Rule 5.3

Appendix 5B

Mining exploration entity quarterly report

 $Introduced \ o{1/07/96} \ \ Origin \ Appendix \ 8 \ \ Amended \ o{1/07/97}, \ o{1/07/98}, \ 30/09/01, \ o{1/06/10}, \ 17/12/10$

Name of entity	
Ashburton Minerals Ltd	
ABN	Quarter ended ("current quarter")
99 008 894 442	30 June 2012

Consolidated statement of cash flows

		Current quarter	Year to date	
Cash flows related to operating activities		\$A'000	(12 months)	
			\$A'000	
1.1	Receipts from product sales and related debtors	-	121	
1.2	Payments for (a) exploration & evaluation (b) development	(190)	(2,355)	
	(c) production	-	-	
	(d) administration	(379)	(1,101)	
1.3	Dividends received	-	-	
1.4	Interest and other items of a similar nature received	6	72	
1.5	Interest and other costs of finance paid	-	-	
1.6	Income taxes paid	-	-	
1.7	Other (provide details if material)	-	-	
		(563)	(3,263)	
	Net Operating Cash Flows			
	Cash flows related to investing activities			
1.8	Payment for purchases of: (a) prospects		_	
1.0	(b) equity investments	_	_ [
	(c) other fixed assets	_	_	
1.9	Proceeds from sale of: (a) prospects	_	_	
9	(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			
1.13	Total operating and investing cash flows (carried forward)	(563)	(3,263)	

⁺ See chapter 19 for defined terms.

Appendix 5B Mining exploration entity quarterly report

1.13	Total operating and investing cash flows (brought forward)	(563)	(3,263)
	Cash flows related to financing activities		
1.14	Proceeds from issues of shares, options, etc.	809	1176
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 (share issue costs)	-	-
	Net financing cash flows	809	1176
	Net increase (decrease) in cash held	248	(2085)
1.20	Cash at beginning of quarter/year to date	601	2,934
1.21	Exchange rate adjustments to item 1.20	-	-
1.22	Cash at end of quarter	849	849

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		65
1.24	Aggregate amount of loans to the parties included in item 1.10		-
		•	

1.25	Explanation necessary for an understanding of the transactions
	Salaries - \$65,724

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

consolidated assets and habilities but did not involve cash nows		
Nil		
INI		

Details of outlays made by other entities to establish or increase their share in projects in which the reporting entity has an interest

which the reporting entity has an interest
Nil

Financing facilities available

Add notes as necessary for an understanding of the position.

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

Appendix 5B Page 2 17/12/2010

⁺ See chapter 19 for defined terms.

Estimated cash outflows for next quarter

		\$A'000
4.1	Exploration and evaluation	250
4.2	Development	-
4.3	Production	-
4.4	Administration	150
	Total	400

Reconciliation of cash

show	nciliation of cash at the end of the quarter (as n in the consolidated statement of cash flows) e related items in the accounts is as follows.	Current quarter \$A'000	Previous quarter \$A'000
5.1	Cash on hand and at bank	6	35
5.2	Deposits at call	843	566
5.3	Bank overdraft	-	-
5.4	Other (provide details)	-	-
Total: cash at end of quarter (item 1.22)		849	601

Changes in interests in mining tenements

		Tenement	Nature of interest	Interest at	Interest at
		reference	(note (2))	beginning	end of
				of quarter	quarter
6.1	Interests in	EL6941 (NSW)	Farmin option	8o%	NIL
	mining tenements	E08/2102 (WA)	Joint venture	50%	NIL
	relinquished, reduced or lapsed	E08/2103 (WA)	Joint venture	50%	NIL
6.2	Interests in mining tenements acquired or increased				

⁺ See chapter 19 for defined terms.

Issued and quoted securities at end of current quarterDescription 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	971,121,705	971,121,705		
7.4	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs	235,436,662		o.5 Cents	o.5 Cents
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)	Unlisted ATNAM ATNAO ATNAO ATNAO ATNAK Listed ATNO	1,875,500 5,000,000 5,000,000 5,000,000 5,500,000	Exercise price 4 cents 7.25 cents 8.7 cents 10.15 cents 7.25 cents	Expiry date 17 September 2012 21 April 2014 21 April 2014 21 April 2014 14 June 2014 30 April 2014
7.8	Issued during quarter	Listed ATNO	117,692,221	ı cent	30 April 2014
7.9	Exercised during quarter	ATNO	17,449	ı cent	
7.10	Expired during quarter				
7.11	Debentures (totals only)				
7.12	Unsecured notes (totals only)				

⁺ See chapter 19 for defined terms.

Appendix 5B Page 4 17/12/2010

Compliance statement

- 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 5).
- This statement does give a true and fair view of the matters disclosed.

Sign here:

Date: 31 July 2012

Company secretary

Print name: Roo

Rodney Dunn

Notes

- 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.
- 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.
- 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.
- The definitions in, and provisions of, *AASB 6: Exploration for and Evaluation of Mineral Resources* and *AASB 107: Statement of Cash Flows* apply to this report.
- Accounting Standards ASX will accept, for example, the use of International Financial Reporting 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.

== == == ==

⁺ See chapter 19 for defined terms.