Sept 2013
	750,000			\$0.40	13 Sept 2013
	2,000,000			\$0.30	24 August 2013
	2,000,000			\$0.40	24 August 2013
	1,000,000			\$0.30	27 August 2013
	1,000,000			\$0.40	27 August 2013
	425,000			\$0.38	1 April 2014
	2,000,000			\$0.075	11 June 2015
	2,000,000			\$0.10	11 June 2015
	1,000,000			\$0.115	11 June 2015
	3,000,000			\$0.20	11 June 2015
7.8	Issued during quarter				
7.9	Exercised during quarter				
7.10	Expired during quarter				
7.11	Debentures (totals only)				
7.12	Unsecured notes (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 5).
- 2 This statement does ~~does not~~* give a true and fair view of the matters disclosed.



Sign here:
(Company secretary)

Date: 31 July 2013

Print name: Grant Mooney

+ 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 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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