CORE
EXPLORATION LTD

31 January 2014

Centralised Company Announcements Platform
Australian Stock Exchange
10th floor, 20 Bond Street
Sydney NSW 2000

QUARTERLY ACTIVITIES AND CASHFLOW REPORT 31 DECEMBER 2013

Please find attached the Quarterly Activities and Appendix 5B Quarterly Cash Flow Reports for the quarter ended 31 December 2013.

Yours faithfully

Stephen Biggins
Managing Director

A Level 2, 143 Hutt Street, Adelaide SA 5000 | T (08) 7324 2987| F (08) 8312 2002| E info@coreexploration.com.au
www.coreexploration.com.au

ASX Release

31 January 2014

CORE EXPLORATION LTD
Level 2
143 Hutt Street
Adelaide SA 5000
(08) 7324 2987

CONTACT:

Stephen Biggins
Managing Director

Jarek Kopias
Company Secretary

E-MAIL:
info@coreexploration.com.au

WEBSITE:
www.coreexploration.com.au

Directors:

Greg English
Non-Executive Chairman

Stephen Biggins
Managing Director

Michael Schwarz
Executive Director Exploration

Issued Capital:
81,800,740 Ordinary Shares
32,720,296 Listed Options
8,675,000 Unlisted Options
9,000,000 Unlisted Performance Rights

ASX Codes: CXO, CXOO

QUARTERLY ACTIVITIES REPORT FOR THREE MONTHS ENDED 31 DECEMBER 2013

Highlights

Induced Polarisation (IP) geophysical surveys have identified highly prospective drill targets at both the Blueys and Inkheart Prospects within the Company's larger Albarta Project in the Northern Territory. Targets now ready for RC Drilling planned for early 2014

Overview

The Board of Core Exploration Ltd ("Core") is pleased to present its quarterly activities report for the period ended 31 December 2013.

During the reporting period IP drill targets were identified below very high levels of silver at surface at Blueys and Inkheart Prospects on Core's Albarta Project in the Northern Territory. Highlights include:

- 1,533g/t (1.5 kilogram per tonne) silver discovered 500m west of previous high grade samples at Blueys
- Results significantly increase the scale of high-grade mineralisation
- IP drill targets identified below very high levels of silver at surface at Blueys and Inkheart Prospects

In South Australia, multiple high-priority IOCG drill targets have been identified from new and historic geophysical surveys on Core's Roxby project.

Project Activity

Albarta Project, Northern Territory

(Includes CXO 100% ELs, CXO 51% JV interest ELs and CXO earning 51% JV interest ELs)

Core holds a strong strategic tenure position covering 2,000km^2 in the newly recognised, highly prospective IOCG Aileron Province 100km NE of Alice Springs in the NT (Figure 1).

Core's tenements cover a number of significant copper (+/- silver) mineral occurrences. The Company believes that the existing evidence of mineralisation and IOCG prospectivity confirmed by Geoscience Australia verifies the strategy that Core has pursued to take an early position in the Northern Territory which is gaining recognition as Australia's new copper and IOCG exploration hot-spot.

Core's first exploration work on the Albarta Project is delivering exceptional results that are building a list of high- quality drill targets.

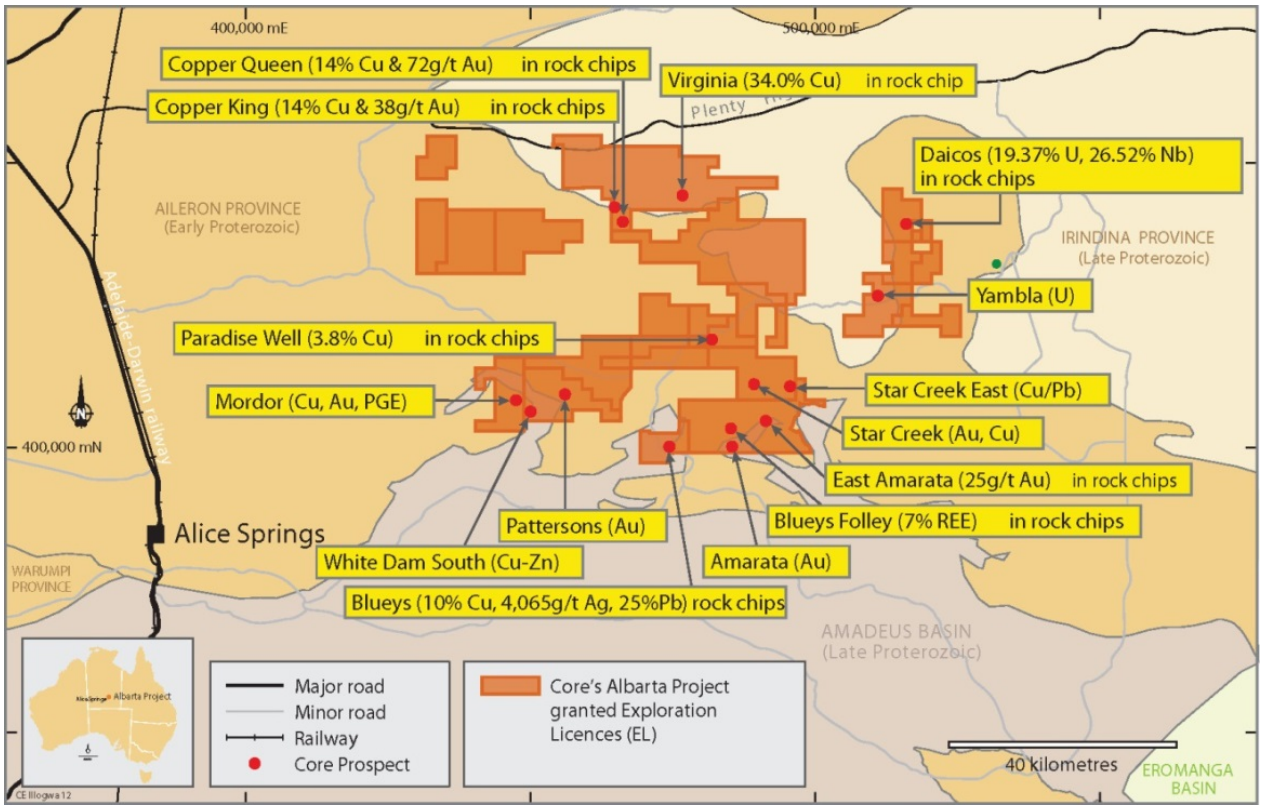


Figure 1: Core's Albarta Project prospects and tenements overlain on regional geology, NT

Blueys and Inkheart Prospects, EL 28136

(CXO 51% JV interest)

Soils and Geochemistry

Core's soil surveys and data received during the reporting period confirmed silver anomalism in soils associated with copper and lead within the Bitter Springs Formation at both the Blueys and new Inkheart Prospects.

Core has collected 930 soil samples at and around the Blueys and Inkheart Prospects at 200 × 200m and 50 × 50m spacing (Figures 2-4). The program was planned to test the Blueys prospect to ascertain the level of anomalism in soils in the area of known mineralised samples, as well as to more coarsely sample the surrounding area to identify further targets.

The positive relationship of high silver, copper and lead at these prospects is supported by mineralised rock chip samples taken by Core at Blueys. Surface rock chip samples from Blueys graded up to 4,065 g/t silver (Ag), 5.5% copper (Cu) and 25% lead (Pb) (refer ASX announcement 10/09/2013).

