

Highlights

Wiluna West Iron Ore Project

- Commercial discussions concerning port and infrastructure access at the Port of Geraldton continue to be advanced.
- Approvals process for haulage of ore and transport route from Wiluna to Geraldton progressed, including engagement with the relevant State and local government bodies, flora and fauna studies and road assessment undertaken.
- Mine planning activities for the proposed start-up of mining at the high grade JWD deposit significantly advanced together with an assessment of other Wiluna West deposits for low cost mining.
- The proposed development of a new multi-user iron ore export facility at the Port of Esperance progressed, with the two invited consortia submitting their tenders by the 22 November 2013 deadline.

Wiluna West Gold Project

- GWR continues to assess opportunities related to its gold assets following the conditional sale of Apex's Wiluna gold mine.

Earaheedy Iron & Manganese Project

- 109 blocks were surrendered from E69/3022 reducing the expenditure commitment to \$110,000, from \$200,000

Woodley Iron Project

- A 14 hole RC drilling program completed for an aggregate of 1,138m, further testing Targets 2 & 4, previously drilled in 2012.
- Encouraging results indicate potential for the Woodley Project to be a satellite deposit to the Wiluna West Iron Ore Project in close proximity to the proposed haulage route to Geraldton.

Corporate

- Shareholders approved the change in the Company's name to GWR Group Limited, with the change of name taking effect from 29 November 2013.
- GWR remains well funded with cash reserves of \$21.1m and no debt. This strong cash position continues to allow GWR to assess a number of new project opportunities in Australia and Africa.

About GWR

GWR Group Limited ("GWR") is an independent, Australian iron ore company, focused on creating shareholder wealth through the development of high quality direct shipping ore ("DSO") iron ore and complimentary bulk commodity projects.

Our project portfolio extends from early stage regional exploration, through to development projects such as the advanced Wiluna West Iron Ore Project. We aim to create value through operational excellence and innovation in exploration and project development. We will collaborate with our stakeholders to build a sustainable mining business and the respect of our peers.

Corporate Summary

ASX code:	GWR
Issued Capital:	240.18 million
Issued Options:	24.6 million
Cash on hand:	\$21.1 million

Board & Management

Gary Lyons

Non-executive Chairman

Mick Wilson

Executive Director

Tan Sri Dato' Tien Seng Law

Non-executive Director

Kong Leng (Jimmy) Lee

Non-executive Director

Datuk Chin An (CA) Lau

Non-executive Director

Mark Pitts

Company Secretary

Craig Ferrier

Chief Executive Officer

Enquiries

David Utting

David Utting Corporate

M +61 416 187 462

E david@davidutting.com

Wiluna West Iron Ore Project

Mining Approvals Major Project

As previously announced, the Environmental Protection Authority (“EPA”) determined that GWR’s referral to develop the Wiluna West iron ore mine at a rate of production of up to 10 million tonnes per annum made pursuant to section 38(1) of the Environmental Protection Act (1986) (“EP Act”), did not warrant formal assessment.

This decision permits development of the Wiluna West Iron Ore Project on the basis of large scale mining activity, subject to standard processes including, obtaining clearing permits under Part V of the EP Act and approval of mining proposals under the Mining Act 1978. GWR has already obtained clearing permits and approval under the Mining Act 1978 for mining to commence at its high grade John William Douth (“JWD”) deposit. During the quarter, GWR advanced work on the clearing permit and mining proposal for the C3, C4 and Bowerbird deposits covering Years 1-10 of the Wiluna West 10Mt project. This work will compliment and utilise work previously completed as part of the referral described above with the objective of securing all requisite approvals for future mining activity.

Infrastructure

Geraldton

Progress continues to be made in relation to securing access to infrastructure and export rights at the port of Geraldton. GWR has identified Geraldton as a viable option to support the commencement of mining activities at the JWD deposit. Opportunities to export iron ore in our own right and/or by way of arrangement with an existing producer are being assessed by the Company.

