

CONQUEST MINING LIMITED

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29 January 2009

The Australian Stock Exchange
ASX Company Announcements Office
Level 4, 20 Bridge Street
Sydney NSW 2000

Revised Second Quarter Activities and Cashflow Reports

Dear Sir

The Second Quarter Activities and Cashflow Reports lodged on 28 January 2009 incorrectly reported the payments for exploration and evaluation as \$1,087,000. The correct figure should have been \$1,807,000.

Please find attached the revised Second Quarter Activities and Cashflow Reports adjusted where necessary.



Bruno Firrolo
Company Secretary

Quarterly Report to 31 December 2008

Exploration Highlights

- ◆ Diamond drill hole HC08RCD484 intersected 19m at 25.4 g/t gold including 2m at 211 g/t gold & reverse circulation drill hole HC08RC471 intersected 15m at 29.5 g/t gold and included 2m at 196 g/t gold. These spectacular intersections were drilled during infilling resource definition work at the Silver Hill Deposit.
- ◆ Diamond drill hole HC08RCD453 intersected 43m at 540 g/t silver (17 ounces) and included 5m at 3,324 g/t silver (107 ounces). This intersection was drilled during resource definition at Area 39 within the high grade line of lode.
- ◆ Completed 5,945m of RC and diamond drilling.
- ◆ Regional Joint Venture partner Gold Fields has continued to explore the area surrounding Conquest's Mt Carlton Project Area. During the quarter, Gold Fields completed 1,551m diamond drilling, 3,047m RC drilling, collected 670 surface samples and completed Induced Polarisation (IP) geophysical surveys at the Strathmore and Ortiz prospects.

Review of Operations

Exploration and resource definition drilling completed 5,945m during the December 2008 Quarter.

Exploration by Gold Fields on the Regional Joint Venture ground has resulted in completion of a further 4,598m of RC & diamond drilling. This drilling has tested a number of prospects targeting favourable geological horizons and geophysical and/or geochemical anomalies. Gold Fields anticipates work for the March 2009 quarter to include geological mapping (weather permitting) plus drilling & data reviews of 2008 fieldwork. Drilling is planned to re-commence in the June 2009 quarter.

Diamond Holes

During the quarter, 21 holes for 2,544.0m of HQ core were completed, with a total of 9,463.9m completed for the calendar year (Figure 1). Summary results for the quarter are presented in Table 1.

Five holes (HC08RCD478-480 & HC08RCD484-485) were completed on the centre of the V2 Hill bonanza zone and intersected high grade gold. These 25m

spaced infilling drill holes were completed to show lode continuity, and assist with ongoing QA/QC and metallurgical studies.

Impressive results were received from hole HC08RCD484 with **19m at 25.4 g/t gold**, and hole HC08RCD485 with 27m at 4.62 g/t gold.

Two holes (HC08RCD452-453) have intersected high grade silver during resource definition drilling at 25m spacing at Area 39. These holes are located 150m west of the original high grade hole 39, and substantially improve confidence in the extent of the high grade resource. Higher grades were received from HC08RCD453 which intersected a wide 43m zone of disseminated replacement style silver mineralisation that included a central core of **5m at 3,324 g/t silver** and 0.71% copper.

Exploration diamond drilling (HC08RCD412) continued on the west side of Herbert Creek, approximately 500m west of the discovery drill hole at Area 39. This drilling intersected variably silicified & altered volcanics similar to host lithologies at the Silver Hill Deposit. Although there were no significant results from this drill hole, similar geology indicates the potential to locate significant mineralisation in the area between the Silver Hill & Mt Carlton deposits.