The silver in soil anomaly at the Inkheart Prospect extends over 2,000m with a peak of 19,552ppb Ag. Scope exists to extend the length of the soil anomaly to both the north-east and south-west and thicken the width of the anomaly to the north-west. (Figures 2-4).

The recent infill soil sampling at Blueys has defined the dimensions of approximately 700m x 400m with a peak of ~ 25,000ppb. Blueys includes a sizeable footprint (500m x 250m) greater than 100ppb Ag.

These very high values are spectacular when considering that 100ppb is commonly regarded as anomalous silver in soils.

The level of silver, copper and lead soil anomalism within soils at Inkheart (Figures 2-4) is directly comparable to Blueys, which increases the probability of similar style mineralisation (as found at Blueys) but on a potentially larger scale being discovered by Core's first drilling program being planned at Inkheart and Blueys.

Core believes the reactive carbonate characteristics of the Bitter Springs Formation to be an ideal host unit for mineralisation. At the Blueys Prospect the silver soil anomalies match the location of Bitter Springs Formation wrapping around basement granites and amphibolites.

As can be seen in Figures 4 and 5 there is a good correlation between silver and lead in soils and silver and copper in soils. The silver and lead correlation is supported by a number of rock chip samples taken by Core to test for the relationship between galena and silver. It appears that the galena is argentiferous or silver bearing, so that high values of lead in rock chips generally result in high silver values. This correlation also is borne out in the soil results.

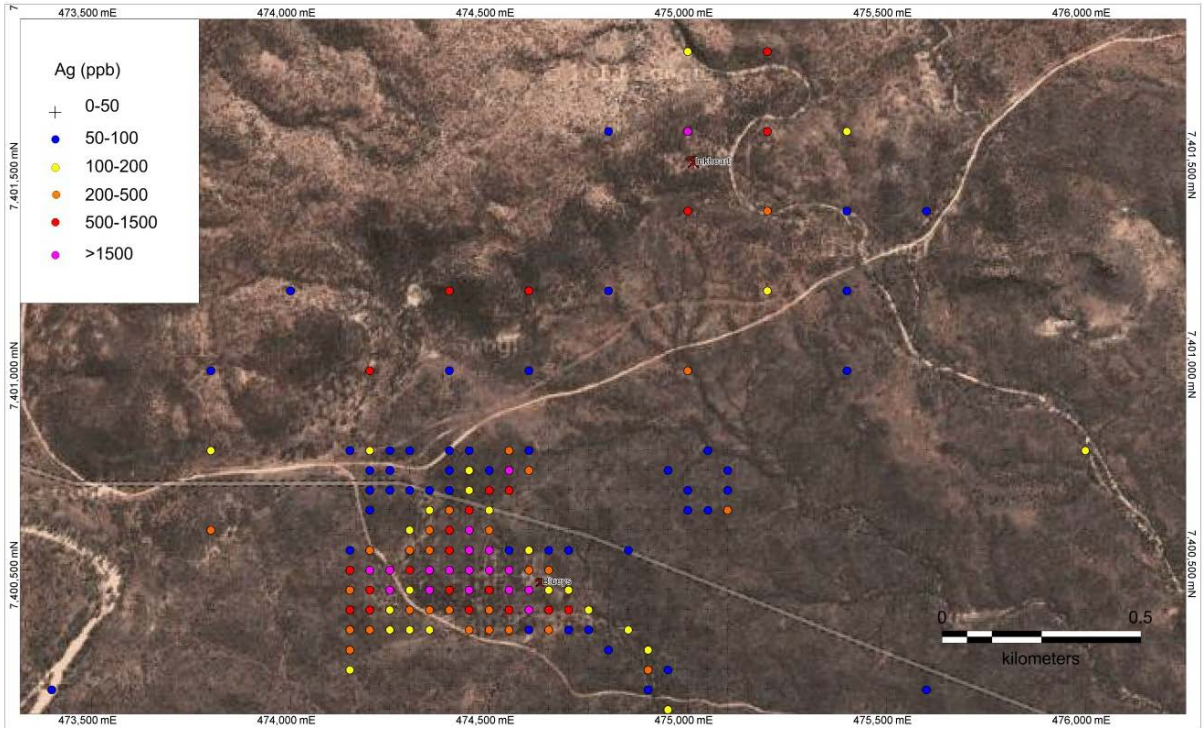


Figure 2. Original soil sampling with 200m spaced samples at Inkheart and 50m infill at Blueys.

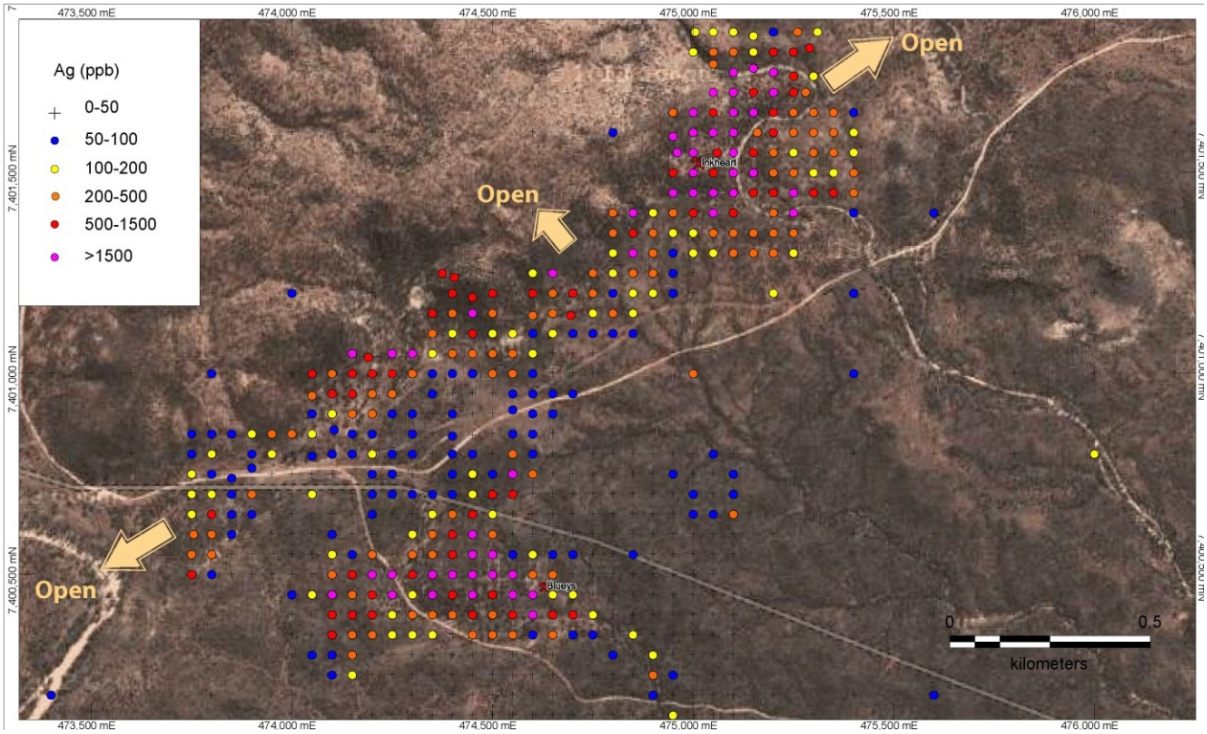


Figure 3. Most recent partial soil sampling with 50m spaced infill samples at Inkheart and 50m infill at Blueys.