Since early 2013, work has been progressing on various aspects of the supply chain from the Wiluna West site to Geraldton. GWR has completed technical and commercial assessments of the alternative haulage routes, identifying a combination of the unsealed Wiluna to Sandstone Road and sealed highway from Sandstone to Geraldton as the preferred haulage option. This route represents the shortest distance which will drive lower transport costs, but requires an upgrade of the shire road. To mitigate risks associated with transport disruption it is also proposed to establish a product stockpile and transport yard west of Sandstone, adjacent to the sealed highway.

During the quarter, GWR undertook the following activities related to the proposed haulage route;

- Formal engagement with the Main Roads Department of Western Australia (“MRD”) and the Shires of Wiluna and Sandstone in relation to proposed upgrade of shire road;
- Restricted Access Vehicle (RAV) assessment by MRD of the Wiluna to Sandstone Road to assess the requirements to upgrade the road to permit the use of triple and quad road-trains;
- Identification and selection of a site suitable for product stockpile and transport yard, west of Sandstone and application for general purpose leases;
- Search and identification of potential source of gravel for proposed road-works;
- Level 1 flora and fauna surveys were undertaken of the proposed road upgrade program including, potential gravel pits along the road and proposed product stockpile site;
- Commencement of preparation of clearing permits by environmental consultants for planned road upgrade program;
- Receipt of haulage contractor cost estimates for haulage of ore on the proposed route;

- Initiated desk top study by Pennington Scott of water supply for road construction and maintenance purposes;
- Detailed road pick up with GPS; and
- Engagement with local pastoralists;

Esperance

In January 2012, the Western Australian State Government announced its decision to increase the Esperance port capacity by up to 20 million tonnes per annum, in a staged expansion plan. The State Government announced in January 2013 that it had given the go-ahead for the next stage of developing a new iron ore export facility at the Port of Esperance. Transport Minister Troy Buswell announced that the State Government had accepted an Esperance Port Authority (“EPSL”) board recommendation to start a procurement process to identify a private sector consortium to design, finance, construct and operate the planned Multi-User Iron Ore Facility (“MUIOF”).

The private sector was invited to participate in a Registration of Interest and Pre-qualification (“ROIP”) process. This followed a market sounding exercise conducted for the EPSL in 2012 which indicated that it may be commercially viable to develop a facility for an additional 10 to 12 million tonnes per year. Esperance Port currently has an operating licence to handle 11.5 million tonnes a year.

Two of five consortia that registered an interest in participating in a Request for Proposal (RFP), were short-listed and invited to tender for the project. The two consortia are:

- Qube Bulk Pty Ltd and Brookfield Infrastructure (Australia) Pty Ltd, and
- Yilgarn Esperance Solution (YES) consortium. YES consortium comprises McConnell Dowell Constructors (Aust) Pty Ltd, Asciano and Marubeni Corporation Ltd.

The short-listed consortia have significant experience in infrastructure investment as well as designing, financing and operating major projects related to the movement and handling of large volumes of bulk products. EPSL believe that a key feature of the MUIOF is that it will be designed and developed by the private sector. Accordingly, the scope and capital costs of the project will be identified by the private sector, based on its view of the level of commercially sustainable demand for iron ore export capacity through the Port.

In July 2012, GWR and EPSL entered into a Capacity Reservation Deed concerning the reservation of capacity in relation to facilities to be constructed as part of the proposed increase in export capacity at the Port of Esperance (“New Facilities”). The arrangements reserve capacity for GWR to export 3 million tonnes per annum utilising the New Facilities. GWR’s right to access the Port or utilise any reserved capacity is dependent on the Company entering into a New Facilities Agreement on terms that are acceptable to the respective parties (including a future operator of the proposed New Facilities).

The two consortia shortlisted as potential proponents for the MUIOF project - Qube-Brookfield and the Yilgarn Esperance Solution - submitted their Request for Proposal (RFP) tenders by the 22 November 2013 deadline. The RFPs indicate what each consortia believe would be a commercially viable model for the MUIOF Project. An independent panel will now evaluate the RFPs. The panel will recommend a preferred proponent to the EPSL Board followed by Ministerial approval by March 2014. EPSL will finalise MUIOF financial and contractual close before the proponent commences developing the new facility.

During the quarter the Company engaged with the two bidding consortia in relation to the proposed development of the MUIOF and GWR’s potential use of such facility.

