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## HIGHLIGHTS

### GOLD PRODUCTION

- Total gold production for the quarter of 77,707 ounces at a cash cost of production A\$513 per ounce prior to royalties.

### MOOLART WELL OPERATIONS

- Gold production of 26,145 ounces for the quarter (Sept 12 qtr: 27,414 oz).
- Cash cost of production A\$547 per ounce prior to royalties (Sept 12 qtr: A\$521/oz).

### GARDEN WELL OPERATIONS

- Gold production of 51,562 ounces for the quarter (Sept 12 qtr: 17,127 oz).
- Cash cost of production for the first full quarter of operation of A\$496 per ounce prior to royalties.
- Annualised throughput rate for the December 2012 quarter was 4.2 million tonnes, 5% better than 4mtpa nameplate design capacity.
- Modifications to the crushing circuit in November 2012 to better handle the oxide ore increased annualised throughput rate to 5mtpa in December 2012.

### ROSEMONT GOLD PROJECT

- Rosemont Gold Project (Duketon) gold resources and reserves upgraded to 1.73 million ounces and 664,000 ounces respectively. This increases Regis gold resources to 10.2 million ounces and reserves to 3.0 million ounces.
- Development of Rosemont to commence imminently with commencement of operations forecast for the September 2013 quarter.

### EXPLORATION

- Further significant drill results from RC drilling in the southern area of Garden Well.
- An update to the Garden Well Resource and Reserve is expected to be completed in the March 2013 quarter.

### CORPORATE

- Acquisition of the McPhillamys Gold Project (2.5 million ounce Resource) in NSW completed during the quarter.
- Repayment of the Company's \$30 million project finance debt in November 2012.
- Board targets a maiden dividend in September 2013 quarter of 20 cents per share and a long term dividend payout ratio in the order of 60% of net profit after tax.
- Gold sales of 63,307 ounces at a delivered price of A\$1,612 per ounce (Sept 12: 37,963 oz at A\$1,648/oz).
- Cash flow from operations for the quarter was \$65.3 million (Sept 12: \$36.2m).
- Cash and gold bullion holding at 31 Dec 2012 was \$32.3 million (Sept 12: \$19.6m).

## MOOLART WELL OPERATIONS

### Production

Moolart Well Gold Mine operating results for the December 2012 quarter were as follows:

	Dec 2012	Sep 2012	Jun 2012
Ore mined (tonnes)	597,097	645,468	655,101
Ore milled (tonnes)	627,085	623,864	636,114
Head grade (g/t)	1.40	1.49	1.39
Recovery (%)	93	92	92
Gold production (ounces)	26,145	27,414	26,228
Cash cost per ounce (A\$/oz) – pre royalties	A\$547	A\$521*	A\$532
Cash cost per ounce (A\$/oz) – incl royalties	A\$617	A\$591	A\$611

\*Adjustment made to prior quarter quoted cash cost of A\$503 due to an accounting adjustment to deferred mining cost for a change in life of mine strip ratio associated with the updated reserve at Moolart Well.

Regis completed a strong quarter of operations at the Moolart Well Gold Mine producing 26,145 ounces of gold at a pre-royalty cash cost of production of A\$547 per ounce. Operating costs for the quarter were 5% higher than the previous quarter due mainly to the slightly (6%) lower grade milled during the quarter. Gold production for the half year ended 31 December 2012 was 53,559 ounces at a pre-royalty cash cost of A\$534 per ounce.

During the quarter 273,000 bcm of ore and 1,120,000 bcm of waste were mined from the Moolart Well open pits for a total material movement of 1.39 million bcm. Of the total material mined, 1.27 million bcm was mined from laterite pits and 123,000 bcm was mined from the Lancaster and Stirling oxide deposits.

## GARDEN WELL OPERATIONS

### Production

Operating results at the Garden Well Gold Mine for December 2012 quarter were as follows:

	Dec 2012	Sep 2012
Ore mined (tonnes)	879,095	792,832
Ore milled (tonnes)	1,053,874	351,470
Head grade (g/t)	1.65	1.66
Recovery (%)	92	92
Gold production (ounces)	51,562	17,165
Cash cost per ounce (A\$/oz) – pre royalties	A\$496	N/A
Cash cost per ounce (A\$/oz) – incl royalties	A\$563	N/A

### Milling

The first full quarter of operations at the Garden Well Gold Mine produced 51,562 ounces of gold at a pre-royalty cash cost of production of A\$496 per ounce.

Milling during the quarter was focussed on the ramp up and optimisation of the processing plant. Mill throughput at the start of the quarter was restricted to around 3.8 million tonnes per annum due to mining in the upper levels of the open pit supplying a mill feed of exclusively oxide ore with high moisture content. As detailed in the Company's announcement to ASX on 28 November 2012, this ore caused material handling issues through the primary crusher.