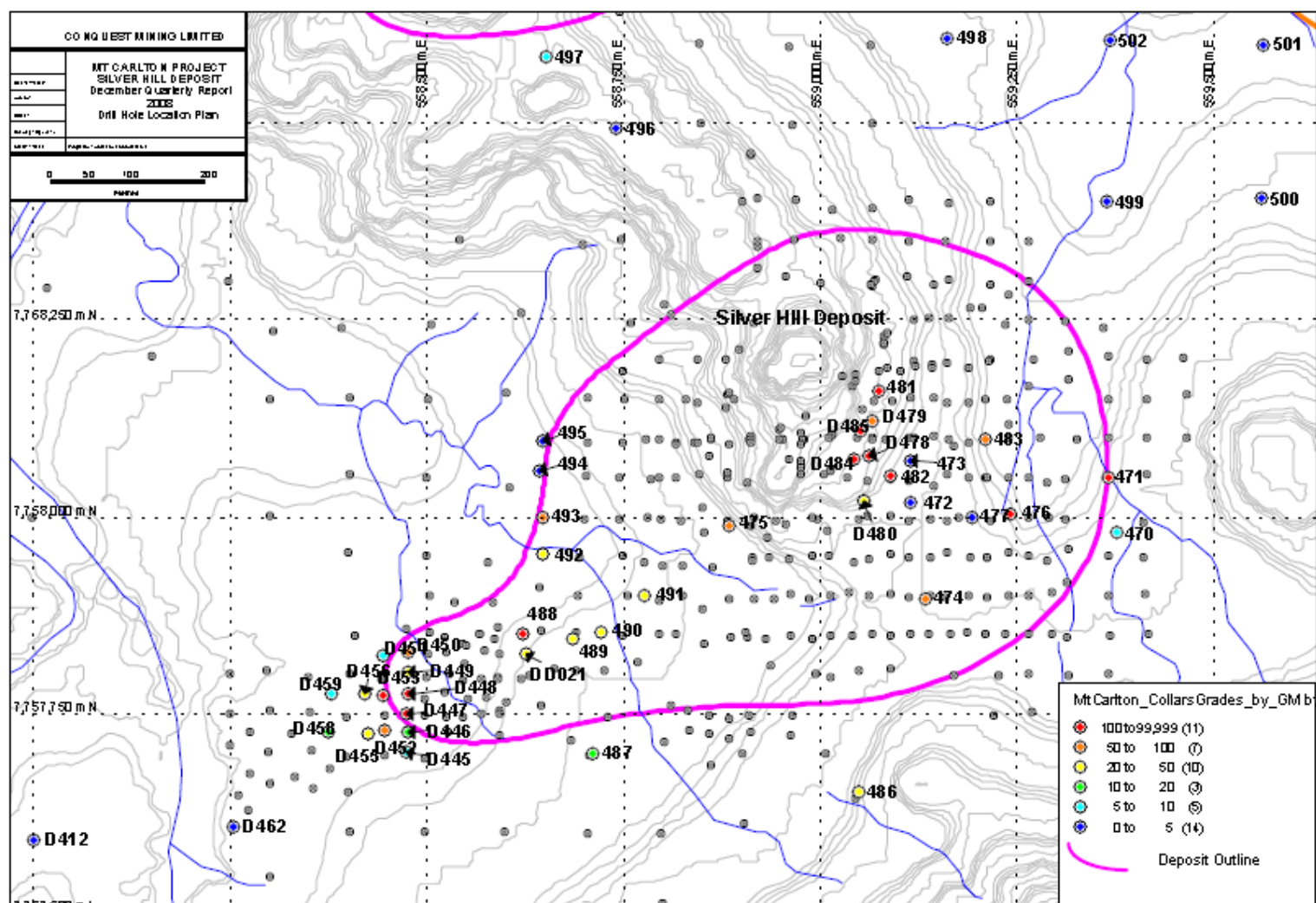


Figure 1: Drill hole Location Plan for December Quarterly Report 2008

Reverse Circulation Holes

During the quarter 29 RC holes and pre-collars were completed for 3,401m, with a total of 13,137m completed for the calendar year. Summary results for the quarter are presented in Table 2.

Drill holes (HC08RC470-471 & HC08RC486-495) were completed as infill drilling on the southern, western and eastern margins of the Silver Hill Deposit providing greater confidence in the extent of mineralisation. Results were mixed but included HC08RC471 with **15m at 29.5 g/t gold including 2m at 196 g/t gold** and HC08RC488 with **19m at 510 g/t silver including 1m at 5,040 g/t silver and 15.2% copper**.

Drill holes (HC08RC496-503) were completed to the north and north-east of the Silver Hill Deposit exploring for additional mineralisation. There were no significant results although several did not reach target

depth due to drilling conditions. These may be extended by diamond drilling during 2009.

Drill holes (HC08RC474-477 & HC08RC481-483) twinned previously drilled diamond drill holes to assist with QA/QC & metallurgical studies. Assay results from these reverse circulation twins showed good comparison with the original diamond drill holes. Best results were from HC08RC482 with 19m at 4.35 g/t gold and HC08RC476 with 23m at 3.68g/t gold.

Future Work Programmes

Drilling at the Mt Carlton Project is expected to recommence following the end of the wet season. During this time Conquest is assessing and prioritising drill targets – anticipated to include geotechnical drilling and some additional infill drilling commencing in April 2009.



