

# QUARTERLY ACTIVITIES REPORT

## For the Quarter ended 30 June 2014



### Liontown commences drilling at new high-grade copper-zinc project in Tanzania

#### HIGHLIGHTS

##### *Tanzania*

##### *Ibaga Project*

- The Ibaga RC drilling program commenced immediately subsequent to Quarter-end, with due diligence work completed and field work commencing during the Quarter.
- Nine RC holes have been completed to date (assays pending) with drilling targeting the central portion of the mineralised trend beneath existing mine workings to commence as soon as an access matter is clarified.
- Previous rock chip sampling at Ibaga by Liontown recorded high copper and zinc values with associated silver and gold. Better results include:

Sample DUN003	39.2% Cu and 126g/t Ag
Sample 131723	34.6% Cu and 128g/t Ag
Sample 131780	12.6% Cu, 11.3% Zn and 136g/t Ag
Sample 131781	0.54% Cu, 45.8% Zn and 24g/t Ag
Sample 131783	15% Cu, 6.8% Zn, 123g/t Ag and 0.6g/t Au

- High metal values are hosted by massive to semi-massive sulphide horizons up to 4m thick.
- No drilling or other modern exploration has been undertaken at Ibaga prior to the current exploration program.

##### *Australia*

##### *Mt Windsor Project*

- Successful qualification for funding of approximately \$66,000 under Round 8 of the Queensland government's Future Resources Program - Collaborative Drilling Initiative.
- The funds will assist with drilling at the Allendale prospect, where there is potential for a high grade, low sulphidation epithermal gold system.



*High grade copper ore - Ibaga Project*

#### INVESTMENT HIGHLIGHTS

##### TANZANIA

- High grade copper-zinc trend defined at Ibaga Project.
- Large gold systems identified at Jubilee Reef.
- High grade gold mineralisation confirmed at Rupa Suguti.

##### AUSTRALIA

- Strategic land position in North Queensland precious metals province with large multi-element anomalies defined.

For further information, please contact:

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## 1. Ibaga Project (Agreements to acquire 100%)

The Ibaga Project is located approximately 600km northwest of Dar es Salaam near the south-eastern margin of the Lake Victoria Goldfield of northern Tanzania (see Figures 1 and 2). This is an Archaean greenstone-granite terrain better known for its gold endowment; however, the geological setting is similar to regions in Canada and Australia where there are a number of large volcanogenic massive sulphide (VMS) style base metal mines. Initial sampling by Liontown at Ibaga recorded high grade copper and zinc values which are interpreted to indicate the potential for a similar style of mineralisation. Liontown has entered into two agreements giving it the future right, at its discretion, to acquire 100% of the Ibaga Project which includes a high grade, mineralised trend potentially up to 1.8km long.

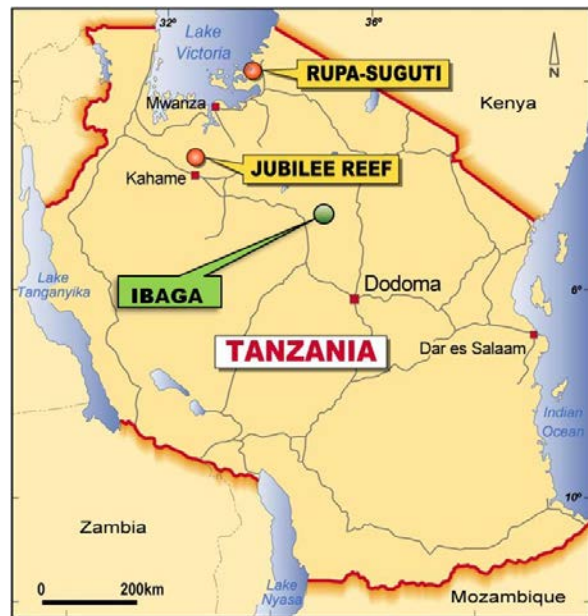


Figure 1: Liontown Projects in Tanzania

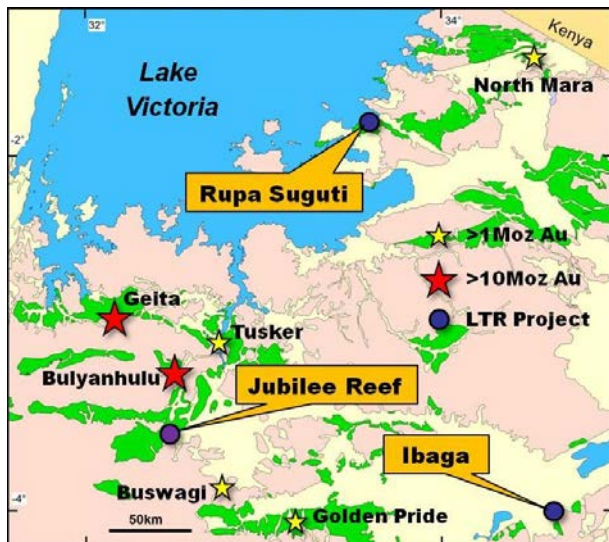


Figure 2: Lake Victoria Goldfield - Regional Geology and Liontown Projects

Fieldwork commenced at Ibaga during the Quarter with soil and EM surveys completed. Immediately subsequent to the end of the Quarter, the Company commenced a program of RC drilling designed to test approximately 1.1km of prospective strike.

Previous rock chip sampling (See Appendix 1) by Liontown returned multiple high-grade copper and zinc values with associated silver and gold hosted by two massive sulphide horizons, exposed over 300m of strike within the 1.1km of prospective strike.