Initiatives were implemented in November to significantly increase throughput whilst milling oxide ore. A grizzly screen was installed to the direct feeder at the crushed ore stockpile allowing ore to be fed to the mill, bypassing the crushing circuit. In addition a jaw crusher and ore stacker more suitable for crushing oxide ore were installed providing additional primary crusher capacity. In spite of these start up issues for much of the quarter the throughput achieved, at 4.2mtpa equivalent, was still 5% in excess of nameplate design.

Since these modifications to the crushing circuit, throughput has increased significantly. During December 2012 the mill operated at a rate of 5 million tonnes per annum.

### **Mining**

During the December 2012 quarter 475,000 bcm of ore and 3,333,000 bcm of waste were mined from the Garden Well open pit for a total material movement of 3.81 million bcm. Mining in the transitional zone commenced in the quarter with 282,000 bcm of transitional material mined from the Stage 1 Garden Well open pit down to the 432 mRL. Mining of ore commenced in the supergene and structural zones of the stage 2 and 3 cutbacks to the open pit down to the 457mRL during the quarter.

Of the total waste mined during the quarter, 1.39 million bcm represented pre-strip material above the stage 2, 3 and 4 cutbacks from surface down to the 465mRL. The deposit has an average 20-25 metre layer of pre-strip above the top of ore. The cost of mining this pre-strip is capitalised and depreciated over the life of the project. During the quarter \$7.9 million of pre-strip costs were capitalised.

The total volume mined continues to be ahead of schedule, with a third excavator mobilised in the prior quarter to focus on mining waste to expose additional ore in expectation of the Garden Well plant performing above nameplate design in the future.

Mined grade since commencement of the project has been 1.66g/t gold compared to the reserve grade for the areas mined to date of 2.03g/t gold. Grade control results for the areas mined to date have indicated a grade of 1.97g/t gold. The correlation of grade control indicated grade to reserve grade (within 3%) is a good, albeit early, indication of the overall robustness of the geological reserve.

It appears that the lower actual mined grade of 1.66g/t gold has been impacted by mining and operational issues including:

- The lack of a direct reconciliation from mine to mill during the pre-operational period where a large (>600,000 tonne) ore stockpile was established;
- Combination of ore loss and mining dilution as a result of this lack of direct feed-back on early mining practices; and
- Inherent difficulties in interpreting and mining the dispersed and not structurally controlled supergene oxide zone of the orebody.

A closer focus on mining practices during the month of December 2012 has seen an improvement in the correlation between actual mined grade and the grade control indicated grade. The mining reconciliation and mining practices will continue to be a major focus as the project moves through the oxide zone and in to transitional and fresh zones over the next several quarters.

## DEVELOPMENT PROJECTS

### ROSEMONT GOLD PROJECT

The Rosemont Gold Project is located approximately 9 kilometres north-west of the Garden Well Gold Mine at Duketon.

#### *Resource Upgrade*

During 2012 Regis completed 17,465 metres of infill RC drilling with the aim of converting Inferred resources to Indicated category at the northern extremity of the Rosemont deposit. Regis then commissioned independent geological consultants EGRM Consulting Pty Ltd to conduct a re-estimation of its 2011 (1.08 million ounce) mineral resource estimate. This estimate was completed using the Multiple Indicator Kriging estimation technique on a block size of 20 m x 20 m x 5 m. Based on the Multiple Indicator Kriging, a selective mining estimate above a 0.5 g/t Au cut-off was generated to replicate a SMU size of 5 m x 5 m x 2.5 m.

The updated resource, as announced to ASX on 18 January 2013, is as follows:

Category	Tonnes (Millions)	Gold Grade (g/t)	Contained Gold (Ounces)
Indicated	18.9	1.64	996,400
Inferred	14.3	1.60	737,100
	<b>33.2</b>	<b>1.62</b>	<b>1,733,500</b>

Notes: Estimation parameters follow in Appendix 2 to this announcement  
Rounded to two significant figures. Rounding errors may occur.

In the estimation study by EGRM Consulting Pty Ltd it was observed that the mineralised quartz dolerite continues south of the known resource from the previous study, although with sparse drilling coverage. This southern portion of the quartz dolerite was included in the current study and added significant Inferred resources. The area will be the focus of infill drilling in early 2013 with the aim of reducing the drill spacing down to 40m by 40m, allowing its evaluation for further increases in the reserve.