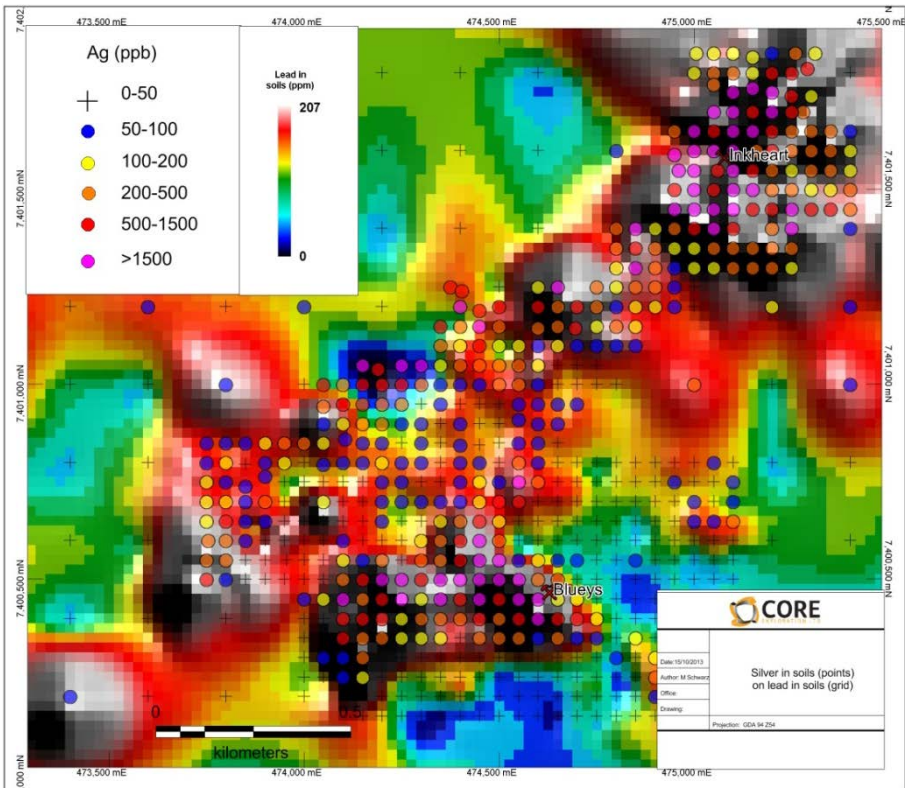


Figure 4. Silver in soils (points) over lead in soils (gridded), Blueys and Inkheart, NT.

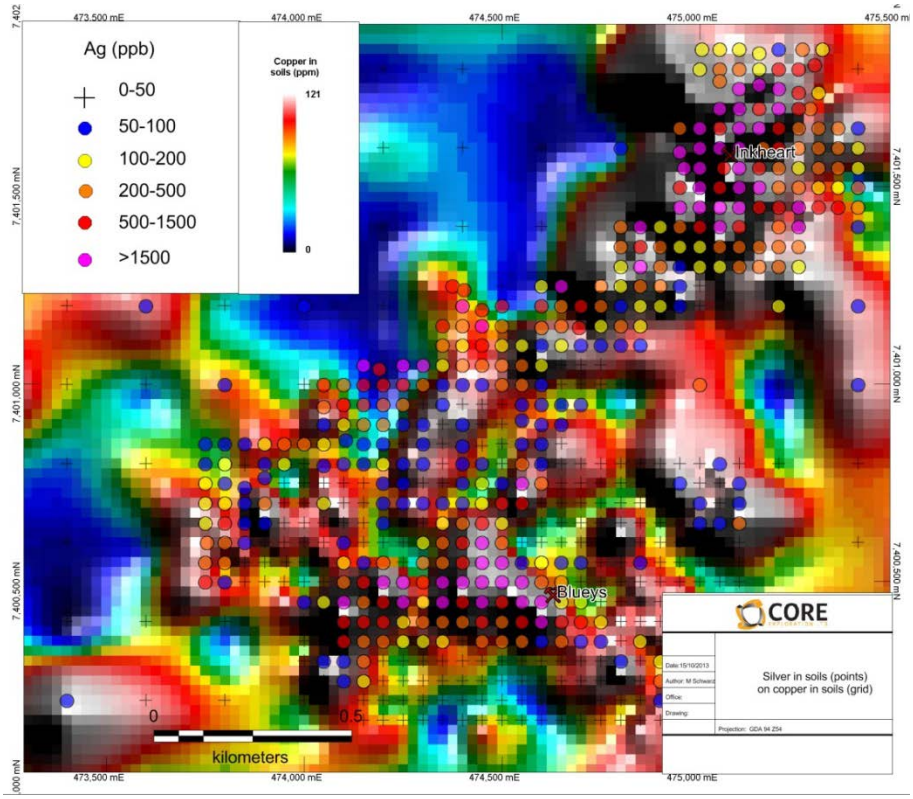


Figure 5. Silver in soils (points) over copper in soils (gridded), Blueys and Inkheart, NT.

Latest Mapping Observations

Recent geological mapping and rock chip sampling at Blueys has identified a broad zone of pervasive stock-work veining associated with malachite and azurite (copper) and galena (lead/silver) minerals within the reactive carbonate rocks (Neoproterozoic Bitter Springs Formation), common at the Blueys Prospect and Inkheart Prospect

Seventeen rock chip samples were collected from the Blueys and Inkheart prospects during the reporting period. At Blueys the (XRF) Innov-x was again used as a guide as to which units to sample looking from the sources of mineralisation indicated by the soil anomalism.

The hydrothermal siliceous units west of the old Blueys workings (western-zone) also appear to be anomalous in silver. Two significant outcrops of the hydrothermal siliceous alteration/cap have been located at Blueys the first is about 250m west of Core's original sampling, whilst the other patches are 500m away to the west of the road (Figure 6).

Many of the quartzite and calc-silicate units appear to not be mineralised at Inkheart with the most elevated metals being found within quartz and hematite veins within the quartzite or in iron and manganese gossans within the Bitter Springs Formation.