Better results included:

DUN3	39.2% Cu, 126g/t Ag
131723	34.6% Cu, 128g/t Ag
131780	12.6% Cu, 11.3% Zn, 136g/t Ag
131781	0.54% Cu, 45.8% Zn and 24g/t Ag
131783	15% Cu, 6.8% Zn, 123g/t Ag, 0.6g/t Au

No drilling or other modern exploration had been undertaken in the immediate area.

### EM Surveys and Soil Sampling

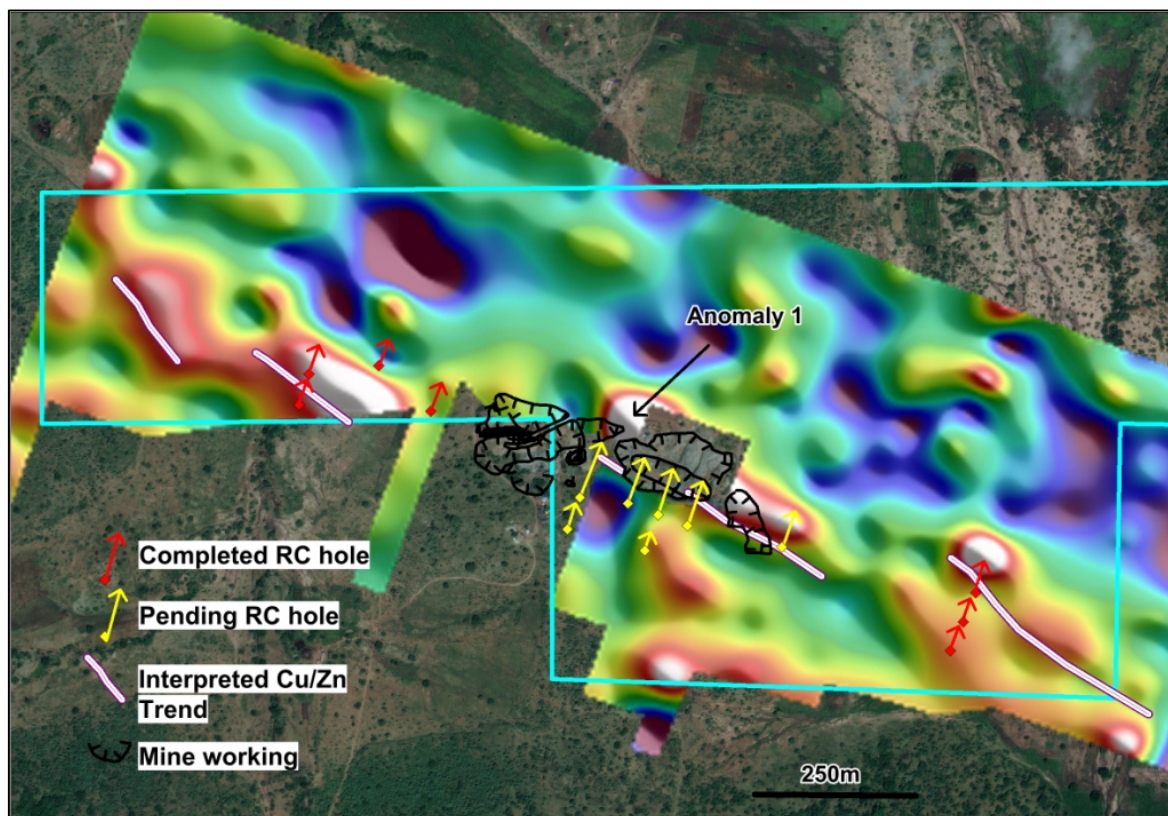
A fixed-loop transient electromagnetic survey ("FLTEM") was carried out over the area around the mine workings (Figure 3). While the FLTEM is unlikely to detect high-grade zinc mineralisation such as that reported in rock chip samples (Appendix 1) (because of the resistive nature of sphalerite), the survey has potential to delineate copper-rich parts of the system if they form separate lodes.

The survey results suggest the interpreted trace of the mineralised horizon extends across the Project tenure, and is offset by a series of possible ENE trending sinistral faults. By comparison with the trace of the lodes in the pits, the mineralised horizon is indicated by a weakly anomalous trend in the EM data.

The survey detected one anomaly ("Anomaly One"), located immediately west along strike of the mineralisation in the east pit. Although not completely closed off due to waste dumps around the pit, the anomaly is suggestive of a shallow conductive source at this location, possibly representing extensions of the high-grade copper mineralisation extracted from the east pit.

The survey results also outlined a series of possible ENE trending faults sinistrally offsetting the interpreted possible trace of the mineralised horizon as indicated by a weakly anomalous trend in the EM data shown in *Figure 3*.

A 200 by 50m soil sampling program was also completed along strike of the mining areas to define potential strike extensions of the copper-zinc mineralisation; however, no significant values were recorded.



*Figure 3: GeoEye image showing the location of EM Anomaly One, current workings, interpreted extensions of the mineralised horizon and completed and pending drill holes. The EM image is the FLTEM coil data, Channel 25.*

### RC Drilling

Nine RC holes for a total 992 metres have been drilled subsequent to the end of the Quarter. The completed holes (see *Figure 3*) tested the western and eastern strike extremities of the mineralised trend - multi-element assays are pending for all holes. If results confirm the continuation of the mineralised trend then down-hole geophysics designed to detect blind sulphide shoots will be considered.

RC drill holes designed to test beneath the mine workings which cover the central 400m of the known mineralised trend have been postponed pending clarification of an access matter relating to third party mining activities. The Tanzanian Ministry of Mines and Energy is assisting with resolving the matter as a priority.