#### *Reserve Upgrade*

On the basis of the upgraded resource, Regis completed an updated ore reserve (reported in accordance with JORC code) at Rosemont. The updated Reserve (announced to ASX 18 January 2013) is as follows:

Category	Tonnes (Millions)	Gold Grade (g/t)	Contained Gold (Ounces)
Proven	0	0	0
Probable	12.0	1.72	664,000
	<b>12.0</b>	<b>1.72</b>	<b>664,000</b>

Notes: 0.5 g/t Au lower cut off grade. Rounded to two significant figures.

The updated reserve has been estimated after completion of an open pit mining and Carbon in Leach extraction reserve study which included:

- Pit optimisation using wall angles based on geotechnical drill holes, independent geotechnical advice;
- 100% mining recovery and 10% mining dilution with a gold grade of 0.45 g/t;
- Bulk densities and metallurgical parameters from test work;
- Mining costs based on indicative contractor quotation;
- Milling and other operating costs based on current known operating costs adapted for ore type and metallurgy.

Key results of the reserve study include:

<b>Physical</b>	
Total pit volume (bcm)	34,224,025
Stripping ratio – tonnes (waste:ore)	5.53
Ore (tonnes)	12,008,901
Gold grade (g/t)	1.72
Contained gold - ounces	664,200
Milling recovery	95%
Recovered gold (ounces)	630,990
<b>Operating Costs &amp; Surplus</b>	
Mining cost (A\$/tonne)	A\$24.00
Milling/ administration cost (A\$/tonne)	A\$9.63
<b>Total operating cost per tonne (A\$/tonne)*</b>	<b>A\$33.63</b>
<b>Total operating cost per ounce (A\$/oz)*</b>	<b>A\$640</b>
Operating surplus (after pre-strip mining but pre royalties and tax) <sup>#</sup>	A\$437 million

\* before royalties    <sup>#</sup> using a gold price of A\$1,400/oz

In addition to the operating costs above there is a capital mining cost of approximately \$42 million to mine a 10.5 million bcm overburden pre-strip in the first 20 metres below surface. Operating costs in this reserve estimation are based on the development of a satellite gold operation to the recently completed Garden Well Gold project.

This reserve has been estimated to a maximum depth of 235 metres below surface, with 80% of the contained gold within 150 metres of surface. The pit optimisation was completed using a A\$1,200 per ounce gold price.

## ***Project Development***

Regis will shortly commence construction of a 1.5 million tonne per annum crushing grinding and pumping operation at the Rosemont project site. This plant will produce a crushed and milled ore product which will be piped in a slurry form back to the Garden Well processing facility (distance of 10 kilometres) for leaching in the Garden Well CIL circuit. Construction costs for the processing plant and pipeline are expected to be in the order of \$40-45 million.

Gold production at Rosemont is expected to commence in the September 2013 quarter and to ramp up to the full forecast 80,000 ounces per annum rate thereafter.

## EXPLORATION

### Overview

Significant exploration activities were undertaken on various projects within the Duketon Gold Project during the quarter. Exploration drilling during the quarter totalled 40,995 metres (including 4,688 metres of water exploration drilling), broken down as follows:

By Drilling Type			By Project	
Type	No. Holes	Metres	Project	Metres
Aircore	164	12,759	Garden Well	17,681
RC	127	18,648	Petra	4,901
Diamond	24	9,588	Rosemont	1,546
<b>Total</b>	<b>315</b>	<b>40,995</b>	Moolart Well	6,142
			Regional	10,725
			<b>Total</b>	<b>40,995</b>

### Garden Well Gold Deposit

RC and diamond drilling continued at Garden Well during the quarter to fully define the strike extent and down dip continuation of gold mineralisation at the southern end of the deposit.

### RC Drilling

A further 34 RC holes (RRLGDRC327, 333-334, 336, 338-367) were drilled during the quarter for 7,789 metres at the southern end of the current gold resource. Project to date RC drilling at Garden Well totals 344 holes for 68,714 metres on 40 metre spaced east-west traverses over a north-south strike distance of 2,000 metres from 6911360mN to 6913360mN.

Gold assay results were received from RC drilling in the December 2012 quarter. Highlights from this RC drilling include:

- GDRC335: 19 metres @ 2.02 g/t gold from 175 to 194 metres.
- GDRC337: 43 metres @ 1.90 g/t gold from 201 to 244 metres.
- GDRC345: 10 metres @ 2.05 g/t gold from 164 to 174 metres.
- GDRC350: 24 metres @ 1.78 g/t gold from 38 to 62 metres.
- GDRC351: 32 metres @ 1.60 g/t gold from 98 to 130 metres.
- GDRC357: 27 metres @ 1.60 g/t gold from 99 to 126metres.

*All holes are outside the current resource envelope.*

A table of significant RC drill results for the quarter is included in appendix 1.