Metallurgical Testwork

Flotation Variability Testwork

A program of flotation testwork at HRL laboratories in Brisbane is due to commence to examine flotation variability. Sixty samples will be taken from about 20 holes spread throughout the deposit, and will use half HQ core that has been kept in cold nitrogen storage. The objective of this work is to confirm the excellent recoveries achieved from composite samples used in the initial flotation testwork.

Bacterial Column Leach Testwork

Bacterial Column Leach Testwork is in progress using cultures that were adapted in the previous batch tests reported in the previous quarter. Tests are normally conducted over a period of approximately 90 to 120 days, and are expected to be completed in the March 2009 quarter.

Pre-Feasibility Study

Following on from the direction announced in the September 2008 quarterly report, the Company embarked on a pre-feasibility study on the Mt Carlton project. This significant step represents a natural advance on the scoping study completed in July 2008.

In doing this, Conquest is continuing its focus on delivering value to shareholders by seeking the optimum method to exploit the inherent value in the resource.

The pre-feasibility study is aimed at determining the likely technical and economic viability of the opportunity. Its principal focus is to optimise the resource, revenue, cash, profit and ultimately NPV.

As such, it explores all relevant options and analyses alternatives to build a legitimate, initial business case which may then be further advanced via a full feasibility study to the point the Company can justify going into production with a fully functioning mining and processing operation at Mt Carlton in North Queensland.

It is therefore pleasing to report, at this juncture, that the pre-feasibility work is progressing very well. Great strides have been made in the areas of resource modeling, mine optimization and the comparison of alternative processing methods. Additionally, as previously reported, there are some positive indications coming from detailed metallurgical work on the very complex and unique geology. In this respect the Company has been able to engineer a feasible range of product options, desirable to the market, and involving amongst others, the production and sale of a precious metals concentrate as well as the possibility of producing gold, silver and copper metal bars in situ at Mt Carlton.

In parallel with this, Conquest has completed a detailed market analysis which is showing that there is strong interest from a number of Chinese smelters and refineries that appear to be the most likely and amenable targets for an off-take agreement for a possible precious metals concentrate.

There is a range of other important but possibly less significant elements of work being undertaken in support of this study and the Company is following a deliberate plan and schedule to ensure timely completion of all necessary aspects. The study will be concluded with the delivery of a comprehensive report by the end of the March 2009 quarter which will present a business case with supporting appendices that includes a recommendation to proceed or otherwise.

