

# 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

**HIGHFIELD RESOURCES LIMITED**

ABN

**51 153 918 257**

Quarter ended ("current quarter")

**31 March 2014**

### Consolidated statement of cash flows

Cash flows related to operating activities	Current quarter \$A'000	Year to date (9 months) \$A'000
1.1 Receipts from product sales and related debtors		
1.2 Payments for (a) exploration & evaluation	(2,242)	(4,734)
(b) development	-	-
(c) production	-	-
(d) administration	(878)	(2,051)
1.3 Dividends received	-	-
1.4 Interest and other items of a similar nature received	59	170
1.5 Interest and other costs of finance paid	-	-
1.6 Income taxes paid	-	-
1.7 Other (provide details if material)	-	-
<b>Net Operating Cash Flows</b>	<b>(3,061)</b>	<b>(6,615)</b>
<b>Cash flows related to investing activities</b>		
1.8 Payment for purchases of: (a) prospects	-	-
(b) equity investments	-	-
(c) other fixed assets	-	(39)
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)	-	-
<b>Net investing cash flows</b>	<b>-</b>	<b>(39)</b>
1.13 Total operating and investing cash flows (carried forward)	<b>(3,061)</b>	<b>(6,654)</b>

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1.13	Total operating and investing cash flows (brought forward)	(3,061)	(6,654)
	<b>Cash flows related to financing activities</b>		
1.14	Proceeds from issues of shares, options, etc.	-	4,873
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)		
	- Fundraising costs	-	(12)
	<b>Net financing cash flows</b>	-	4,861
	<b>Net increase (decrease) in cash held</b>	(3,061)	(1,793)
1.20	Cash at beginning of quarter/year to date	7,457	6,189
1.21	Exchange rate adjustments to item 1.20	-	-
1.22	<b>Cash at end of quarter</b>	4,396	4,396

**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	312
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 for Directors consulting fees and Directors fees - \$244k Payments for serviced office in Australia – \$45k Re-imbusement for administration, accounting and secretarial staff - \$23k	

**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
- |     |
|-----|
| Nil |
|-----|
- 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 |
|-----|

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### 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	2,500
4.2 Development	-
4.3 Production	-
4.4 Administration	1,000
<b>Total</b>	<b>3,500</b>

### 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	1,896	2,957
5.2 Deposits at call	2,500	4,500
5.3 Bank overdraft	-	-
5.4 Other (provide details)	-	-
<b>Total: cash at end of quarter</b> (item 1.22)	<b>4,396</b>	<b>7,457</b>

### Changes in interests in mining tenements

	Tenement reference	Nature of interest (note (2))	Interest at beginning of quarter	Interest at end of quarter
6	Interests in mining tenements held	See Appendix 1 below		
6.1	Interests in mining tenements relinquished, reduced or lapsed	-	-	-
6.2	Interests in mining tenements acquired or increased	-	-	-

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**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 <b>Performance +securities</b>	100,000,000	-		
7.2 Changes during quarter				
(a) Increases through issues				
(b) Decreases through returns of capital, buy-backs, redemptions				
7.3 <b>+Ordinary securities</b>	135,500,003	135,500,003		
7.4 Changes during quarter				
(a) Increases through issues				
(b) Decreases through returns of capital, buy-backs				
7.5 <b>+Convertible debt securities</b> <i>(description)</i>				
7.6 Changes during quarter				
(a) Increases through issues				
(b) Decreases through securities matured, converted				
7.7 <b>Options</b>			<u>Exercise price</u>	<u>Expiry date</u>
- Unlisted	6,000,000		\$0.20	01/11/2016
	4,000,000		\$0.20	19/10/2016
	3,000,000		\$0.30	31/01/2017
	7,000,000		\$0.40	31/05/2017
	500,000		\$0.60	30/06/2017
	500,000		\$0.60	31/01/2017
7.8 Issued during quarter:			<u>Exercise price</u>	<u>Expiry date</u>
- Employee options	500,000		\$0.60	31/01/2017
7.9 Exercised during quarter				
7.10 Expired during quarter				
7.11 <b>Debentures</b> <i>(totals only)</i>				
7.12 <b>Unsecured notes</b> <i>(totals only)</i>				

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## 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: Donald Stephens  
(Company Secretary)

Date: 30 April 2014

## 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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**Appendix 1 – Interests in mining tenements held**

Project	Region	Permit Name	Permit Type	Applied	Granted	Ref #	Area (km <sup>2</sup> )	Holder	Structure
Sierra del Perdón	Navarra	Quiñones	Investigation	19/07/11	7/08/2012	35760	32.48	Geoalcali SL	100%
Sierra del Perdón	Navarra	Adiós	Investigation	19/07/11	7/08/2012	35770	75.60	Geoalcali SL	100%
Sierra del Perdón	Navarra	Ampliación Adiós	Investigation	26/10/12	14/02/2014	35880	40.90	Geoalcali SL	100%
Javier	Navarra	Goyo	Investigation	19/07/11	24/12/12	35780	27.72	Geoalcali SL	100%
Javier	Navarra	Vipasca	Investigation	11/06/13	Pending	35900	38.92	Geoalcali SL	100%
Javier	Aragón	Fronterizo	Investigation	21/06/12	5/02/2014	3502	9.80	Geoalcali SL	100%
Javier	Aragón	Muga	Investigation	28/05/13	9/04/2014	3500	20.40	Geoalcali SL	100%
Pintano	Aragón	Molineras	Exploration	20/07/11	22/11/11	3495	90.70	Geoalcali SL	100%
Pintano	Aragón	Molineras 10	Investigation	20/11/12	6/03/2014	3495/10	18.20	Geoalcali SL	100%
Pintano	Aragón	Molineras 20	Investigation	19/02/13	Pending	3495/20	16.80	Geoalcali SL	100%
Pintano	Aragón	Puntarrón	Exploration	13/12/12	27/05/13	3509	90.70	Geoalcali SL	100%

**Location:** All permits are located in Spain.

**Holder:** Geoalcali SL is a 100% owned Spanish subsidiary of Highfield Resources Limited.

**Changes:** The Company was granted the following permits that were previously in application:

1. Ampliación Adiós on 14 February 2014
2. Fronterizo on 5 February 2014
3. Muga on 9 April 2014
4. Molineras 10 on 6 March 2014

**Summary of Expenditure Incurred per Project**

Project	Quarter Cash Spend \$A'000
Sierra Del Perdón	125
Javier	2,100
Pintano	17
<b>Total</b>	<b>2,242</b>

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