The drill rig has remained close to site at no cost to the Company, and drilling will re-commence as soon as possible.

### Acquisition Agreements and Due Diligence

The Ibaga Project originally comprised three contiguous areas (see *Figure 4*). Following completion of due diligence, Liontown proceeded to enter into agreements giving it the future right to acquire, at its discretion, the Ibaga and Ibaga North tenements; however, the Company elected to not proceed with the Ibaga West agreement (see *Figure 4* and *ASX Announcement dated 14 April 2014*).

Under the Ibaga Agreement and the Ibaga North Agreement, initial upfront fees totalling US\$160,000 were paid to the respective vendors. Particulars of further payments including variations to original terms are detailed in Appendix 3.



The Ibaga and Ibaga North Options are interpreted to cover most of the prospective strike (*Figure 4*) of the potential mineralised trend.

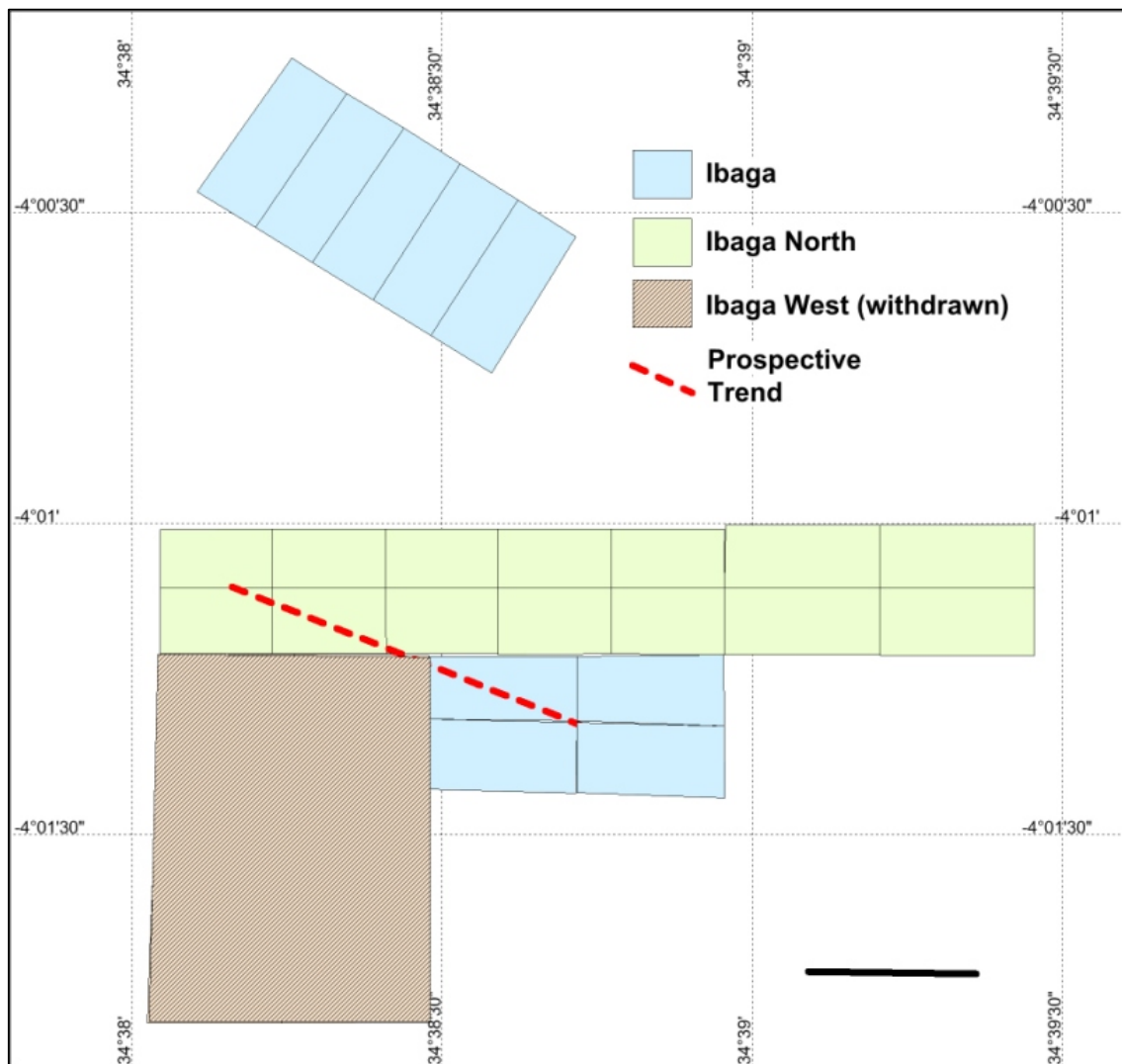


Figure 4: Ibaga Project -area tenure showing main prospective trend.

## 2. Jubilee Reef Project (Agreement to acquire 100%)

The Jubilee Reef Project is located approximately 850km northwest of Dar es Salaam within the Lake Victoria Goldfield of northern Tanzania (see Figures 1 and 2). This Archaean greenstone-granite terrain hosts several multi-million ounce gold deposits including African Barrick's Bulyanhulu deposit and AngloGold Ashanti's Geita deposit.

No field work was completed at Jubilee Reef during the Quarter; however, further trenching will be undertaken at the Tembo prospect in the coming Quarter (see Figure 5).

During the second half of 2013, wide-spaced (>300m) trenching at Tembo discovered a new, plus 1km long, >1g/t zone of gold mineralisation that had not been tested by previous drilling. Better results included 11m @ 1.7g/t gold and 12m @ 1.3g/t gold (see Appendix 4).