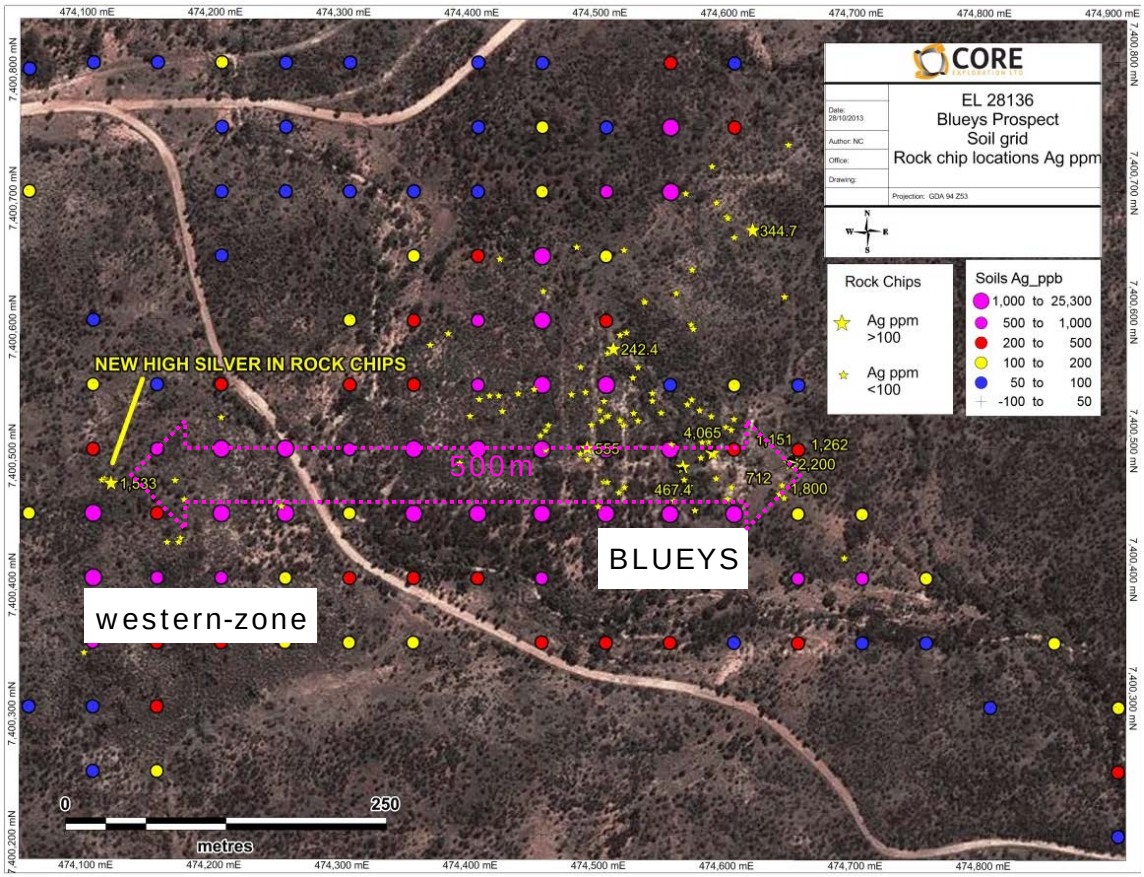


Figure 6. High silver in rock-chip and soil samples, Blueys Prospects, NT.

Geophysics Program

Induced Polarisation (IP) geophysical surveys during the reporting period have identified highly prospective drill targets at both the Blueys and Inkheart Prospects within the Company's larger Albarta Project in the Northern Territory.

Core believes that these new IP targets in combination with high silver in soil and high-grade rock chip results are a very strong indicator of significant mineralisation at depth (Figures 2-6). In anticipation of these positive results, Core has already commenced processes to enable drilling at Blueys and Inkheart as early as possible in 2014.

The bulk of the chargeable IP targets appear to be between 75-150m depth and are underlying silver (± copper ± lead) soil anomalism and mineralised rocks at surface (Figures 2-6). Drilling has never been conducted to these depths at Blueys so these targets are untested.

Induced Polarisation (IP) is a geophysical technique that involves transmitting electrical current into the ground. From measurements of the induced potential field the chargeability and resistivity of the subsurface rocks can be calculated. In comparison to Electro-Magnetics (EM), IP measures a different physical property of the rock.

In this instance, Core is utilising IP to measure the potential level of sulphides in the rock.

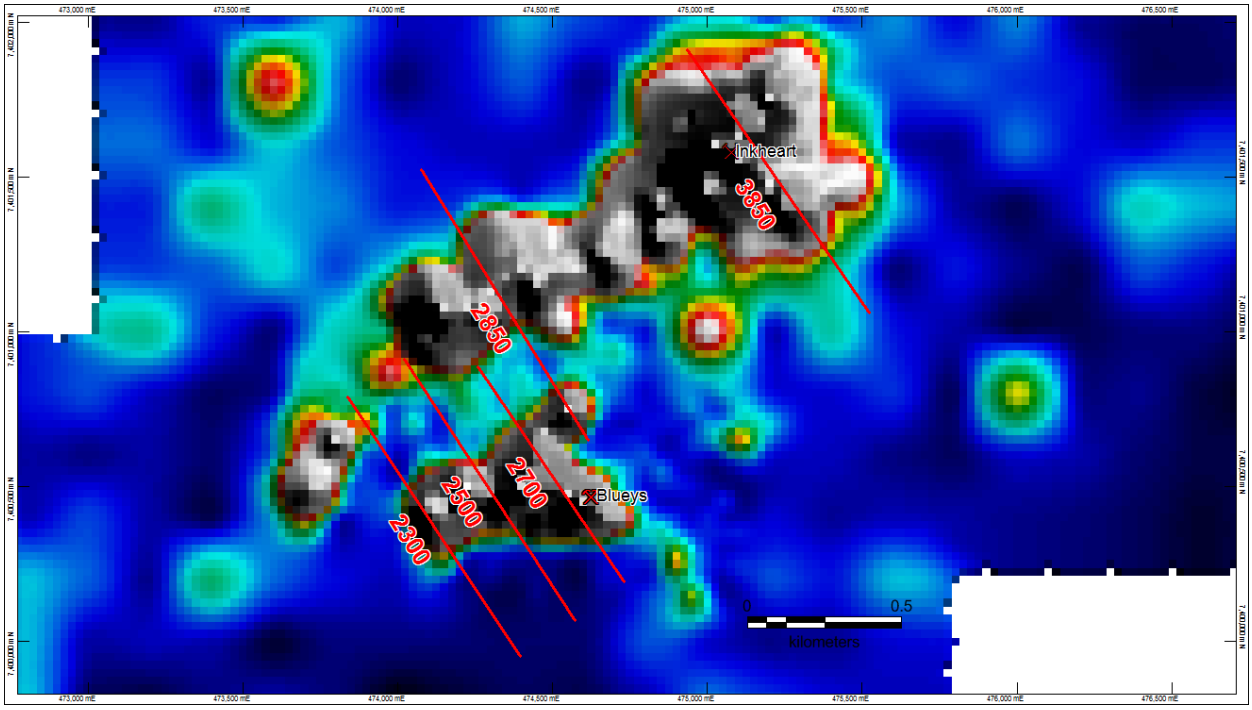


Figure 7. Location of IP Lines at the Blueys and Inkheart Prospects on silver in soils.