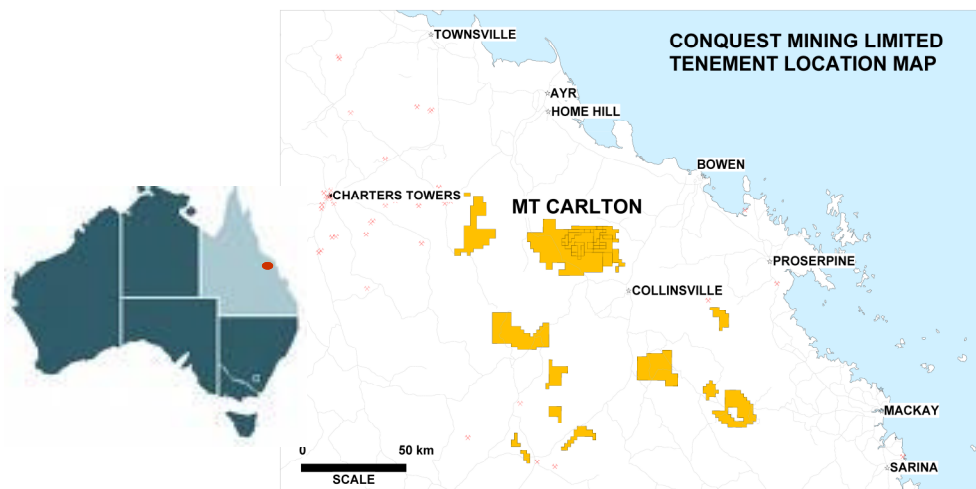


Table 1: December 2008 Quarter - Significant Drill Intersections

Drill Hole	Coordinates				Significant Intersections	Gold Equivalent
	AMG N	AMG E	Set up	Depth		
	M	M	Dip/Azi	M		g/t
DIAMOND DRILLING RESULTS						
HC08DD021	7757825	558626	-60/180T	177.6	38-47m; 9m @ 0.27g/tAu, 135g/tAg, 0.16%Cu	1.96
					56-67m; 11m @ 0.33g/tAu, 60g/tAg, 0.01%Cu	1.08
HC08RCD445	7757702	558474	-60/180T	240.6	155-156m; 1m @ 0.03g/tAu, 277g/tAg, 0.02%Cu	3.49
HC08RCD446	7757726	558475	-60/180T	213.7	143-144m; 1m @ 0.09g/tAu, 141g/tAg, 0.01%Cu	1.85
					181-185m; 4m @ 1.05g/tAu, 45g/tAg, 0.01%Cu	1.61
HC08RCD447	7757750	558473	-60/180T	237.7	123-148m; 25m @ 0.31g/tAu, 210g/tAg, 0.05%Cu	2.94
					172-174m; 2m @ 0.65g/tAu, 39g/tAg, 0.06%Cu	1.14
HC08RCD448	7757774	558475	-60/180T	213.6	103-154m; 51m @ 0.17g/tAu, 157g/tAg, 0.07%Cu	2.13
					169-172m; 3m @ 0.47g/tAu, 65g/tAg, 0.08%Cu	1.28
HC08RCD449	7757802	558475	-60/180T	228.6	105-126m; 21m @ 0.22g/tAu, 87g/tAg, 0.03%Cu	1.31
HC08RCD450	7757828	558426	-60/180T	235	100-118m; 18m @ 0.22g/tAu, 181g/tAg, 0.06%Cu	2.48
					168-170m; 2m @ 1.25g/tAu, 47g/tAg, 0.05%Cu	1.84
HC08RCD452	7757728	558447	-60/180T	255.5	157-175m; 18m @ 0.14g/tAu, 137g/tAg, 0.01%Cu	1.85
HC08RCD453	7757773	558445	-60/180T	236	132-175m; 43m @ 0.05g/tAu, 540g/tAg, 0.14%Cu	6.8
					incl. 148-153m; 5m @ 0.05g/tAu, 3324g/tAg, 0.71%Cu	41.6
HC08RCD455	7757725	558425	-60/180T	243.6	173-182m; 9m @ 0.32g/tAu, 144g/tAg, 0.01%Cu	2.12
HC08RCD456	7757775	558422	-60/180T	214.6	165-189m; 24m @ 0.18g/tAu, 90g/tAg, 0.01%Cu	1.31
HC08RCD458	7757726	558375	-75/180T	198.8	172-182m; 10m @ 0.02g/tAu, 86g/tAg, 0.03%Cu	1.1
HC08RCD480	7758021	559055	-60/180T	183.4	51-53m; 2m @ 7.78g/tAu, 6g/tAg, 0.02%Cu	7.86
					59-72m; 13m @ 1.39g/tAu, 4g/tAg, 0.08%Cu	1.44
HC08RCD484	7758074	559042	-60/180T	202.2	77-96m; 19m @ 25.4g/tAu, 17g/tAg, 0.41%Cu	25.61
					incl. 79-81m; 2m @ 211g/tAu, 30g/tAg, 0.11%Cu	211.38
					incl. 89-90m; 1m @ 28.1g/tAu, 17g/tAg, 0.41%Cu	28.31
					106-118m; 12m @ 1.18g/tAu, 4g/tAg, 0.10%Cu	1.23
					124-130m; 6m @ 12.5g/tAu, 8g/tAg, 0.15%Cu	12.6
					incl. 124-127m; 3m @ 22.6g/tAu, 12g/tAg, 0.21%Cu	22.75
HC08RCD485	7758109	559051	-60/180T	186.1	101-128m; 27m @ 4.62g/tAu, 8g/tAg, 0.12%Cu	4.72
					incl. 111-112m; 1m @ 68.3g/tAu, 30g/tAg, 0.47%Cu	68.68
					135-136m; 1m @ 7.05g/tAu, 6g/tAg, 0.20%Cu	7.13
					147-152m; 5m @ 1.18g/tAu, 2g/tAg, 0.09%Cu	1.21
					169-170m; 1m @ 3.75g/tAu, 32g/tAg, 1.92%Cu	4.15
HC08RCD478	7758077	559062	-60/180T	141.1	87-91m; 4m @ 8.08g/tAu, 26g/tAg, 1.13%Cu	8.41
					incl. 87-88m; 1m @ 29.1g/tAu, 7g/tAg, 0.03%Cu	29.19
					incl. 101-102m; 1m @ 26.2g/tAu, 3g/tAg, 0.03%Cu	26.24
					98-106m; 8m @ 5.96g/tAu, 5g/tAg, 0.09%Cu	6.02
					121-126m; 5m @ 24.3g/tAu, 4g/tAg, 0.07%Cu	24.35
					incl. 121-123m; 2m @ 57.0g/tAu, 7g/tAg, 0.13%Cu	57.09
HC08RCD479	7758121	559065	-60/180T	153.7	107-127m; 20m @ 2.06g/tAu, 9g/tAg, 0.36%Cu	2.17
Calculated Gold Equivalent grade is based on 1 gram gold = 80 grams silver						