The planned trenching is designed to provide additional data on the orientation of the mineralised trend to assist with follow-up drill planning.

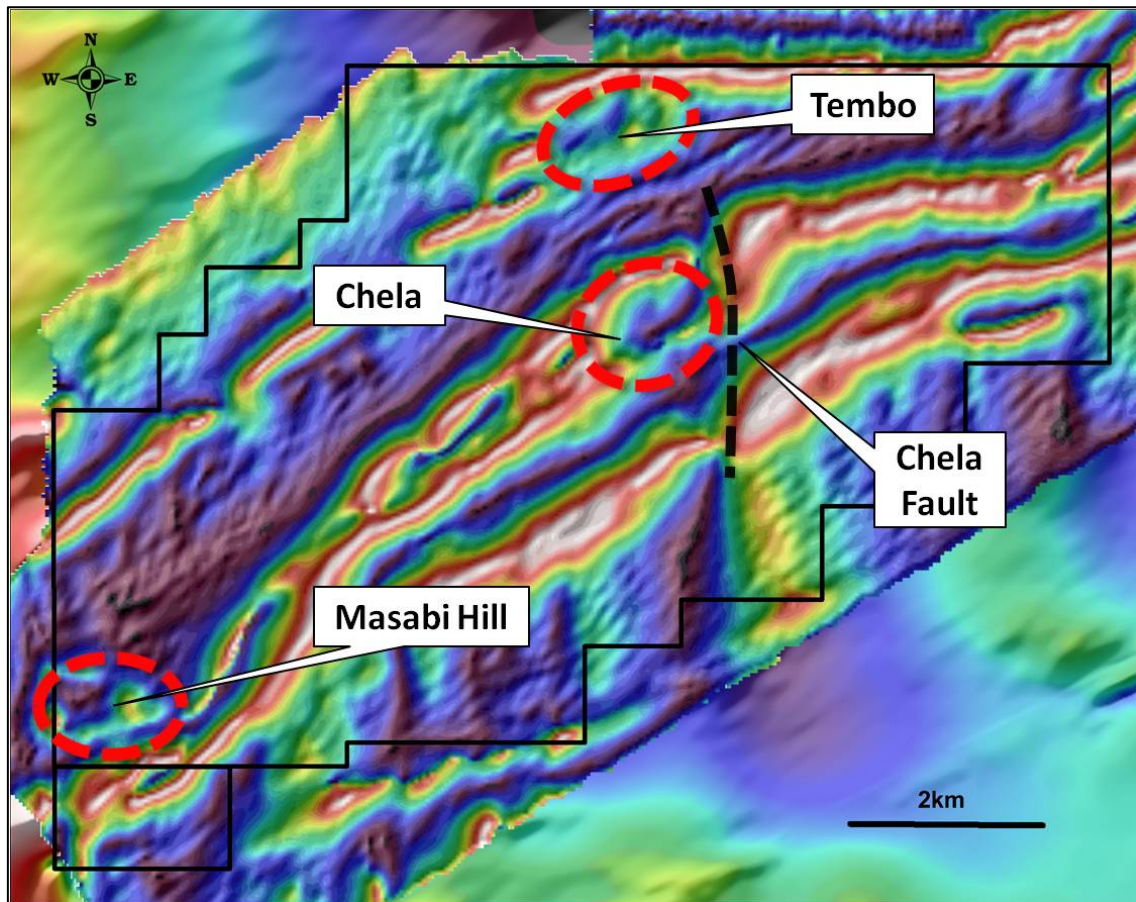


Figure 5: Jubilee Reef Project - Magnetic image showing main gold projects.

### 3. Rupa Suguti Project (Liontown - Option to earn 100%)

*In April 2013, Liontown executed an Option Agreement giving the Company the right to earn 100% in Rupa Suguti Project which is located in the northern part of the Lake Victoria Goldfield approximately 200km north of Jubilee Reef and 100km WSW of African Barrick's North Mara gold mine (see Figure 2). The Project is considered prospective for lode style, Archaean gold deposits.*

No work was undertaken during the Quarter.

### 4. Mount Windsor Project (Liontown 100%)

*The Mount Windsor Project is located in the prolific Charters Towers gold field of North Queensland which has yielded over 15 million ounces of gold from world-class mines such as Charters Towers (+7Moz), Kidston (+4Moz), Pajingo (+3Moz), Ravenswood (+2Moz) and Mt Leyshon (2.7Moz).*

Immediately subsequent to the end of the Quarter, the Company was advised that it has been successful in qualifying for full funding under Round 8 of the Queensland government's Future Resources Program - Collaborative Drilling Initiative.

The Company will receive up to \$65,750 towards drill testing of the Allendale prospect, where there is potential for the discovery of a high-grade low sulphidation epithermal gold system at depth.

### 5. Tenement schedules and expenditures

In accordance with ASX Listing Rule 5.3, please refer to Appendix 5 for listing of tenements. In addition, during the Quarter the Company spent \$507,000 on exploration and evaluation activities (YTD: \$1,000,000) and \$172,000 on administration costs (YTD \$510,000).

## 6. Corporate

During the Quarter the Company placed 50,000,000 shares at 3 cents per share to raise \$1.5 million before issue costs. The Placement was arranged by Blackswan Equities Limited to sophisticated investors and was pursuant to the 15% allowance under ASX Listing Rules.

At the end of the Quarter, Liontown's cash balance was approximately \$1.0 million.