JWD Development

Mining Study

As reported in the last quarter, to support the Company's strategy of commencing operations via the export of approximately 1mtpa of high grade iron ore through the port of Geraldton, GWR has commissioned mining consultants Optiro to support mine planning activities. Work undertaken to date includes defining the mining method, equipment sizing and selection and pit optimisation studies. Work is currently being completed on ore blending, production schedule and mining costs for the JWD deposit. This work has also been complemented by studies into opportunities to schedule low cost start-up pits at a number of other deposits along strike on B Ridge and adjacent to JWD on C Ridge at Wiluna West. This mine planning work is continuing.

Wiluna West Gold Project

A comprehensive study of the Wiluna West Gold Project was completed during the September quarter, focusing on the Golden Monarch and Iron King deposits. This work included resource modelling and pit optimisation studies. GWR continues to assess options for treatment of ore from its Wiluna West Gold Project.

Following the end of the quarter, Blackham Resources Ltd announced that they had entered into a conditional Sale and Purchase Agreement with the Receivers and Managers of Apex Minerals NL for the acquisition of the Wiluna Gold Project (located approximately 40 km's from the Wiluna West Gold Project). GWR had previously agreed arrangements with Apex for a trial to toll process ore from the Wiluna West Gold Project at the Wiluna Gold ore processing plant. GWR will continue to monitor progress of the aforementioned transaction and opportunities arising from a change of ownership of the Wiluna Gold Project assets.

Earaheedy Iron & Manganese Project

GWR holds 1075 km² and a further 155km² via its Farm-in Agreement with Dragon Energy Limited ("Dragon") for a total of 1230km² within the Earraheedy Basin, located approximately 200km northeast of Wiluna. This basin is considered highly prospective for both iron and manganese deposits.

Previous exploration, mostly in the 1970s, identified significant hematite-goethite mineralisation associated with the Frere Formation that is evident on air-borne magnetics (Figure 3). Based upon aerial magnetic data interpretation and geological mapping undertaken by the Geological Survey of WA, the GWR tenements and applications are estimated to contain approximately 45km of prospective strike. The tenements comprising the Lee Steere Farm-in agreement with Dragon are interpreted to contain approximately 38km of prospective strike. Collectively prospective strike is now a total of 83km.

During the quarter, GWR surrendered 109 blocks from E69/3022 reducing the expenditure commitment to \$109,000. The ground surrendered based upon areal magnetics and geological mapping was not considered prospective for iron mineralisation.

Negotiations with the Birriliburu and Wiluna Native Title holders in respect to access deeds for the newly applied for E69/3192 and E69/3232 continued and are at an advanced stage. Negotiations with Birriliburu and Wiluna Native Title holders in respect to access deeds for the Dragon Farm-in tenements E69/2377 and E69/2126 are also at an advanced stage.

Woodley Iron Project

GWR, through its 100% owned subsidiary Iron West Resources Pty Ltd, announced on 29 January 2014, that it had completed a 14 hole, 1138m RC drilling program at the Woodley Project, where it is earning an 85% interest from ASX listed Nemex Resources Limited (“Nemex”). Under the terms of the Woodley Farm-in agreement, GWR is earning an 85% interest by spending \$1m on exploration.

The 256km² Woodley Project is located 600km north of Perth and 110km south west of the GWR Wiluna West Iron Project in the mid-west region of WA (Figure 1). The project contains a northwest trending banded iron formation (“BIF”) with a strike length of 22km and this is the focus of exploration activities to date (Figure 1).

GWR views the Woodley Project as a potential satellite deposit to the Wiluna West Iron Project located 110km to the north east of Woodley, being located in close proximity to the proposed ore haulage route to Geraldton. GWR is currently undertaking detailed studies on this proposed haulage route and is also in advanced discussions concerning port and infrastructure access at the Port of Geraldton.

The recently completed RC drilling program (WRRC022 to WRRC035) was undertaken at Targets 2 and 4 and follows up on a previous RC drilling program (WRRC001 to WRRC021), results of which were released to the ASX in November 2012 (Figure 2). Drill hole collar details for WRRC022 to WRRC035 are summarised in Table 1.