Table 2: December 2008 Quarter Significant Reverse Circulation Drill Intersections

Drill Hole	Coordinates				Significant Intersections	Gold Equivalent
	AMG N	AMG E	Set up	Depth		
	M	M	Dip/Azi	M		g/t
					REVERSE CIRCULATION DRILLING RESULTS	
HC08RC470	7757980	559376	-75/180T	131	99-100m; 1m @ 1.07g/tAu, 16g/tAg & 0.08%Cu	1.27
					118-121m; 3m @ 2.10g/tAu, 2g/tAg & 0.02%Cu	2.13
HC08RC471	7758050	559365	-75/180T	187	132-147m; 15m @ 29.5g/tAu, 13g/tAg & 0.47%Cu	29.7
					incl. 135-137m; 2m @ 196g/tAu, 51g/tAg & 2.24%Cu	197
					156-158m; 2m @ 1.27g/tAu, 1g/tAg & 0.03%Cu	1.28
HC08RC474	7757896	559133	-75/180T	90	59-80m; 21m @ 2.27g/tAu, 9g/tAg, 0.04%Cu	2.38
HC08RC475	7757989	558883	-60/180T	90	54-80m; 26m @ 0.63g/tAu, 50g/tAg, 0.67%Cu	1.26
HC08RC476	7758004	559242	-75/180T	92	68-91m; 23m @ 3.68g/tAu, 11g/tAg & 0.33%Cu	3.82
					incl. 86-87m; 1m @ 53.1g/tAu, 193g/tAg & 6.13%Cu	55.5
HC08RC477	7758000	559193	-75/180T	82	78-81m; 3m @ 1.53g/tAu, 2g/tAg, 0.03%Cu	1.56
HC08RC481	7758159	559075	-60/180T	150	116-126m; 10m @ 5.97g/tAu, 75g/tAg, 1.94%Cu	6.91
					136-141m; 5m @ 1.51g/tAu, 24g/tAg, 0.44%Cu	1.81
HC08RC482	7758052	559088	-75/180T	180	77-96m; 19m @ 4.35g/tAu, 5g/tAg, 0.07%Cu	4.41
					163-165m; 2m @ 2.43g/tAu, 31g/tAg, 2.49%Cu	2.82
					169-171m; 2m @ 4.07g/tAu, 11g/tAg, 0.26%Cu	4.21
HC08RC483	7758099	559210	-75/180T	180	112-123m; 11m @ 1.64g/tAu, 9g/tAg, 0.34%Cu	1.75
					127-132m; 5m @ 1.54g/tAu, 9g/tAg, 0.54%Cu	1.65
					141-151m; 10m @ 1.41g/tAu, 8g/tAg, 0.18%Cu	1.51
HC08RC486	7757651	559049	-60/180T	78	55-60m; 5m @ 0.02g/tAu, 211g/tAg & 0.04%Cu	2.66
HC08RC487	7757699	558710	-60/180T	78	60-65m; 5m @ 0.49g/tAu, 109g/tAg & 0.07%Cu	1.85
HC08RC488	7757851	558622	-60/180T	90	48-67m; 19m @ 0.54g/tAu, 510g/tAg & 1.26%Cu	6.92
					incl. 50-51m; 1m @ 1.19g/tAu, 5040g/tAg & 15.2%Cu	64.2
HC08RC489	7757845	558685	-60/180T	84	57-66m; 9m @ 0.38g/tAu, 81g/tAg, 0.02%Cu	1.39
HC08RC490	7757853	558722	-60/180T	90	19-20m; 1m @ 1.87g/tAu, 142g/tAg, 0.02%Cu	3.65
HC08RC491	7757899	558776	-60/180T	84	37-52m; 15m @ 0.48g/tAu, 58g/tAg, 0.16%Cu	1.21
					75-80m; 5m @ 0.46g/tAu, 65g/tAg, 0.68%Cu	1.27
HC08RC493	7757998	558647	-60/180T	78	53-69m; 16m @ 0.14g/tAu, 171g/tAg, 0.41%Cu	2.28
HC08RC494	7758059	558643	-60/180T	80	49-51m; 2m @ 0.01g/tAu, 80g/tAg, 0.07%Cu	1.01
HC08RC497	7758584	558652	-60/180T	204	63-66m; 3m @ 0.49g/tAu, 86g/tAg, 0.32%Cu	1.57
Calculated Gold Equivalent grade is based on 1 gram gold = 80 grams silver						