DAVID RICHARDS  
Managing Director

18 July 2014

*The Information in this report that relates to Exploration Targets, Exploration Results, Mineral Resources or Ore Reserves for the Ibaga Project is based on and fairly represents information and supporting documentation prepared by Mr David Richards, who is a Competent Person and a member of the Australasian Institute of Geoscientists (AIG). Mr Richards is a full-time employee of the company.*

*Mr Richards has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activities being undertaken to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr Richards consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.*

*The Information in this report that relates to the Exploration Results of the Jubilee Reef Project is extracted from the ASX announcement entitled "Quarterly Activities Report for the quarter ended 31st December 2013" released on 30 January 2014 and is available on [www.ltresources.com.au](http://www.ltresources.com.au).*

*The company confirms that it is not aware of any new information or data that materially affects the information included in the original market announcements. The Company confirms that the form and context in which the Competent Person's findings are presented have not been materially modified from the original market announcement.*

*This announcement contains forward-looking statements which involve a number of risks and uncertainties. These forward looking statements are expressed in good faith and believed to have a reasonable basis. These statements reflect current expectations, intentions or strategies regarding the future and assumptions based on currently available information. Should one or more of the risks or uncertainties materialise, or should underlying assumptions prove incorrect, actual results may vary from the expectations, intentions and strategies described in this announcement. No obligation is assumed to update forward looking statements if these beliefs, opinions and estimates should change or to reflect other future developments.*

## APPENDIX 1: Ibaga Project - Liontown Rock Chip Results

SAMPLEID	LocEast	LocNorth	Category	Au_ppm	Ag_ppm	Cu_ppm	Zn_ppm
DUN002	2356	5410	Main Lode	0.19	21.6	320000	10570
DUN003	2356	5410	Main Lode	0.39	126	392000	212
131723	2385	5427	Main Lode	0.18	128	346000	273
131724	2385	5427	Wallrock	0.00	0.43	4370	1830
131725	2385	5427	Wallrock	0.03	0.38	3220	5920
131726	2385	5427	Wallrock	0.01	0.29	1195	1270
131727	2385	5427	Wallrock	0.00	0.24	1395	1020
131728	2385	5427	Wallrock	0.00	0.42	800	1830
131729	2385	5427	Wallrock	0.00	0.1	215	453
131730	2180	5368	Host rock	0.00	0.05	32.3	31
131731	2400	5343	Host rock	0.00	0.02	16	32
131732	2564	5471	Host rock	0.01	0.04	23.2	37
131734	2554	5486	Host rock	0.00	0.03	8.2	82
131776	2160	5508	Wallrock	0.002	0.62	340	763
131777	2161	5505	Wallrock	0.001	0.41	170.5	286
131778	2164	5500	Main Lode	0.082	6.1	12850	8690
131779	2159	5494	Wallrock	0.001	0.1	123.5	2710
131780	2154	5490	Main Lode	0.002	136	126000	113000
131781	2154	5490	Main Lode	0.088	24.2	5350	458000
131782	2153	5488	Wallrock	0.008	0.35	180	441
131783	2154	5490	Main Lode	0.624	123	150000	68000
131784	2184	5425	Hanging Wall Lode	0.15	36.4	179000	3840

## APPENDIX 2: Ibaga Project – JORC Criteria

### Section 1 Sampling Techniques and Data

Criteria	JORC Code explanation	Commentary
<b>Sampling techniques</b>	<i>Nature and quality of sampling (eg cut channels, random chips, or specific specialised industry standard measurement tools appropriate to the minerals under investigation, such as down hole gamma sondes, or handheld XRF instruments, etc). These examples should not be taken as limiting the broad meaning of sampling.</i>	<p>Drill samples are typically submitted as 4 metre composites which comprise representative sub samples (collected via the tube technique) from 1 m intervals. If an assay from a 4 metre composite is considered significant, then the 1 metre samples are submitted for separate assay.</p> <p>Drill holes are oriented perpendicular to the interpreted strike of the mineralised trend.</p> <p>Rock samples comprise multiple chips considered to be representative of the horizon or outcrop being sampled.</p> <p>Samples submitted for assay typically weigh 2-3kg.</p>
	<i>Include reference to measures taken to ensure sample representivity and the appropriate calibration of any measurement tools or systems used.</i>	<p>All drill samples are homogenised by riffle splitting prior to sampling. Weights (see above) for drill and rock samples are maintained to ensure results represent entire intervals.</p> <p>Duplicates, blanks and standards are routinely submitted to ensure results are repeatable and accurate with no noticeable nugget effects.</p>
	<i>Aspects of the determination of mineralisation that are Material to the Public Report.</i>	Mineralisation is initially estimated via the visual assessment and recording of relevant minerals and independently confirmed by ALS Global, an internationally certified assay laboratory.
	<i>In cases where 'industry standard' work has been done this would be relatively simple (eg 'reverse circulation drilling was used to obtain 1 m samples from which 3 kg was pulverised to produce a 30 g charge for fire assay'). In other cases more explanation may be required, such as where there is coarse gold that has inherent sampling problems. Unusual commodities or mineralisation types (eg submarine nodules) may warrant disclosure of detailed information.</i>	<p>For sub surface sampling, RC drilling techniques have been used to collect 1 metre samples which are typically composited to 4 metre samples (see above). A representative 2-3kg of the sample interval is pulverised to -75 microns from which 25g is then digested by aqua regia and assayed for gold by ICP-MS.</p> <p>For samples assayed for other elements, liquor from the aqua regia digest is assayed by either ICPAES or ICPMS for up to 52 elements.</p> <p>Rock and soil samples are assayed by the same techniques described above.</p>
<b>Drilling techniques</b>	<i>Drill type (eg core, reverse circulation, open-hole hammer, rotary air blast, auger, Bangka, sonic, etc) and details (eg core diameter, triple or standard tube, depth of diamond tails, face-sampling bit or other type, whether core is oriented and if so, by what method, etc).</i>	Reverse Circulation (RC)/4.5-5.5", face sampling hammer
<b>Drill sample recovery</b>	<i>Method of recording and assessing core and chip sample recoveries and results assessed.</i>	Sample recoveries are visually estimated and recorded for each metre. To date sample recoveries have averaged >95%.
	<i>Measures taken to maximise sample recovery and ensure representative nature of the samples.</i>	Drill collars are sealed to prevent sample loss and holes are normally drilled dry to prevent poor recoveries and contamination caused by water ingress. Wet intervals are noted in case of unusual results.
	<i>Whether a relationship exists between sample recovery and grade and whether sample bias may have occurred due to preferential loss/gain of fine/coarse material.</i>	None noted as yet.
<b>Logging</b>	<i>Whether core and chip samples have been geologically and geotechnically logged to a level of detail to support appropriate Mineral Resource estimation, mining studies and metallurgical</i>	<p>All drill holes are logged on 1 metre intervals and the following observations recorded:</p> <p>Recovery, quality (i.e. degree of contamination), wet/dry, hardness, colour, grainsize, texture,</p>