Table 1
Drill Hole Collar Summary

Target	Hole #	GDA 94 Zone 50		Azi	Dip	Depth (m)
		North	East			
2	WRRC0022	6940600	739380	270	-60	80
2	WRRC0023	6940800	739200	270	-60	80
2	WRRC0024	6940800	739239	270	-60	80
2	WRRC0025	6940800	739280	270	-60	80
2	WRRC0026	6940800	739320	270	-60	80
2	WRRC0027	6940800	739360	270	-60	98
2	WRRC0028	6940900	739300	270	-60	80
2	WRRC0029	6940900	739340	270	-60	80
4	WRRC0030	6935300	741000	270	-60	80
4	WRRC0031	6935300	741040	270	-60	86
4	WRRC0032	6935300	741080	270	-60	80
4	WRRC0033	6935300	741120	270	-60	80
4	WRRC0034	6935300	741160	270	-60	80
4	WRRC0035	6935400	741005	270	-60	74

Note: All collar coordinates are by hand held GPS

All holes were drilled utilising a 43/4 inch face sampling RC hammer with samples collected at 1m intervals. All holes were geologically logged in the field for lithology, mineralisation and the 1m samples were split utilising a cone splitter mounted on the drill rig, to yield an approximate 3kg sub sample.

Field duplicates and Certified Reference Materials as standards were routinely inserted at intervals of approximately 25m. All samples were submitted to Bureau Veritas Minerals Pty Ltd for analysis, using XRF.

Mineralisation occurs mainly as goethite with minor hematite enrichment of the BIF host. The BIF strikes in a north north-west direction and dips to the east and occur as multiple individual units over widths of between 5m and 50m. Significant drill hole intercepts achieved during the recent drilling program are summarised in Table 2. The mineralisation at both target areas has a relatively high SiO₂ (6.2% to 12.0%) and Al₂O₃ (3.3% to 7.3%) and low levels of both P and S. LOI ranges from 5.8% to 11.1% characteristic of goethite rich mineralisation.

Drilling at Target 2 has now tested the mineralisation over a strike length of approximately 500m, with the mineralisation open along strike to the south. Preliminary interpretation of the drilling results to date has identified up to three parallel mineralised bands which show true widths ranging from 5m to 15m and down hole depths of up to 65m. The drilling is, at this stage, not of sufficient density to determine if the mineralised units are strike persistent.

The recent drilling at Target 4 followed up on significant intercepts achieved in the 2012 RC drilling program and successfully tested the potential mineralisation 100m south of the earlier drilling. Mineralisation at Target 4 appears to dip flatly to the west with true widths of up to 15m and like Target 2 there appears to be up to three parallel mineralised horizons. Drilling to date however suggests that enrichment does not extend to down hole depths greater than 25m.

Table 2
Significant Drill Hole Intercepts

Target	Hole ID	From (m)	To (m)	Interval (m)	Fe (%)	CaFe (%)	SiO ₂ (%)	Al ₂ O ₃ (%)	P (%)	S (%)	LOI (%)
2	WRRC0022	13	18	5	55.03	60.01	6.84	5.43	0.057	0.115	8.326
2	WRRC0022	19	23	4	50.40	56.68	8.68	7.26	0.104	0.033	11.118
2	WRRC0022	41	45	4	52.78	58.65	7.64	5.88	0.175	0.018	10.058
2	WRRC0024	17	21	4	55.22	59.91	7.72	4.56	0.086	0.039	7.898
2	WRRC0024	34	44	10	53.02	56.70	12.00	4.84	0.084	0.024	6.576
2	WRRC0027	32	37	5	56.52	61.06	6.18	4.88	0.059	0.012	7.510
2	WRRC0028	19	23	4	53.05	58.58	8.47	5.48	0.076	0.028	9.460
4	WRRC0031	4	10	6	52.23	55.69	14.28	4.25	0.044	0.041	6.212
4	WRRC0033	0	13	13	57.86	61.86	8.11	2.19	0.054	0.037	6.493
4	WRRC0034	0	4	4	55.85	59.29	10.42	3.34	0.038	0.036	5.805

Notes: Significant intercept minimum width is 4m with maximum of 1m of internal dilution

Lower cut off 45% Fe

$CaFe = Fe / (100 - LOI) * 100$

Table 1 information in accordance with JORC 2012 is included as an appendix to the announcement released to ASX on 29 January 2014.