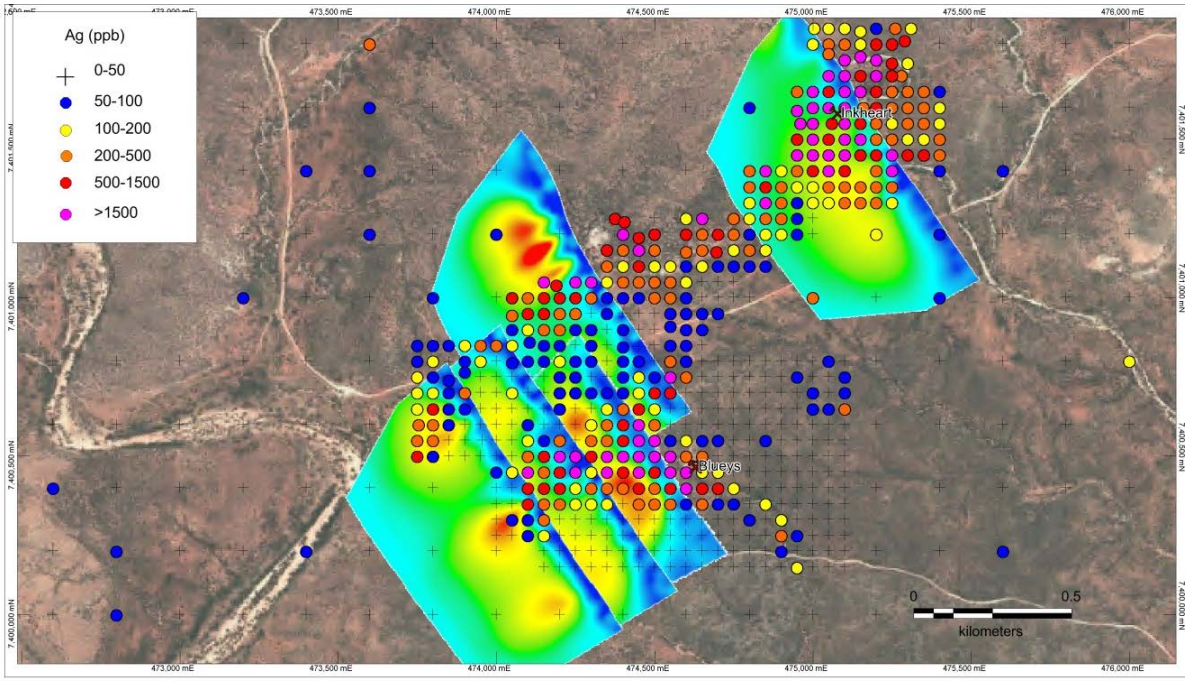


Figure 8. Preliminary Chargeability sections at the Blueys Prospect.

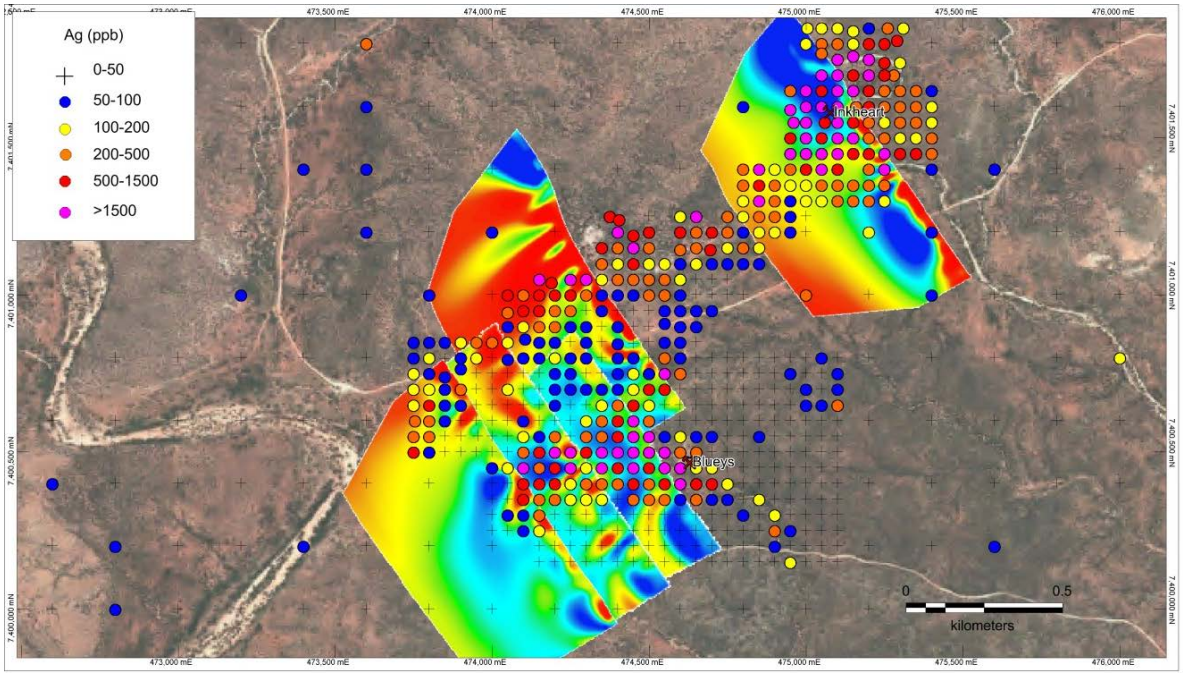


Figure 9. Preliminary Resistivity sections at the Blueys Prospect.

Albarta Project, NT : Regional Exploration

Paradise Well Prospect, EL 27369
(CXO 51% JV interest)

The Paradise Well prospects have been further investigated in conjunction with more regional exploration on EL 27369 resulting in the identification of two further copper prospect areas, making four separate prospects within the "Greater" Paradise Well area.

These four prospects are within a 3km by 3km section of the "Greater" Paradise Well area. Regional magnetics suggest similar signatures in the regional geology for another 5km to the south-southeast (into EL 28546 CXO JV tenement) which we believe is just as prospective for copper mineralisation as the currently worked portion of "Greater" Paradise Well.

Samples were collected from the four separately identified prospects (Paradise Well, Paradise Well South, New Paradise Well and Hale River).

Whilst undertaking the mapping and rock-chip sampling the company also undertook a soil sampling program over portions of the "Greater" Paradise Well area that incorporates the four identified prospects, collecting over 400 samples at 200 × 200m, 100 × 100m and 50 × 50m spacing.

Copper Royals (Copper Queen & Copper King), EL 29689
(CXO 100%)

Core's analysis of mapping, prospecting and soil sampling by previous explorers has confirmed a number of historical copper prospects worthy of further work on its wholly owned exploration licence, EL 29689 covering 310km$^{2.}$.

A number of key copper prospects, the **Copper Royals,** are located within the area of the tenement with the most significant being Copper King, Copper Queen, Skippy Tail and MR2 (Table 2 & Figure 6).

The mineralisation at Copper Queen occurs at the contact between dolomite (up dip) and a garnet + epidote banded rock and a biotite schist (down dip and appears to be stratabound.

The best mineralised unit is a semi discontinuous very coarse grained garnet + amphibolie +- pyroxene + carbonate + feldspar unit with malachite mineralisation. The mineralised horizon varies and is moderately continuous. The thickest mineralisation corresponds with a stratigraphic thickening of the dolomite unit up dip. There appears to be remobilisation into surrounding units at surface i.e. into the biotite schist and into intrusive pegmatites and rarely the dolomite.

At the Copper King and Skippy Tail Prospects two styles of mineralisation were observed.

1) Malachite +- azurite associated with felsic/ quartz melts within amphibolite often coarse grained textures, i.e occurred during partial melting, patchy mineralisation (i.e. Copper King)

2) Remobilisation of copper along more fine grained psammitic layer within calc-silicates (stratabound), amphibolites are sub parallel locally (i.e. at Skippy Tail)

Virginia Prospect, EL 29689
(CXO 100%)

At the Virginia Prospect mineralisation appears to be stratabound. Malachite +/- minor azurite mineralisation occurs within a quartz + feldspar + garnet gneiss, concentrated at the lower contact with an amphibolite unit interpreted as the Riddoch Amphibolite.

Mineralisation is most prevalent in a very coarse grained garnet + amphibolite/pyroxene + carbonate unit hosted within a felsic gneiss unit which occurs in semi continuous thin ~10cm -1-2m thick layers and pods.

Mineralisation also occurs in the basal amphibolite but to a lesser degree. There appears to be a repetition of mineralisation up sequence or in an isoclinally folded limb repetition further uphill from the first obvious mineralisation layer. There is significant potential to find thicker occurrences down dip of the surface mineralisation.