RC drilling in 2012 has confirmed that the Garden Well gold mineralised zone extends south to at least 6911440mN, a distance of 680 metres south of the current southern reserve limit at 6912120mN in the planned open pit. Gold mineralisation remains open south of line 6911440mN.

RC and diamond drilling south of the current reserve boundary at 6912120mN over the past year, confirms the change in the gold mineralised host rock from dominantly talc-carbonate ultramafic rocks to black shale and silicified shale and chert with minor gold mineralisation in BIF. The silicified shale and chert host stratigraphy shows different alteration, dominated by silica and pyrite. The shear zone hosting the Garden Well orebody is traversing the local stratigraphy and migrating further east from a dominantly ultramafic host in the north to a dominantly sedimentary host in the south. Gold mineralisation within the silicified shale and chert sequence has a slightly steeper dip and is confined to a narrower zone although the gold grade appears slightly higher than the ultramafic host rock to the north.

### ***Diamond Drilling***

Diamond drilling continued at the southern end of Garden Well mainly to define gold mineralisation down to a vertical depth of 300m. A further 24 holes (RRLGDDD054-076, including 057A) were drilled for 9,588m (including RC pre-collars) during the December 2012 quarter. Analytical results for 7 holes including two from the December 2012 quarter were received and are included in Appendix 2.

Highlights from this DIAMOND drilling include:

GDDD054: 9 metres @ 3.27 g/t gold from 351 to 360 metres.

GDDD056: 14 metres @ 3.74 g/t gold from 311 to 325 metres.

Most results for the diamond drilling are still pending, particularly including the diamond holes designed to intersect the interpreted higher grade shoots in the deposit.

An interim update to both the Resource and Reserve estimations for the Garden Well deposit is planned to be completed late in March 2013 quarter. Drilling will continue beyond this update with a further 28 diamond holes for 9,500 metres and 49 RC holes for 10,100 metres are planned to fully define gold mineralisation down to 300 metre vertical depth to line 6911440mN and to define the extent of gold mineralisation south of line 6911440mN.

### **Petra Gold Deposit**

The Petra gold deposit is located 15 kilometres east-southeast of the Moolart Well gold plant and has an Inferred gold resource of 400,000 tonnes at 3.12g/t for 42,000 ounces. Previous Aircore drilling has defined a significant quartz lode containing gold mineralisation over a 600 metre strike length. Previous drilling was conducted on lines 180 to 200 metres apart.

In August 2012 the Company obtained a new prospecting licence immediately to the north of the Petra project. During the quarter 57 aircore holes (RRLPTRAC409-465) were drilled for 4,256 metres and 5 RC holes (RRLPTRRC032-036) were drilled for 645 metres. The holes were drilled 20 metres apart on 40 metre spaced east west drill traverses. A table of significant gold assay results received for the quarter is included in Appendix 3.

A programme of 20 aircore holes and 2 diamond drill holes is planned in the March 2013 quarter to allow an updated resource and maiden reserve estimation.

## Regional Gold Exploration

### ***Bandya Project (Formerly Gum Well Corridor)***

Numerous gold targets have been identified under shallow palaeochannel cover in the Gum Well to Hootanui corridor over a 20-30 kilometre strike north west of Rosemont. The gold bearing shear zone hosts significant known gold deposits (the largest of which is Rosemont) and to date very limited effective drilling has been undertaken to test the strike extent of the structure.

Aircore drilling recommenced in the December 2012 quarter to test a number of targets identified by analytical results from the aircore drill programme completed in August 2012. During the quarter 69 Aircore holes were drilled (RRLSSAC433-501) for 5,407 metres in the Bandya Project area. No significant gold mineralisation has been defined to date.

## **McPHILLAMYS GOLD PROJECT (NSW)**

### **Acquisition**

Formal documentation for the acquisition of the McPhillamys Gold Project from Newmont Exploration Pty Ltd and Alkane Resources Limited was executed during the quarter. The transaction was completed in November 2012 following shareholder approval at the Company's annual general meeting.

The total consideration paid of \$150 million was satisfied by the issue of Regis shares to Newmont and Alkane based on their respective joint venture interests. A total of 35.7 million shares were issued to the vendors based on an issue price of \$4.20 per share, being the 45 trading day VWAP of Regis shares ending on the date of the letter of agreement.

### **Resources**

The McPhillamys Gold Project has a quoted gold resource, at a 0.5g/t lower cut, as follows:

<b>Resource Category</b>	<b>Tonnes (millions)</b>	<b>Gold Grade (g/t)</b>	<b>Ounces (000's)</b>
Indicated	41.3	1.27	1,685
Inferred	16.1	1.57	815
<b>Total</b>	<b>57.4</b>	<b>1.36</b>	<b>2,500</b>

### **2013 Drilling Programme**

The quoted resource is drilled on a relatively broad space 100 metre x 100 metre pattern. The planned drilling programme is expected to reduce the pattern to 50 metres x 50 metres. This density of drilling is expected to be sufficient to allow Regis to estimate a maiden reserve.