Investment in West Peak Iron

GWR holds a 19.9% interest in ASX listed company West Peak Iron Limited (WPI). Mr Gary Lyons and Jimmy Lee, directors of GWR, have been appointed to the board of WPI. WPI is focused on iron ore exploration in the West African country of Liberia, where they hold four projects (Bomi South, Grand Bassa, Bobo Creek and Mt Koklun). All projects are prospective for iron ore and are in close proximity to port and rail infrastructure.

During the quarter, WPI announced that they had commissioned a scoping study to determine the economic viability of the Bomi South project. Bomi South is located 60km north east of the Port of Monrovia and is adjacent to the operating Bong Mine owned by China Union. The Mofe Creek project held by ASX listed Tawana is also located to the west of the Bomi south project.

Project Generation

As previously announced, the Company is now actively seeking other iron ore and bulk commodity opportunities within Western Australia and elsewhere. The Company has recently reviewed a number of opportunities within Australia and Africa.

Corporate

Cash Position

GWR remains well funded with cash reserves of \$21.1 million and no debt. In addition, the Company has cash backed security deposits amounting to \$1.1 million. Following the end of the quarter, the Company entered into the DMP Mines Rehabilitation Fund (MRF) for the 2012/13 year, resulting in the retirement of unconditional performance bonds.

Change of Company Name

At the Annual General Meeting held on 26 November 2013, shareholders were asked to consider a resolution to change the Company name, reflecting the change in commodity focus and the maturing of the organisation and its interests in recent years. This resolution was duly passed by Shareholders.

The change in company name from Golden West Resources Limited to GWR Group Limited took effect following the issue of the Certificate of Registration of Company Name by the Australian Securities & Investments Commission on 29 November 2013. As a consequence of the name change, the Company's domain name for website and email addresses has changed to gwrgroup.com.au (refer: www.gwrgroup.com.au).

Tenement Interests

A schedule of the Company's interest in mining tenements as at 31 December 2013 for the purposes of ASX Listing Rule 5.3.3 is appended at Annexure 1.

Competent Person's Statement

The information in this report which relates to Exploration Targets, Exploration Results, Mineral Resources or Ore Reserves is based on information compiled by Mr Allen Maynard, who is a Member of the Australian Institute of Geosciences ("AIG"), a Corporate Member of the Australasian Institute of Mining & Metallurgy ("AusIMM") and independent consultant to the Company. Mr Maynard is the Director and principal geologist of AI Maynard & Associates Pty Ltd and has over 35 years of exploration and mining experience in a variety of mineral deposit styles. Mr Maynard 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 2012 Edition of the "Australasian Code for reporting of Exploration Results, Exploration Targets, Mineral Resources and Ore Reserves". (JORC Code). Mr Maynard consents to inclusion in the report of the matters based on this information in the form and context in which it appears.