Criteria	JORC Code explanation	Commentary
	<i>studies.</i>	mineralogy, lithology, structure type and intensity, vein type and %, sulphide type and %, alteration assemblage and magnetic susceptibility.
	<i>Whether logging is qualitative or quantitative in nature. Core (or costean, channel, etc) photography.</i>	Logging is quantitative, based on visual field estimates
	<i>The total length and percentage of the relevant intersections logged.</i>	All holes are logged from start to finish.
<b>Sub-sampling techniques and sample preparation</b>	<i>If core, whether cut or sawn and whether quarter, half or all core taken.</i>	No core drilled
	<i>If non-core, whether riffled, tube sampled, rotary split, etc and whether sampled wet or dry.</i>	Non core samples are collected as 1 metre samples, riffle split and then composited by tube sampling the bags. Samples are typically dry.
	<i>For all sample types, the nature, quality and appropriateness of the sample preparation technique.</i>	Sample preparation follows industry best practice standards and is conducted by international company ALS Global; i.e.  Oven drying, jaw crushing and pulverising so that 85% passes -75microns. Prepped samples are shipped from ALS Mwanza (Tanzania) to ALS Brisbane or Johannesburg for assaying.
	<i>Quality control procedures adopted for all sub-sampling stages to maximise representivity of samples.</i>	All sample batches include duplicates (1:20), blanks (1:50) and certified standards (1:33)
	<i>Measures taken to ensure that the sampling is representative of the in situ material collected, including for instance results for field duplicate/second-half sampling.</i>	Measures taken include: <ul style="list-style-type: none"> <li>regular cleaning of cyclones, splitters and sampling equipment to prevent contamination;</li> <li>statistical comparison of duplicate samples; and</li> <li>statistical comparison of anomalous 4m composite assays versus average of follow up 1m assays.</li> </ul>
	<i>Whether sample sizes are appropriate to the grain size of the material being sampled.</i>	No drill assays received to date.
<b>Quality of assay data and laboratory tests</b>	<i>The nature, quality and appropriateness of the assaying and laboratory procedures used and whether the technique is considered partial or total.</i>	Assay and laboratory procedures have been selected following a review of techniques provided by internationally certified laboratories. In addition, the sample prep laboratory in Mwanza is regularly visited to ensure high standards are being maintained.  The techniques used for gold and base metals are total.
	<i>For geophysical tools, spectrometers, handheld XRF instruments, etc, the parameters used in determining the analysis including instrument make and model, reading times, calibrations factors applied and their derivation, etc.</i>	None used
	<i>Nature of quality control procedures adopted (eg standards, blanks, duplicates, external laboratory checks) and whether acceptable levels of accuracy (ie lack of bias) and precision have been established</i>	Multiple certified standards with varying element contents have been purchased. Different ones are selected randomly and submitted every 33 samples.  Barren granitic material from a road quarry is submitted every 50 samples.  Duplicates are collected every 20 samples and assayed.  Comparison of rock and soil results indicates good levels of accuracy and precision. No external laboratory checks have been used.
<b>Verification of sampling</b>	<i>The verification of significant intersections by either independent or alternative company personnel.</i>	None undertaken