Approval was received from the NSW Resources & Energy Department in late December 2012 to commence an RC and diamond drilling programme of 70 holes for approximately 23,000 metres. The drilling will commence in mid January 2013 and is expected to take in the order of six months to complete.



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## CORPORATE

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### Debt Repayment

In November 2012 Regis utilised strong cash flow generated from the Moolart Well and Garden Well operations to repay the Company's \$30 million project finance debt. Regis is now debt free, other than normal trade creditors.

### Dividend Policy

In an announcement to ASX on 28 November 2012 the Company advised its intention to commence the payment of dividends at the end of the 2013 financial year. The Board is targeting a 20 cent per share (fully franked) payment for the maiden dividend in the September 2013 quarter. Long term intentions are to establish and maintain a dividend payout ratio in the order of 60% of net profit after tax.

The target maiden dividend payment and the long term payout ratio are subject to numerous factors including but not limited to profitability, cash flow, working capital requirements, other expenditure requirements (including acquisitions, developments and exploration) and the availability of sufficient franking credits.

### Gold Sales & Hedging

At the end of the quarter the Company had a total hedging position of 188,246 ounces, being 94,750 ounces of flat forward contracts with a delivery price of A\$1,416 per ounce and 93,496 ounces of spot deferred contracts with a price of A\$1,544 per ounce.

During the December 2012 quarter, Regis sold 63,307 ounces of gold at an average price of A\$1,612 per ounce (Sept 12 qtr: 37,963 ounces at A\$1,648 per ounce).

### Cash Position

As at 31 December 2012 (and after the \$30m debt repayment) Regis had \$32.3 million in cash and bullion holdings (Sept 2012: \$19.6m). Cash flow from the Duketon Gold Project generated an operating cash flow of \$65.4 million for the December 2012 quarter.

A copy of the Company's Mining Exploration Entity Quarterly (Appendix 5B) report in accordance with Listing Rule 5.3 is attached.

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## CORPORATE DIRECTORY

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### Regis Resources Ltd

ACN 009 174 761

### Registered Office:

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**Website**      [www.regisresources.com](http://www.regisresources.com)  
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### Directors

Mr Mark Clark (Managing Director)  
Mr Morgan Hart (Executive Director)  
Mr Nick Giorgetta (Non Executive Chairman)  
Mr Mark Okeby (Non Executive Director)  
Mr Ross Kestel (Non Executive Director)

### Company Secretary and CFO

Mr Kim Massey

### Share Registry

Computershare Ltd  
GPO Box D182  
Perth WA 6840  
Shareholder Enquiries:      1300 557 010 (local) +613 9415 4000 (international)

### ASX Listed Securities (as at 31 December 2012)

Security	Terms	Code	No. Quoted
Ordinary Shares		RRL	492,186,682
Options	Expiry 31 Jan 2014 Exercise price \$0.50	RRLO	5,480,311

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## COMPLIANCE

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The technical information in this report has been reviewed and approved by Mr Morgan Hart who is a member of the Australasian Institute of Mining and Metallurgy. Mr Hart has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2004 edition of the 'Australasian Code for the Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Morgan Hart is a director and full time employee of Regis Resources Ltd and consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

## APPENDIX 1 SIGNIFICANT RESULTS FOR RC DRILLING AT GARDEN WELL

Significant assay results for RC holes RRLGDRC327 and 330-365 from 1 metre samples are shown below:

Hole No	Northing (mN)	Easting (mE)	From (m)	To (m)	Interval (m)	Gold g/t
RRLGDRC330	6911800	437170	231	265	34	2.00
RRLGDRC330	6911800	437170	279	289	10	1.05
RRLGDRC330	6911800	437170	296	301	5	0.80
RRLGDRC330	6911800	437170	312	317	5	0.90
RRLGDRC335	6911720	437080	124	129	5	2.60
RRLGDRC335	6911720	437080	175	186	11	2.75
RRLGDRC335	6911720	437080	189	194	5	1.57
RRLGDRC337	6911720	437120	201	211	10	2.63
RRLGDRC337	6911720	437120	219	220	1	5.83
RRLGDRC337	6911720	437120	225	228	3	1.69
RRLGDRC337	6911720	437120	231	244	13	3.06
RRLGDRC338	6911640	437120	223	229	6	2.56
RRLGDRC338	6911640	437120	282	292	10	1.52
RRLGDRC339	6911600	437440	87	92	5	2.75
RRLGDRC339	6911600	437440	155	159	4	1.35
RRLGDRC340	6911600	437400	36	42	6	1.77
RRLGDRC345	6911560	437080	164	174	10	2.05
RRLGDRC346	6911560	437120	245	257	12	0.91
RRLGDRC347	6911560	437160	239	243	4	1.83
RRLGDRC347	6911560	437160	285	289	4	1.94
RRLGDRC347	6911560	437160	301	306	5	1.12
RRLGDRC347	6911560	437160	309	313	4	2.34
RRLGDRC347	6911560	437160	320	327	7	1.25
RRLGDRC350	6911440	437000	38	47	9	1.93
RRLGDRC350	6911440	437000	50	62	12	2.07
RRLGDRC351	6911440	437040	41	43	2	2.04
RRLGDRC351	6911440	437040	98	130	32	1.60
RRLGDRC351	6911440	437040	158	159	1	1.05
RRLGDRC356	6911720	436960	31	43	12	0.84
RRLGDRC357	6911760	437000	83	84	1	0.56
RRLGDRC357	6911760	437000	87	93	6	2.90
RRLGDRC357	6911760	437000	99	126	27	1.60
RRLGDRC357	6911760	437000	181	182	1	8.10

*All coordinates are AGD 84. Holes drilled at -60° to 270°*

*All Intercepts calculated using a 0.5g/t lower cut, no upper cut, maximum 2m internal dilution.*

*All assays determined on 1 metre split samples by fire assay.*

## APPENDIX 2 SIGNIFICANT RESULTS FOR DIAMOND DRILLING AT GARDEN WELL

Significant assay results for diamond holes RRLGDRCD291, 050, 052-054, 056 and 057A from half core split samples are shown below:

Hole No	Northing (mN)	Easting (mE)	From (m)	To (m)	Interval (m)	Gold g/t
RRLGDRCD291	6911600	437120	220	222	2	3.16
RRLGDRCD291	6911600	437120	261	264	3	1.11
RRLGDRCD291	6911600	437120	296	300	4	1.52
RRLGDDD050	6912155	437094	321.02	331.18	10.16	1.01
RRLGDDD052	6912080	437050	198.04	209.01	10.97	1.3
RRLGDDD052	6912080	437050	289.99	298.95	8.96	1.11
RRLGDDD052	6912080	437050	300.98	305	4.02	1.5
RRLGDDD053	6912120	437005	4	8	4	1.78
RRLGDDD053	6912120	437005	12	16	4	1.28
RRLGDDD053	6912120	437005	203	209.03	6.03	1.39
RRLGDDD053	6912120	437005	213	218.02	5.02	1.10
RRLGDDD053	6912120	437005	250	254.01	4.01	1.07
RRLGDDD053	6912120	437005	259.28	275.98	16.7	1.27
RRLGDDD053	6912120	437005	281	284.11	3.11	2.29
RRLGDDD054	6912080	437090	294	320	26	1.02
RRLGDDD054	6912080	437090	327	332.4	5.4	1.29
RRLGDDD054	6912080	437090	351	360	9	3.27
RRLGDDD056	6911960	437120	265.94	270.03	4.09	1.05
RRLGDDD056	6911960	437120	310.95	324.96	14.01	3.74
RRLGDDD056	6911960	437120	333.46	339	5.54	1.57
RRLGDDD056	6911960	437120	360.13	365	4.87	1.85
RRLGDDD057A	6912040	437080	64	72	8	1.28
RRLGDDD057A	6912040	437080	171	175	4	1.81
RRLGDDD057A	6912040	437080	271.33	272.15	0.82	4.48
RRLGDDD057A	6912040	437080	359	360	1	6.07

Notes: All Diamond Holes were drilled at -60° to 270° .

All coordinates are AGD 84.

All Intercepts calculated using a 0.5g/t lower cut, no upper cut, maximum 2m internal dilution.

All assays determined on half core samples by fire assay.

## APPENDIX 3 SIGNIFICANT RESULTS FOR AIRCORE DRILLING AT PETRA

Significant assay results for holes RRLPTRAC409-465 from 1 metre samples are shown below:

Hole No	Northing (mN)	Easting (mE)	From (m)	To (m)	Interval (m)	Gold g/t
RRLPTRAC409	6937421	426595	57	61	4	1.20
RRLPTRAC410	6937395	426545	44	54	10	1.69
RRLPTRAC412	6937375	426480	56	60	4	1.59
RRLPTRAC413	6937370	426460	33	42	9	1.56
RRLPTRAC413	6937370	426460	46	50	4	2.28
RRLPTRAC417	6937427	426480	23	27	4	3.76
RRLPTRAC417	6937427	426480	34	37	3	1.25
RRLPTRAC417	6937427	426480	41	59	18	1.67
RRLPTRAC418	6937424	426459	38	47	9	1.94
RRLPTRAC418	6937424	426459	77	80	3	7.13
RRLPTRAC421	6937463	426541	6	8	2	20.04
RRLPTRAC423	6937463	426472	41	53	12	1.63
RRLPTRAC423	6937463	426472	56	60	4	4.75
RRLPTRAC429	6937504	426461	35	47	12	1.02
RRLPTRAC429	6937504	426461	50	62	12	2.04
RRLPTRAC430	6937505	426440	58	63	5	5.61
RRLPTRAC430	6937505	426440	69	72	3	1.27
RRLPTRAC436	6937544	426420	71	74	3	1.12
RRLPTRAC438	6937583	426500	21	23	2	10.52
RRLPTRAC444	6937624	426461	13	19	6	2.61
RRLPTRAC444	6937624	426461	44	47	3	1.26
RRLPTRAC444	6937624	426461	51	53	2	3.08
RRLPTRAC447	6937429	426638	45	48	3	2.58
RRLPTRAC451	6936759	426739	44	46	2	1.41
RRLPTRAC454	6937404	426557	14	18	4	1.10
RRLPTRAC460	6937507	426480	41	50	9	1.61
RRLPTRAC461	6937546	426522	3	6	3	1.22

*All coordinates are AGD 84. Holes drilled at -60° to 075°.*

*All Intercepts calculated using a 0.5g/t lower cut, no upper cut, maximum 2m internal dilution.*

*All assays determined on 1m split samples by fire assay.*

# 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 December 2012**

### Consolidated statement of cash flows

#### Cash flows related to operating activities

	Current quarter \$A'000	Year to date (6 months) \$A'000
1.1 Receipts from product sales and related debtors	102,025	164,586
1.2 Payments for:		
(a) exploration & evaluation	(6,568)	(12,327)
(b) development*	(15,650)	(45,229)
(c) production	(36,698)	(54,938)
(d) administration	(1,370)	(3,347)
1.3 Dividends received	-	-
1.4 Interest and other items of a similar nature received	67	97
1.5 Interest and other costs of finance paid	(567)	(1,310)
1.6 Income taxes paid	-	-
1.7 Other (provide details if material)		
- Option premium income	-	2,363
<b>Net Operating Cash Flows</b>	<b>41,239</b>	<b>49,895</b>
<b>Cash flows related to investing activities</b>		
1.8 Payment for purchases of:		
(a) prospects	-	-
(b) equity investments	-	-
(c) other fixed assets	(3,948)	(5,579)
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)		
- Payments for security deposits	(10)	(10)
- Payments for mine property development	(10,044)	(10,058)
<b>Net investing cash flows</b>	<b>(14,002)</b>	<b>(15,647)</b>
1.13 Total operating and investing cash flows (carried forward)	27,237	34,248

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

+ See chapter 19 for defined terms.

		Current quarter \$A'000	Year to date (6 months) \$A'000
1.13	Total operating and investing cash flows (brought forward)	27,237	34,248
<b>Cash flows related to financing activities</b>			
1.14	Proceeds from issues of shares, options, etc.	1,395	2,491
1.15	Proceeds from sale of forfeited shares	-	-
1.16	Proceeds from borrowings	-	-
1.17	Repayment of borrowings	(30,348)	(30,348)
1.18	Dividends paid	-	-
1.19	Other (provide details if material)		
	- Share issue costs	(61)	(64)
	- Proceeds from shares not yet issued	-	-
<b>Net financing cash flows</b>		<b>(29,014)</b>	<b>(27,921)</b>
<b>Net increase (decrease) in cash held</b>		<b>(1,777)</b>	<b>6,327</b>
1.20	Cash at beginning of quarter/year to date	9,457	1,353
1.21	Exchange rate adjustments to item 1.20	-	-
1.22	<b>Cash at end of quarter*</b>	<b>7,680</b>	<b>7,680</b>

\* Not included in cash at end of quarter is gold on hand of 15,466oz at \$1,593/oz for \$24.6 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	205
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

The company completed the acquisition of the McPhillamys Gold Project on 16 November 2012 for purchase consideration of \$150 million which was satisfied through the issue of 35,714,286 ordinary shares.

- 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	80,000	10
3.2 Credit standby arrangements	-	-

## Estimated cash outflows for next quarter

	\$A'000
4.1 Exploration and evaluation	1,618
4.2 Development	35,939
4.3 Production*	41,970
4.4 Administration	915
<b>Total</b>	<b>80,442</b>

\* Does not include any receipts from operations.