Figure 1: GWR Project Location Map



Figure 2 – Woodley Project

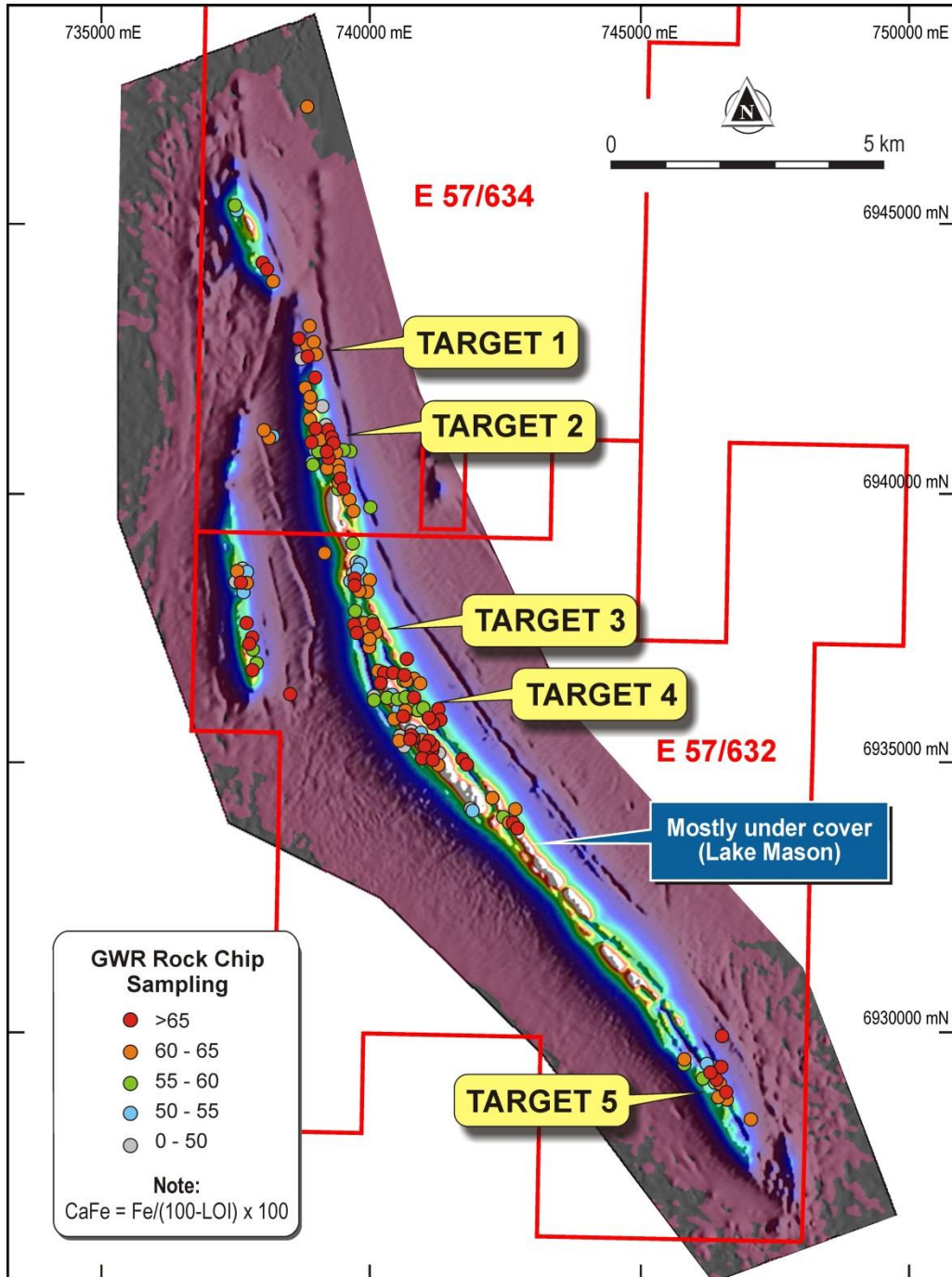
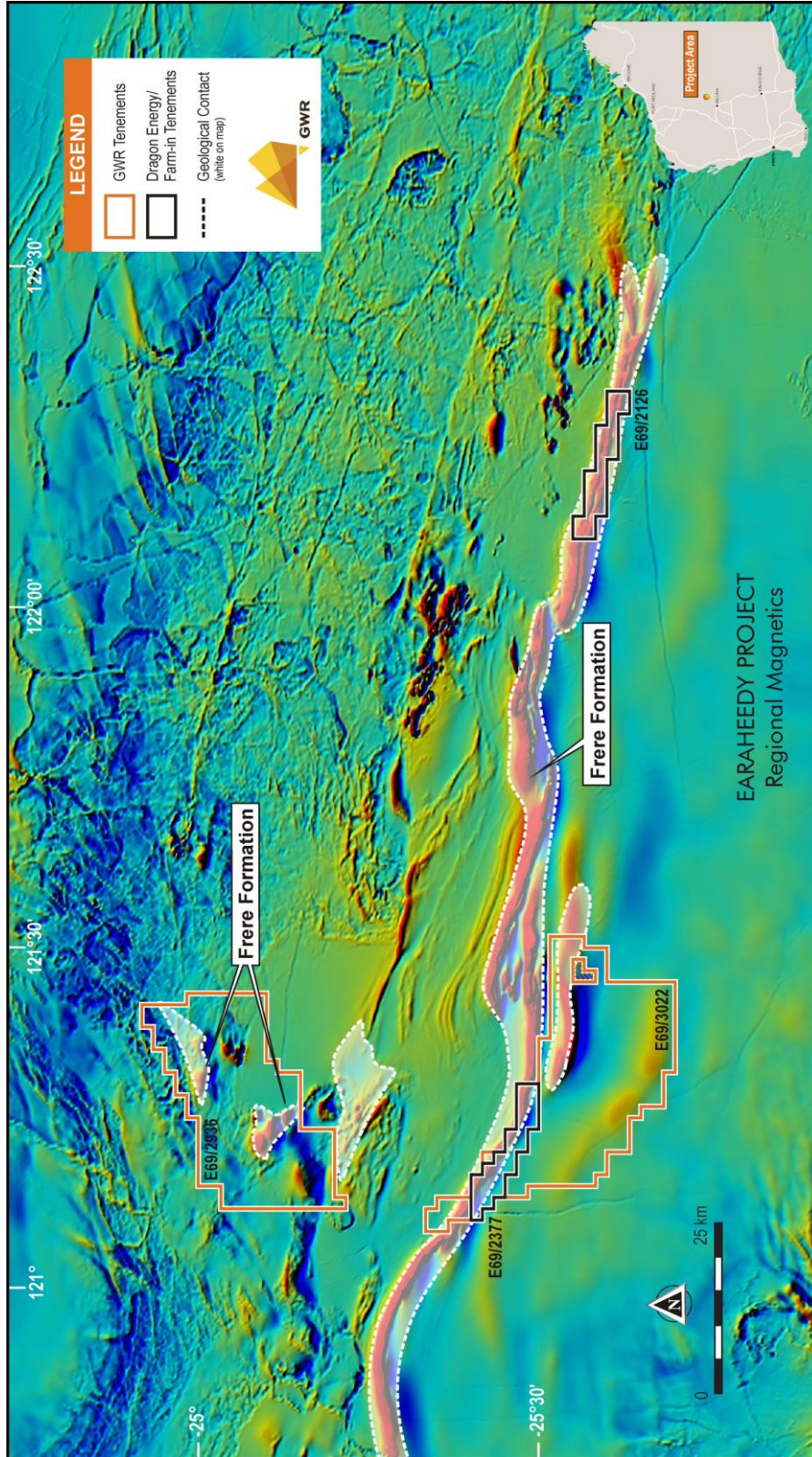