Criteria	JORC Code explanation	Commentary
<b>and assaying</b>	<i>The use of twinned holes.</i>	None undertaken
	<i>Documentation of primary data, data entry procedures, data verification, data storage (physical and electronic) protocols.</i>	All field data is manually collected, entered into excel spreadsheets, validated and loaded into an Acquire database. (NB data cannot be loaded into Acquire unless it is validated first)  Hard copies are stored in the local office and electronic data is stored on the Perth server.  All electronic data is routinely backed up.
	<i>Discuss any adjustment to assay data.</i>	None required
<b>Location of data points</b>	<i>Accuracy and quality of surveys used to locate drill holes (collar and down-hole surveys), trenches, mine workings and other locations used in Mineral Resource estimation.</i>	All drill holes, trenches, workings and geochemical samples are initially located using a hand held GPS.  Drill holes that will be used in Mineral Resource estimation are accurately located using a DGPS.  All holes have been surveyed by either a down hole camera or gyroscope.
	<i>Specification of the grid system used</i>	The grid system used is ARC1960 Zone 36S; however, for reporting purposes, and to maintain confidentiality, local coordinates are sometimes used.
	<i>Quality and adequacy of topographic control.</i>	Nominal RLs based on regional topographic datasets are used initially; however, these are updated if DGPS coordinates are collected.
<b>Data spacing and distribution</b>	<i>Data spacing for reporting of Exploration Results.</i>	Varies due to early nature of exploration - coordinates are provided in separate appendices.
	<i>Whether the data spacing and distribution is sufficient to establish the degree of geological and grade continuity appropriate for the Mineral Resource and Ore Reserve estimation procedure(s) and classifications applied.</i>	Data spacing not yet appropriate for Mineral Resource or Ore Reserve Estimations
	<i>Whether sample compositing has been applied.</i>	Drill samples are initially collected as 4 metre intervals which have been composited from 1 metre intervals. 1 metre samples are submitted at a later date if the results from 4 metre samples are considered significant based on grade and setting
<b>Orientation of data in relation to geological structure</b>	<i>Whether the orientation of sampling achieves unbiased sampling of possible structures and the extent to which this is known, considering the deposit type.</i>	Drilling is oriented perpendicular to the interpreted strike of mineralisation and no bias is envisaged.
	<i>If the relationship between the drilling orientation and the orientation of key mineralised structures is considered to have introduced a sampling bias, this should be assessed and reported if material.</i>	No orientation based sampling bias has been recognised
<b>Sample security</b>	<i>The measures taken to ensure sample security.</i>	Company geologist supervises all sampling and subsequent storage in field. Same geologist delivers samples to ALS lab in Mwanza and receives an official receipt of delivery.  ALS Mwanza organises transport to ALS in Brisbane and Johannesburg.
<b>Audits or reviews</b>	<i>The results of any audits or reviews of sampling techniques and data.</i>	None completed.

## Section 2 Reporting of Exploration Results

Criteria	JORC Code explanation	Commentary
<b>Mineral tenement and land tenure</b>	<i>Type, reference name/number, location and ownership including agreements or material issues with third parties such as joint ventures, partnerships, overriding royalties, native title</i>	The Ibaga Project consists of 2 land packages (named as Ibaga and Ibaga North) comprising 24 Primary Mining Licenses (PML's) in Tanzania as follows:

Criteria	JORC Code explanation	Commentary
status	<i>interests, historical sites, wilderness or national park and environmental settings.</i>	<p>Ibaga PML002041CZ-002050CZ incl.      Ibaga North PML002247CZ-002260CZ incl.</p> <p>The rights of Liontown to acquire options over Ibaga and Ibaga North are independent of each other and come through the agreements it has with a Tanzanian incorporated entity.</p>
	<i>The security of the tenure held at the time of reporting along with any known impediments to obtaining a licence to operate in the area.</i>	All granted tenements are in good standing and there are no impediments to operating in the area.
<i>Exploration done by other parties</i>	<i>Acknowledgment and appraisal of exploration by other parties.</i>	There has been no prior drilling or other modern exploration
<i>Geology</i>	<i>Deposit type, geological setting and style of mineralisation.</i>	<p>The Ibaga Project area is located within an Archaean greenstone belt. The host sequence comprises quartz- feldspar- biotite schists, with the mineralisation hosted by at least two WNW/ESE trending, steeply SSW dipping, up to 4m thick, semi-massive to massive sulphide (chalcocite-chalcopyrite-sphalerite) horizons.</p> <p>Active mining pits indicate a main zone with a minimum strike length of 300m and a hanging wall zone of unknown length. Along strike of the pits, the prospective trend, which is interpreted to be approximately 1.8km long, is largely obscured by shallow soil cover.</p>
<i>Drill hole Information</i>	<p><i>A summary of all information material to the understanding of the exploration results including a tabulation of the following information for all Material drill holes:</i></p> <ul style="list-style-type: none"> <li><i>easting and northing of the drill hole collar</i></li> <li><i>elevation or RL (Reduced Level - elevation above sea level in metres) of the drill hole collar</i></li> <li><i>dip and azimuth of the hole</i></li> <li><i>down hole length and interception depth</i></li> <li><i>hole length.</i></li> </ul>	No results received for drilling yet.
<i>Data aggregation methods</i>	<i>In reporting Exploration Results, weighting averaging techniques, maximum and/or minimum grade truncations (eg cutting of high grades) and cut-off grades are usually Material and should be stated.</i>	See above
	<i>Where aggregate intercepts incorporate short lengths of high grade results and longer lengths of low grade results, the procedure used for such aggregation should be stated and some typical examples of such aggregations should be shown in detail.</i>	See above
	<i>The assumptions used for any reporting of metal equivalent values should be clearly stated.</i>	None reported
<i>Relationship between mineralisation widths and intercept lengths</i>	<p><i>These relationships are particularly important in the reporting of Exploration Results.</i></p> <p><i>If the geometry of the mineralisation with respect to the drill hole angle is known, its nature should be reported.</i></p> <p><i>If it is not known and only the down hole lengths are reported, there should be a clear statement to this effect (eg 'down hole length, true width not known').</i></p>	No results received for drilling yet
<i>Diagrams</i>	<i>Appropriate maps and sections (with scales) and tabulations of intercepts should be included for any significant discovery being reported These should</i>	See Figures in body of report