Roxby Project, South Australia, EL 4816; EL 4906

(CXO 100%)

Geophysical modelling and review of new and previous surveys during the reporting period has identified high priority drill targets which the Company considers are yet to be adequately defined and drill tested near Olympic Dam in South Australia.

Tenements in this highly sought after geological domain are receiving increased attention following the recent release of the Woomera $2m gravity survey conducted by DMITRE and Geoscience Australia and also positive announcements by BHP Billiton of it's Wirrda Well IOCG project and OZ Minerals' Khamsin IOCG discovery in the surrounding area (Figure 10).

Core's neighbouring Roxby project covers a large prospective area only 10km from Wirrda Well and near BHP Billiton's Olympic Dam mine in northern South Australia. The Roxby South tenements are located approximately 40 kilometres south of the Olympic Dam mine (Figure 10).

Core's 100%-owned Roxby project is one of the few independent projects covering the highly prospective geology between BHPB's Olympic Dam mine and its Wirrda Well project and Oz Minerals' Carrapateena project (Figure 10).

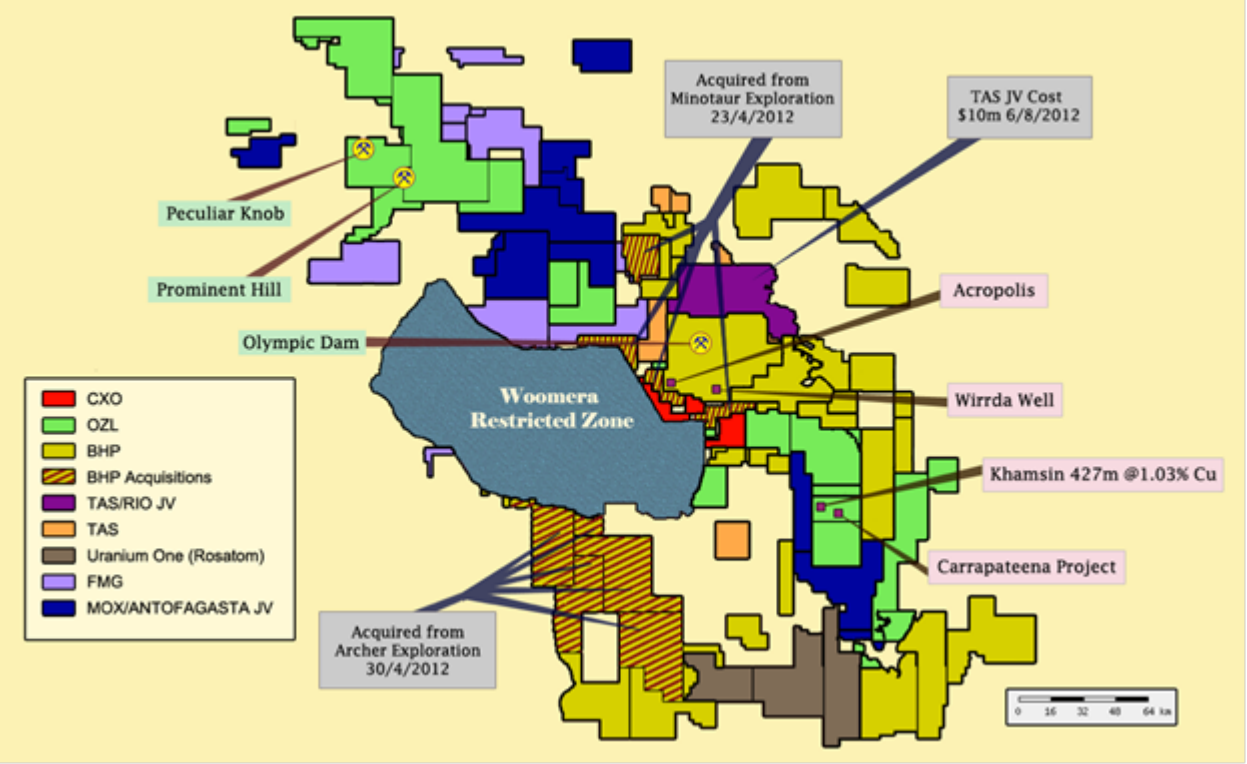


Figure 10. Core's Roxby project, world-class IOCG projects and mines, selected tenement transactions and tenement holders, Gawler Craton, South Australia.

Core is also in discussions with a number of parties who have expressed interest in this highly prospective and sought-after Tier 1 IOCG terrain.

