

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

BREAKAWAY RESOURCES LIMITED

ABN

16 061 595 051

Quarter ended ("current quarter")

31 December 2011

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	-	-
1.2	Payments for (a) exploration & evaluation	(795)	(1,573)
	(b) development	-	-
	(c) production	-	-
	(d) administration	(374)	(681)
1.3	Dividends received	-	-
1.4	Interest and other items of a similar nature received	27	80
1.5	Interest and other costs of finance paid	-	-
1.6	Income taxes paid	-	-
1.7	Other – R&D Grant	-	-
	Net Operating Cash Flows	(1,142)	(2,174)
Cash flows related to investing activities			
1.8	Payment for purchases of: (a) prospects	-	-
	(b) equity investments	-	-
	(c) other fixed assets	(3)	(3)
1.9	Proceeds from sale of: (a) prospects	-	-
	(b) equity investments	-	-
	(c) other fixed assets	-	25
1.10	Loans to other entities	-	-
1.11	Loans repaid by other entities	-	-
1.12	Other - deposits	63	63
	Net investing cash flows	60	85
1.13	Total operating and investing cash flows (carried forward)	(1,082)	(2,089)

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1.13	Total operating and investing cash flows (brought forward)	(1,082)	(2,089)
	Cash flows related to financing activities		
1.14	Proceeds from issues of shares, options, etc.	1,111	1,111
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 - share issue costs	(83)	(83)
	Net financing cash flows	1,028	1,028
	Net increase (decrease) in cash held	(54)	(1,061)
1.20	Cash at beginning of quarter/year to date	2,225	3,232
1.21	Exchange rate adjustments to item 1.20	-	-
1.22	Cash at end of quarter	2,171	2,171

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	104
1.24	Aggregate amount of loans to the parties included in item 1.10	-

1.25 Explanation necessary for an understanding of the transactions

Non executive directors and managing director's fees for 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 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	400
4.2 Development	-
4.3 Production	-
4.4 Administration	300
Total	700

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	36	71
5.2 Deposits at call	2,135	2,154
5.3 Bank overdraft	-	-
5.4 Other (provide details)	-	-
Total: cash at end of quarter (item 1.22)	2,171	2,225

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	EL29/162 EL29/529 EL29/661 EL29/719 ML24/279 ML24/336 PL29/1932 PL29/1933 PL29/2025 PL29/2105 PL29/2117 PL29/2118 PL29/2119 PL29/2120 PL29/2121	Aphrodite Gold Limited earned a 51% interest in the tenements' Gold Rights pursuant to the Scotia Project Gold Farm-In and joint Venture Heads of Agreement between Scotia Nickel Pty Ltd (wholly owned subsidiary of Breakaway Resources) and Aphrodite Gold Limited dated 15 June 2011. Breakaway Resources retains 100% of all other mineral rights.	100% " " " " " " " " " " " " " "	49% " " " " " " " " " " " " "
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	Preference securities (description)	-	-	-	-
7.2	Changes during month (a) Increases through issues (b) Decreases through returns of capital, buy-backs, redemptions	-	-	-	-
7.3	*Ordinary securities	388,163,837	388,163,837		
7.4	Changes during month (a) Increases through issues (b) Decreases through returns of capital, buy-backs	22,683,165 -	22,683,165 -	4.9 cents	4.9 cents
7.5	*Convertible debt securities (Converting Notes)	-	-	-	-
7.6	Changes during month (a) Increases through issues (b) Decreases through securities matured, converted	-	-	-	-
7.7	Options (description and conversion factor) BRWAK	1,500,000	-	Exercise price Between 15 & 25c	Expiry date 30.11.13
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)	-	-		

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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 5).
- 2 This statement does give a true and fair view of the matters disclosed.

Sign here:  Date: 19 January 2012

Print name: **Simon Storm**
Company Secretary

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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