

# Appendix 5B

## Mining exploration entity quarterly report

Introduced 1/7/96. Origin: Appendix 8. Amended 1/7/97, 1/7/98

Name of entity

ADELAIDE RESOURCES LIMITED

ACN or ARBN

ACN 061 503 375

Quarter ended ("current quarter")

30 JUNE 2013

### Consolidated statement of cash flows

|                                                   |                                                            | Current quarter<br>\$A'000 | Year to Date (12 months)<br>\$A'000 |
|---------------------------------------------------|------------------------------------------------------------|----------------------------|-------------------------------------|
| <b>Cash flows related to operating activities</b> |                                                            |                            |                                     |
| 1.1                                               | Receipts from product sales and related debtors            | 0                          | 0                                   |
| 1.2                                               | Payments for (a) exploration and evaluation                | (461)                      | (2,009)                             |
|                                                   | (b) development                                            | 0                          | 0                                   |
|                                                   | (c) production                                             | 0                          | 0                                   |
|                                                   | (d) administration                                         | (221)                      | (964)                               |
| 1.3                                               | Dividends received                                         | 0                          | 0                                   |
| 1.4                                               | Interest and other items of a similar nature received      | 21                         | 132                                 |
| 1.5                                               | Interest and other costs of finance paid                   | 0                          | 0                                   |
| 1.6                                               | Income taxes paid                                          | 0                          | 0                                   |
| 1.7                                               | Other (Including project management fees)                  | 0                          | 0                                   |
| <b>Net Operating Cash Flows</b>                   |                                                            | <b>(661)</b>               | <b>(2,841)</b>                      |
| <b>Cash flows related to investing activities</b> |                                                            |                            |                                     |
| 1.8                                               | Payment for purchases of: (a) prospects                    | 0                          | 0                                   |
|                                                   | (b) equity investments                                     | 0                          | 0                                   |
|                                                   | (c) other fixed assets                                     | (8)                        | (115)                               |
| 1.9                                               | Proceeds from sale of: (a) prospects                       | 0                          | 0                                   |
|                                                   | (b) equity investments                                     | 0                          | 0                                   |
|                                                   | (c) other fixed assets                                     | 0                          | 0                                   |
| 1.10                                              | Loans to other entities                                    | 0                          | 0                                   |
| 1.11                                              | Loans repaid by other entities                             | 0                          | 0                                   |
| 1.12                                              | Other (provide details if material)                        | 0                          | 0                                   |
| <b>Net investing cash flows</b>                   |                                                            | <b>(8)</b>                 | <b>(115)</b>                        |
| 1.13                                              | Total operating and investing cash flows (carried forward) | <b>(669)</b>               | <b>(2,956)</b>                      |

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|      |                                                            |              |              |
|------|------------------------------------------------------------|--------------|--------------|
| 1.13 | Total operating and investing cash flows (brought forward) | (669)        | (2,956)      |
|      | <b>Cash flows related to financing activities</b>          |              |              |
| 1.14 | Proceeds from issues of shares, options, etc.              | 1,201        | 3,144        |
| 1.15 | Proceeds from sale of forfeited shares                     | 0            | 0            |
| 1.16 | Proceeds from borrowings                                   | 0            | 0            |
| 1.17 | Repayment of borrowings                                    | 0            | 0            |
| 1.18 | Dividends paid                                             | 0            | 0            |
| 1.19 | Other – capital raising expenses                           | (94)         | (239)        |
|      | <b>Net financing cash flows</b>                            | <b>1,107</b> | <b>2,905</b> |
|      | <b>Net increase (decrease) in cash held</b>                | <b>438</b>   | <b>(51)</b>  |
| 1.20 | Cash at beginning of quarter/year to date                  | 2,426        | 2,915        |
| 1.21 | Exchange rate adjustments to item 1.20                     |              |              |
| 1.22 | <b>Cash at end of quarter</b>                              | <b>2,864</b> | <b>2,864</b> |

**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<br>\$A'000 |
| 1.23 | Aggregate amount of payments to the parties included in item 1.2 | 112                        |
| 1.24 | Aggregate amount of loans to the parties included in item 1.10   | 0                          |

1.25 Explanation necessary for an understanding of the transactions

Amount of \$112,346 at 1.23 comprises salaries, director fees and consulting fees paid to directors or related corporations of 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

None

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

Expenditure during the quarter by joint venture parties on tenements in which the Company has an interest, including expenditure by co-venturers on projects not managed by Adelaide Resources Limited, amounted to \$5,000.

**Financing facilities available**

+ See chapter 19 for defined terms.