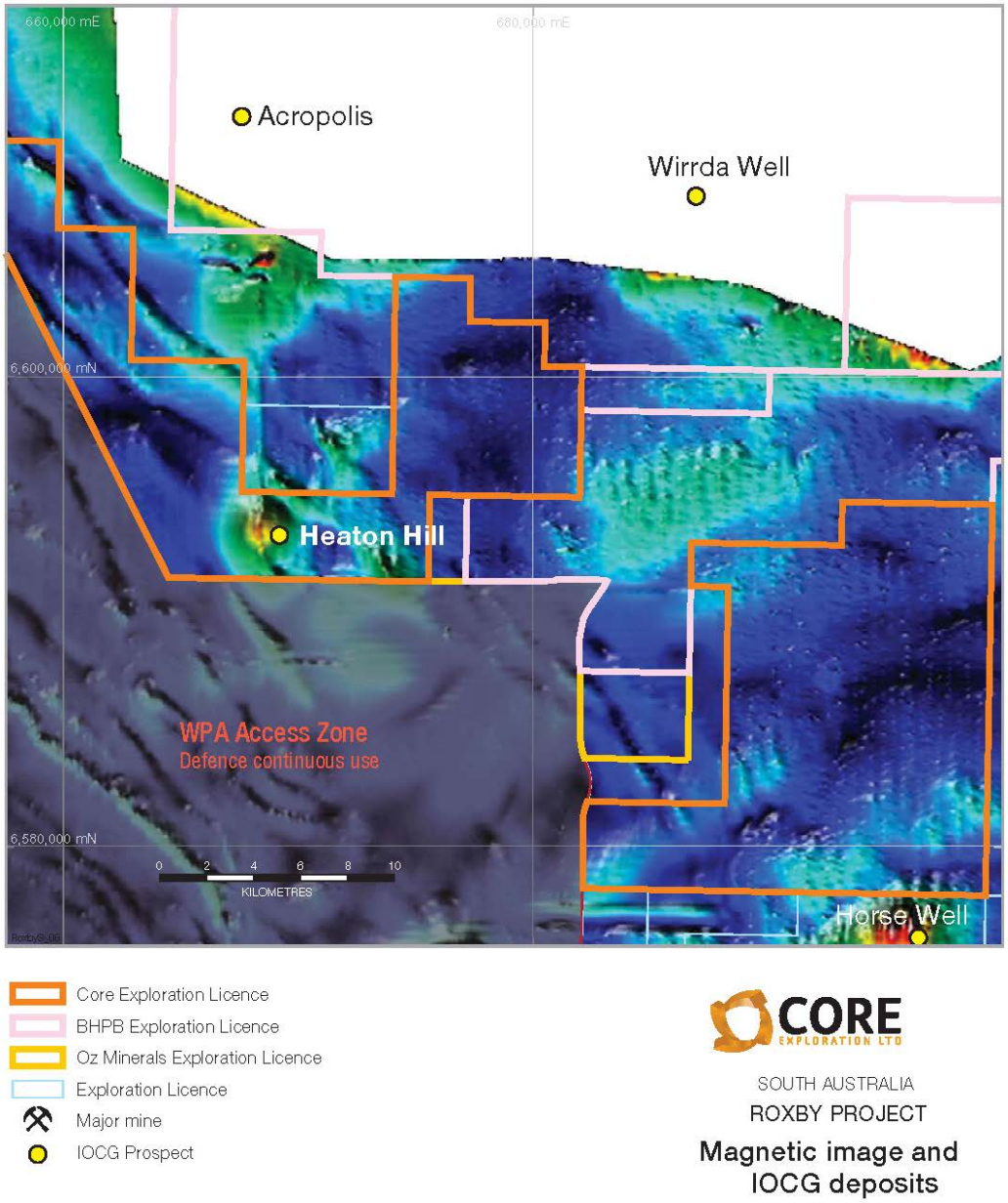


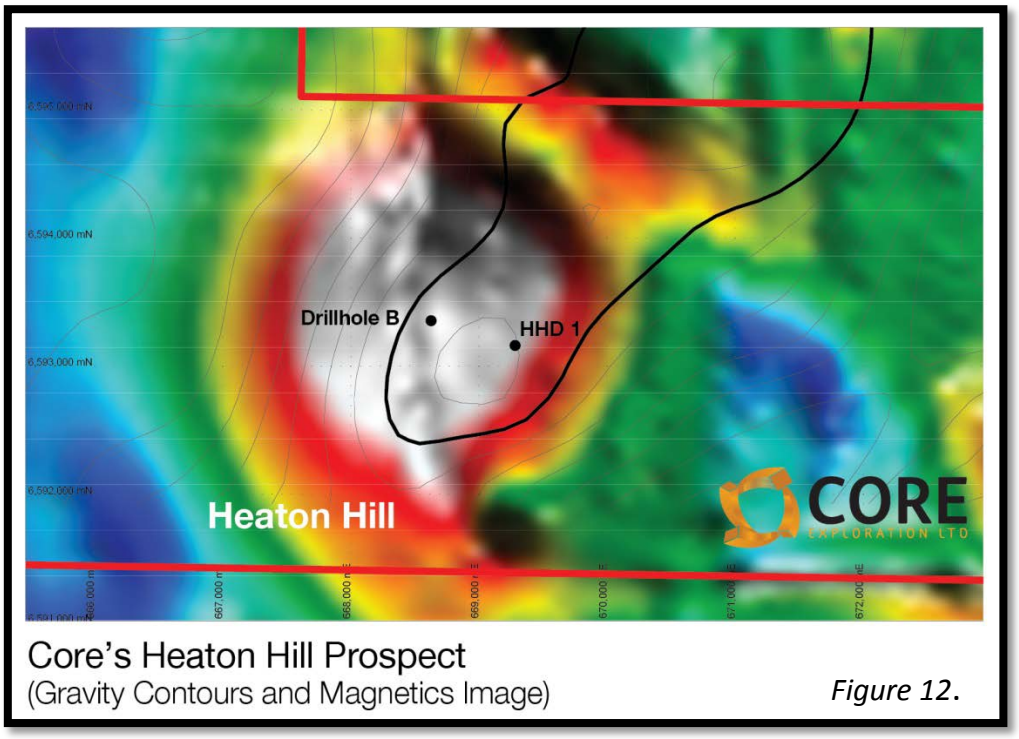
Figure 11. Tenement scale magnetic (analytic signal) image with discussed drillhole and IOCG prospect locations, Roxby project, S.A.

Review by Core of the new and past geophysical surveys and historic drilling confirms IOCG mineralisation has been intersected in basement at a number of prospects in the region and there appears to be a good relationship between the mineralisation in these holes and the observed analytic signal filtered magnetic highs (Figure 11).

WMC's 1980 drillhole (HHD1) at Heaton Hill prospect on Core's EL 4906 appears to have been sited approximately 1km east of the main magnetic target based on the analytic signal filtered magnetics (Figures 11 & 12).

HHD1 intersected hematite altered granites, but no magnetic rocks were intersected and therefore did not test the magnetic target. In addition, Core's modelling interprets that the drillhole only tested the margin of the modelled gravity. A high priority drillhole (Drillhole B) is proposed to adequately test this and other strong magnetic and gravity targets (Figure 12).

Similarly, 2.5 km south of EL 4816, drillhole HWD1 at Horse Well Prospect by WMC (Figure 11) intersected basement at 861.2m and was logged as containing "altered felsic volcanic breccia" with a zone which contained copper sulphides (bornite + chalcocite + chalcopyrite) and pyrite in a strongly veined hematite zone typical of IOCG mineralogy from 900 - 920m.



Core's Heaton Hill Prospect
(Gravity Contours and Magnetics Image)

Figure 12.

There are a number of examples in the Olympic Dam domain, famously at the Prominent Hill mine and most recently at Oz Minerals Khamsin project (Figure 10), where a major IOCG discovery has been made by drilling a few hundred meters from previous drilled holes in areas which contain high priority geophysical targets.

At Khamsin, initial vertical drillholes intersected basement comprising hematite and chlorite altered granite. Oz Minerals then drilled a much deeper, angled hole targeting both the Khamsin gravity and magnetic anomalies. The discovery drillhole hole at Khamsin intersected 440m of IOCG style mineralisation comprising hematite, chlorite and magnetite granite breccia with disseminated chalcopyrite and pyrite (refer ASX:OZL 28/11/2013).

Core believes there is similar opportunity presented by the geophysical targets on Core's Roxby project.

Corporate

CASH POSITION

Core Exploration had $0.70 million cash in hand as at 31 December 2013.

Exploration and evaluation expenditure by the Company during the December 2013 quarter was $190,000.

CHANGE OF TENEMENT INTEREST

During the quarter Core satisfied the stage 1 earn in obligations for tenements EL27369, EL27709, EL28029, EL28136 and EL28546 (JV2). Core notified the JV2 tenement holders that it had earned the 51% interest and also submitted a Workplan for the stage 2 earn in expenditure. The 51% JV2 interest will be transferred to Core once the relevant transfer forms are signed by all parties and Ministerial approval granted.

SHARE CAPITAL CHANGES

The Company issued 9,000,000 unlisted performance rights subject to various performance criteria exercisable on or before 31 December 2014 and 31 December 2015. The performance rights were issued following approval by shareholders at the 2013 Annual General Meeting.

In addition, 2,000,000 unlisted options with and exercise price of 19.63 cents each and expiry of 13 November 2014 were cancelled on 19 November 2013.

A summary of movements and balances of equity security is listed below:

	Ordinary Shares	**Listed Options**	**Unlisted options**	**Unlisted Performance rights**
On issue at start of quarter	81,800,740	32,720,296	10,675,000	-
Cancellation of options	-	-	(2,000,000)	-
Issue of rights	-	-	-	9,000,000
On issue at the end of the quarter	**81,800,740**	**32,720,296**	**8,675,000**	**9,000,000**

The information in this report that relates to Exploration Results and Mineral Resources is based on information compiled by Stephen Biggins (BSc(Hons)Geol, MBA) as Managing Director of Core Exploration Ltd who is a member of the Australasian Institute of Mining and Metallurgy and is bound by and follows the Institute's codes and recommended practices. He has sufficient experience which is relevant to the styles of mineralisation and types of deposits 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. Biggins consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

Outlook – March 2014 Quarter

Albarta, N.T.