Gold Fields Exploration Programs

During the quarter, Gold Fields has conducted extensive data gathering programs including geological mapping, soil & rock sampling, geophysical & drilling programmes on numerous prospects & targets within the Regional Joint Venture tenements (Figure 2).

Silver Hill Deposit

Ten drill holes were completed at the Silver Hill deposit during the quarter (511m RC and 1332m diamond drilling). This drilling was completed to allow the Joint Venture Partner to work on and test their geological models and associated mineralized structures styles/orientations. This work will assist Gold Fields apply concepts and knowledge from the Silver Hill deposit to prospects within the Regional Joint Venture area.

This drilling is all infill within the Silver Hill deposit with all data to be included within the Conquest database. No assay results have been received to date from this drilling.

Capsize Prospect

At the Capsize prospect, located east of Silver Hill, results were received for the final two drill holes (MCR019D & MCR020D). These holes targeted interpreted strike extensions of the Silver Hill mineralization based on Induced Polarisation (IP) geophysics surveys.

MCR019D 2m at 7 g/t silver from 278m.

MCR020D 4m at 10 g/t silver from 143m.

While this mineralization is of low grade, results indicate that the Capsize prospect is a distal continuation of the Silver Hill mineralisation.

Mt Carlton North

At Mt Carlton North, two drill holes (MCR022 & MCR023D) were completed targeting a helicopter electromagnetic (Heli-EM) anomaly. Drill hole MCR023D did intersect significant clay alteration co-incident with anomalous lead assay results. Anomalous lead also occurs in the upper parts of the Silver Hill deposit – a significant analogy suggesting additional drilling is required at this prospect.

S33 Prospect

A geochemical review of all soil data collected identified an area with elevated results on trend 1.5km northwest of the Silver Hill & Herbert Creek East deposits – which was subsequently named the S33 prospect. This prospect also has co-incident Heli-EM, IP and surface rock sample anomalies. This target was tested with two drill holes which intersected local mineralization within altered volcanics.

S33R002 2m at 0.2 g/t gold, 0.4 g/t silver & 0.08% copper from 34m.

S33R003 2m at 2 g/t silver from 32m.

Boundary Prospect

A number of drill holes completed at the Boundary & Boundary North prospects tested a series of parallel breccia zones & vein systems with locally anomalous gold & silver rock sample geochemistry. Altered silica healed breccias were observed in several drill holes with results as follows:

BNRC001 24m at 0.2 g/t gold & 1 g/t silver from 6m.

BNRC002 10m at 0.5 g/t gold & 4 g/t silver from 42m.

BNRC003 10m at 3 g/t silver from 170m.

BDR001 2m at 0.9 g/t gold & 17 g/t silver from 108m.

BDR002 12m at 0.5 g/t gold & 2 g/t silver from 22m.

Ortiz Prospect

Additional IP lines were surveyed at Ortiz following identification of a circular feature from the (geophysical) gravity surveys. Four RC drill holes targeted a Heli-EM conductive high linking geochemical anomalies with best results received from OTRC002.

OTRC002 2m at 0.7 g/t gold & 67 g/t silver from 102m;
2m at 1.5 g/t gold from 138m.

Strathmore Prospect

Additional IP lines were surveyed at Strathmore identifying an anomaly similar to the pyritic layer observed at the Silver Hill deposit; strongly clay altered rocks are also at surface. Five RC drill holes were completed for 800m with strong alteration identified in all drill holes. Anomalous results were returned from drill holes STRC004 & STRC005.

STRC004 32m at 0.25% copper from 24m (includes 6m at 8 g/t silver from 20m).

STRC005 2m at 0.37 g/t gold from 60m.