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Add notes as necessary for an understanding of the position.

|                                 | Amount available<br>\$A'000 | Amount used<br>\$A'000 |
|---------------------------------|-----------------------------|------------------------|
| 3.1 Loan facilities             | Nil                         | Nil                    |
| 3.2 Credit standby arrangements | Nil                         | Nil                    |

**Estimated cash outflows for next quarter**

|                                | \$A'000    |
|--------------------------------|------------|
| 4.1 Exploration and evaluation | 560        |
| 4.2 Development                | 0          |
| 4.3 Production                 | 0          |
| 4.2 Administration             | 270        |
| <b>Total</b>                   | <b>830</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<br>\$A'000 | Previous quarter<br>\$A'000 |
|--------------------------------------------------|----------------------------|-----------------------------|
| 5.1 Cash on hand and at bank                     | 1,764                      | 826                         |
| 5.2 Deposits at call                             | 1,100                      | 1,600                       |
| 5.3 Bank overdraft                               | 0                          | 0                           |
| 5.4 Other (provide details)                      | 0                          | 0                           |
| <b>Total: cash at end of quarter (item 1.22)</b> | <b>2,864</b>               | <b>2,426</b>                |

**Changes in interests in mining tenements**

|                                                                         | Tenement<br>reference         | Nature of interest<br>(note (2))                               | Interest at<br>beginning<br>of quarter | Interest<br>at end of<br>quarter |
|-------------------------------------------------------------------------|-------------------------------|----------------------------------------------------------------|----------------------------------------|----------------------------------|
| 6.1 Interests in mining<br>tenements relinquished,<br>reduced or lapsed | EL 4555<br>EL 4351<br>EL 4376 | Registered Owner<br>Beneficial Interest<br>Beneficial Interest | 40%<br>40%<br>40%                      | 37.76%<br>37.76%<br>37.76%       |
| 6.2 Interests in mining<br>tenements acquired or<br>increased           |                               | Nil                                                            |                                        |                                  |

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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.*

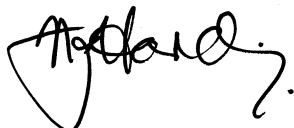
|      |                                                                                                                              | Total number                                 | Number quoted               | Issue price per security (see note 3) (cents) | Amount paid up per security (see note 3) (cents) |
|------|------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|-----------------------------|-----------------------------------------------|--------------------------------------------------|
| 7.1  | <b>Preference <sup>+</sup>securities</b><br><i>(description)</i>                                                             | Nil                                          |                             |                                               |                                                  |
| 7.2  | Changes during quarter<br>(a) Increases through issues<br>(b) Decreases through returns of capital, buy-backs, redemptions   | Nil                                          |                             |                                               |                                                  |
| 7.3  | <b><sup>+</sup>Ordinary securities</b>                                                                                       | 205,155,610 ordinary shares                  | 205,155,610 ordinary shares |                                               | Fully Paid                                       |
|      |                                                                                                                              | 2,935,834 performance rights                 | -                           |                                               | -                                                |
| 7.4  | Changes during quarter<br>(a) Increases through issues<br><br>(b) Decreases through securities matured, converted, cancelled | 16,462,448<br><br>225,000 performance rights | 16,462,448                  | 7.3c                                          | Fully Paid                                       |
| 7.5  | <b><sup>+</sup>Convertible debt securities</b> <i>(description)</i>                                                          | Nil                                          |                             |                                               |                                                  |
| 7.6  | Changes during quarter<br>(a) Increases through issues<br>(b) Decreases through securities matured, converted                |                                              |                             |                                               |                                                  |
| 7.7  | <b>Options</b><br><i>(description and conversion factor)</i>                                                                 | Nil                                          |                             |                                               |                                                  |
| 7.8  | Issued during quarter                                                                                                        | Nil                                          |                             |                                               |                                                  |
| 7.9  | Exercised during quarter                                                                                                     | Nil                                          |                             |                                               |                                                  |
| 7.10 | Expired during quarter<br>Cancelled during quarter                                                                           | Nil<br>Nil                                   |                             |                                               |                                                  |
| 7.11 | <b>Debentures</b><br><i>(totals only)</i>                                                                                    | Nil                                          |                             |                                               |                                                  |
| 7.12 | <b>Unsecured notes</b> <i>(totals only)</i>                                                                                  | Nil                                          |                             |                                               |                                                  |

**Compliance statement**

+ See chapter 19 for defined terms.

- 1 This statement has been prepared under accounting policies which comply with accounting standards as defined in the Corporations Law [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:



Print name: Nick Harding

Date: 29 July 2013

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 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.