Blueys
Core is completing land access procedures to enable the required approvals for drilling at Blueys and Inkheart.

Copper King and Virginia
Results from geological mapping and rock chip sampling during the reporting period are expected from Copper King and Virginia ahead of detailed geophysics over known areas of mineralisation to identify potentially larger mineral bodies at depth. There is little evidence that geophysics was utilised previously in drill targeting so substantial geophysical anomalies identified would constitute priority drill targets.

Core believes that any broader mineralisation within structures at depth could be identified through geophysics as demonstrated by recent copper exploration successes in the region (e.g. Kidman Resources (ASX:KDR) - Home of Bullion).

Paradise Well
Very little previous exploration work has been conducted at Greater Paradise Well area (EL 27369), but the success of reconnaissance sampling and initial soils has confirmed the areas prospectivity.

It is reasonable to expect that further ground truthing and rock chip and soil sampling could identify further surface expressions or evidence of buried mineralisation within the tenement. More regional scale geochemical surveys of the broader area will be utilised to narrow down and rank target areas for reconnaissance mapping in currently untested parts of the tenement.

Other Prospects
Assessment of historic exploration information and geophysical data will continue and utilised to plan further exploration and geophysical surveys with the aim of prioritising for targets for drilling.

Roxby, S.A.
Core is considering plans for detailed gravity, magnetics and resistivity/IP geophysical surveys over these drill targets prior to drill testing. Core is also in discussions with a number of Australian and International parties who have expressed interest in this highly prospective and sought-after Tier 1 IOCG terrain.

Yerelina, S.A.
Further reconnaissance mapping and sampling are planned during the March 2014 quarter.

Tenement Listing

Tenement number	Tenement name	Beneficial Interest[1]	Changes during Quarter
South Australia			
EL 5320	Yorke Peninsula	100%	None
EL 4569	Fitton	100%	None
EL 4816	Roxby Downs-Horse Well	100%	None
EL 5015	Yerelina	100%	None
EL 4906	Roxby Downs	100%	None
EL 5167	Dalarinna Hill	100%	None
EL 5193	Cardning	100%	None
EL 5192	Calcutta	100%	None
Northern Territory			
EL28940	Mordor	100%	None
EL29579	Jervois	100%	None
EL29580	Jervois	100%	None
EL29581	Jervois	100%	None
EL29667	Riddoch	100%	None
EL29668	Riddoch	100%	None
EL29669	Jervois	100%	None
EL29687	Laughlen	100%	None
EL29688	Riddoch	100%	None
EL29689	Riddoch	100%	None
EL27369	Mt Russell	51% JV interest	51% JV interest earned
EL27709	Pattersons	51% JV interest	51% JV interest earned
EL28029	White Range East	51% JV interest	51% JV interest earned
EL28136	Blueys	51% JV interest	51% JV interest earned
EL28546	Star Creek	51% JV interest	51% JV interest earned
EL28852	Gough Dam	Earning 51% JV interest	None
EL28853	No 1 Tank	Earning 51% JV interest	None
EL28854	Mt Johnstone	Earning 51% JV interest	None
EL29304	Brumby Dam	Earning 51% JV interest	None
EL29347	Yambla	Earning 51% JV interest	None
EL29389	Mt George	Earning 51% JV interest	None
EL29512	Daicos	Earning 51% JV interest	None
EL29514	Mt Emma	Earning 51% JV interest	None
EL29280	Woolgathering	Earning 51% JV interest	None

[1] Interest held at end of the quarter

Appendix 5B

Mining exploration entity quarterly report

Introduced 1/7/96. Origin: Appendix 8. Amended 1/7/97, 1/7/98, 30/9/2001.

Name of entity

Core Exploration Ltd

ABN	Quarter ended ("current quarter")
80 146 287 809	31 December 2013

Consolidated statement of cash flows

	Cash flows related to operating activities	Current Quarter (3 Months) $A'000	Year to date (6 Months) $A'000
1.1	Receipts from product sales and related debtors	-	-
1.2	Payments for:		
	(a) exploration and evaluation	(190)	(380)
	(b) development	-	-
	(c) production	-	-
	(d) administration	(163)	(343)
1.3	Dividends received	-	-
1.4	Interest and other items of a similar nature received	7	15
1.5	Interest and other costs of finance paid	-	-
1.6	Income taxes paid	-	-
1.7	Other (provide details if material)	-	-
	Net Operating Cash Flows	(346)	(708)
	Cash flows related to investing activities		
1.8	Payment for purchases of:		
	(a) prospects	-	-
	(b) equity investments	-	-
	(c) other fixed assets	-	(1)
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)	-	-
		-	-
	Net investing cash flows	-	(1)
1.13	Total operating and investing cash flows (carried forward)	(346)	(709)

1.13	Total operating and investing cash flows (brought forward)	(346)	(709)
	Cash flows related to financing activities		
1.14	Proceeds from issues of shares	-	982
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)		
	- Capital raising costs	(12)	(143)
	Net financing cash flows	(12)	839
	Net increase (decrease) in cash held	(358)	130
1.20	Cash at beginning of quarter/year to date	1,058	570
1.21	Exchange rate adjustments to item 1.20	-	-
1.22	**Cash at end of quarter**	700	700

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	140
1.24	Aggregate amount of loans to the parties included in item 1.10	-

1.25 Explanation necessary for an understanding of the transactions

The amount above includes all payments to Directors and also includes payments to entities associated with Greg English and Stephen Biggins. The payments relate to executive services and directors fees on commercial terms.

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.

n/a

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.

n/a

Financing facilities available

		Amount available $A'000	Amount used $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	75
4.2	Development	-
4.3	Production	-
4.4	Administration	160
	Total	**235**

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	660	1,018
5.2	Deposits at call	40	40
5.3	Bank overdraft	-	-
5.4	Other (provide details)	-	-
	Total: Cash at end of quarter (item 1.22)	700	1,058

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	Nil			
6.2	Interests in mining tenements acquired or increased	EL27369 EL27709 EL28029 EL28136 EL28546	51% JV interest earned (awaiting transfer)	0%	51%

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 (cents)	Amount paid up per security (cents)
7.1	**Preference +securities** *(description)*				
7.2	Changes during quarter				
7.3	**+Ordinary securities**	81,800,740	81,800,740		
7.4	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs				
7.5	**+Convertible debt securities** (*description)*				
7.6	Changes during quarter				
7.7	**Options** *(description and conversion factor)*			*Exercise price*	*Expiry date*
	Unlisted options				
	Unlisted Employee Options	100,000	-	10.63	18 Jun 2014
	Unlisted Options	7,000,000	-	24.63	30 Jun 2014
	Unlisted Employee Options	75,000	-	12.63	30 Sep 2014
	Unlisted Class B Options	1,500,000	-	24.63	31 Oct 2014
	Total unlisted options	**8,675,000**	-		
	Total listed options	32,720,296	32,720,296	10.00	31 Oct 2014
	Total unlisted performance rights	9,000,000	-	-	31 Dec 2015
7.8	Issued during quarter - unlisted performance rights	9,000,000	-	-	31 Dec 2015
7.9	Exercised during quarter				
7.10	Expired during quarter - unlisted options	2,000,000	-	19.63	13 Nov 2014
7.11	**Debentures** *(totals only)*				
7.12	**Unsecured notes** *(totals only)*				

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.



Jaroslaw (Jarek) Kopias Date: 31 January 2014

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.

== == == == ==