## 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	7,680	9,457
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>7,680</b>	<b>9,457</b>

\*\* Not included in cash at end of quarter is gold on hand of 15,466oz at \$1,593/oz for \$24.6 million. (Previous quarter: 6,290oz at \$1,600/oz for \$10.1 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	E38/1098	Relinquished	100%	0%
	E38/1101	Relinquished	100%	0%	
	E38/1104	Relinquished	100%	0%	
	E38/1260	Relinquished	100%	0%	
	E38/965	Relinquished	100%	0%	
	P38/3365	Relinquished	90%	0%	
	P38/3431	Relinquished	100%	0%	
	P38/3433	Relinquished	100%	0%	
	P38/3436	Relinquished	100%	0%	
	P38/3438	Relinquished	100%	0%	
	P38/3482	Relinquished	100%	0%	
	P38/3525	Relinquished	100%	0%	
	P38/3526	Relinquished	100%	0%	
	P38/3527	Relinquished	100%	0%	
	P38/3559	Relinquished	100%	0%	
	P38/3560	Relinquished	100%	0%	
	P38/3561	Relinquished	100%	0%	
	P38/3562	Relinquished	100%	0%	
	P38/3563	Relinquished	100%	0%	
	P38/3564	Relinquished	100%	0%	
	P38/3566	Relinquished	80%	0%	
	P38/3567	Relinquished	80%	0%	
	P38/3568	Relinquished	80%	0%	
	P38/3645	Relinquished	100%	0%	
	P38/3648	Relinquished	100%	0%	
	P38/3649	Lapsed	100%	0%	
	P38/3650	Relinquished	100%	0%	
P38/3651	Relinquished	100%	0%		
P38/3741	Relinquished	100%	0%		
P38/3742	Relinquished	100%	0%		
P38/3838	Relinquished	100%	0%		
6.2	Interests in mining tenements acquired or increased	E38/2723	Granted	100%	100%
	L38/221	Granted	100%	100%	
	P38/3996	Granted	100%	100%	
	P38/3997	Granted	100%	100%	
	P38/3998	Granted	100%	100%	
	EL5760	Acquired	0%	100%	
	EL6111	Acquired	0%	100%	
	EL7878	Acquired	0%	100%	

+ See chapter 19 for defined terms.

**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.*

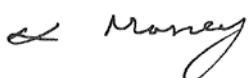
	Total number	Number quoted	Issue price per security (see note 3)	Amount paid up per security (see note 3)
7.1 <b>Preference +securities</b>	-	-	-	-
7.2 Changes during quarter				
(a) Increases through issues	-	-	-	-
(b) Decreases through returns of capital, buy-backs, redemptions	-	-	-	-
7.3 <b>+Ordinary securities</b>	492,186,682	473,972,396	-	-
7.4 Changes during quarter				
(a) Increases through issues	115,647 1,041,440 123,781 1,051,024 29,236 35,714,286	115,647 1,041,440 123,781 1,051,024 29,236 17,500,000	\$0.5000 \$1.0000 \$0.4205 \$1.0000 \$2.2300 \$4.2000	\$0.5000 \$1.0000 \$0.4205 \$1.0000 \$2.2300 \$4.2000
(b) Decreases through returns of capital, buy-backs	-	-	-	-
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>	5,480,311 90,000 616,667 1,423,646 900,000 575,000 500,000 250,000 1,285,000	5,480,311 - - - - - - - -	<i>Exercise price</i> \$0.5000 \$0.1348 \$0.4205 \$1.0000 \$2.2300 \$2.7500 \$3.0000 \$3.9300 \$4.0000	<i>Expiry date</i> 31 Jan. 2014 4 Feb. 2014 30 Jun. 2014 29 Sep. 2014 29 Apr. 2015 8 Nov. 2015 8 Nov. 2015 2 Feb. 2016 30 Jun. 2016
7.8 Issued during quarter	-	-	-	-
7.9 Exercised during quarter	115,647 1,041,440 133,333 1,188,854 50,000	115,647 1,041,440 - - -	\$0.5000 \$1.0000 \$0.4205 \$1.0000 \$2.2300	31 Jan. 2014 31 Oct. 2012 30 Jun. 2014 29 Sep. 2014 29 Apr. 2015
7.10 Expired during quarter	44,223	44,223	\$1.000	31 Oct. 2012

+ See chapter 19 for defined terms.

	Total number	Number quoted	Issue price per security (see note 3)	Amount paid up per security (see note 3)
7.11 <b>Debentures</b> <i>(totals only)</i>	-	-		
7.12 <b>Unsecured notes</b> <i>(totals only)</i>	-	-		

## 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:   
(Company secretary)

Date: 18 January 2013

Print name: Kim Massey

## 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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+ See chapter 19 for defined terms.