Figure 3: Earahedy Area Regional Magnetics



Annexure 1 - Schedule of interests in mining tenements

(a) Interests in mining tenements as at 31 December 2013

Location	Tenement	Percentage held	Notes
Wiluna			
Wiluna West	E53/1089-I	80%	JV with Jindalee Resources Ltd
Wiluna West	E53/1116-I	100%	
Wiluna West	L53/115	100%	
Wiluna West	L53/146	100%	
Wiluna West	L53/147	100%	
Wiluna West	L53/148	100%	
Wiluna West	L53/154	100%	
Wiluna West	M53/971-I	100%	
Wiluna West	M53/972-I	100%	
Wiluna West	M53/1016-I	100%	
Wiluna West	M53/1017-I	100%	
Wiluna West	M53/1018-I	100%	
Wiluna West	M53/1078-I	80%	JV with Jindalee Resources Ltd
Wiluna West	M53/1087-I	100%	
Earaheedy			
Earaheedy	E69/2936-I	100%	
Earaheedy	E69/3022-I	100%	
Earaheedy	E69/3026	100%	
Earaheedy	E69/3037-I	100%	
Lee Steere Farm-in	E69/2126-I	0%	Farm-in with Dragon Energy Ltd
Lee Steere Farm-in	E69/2377-I	0%	Farm-in with Dragon Energy Ltd
Woodley			
Woodley Farm-in	E57/632-I	0%	Farm-in with Nemex Resources Ltd
Woodley Farm-in	E57/634-I	0%	Farm-in with Nemex Resources Ltd

* Excludes tenement applications.