Gold Fields Exploration Programs (continued)

Soil Surveys

The Oaky Creek prospect (around 20km southeast of the Silver Hill deposit) was the main focus of 200 x 200 metre soil sampling. A peak value of 169 ppb gold on a 1.5km long “gold in soils” feature which is co-incident with a Heli-EM anomaly indicates another target requiring drill testing (Figure 3).

Work programmes for the following quarter:

Fieldwork programmes are minimal for this quarter due to the wet season. If possible, geological

mapping and rock sampling/prospecting will be undertaken. Other work is planned to include target generation from a review of geophysical, geochemical and geological data.

Gold Fields completed the first year expenditure commitment of \$5 million by the end of October 2008.



Figure 2:
Prospect location map with
soil survey data & location of
heritage surveys.

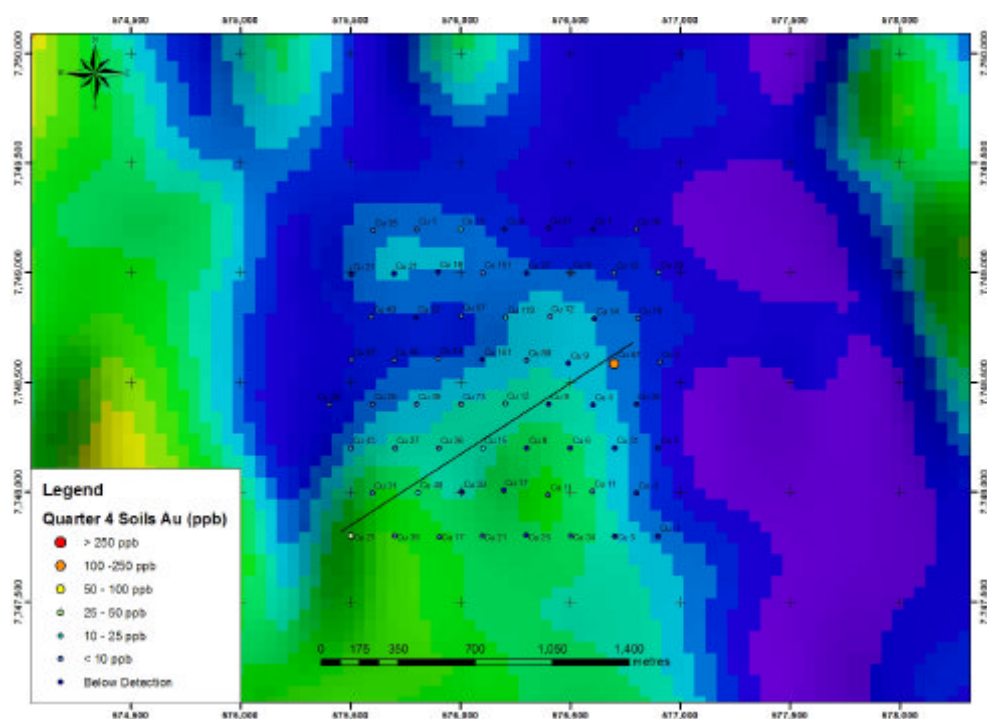


Figure 3:
Oaky Creek soils with Heli-EM
conductivity. Gold results are
thematic & copper as text.



Conquest Mining

Conquest Mining is a Perth-based mining exploration company with two clear objectives. To bring the Mt Carlton Project into production, and to continue discovering low cost gold and silver resources.

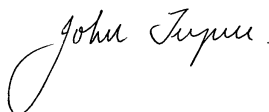
Exploration at Mt Carlton has delivered resources at a cost of \$6 per ounce of gold equivalent compared with an Australian average of \$60 to \$70 per ounce for grass-roots exploration.

Conquest Mining has \$27.8 million cash reserves, and has a cash backing of 9.8 cents per share.

Expenditure

Exploration expenditure by Conquest Mining during the December 2008 quarter was \$1,807,000.

Attached is a copy of the Company's Mining Exploration Entity Quarterly Report (Appendix 5B) in accordance with Listing Rule 5.3.