# SCHEDULE OF TENEMENTS AS AT 30 JUNE 2013

| <i>Project</i>                        | <i>Tenement</i> | <i>Tenement Name</i> | <i>Area<br/>km<sup>2</sup></i> | <i>Registered Holder or<br/>Applicant</i>                  | <i>Nature of Company's Interest %</i>                                    |
|---------------------------------------|-----------------|----------------------|--------------------------------|------------------------------------------------------------|--------------------------------------------------------------------------|
| <b>South Australia</b>                |                 |                      |                                |                                                            |                                                                          |
| <i>Eyre Peninsula<br/>Project</i>     | EL 5257         | Pildappa             | 139                            | Peninsula Resources Ltd <sup>1</sup>                       | 100%                                                                     |
|                                       | EL 4214         | Pinkawillinie        | 186                            | Peninsula Resources Ltd                                    | 100%                                                                     |
|                                       | EL 4263         | Thurlga              | 332                            | Peninsula Resources Ltd                                    | 100%                                                                     |
|                                       | EL 4690         | Yaninee              | 709                            | Peninsula Resources Ltd                                    | 100%                                                                     |
|                                       | EL 4792         | Mount Ive            | 394                            | Peninsula Resources Ltd                                    | 100%                                                                     |
|                                       | EL 5120         | Corrobinnie          | 2037                           | Peninsula Resources Ltd                                    | 100%                                                                     |
|                                       | EL 4459         | Wudinna Hill         | 42                             | Peninsula Resources Ltd                                    | 100%                                                                     |
|                                       | EL 5092         | Minnipa              | 184                            | Peninsula Resources Ltd                                    | 100%                                                                     |
|                                       | EL 4968         | Waddikee Rocks       | 466                            | Peninsula Resources Ltd                                    | 100%                                                                     |
|                                       | EL 5064         | Verran               | 174                            | Peninsula Resources Ltd and<br>Olliver Geological Services | 90% - option to acquire 100% from<br>Olliver Geological Services Pty Ltd |
|                                       | EL 4186         | Acraman              | 96                             | Peninsula Resources Ltd                                    | 100%                                                                     |
|                                       | EL 4781         | Kimba                | 147                            | Peninsula Resources Ltd and<br>Olliver Geological Services | 90% - option to acquire 100% from<br>Olliver Geological Services Pty Ltd |
| <i>Yalanda Hill Joint<br/>Venture</i> | EL 4665         | Yalanda Hill         | 230                            | Peninsula Resources Ltd                                    | 37.76% - Investigator Resources<br>Limited 62.24%                        |
|                                       | EL 4351         | Yalanda East         | 144                            | Investigator Resources<br>Limited                          | 37.76% - Investigator Resources<br>Limited 62.24%                        |
|                                       | EL 4376         | Carpie Puntha Hill   | 132                            | Investigator Resources<br>Limited                          | 37.76% - Investigator Resources<br>Limited 62.24%                        |
| <i>Moonta Copper<br/>Gold Project</i> | EL 4961         | Moonta-Wallaroo      | 713                            | Peninsula Resources Ltd                                    | 100%                                                                     |
|                                       | EL 4961         | Moonta Porphyry      | 106                            | Peninsula Resources Ltd                                    | 90% - option to acquire 100% from<br>Breakaway Resources Limited         |
| <i>Anabama Copper<br/>Project</i>     | EL 4969         | Olary                | 133                            | Peninsula Resources Ltd                                    | 100%                                                                     |
| <b>Northern Territory</b>             |                 |                      |                                |                                                            |                                                                          |
| <i>Rover Project</i>                  | EL 27292        | Rover North          | 39                             | Adelaide Exploration Pty Ltd <sup>2</sup>                  | 100% (Franco-Nevada retain 70%<br>buyback right)                         |
|                                       | SEL 27372       | Rover SEL            | 248                            | Adelaide Exploration Pty Ltd                               | 100% (Franco-Nevada retain 70%<br>buyback right)                         |
| <b>Queensland</b>                     |                 |                      |                                |                                                            |                                                                          |
| <i>Drummond Gold<br/>Project</i>      | EPM 18090       | Glenroy              | 196                            | Adelaide Exploration Pty Ltd                               | 100%                                                                     |

<sup>1</sup> Peninsula Resources Limited (incorporated 18 May 2007) is a wholly-owned subsidiary of Adelaide Resources Limited

<sup>2</sup> Adelaide Exploration Pty Ltd (incorporated 13 July 2001) is a wholly-owned subsidiary of Adelaide Resources Limited