Criteria	JORC Code explanation	Commentary
	<i>include, but not be limited to a plan view of drill hole collar locations and appropriate sectional views.</i>	
<b>Balanced reporting</b>	<i>Where comprehensive reporting of all Exploration Results is not practicable, representative reporting of both low and high grades and/or widths should be practiced to avoid misleading reporting of Exploration Results.</i>	Comprehensive reporting has been undertaken with both mineralised and unmineralised rock chip results listed in attached appendix.
<b>Other substantive exploration data</b>	<i>Other exploration data, if meaningful and material, should be reported including (but not limited to): geological observations; geophysical survey results; geochemical survey results; bulk samples - size and method of treatment; metallurgical test results; bulk density, groundwater, geotechnical and rock characteristics; potential deleterious or contaminating substances.</i>	<p>A Fixed Loop Transient Electro Magnetic (FLTEM) survey has been completed using three fixed transmitter loops (700m x 400m) driven by a Zonge ZT30 Transmitter. Data were collected every 50m along lines 100m apart, using both coil and fluxgate sensors connected to a Smartem 24 receiver.</p> <p>Data have been processed by Southern Geoscience Consultants using standard procedures and software. No modelling was completed on Anomaly One due to the lack of data points across strike on the survey line.</p>
<b>Further work</b>	<i>The nature and scale of planned further work (eg tests for lateral extensions or depth extensions or large-scale step-out drilling).</i>	Dependent on results of ongoing drilling program
	<i>Diagrams clearly highlighting the areas of possible extensions, including the main geological interpretations and future drilling areas, provided this information is not commercially sensitive.</i>	See Figure 3 in report



### Appendix 3: Ibaga Project Option Agreement Terms

Terms	Ibaga Option	Ibaga North Option
Initial option sign on fees	US\$60,000	US\$100,000
Subsequent option fees: <ul style="list-style-type: none"> <li>• First anniversary</li> <li>• Second anniversary</li> <li>• Third anniversary</li> <li>• Fourth anniversary</li> </ul>	US\$30,000 US\$30,000 US\$30,000 US\$30,000	US\$100,000 Nil Nil Nil
Purchase price to exercise the option	US\$1,000,000	US\$250,000 less any options fees paid
Option Term	3 years	2 years
Royalty	\$2 per tonne of ore mined, milled and sold	0.5% net smelter royalty

#### Appendix 4: Tembo - 2013 Trench Statistics and significant results

TRENCHID	EAST	NORTH	LENGTH (m)	AZIMUTH	DIP	From (m)	To (m)	Interval (m)	Au (g/t)
JBRT001	4488	12131	60*	60	10	33	34	1	1.6
						<b>41</b>	<b>52</b>	<b>11</b>	<b>1.7</b>
						<b>incl. 6m @ 2.7g/t from 46m</b>			
JBRT002	4500	12166	49	150	0	0	8	8	1.1
						incl. 1m @ 4.1g/t from 2m			
						14	24	10	0.4
						32	40	8	1.1
JBRT003	4261	12346	200	200	-15	No significant assays			
JBRT004	4896	12401	150	155	-14	24	28	4	1.0
JBRT005	4015	12720	100	245	-5	64	74	10	0.4
JBRT006	5599	12559	133	155	-2.5	<b>58</b>	<b>70</b>	<b>12</b>	<b>1.3</b>
						<b>incl. 2m @ 4.1 from 68m</b>			

## APPENDIX 5

The following information is provided in accordance with ASX Listing Rule 5.3 for the quarter ended 30 June 2014:

### 1. Listing of tenements held:

Location	Project	Tenement No.	Registered Holder	Nature of interests
Tanzania	Jubilee Reef	PL4495/2007	Currie Rose Resources (T) Limited	100% direct - pending transfer
		PL6168/2009	Currie Rose Resources (T) Limited	100% direct - pending transfer
		PL8125/2012	Liontown Resources (Tanzania) Limited	100%
		PL8304/2012	Liontown Resources (Tanzania) Limited	100%
	Rupa Suguti	PL4497/2007	Bismark Hotel Company	0% - option to acquire 100%
		PL7865/2012	Twigg Gold	0% - option to acquire 100%
		PL8183/2012	WG Exploration	0% - option to acquire 100%
		PL8659/2012	WG Exploration	0% - option to acquire 100%
	Ibaga Project	<b>Ibaga</b> PML002041CZ PML002042CZ PML002043CZ PML002044CZ PML002045CZ PML002046CZ PML002047CZ PML002048CZ PML002049CZ PML002050CZ <b>Ibaga North</b> PML002247CZ PML002248CZ PML002249CZ PML002250CZ PML002251CZ PML002252CZ PML002253CZ PML002254CZ PML002255CZ PML002256CZ PML002257CZ PML002258CZ PML002259CZ PML002260CZ	Ibaga tenements - Robert Mboma and Nurdin Ramadhani  Ibaga North tenements - Nassoro F Nassoro	The interests in Ibaga and Ibaga North are independent of each other and come through an agreement it has with a Tanzanian incorporated entity.
Australia	Mt Windsor	EPM14161	Liontown Resources Limited	100% direct (subject to agreement with Kagara Ltd)
		EPM16920	Liontown Resources Limited	100% direct
		EPM16227	Liontown Resources Limited	100% direct

### 2. Listing of tenements acquired (directly or beneficially) during the quarter:

Ibaga	Ibaga North
PML002041CZ	PML002247CZ
PML002042CZ	PML002248CZ
PML002043CZ	PML002249CZ
PML002044CZ	PML002250CZ
PML002045CZ	PML002251CZ
PML002046CZ	PML002252CZ

Ibaga	Ibaga North
PML002047CZ	PML002253CZ
PML002048CZ	PML002254CZ
PML002049CZ	PML002255CZ
PML002050CZ	PML002256CZ
	PML002257CZ
	PML002258CZ
	PML002259CZ
	PML002260CZ

The future rights of Liontown to acquire each of Ibaga and Ibaga North are independent of each other and come through an agreement it has with a Tanzanian incorporated entity.

There were no tenements acquired directly during the quarter.

**3. Tenements relinquished, reduced or lapsed (directly or beneficially) during the quarter:**

There were no tenements relinquished, reduced or lapsed during the quarter.