(b) Tenements acquired and disposed of during the quarter

No change during the quarter.

(c) The beneficial percentage interests held in farm-in or farm-out agreements as the end of the quarter

The Company remains in the "earn-in" phase of both the Woodley and Lee Steere farm-in agreements and has no beneficial interest in the respective tenements as set out above.

(d) The beneficial percentage interests in farm-in or farm-out agreements acquired or disposed of during the quarter

No change during the quarter.

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

GWR Group Limited

ABN

54 102 622 051

Quarter ended ("current quarter")

31 December 2013

Consolidated statement of cash flows

		Current quarter (3 month's) \$A'000	Year to date (6 month's) \$A'000
Cash flows related to operating activities			
1.1	Receipts from product sales and related debtors	-	-
1.2	Payments for (a) exploration & evaluation	(1,037)	(2,211)
	(b) development	-	-
	(c) production	-	-
	(d) administration	(932)	(1,312)
1.3	Dividends received	-	-
1.4	Interest and other items of a similar nature received	276	558
1.5	Interest and other costs of finance paid	-	-
1.6	Income taxes received (GST paid)	-	-
1.7	Other (provide details if material)	13	26
Net Operating Cash Flows		(1,680)	(2,939)
Cash flows related to investing activities			
1.8	Payment for: (a) prospects	-	-
	(b) equity investments	-	-
	(c) other fixed assets	(1)	(2)
1.9	Proceeds from: (a) prospects	-	80
	(b) equity investments	-	-
	(c) other fixed assets	-	-
1.10	Loans to other entities	-	-
1.11	Loans repaid by other entities	-	-
1.12	Other (Environmental bonds & security deposits)	(6)	(14)
Net investing cash flows		(7)	64
1.13	Total operating and investing cash flows (carried forward)	(1,687)	(2,875)

1.13	Total operating and investing cash flows (brought forward)	(1,687)	(2,875)
	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 (capital raising costs)	-	(425)
	Net financing cash flows	-	(425)
	Net increase (decrease) in cash held	(1,687)	(3,300)
1.20	Cash at beginning of quarter/year to date	22,748	24,361
1.21	Exchange rate adjustments to item 1.20	-	-
1.22	Cash at end of quarter	21,061	21,061

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	206
1.24	Aggregate amount of loans to the parties included in item 1.10	-

1.25 Explanation necessary for an understanding of the transactions

Payment of fees, salaries and superannuation to the directors of the Company during the quarter.

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

Financing facilities available

Add notes 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	861
4.2 Development	-
4.3 Production	-
4.4 Administration	588
Total	1,449

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.		Curent quarter \$A'000	Previous quarter \$A'000
5.1	Cash on hand and at bank	609	1,240
5.2	Deposits at call	20,452	21,508
5.3	Bank overdraft	-	-
5.4	Other (provide details)	-	-
Total: cash at end of quarter (item 1.22)		21,061	22,748

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	Nil
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	Preference +securities <i>(description)</i>				
7.2	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs, redemptions				
7.3	+Ordinary securities	240,178,059	240,178,059		
7.4	Changes during quarter (a) Increases through issues: (b) Decreases through returns of capital, buy-backs				
7.5	+Convertible debt securities <i>(description)</i>				
7.6	Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted				
7.7	Options <i>(description and conversion factor)</i>	21,500,000		Exercise price \$0.575 [^]	Expiry date 22 Nov 2015
		700,000		\$0.575 [^]	4 Jan 2016
		1,400,000		\$0.575 [^]	22 Feb 2016
		1,000,000		\$0.575 [^]	22 Mar 2016
7.8	Issued during quarter				
7.9	Exercised during quarter				
7.10	Expired during quarter				
7.11	Debentures <i>(totals only)</i>				
7.12	Unsecured notes <i>(totals only)</i>				

[^] The change of option's exercise price is pursuant to Section 6.22 of the ASX Listing Rules.

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 give a true and fair view of the matters disclosed.

Sign here:



Date:

31 January 2013

Print name:

Mr Craig Ferrier
CEO

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 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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