John Terpu
Managing Director

This report is based on and accurately reflects information compiled by Mr Martin Male, BSc (Hons), MAIG, who is a full time employee of the Company. Mr Male has sufficient experience which is relevant to the style of mineralization and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2004 Edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. Mr Martin Male consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

Conquest Mining Limited

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Managing Director

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Richard Krasnoff
Chairman

Joseph Radici
Non-executive Director

Douglas Stewart
Non-executive Director

Jeff Innes
Chief Operating Officer

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680 George Street
SYDNEY NSW 2000

If you wish to view your holdings
online please click on the
following link:

[https://
www.linkmarketservices.com.au/
public/investors/login.html?
issuer=CQT](https://www.linkmarketservices.com.au/public/investors/login.html?issuer=CQT)

Issued Capital

As at the date of this report

Issued Capital
271,749,181 shares

Unlisted Options
600,000 options

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[https://
www.conquestmining.com.au](https://www.conquestmining.com.au)



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

Conquest Mining Limited

ABN

33 009 232 277

Quarter ended ("current quarter")

31 December 2008

Consolidated statement of cash flows

Cash flows related to operating activities		Current quarter \$A'000	Year to date (6 months) \$A'000
1.1	Receipts from product sales and related debtors	-	4
1.2	Payments for		
	(a) exploration and evaluation	(1,807)	(3,906)
	(b) development		
	(c) production administration	(422)	(881)
1.3	Dividends received		
1.4	Interest and other items of a similar nature received	517	1,121
1.5	Interest and other costs of finance paid		
1.6	Income taxes refunded / (paid)		
1.7	Other (provide details if material)		
	Tenement Bonds refunded/(paid)	3	-
Net Operating Cash Flows		(1,709)	(3,662)
Cash flows related to investing activities			
1.8	Payment for purchases of:		
	(a) prospects		
	(b) equity investments		
	(c) other fixed assets	(10)	(84)
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		(10)	(84)
1.13	Total operating and investing cash flows (carried forward)	(1,719)	(3,746)

+ See chapter 19 for defined terms.

Appendix 5B
Mining exploration entity quarterly report

1.13	Total operating and investing cash flows (brought forward)	(1,719)	(3,746)
1.14	Cash flows related to financing activities Proceeds from issues of shares, options, etc.		
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)		
	Share issue costs		
	Net financing cash flows		
	Net increase (decrease) in cash held	(1,719)	(3,746)
1.20	Cash at beginning of quarter/year to date	29,499	31,526
1.21	Exchange rate adjustments to item 1.20		
1.22	Cash at end of quarter	27,780	27,780

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	162
1.24	Aggregate amount of loans to the parties included in item 1.10	NIL
1.25	Explanation necessary for an understanding of the transactions	
	N/A	

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

+ See chapter 19 for defined terms.

- 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

Add notes as necessary for an understanding of the position.

	Amount available \$A'000	Amount used \$A'000
3.1 Loan facilities	NIL	
3.2 Credit standby arrangements	NIL	

Estimated cash outflows for next quarter

	\$A'000
4.1 Exploration and evaluation	900
4.2 Development	NIL
Total	900

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	54	33
5.2 Deposits at call	27,726	29,466
5.3 Bank overdraft		
5.4 Other		
Total: cash at end of quarter (item 1.22)	27,780	29,499

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	EPM 14153	Relinquished	100	0
		P37/5749	Relinquished	100	0
		P37/5750	Relinquished	100	0
		P37/5751	Relinquished	100	0
		P37/5752	Relinquished	100	0
		P37/5753	Relinquished	100	0
6.2	Interests in mining tenements acquired or increased	Nil			

+ See chapter 19 for defined terms.

Issued and quoted securities at end of current quarter (continued)

Description includes rate of interest and any redemption or conversion rights together with prices and dates.

	Total number	Number quoted	Issue price per security (see note 3) (cents)	Amount paid up per security (see note 3) (cents)
7.1 Preference securities (description)				
7.2 Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs, redemptions				
7.3 +Ordinary securities	271,749,181	271,749,181		
7.4 Changes during quarter (a) Increases through issues (b) Exercise of options (c) Decreases through return of capital, buy-backs (d) Increase pursuant to underwriting of options				
7.5 +Convertible debt securities (description)				
7.6 Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted				
7.7 Options (description and conversion factor)	3,000,000 200,000 400,000	Nil Nil Nil	Exercise price \$0.20 \$0.20 \$0.50	Expiry date 16 January 2009 22 June 2009 22 June 2010
7.8 Issued during quarter				
7.9 Exercised during quarter				
7.10 Expired during quarter	1,500,000	Nil	\$0.20	5 December 2008

+ See chapter 19 for defined terms.

Appendix 5B
Mining exploration entity quarterly report

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 ~~not~~* **(delete one)** give a true and fair view of the matters disclosed.



Sign here:..... Date: 29 January 2009
 (Director)

Print name: John Terpu

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.

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+ See chapter 19 for defined terms.