

**APPENDIX 5B**  
**Mining exploration entity quarterly report**

**TERRAMIN AUSTRALIA LIMITED**

**ABN 67 062 576 238**

Quarter ended  
**31 December 2008**

**Consolidated statement of cash flows**

	Current quarter	Year to date (12 months)
	\$A'000	\$A'000
<b>Cash flows related to operating activities</b>		
1.1 Receipts from product sales and related debtors	9,772	10,926
1.2 Payments for		
(a) exploration and evaluation	(5,836)	(16,977)
(b) development	(1,740)	(8,565)
(c) production	(5,359)	(9,939)
(d) administration	(1,279)	(4,917)
1.3 Dividends received	-	-
1.4 Interest and other items of a similar nature received	359	1,917
1.5 Interest and other costs of finance paid	(996)	(4,997)
1.6 Income taxes paid	-	-
1.7 Other - Joint venture recoveries	-	135
<b>Net Operating Cash Flows</b>	<b>(5,079)</b>	<b>(32,417)</b>
<b>Cash flows related to investing activities</b>		
1.8 Payment for purchases of:		
(a) prospects	-	-
(b) equity investments	-	(818)
(c) other fixed assets	(3,609)	(30,122)
1.9 Proceeds from sale of:		
(a) prospects	-	804
(b) equity investments	-	-
(c) other fixed assets	875	973
1.10 Loans to other entities	-	-
1.11 Loans repaid by other entities	-	-
1.11 Refund of rehabilitation bonds	-	-
<b>Net Investing cash flows</b>	<b>(2,734)</b>	<b>(29,163)</b>
1.13 Total operating and investing cash flows (carried forward)	<b>(7,813)</b>	<b>(61,580)</b>

1.13 Total operating and investing cash flows (brought forward)	(7,813)	(61,580)
<b>Cash flows related to financing activities</b>		
1.14 Proceeds from issues of shares, options, notes etc	-	44,459
1.15 Proceeds from sale of forfeited shares	-	-
1.16 Proceeds from borrowings	2,307	34,989
1.17 Repayment of borrowings	(1,655)	(54,341)
1.18 Debt financing establishment costs	-	(488)
1.19 Other (including hedge book close-out)	(58)	9,856
<b>Net financing cash flows</b>	594	34,475
<b>Net increase (decrease) in cash held</b>	(7,219)	(27,105)
1.20 Cash at beginning of quarter / year to date	21,718	41,604
1.21 Exchange rate adjustments to item 1.20	-	-
1.22 <b>Cash at end of quarter</b>	14,499	14,499
<b>Payments to directors of the entity and associates of the directors</b>		
<b>Payments to related entities of the entity and associates of the related entities</b>	Current quarter \$A'000	
1.23 Aggregate amount of payments to the parties included in item 1.2	101	
1.24 Aggregate amount of loans to the parties included in item 1.10	-	
1.25 Explanation necessary for an understanding of the transactions	Directors' fees, superannuation and contract services	
<b>Non-cash financing and investing activities</b>		
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	1,560,236 ordinary shares issued in satisfaction of interest due on convertible notes.	
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**

3.1 Loan facilities

3.2 Credit standby arrangements

Amount available \$A'000	Amount used \$A'000
35,510	35,510
-	-

**Estimated cash outflows for next quarter**

4.1 Exploration and evaluation

4.2 Development

Total

\$A'000
4,427
1,673
6,100

**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.

5.1 Cash on hand and at bank

5.2 Deposits at call

5.3 Bank overdraft

5.4 Other (provide details) - 30 day term deposits

**Total: cash at end of quarter (item 1.22)**

Current quarter \$A'000	Previous quarter \$A'000
2,749	4,678
5,750	7,040
-	-
6,000	10,000
14,499	21,718

**Changes in interests in mining tenements**

6.1 Interests in mining tenements relinquished, reduced or lapsed

6.2 Interests in mining tenements acquired

Tenement reference	Nature of interest (note 2)	Interest at beginning of quarter	Interest at end of quarter
Nonning	Minimum expenditure completed. Further \$700K required to gain 51% interest	0%	0%

**Issued and quoted securities at end of current quarter**

	Total number	Number quoted	Issue price per security (cents)	Amount paid up per security (cents)
<b>7.1 Preference securities</b>				
7.2 Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs				
<b>7.3 Ordinary securities</b>	110,625,605	110,625,605	Fully paid	Fully paid
7.4 Changes during quarter Increases through issues	1,560,236	1,560,236	50.35 cents each	50.35 cents each
<b>7.5 Convertible debt securities</b> <i>(description)</i>	5,050,000	-	131.6 cents each (100 US cents each)	131.6 cents each (100 US cents each)
	15,000,000	-	108.9 cents each (100 US cents each)	108.9 cents each (100 US cents each)
	2,263,529	-	221 cents each	221 cents each
7.6 Changes during quarter (a) Increases through issues				
<b>7.7 Options on issue</b> <i>(description and conversion factor)</i>	1,500,000	-	<u>Exercise price</u> 157 cents each	<u>Expiry date</u> 7 June 2009
	1,000,000	-	188 cents each	7 June 2009
	185,000	-	52 cents each	16 June 2010
	205,000	-	60 cents each	18 Feb 2011
	25,000	-	144 cents each	3 May 2011
	467,000	-	126 cents each	7 June 2011
	280,000	-	142 cents each	7 Aug 2011
	725,000	-	197 cents each	22 Feb 2012
	550,000	-	276 cents each	8 May 2010
	1,075,000	-	243 cents each	8 May 2012
	150,000	-	332 cents each	17 June 2012
	4,629,630	-	216 cents each	21 May 2012
	100,000	-	292 cents each	9 Sep 2012
	50,000	-	374 cents each	11 Nov 2012
	325,000	-	355 cents each	19 Dec 2012
	275,000	-	266 cents each	23 Jan 2013
	750,000	-	411 cents each	4 May 2011
	500,000	-	493 cents each	4 May 2011
	25,000	-	352 cents each	3 Jul 2013
	700,000	-	245 cents each	20 Jul 2013
	20,000	-	212 cents each	7 Sep 2013
	3,125,000	-	280 cents each	15 Mar 2013
7.8 Issued during quarter				
7.9 Exercised during quarter				
7.10 Cancelled during quarter	20,000	-	374 cents each	11 Nov 2012
	100,000	-	355 cents each	19 Dec 2012
<b>7.11 Debentures</b>				
<b>7.12 Unsecured notes</b>				

## Compliance statement

- 1.0 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).
- 2.0 This statement does give a true and fair view of the matters disclosed.

Sign here:.....  ..... Date: 27 January 2009.  
 Company Secretary

Print name: KATE BITTER  
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## Notes

- 1.0 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.
- 2.0 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.
- 3.0 **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.
- 4.0 The definitions in, and provisions of, *AASB 1022: Accounting for Extractive Industries* and *AASB 1026: Statement of Cash Flows* apply to this report.
- 5.0 **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.