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 2013

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	-	79
1.2	Payments for (a) exploration & evaluation (b) development (c) production (d) administration	(37) - - (79)	(749) - - (628)
1.3	Dividends received	(79)	(020)
1.4	Interest and other items of a similar nature received	-	6
1.5	Interest and other costs of finance paid	-	-
1.6	Income taxes paid	-	-
1.7	Other (provide details if material)	-	-
		(116)	(1,292)
	Net Operating Cash Flows		
	Cash flows related to investing activities		
1.8	Payment for purchases of:(a) prospects	-	-
	(b) equity investments	-	-
	(c) other fixed assets	-	-
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 Other (provide details if material)	-	-
1.12	Other (provide details if material)	-	-
	Net investing cash flows	-	-
1.13	Total operating and investing cash flows (carried forward)	(116)	(1,292)

⁺ See chapter 19 for defined terms.

1.13	Total operating and investing cash flows (brought forward)	(116)	(1,292)
	Cash flows related to financing activities		_
1.14	Proceeds from issues of shares, options, etc.	-	328
1.15	Proceeds from sale of forfeited shares	-	-
1.16	Proceeds from borrowings	100	200
1.17	Repayment of borrowings	-	-
1.18	Dividends paid	-	-
1.19	Other (share issue costs)	(5)	(45)
	Net financing cash flows	95	483
26			
	Net increase (decrease) in cash held	(21)	(809)
1.20	Cash at beginning of quarter/year to date	61	849
1.21	Exchange rate adjustments to item 1.20	-	-
		40	40
1.22	Cash at end of quarter	40	40

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	47
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 - \$47,500		

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
- 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

Financing facilities available

Add notes as necessary for an understanding of the position.

		Amount available \$A'ooo	Amount used \$A'ooo
3.1	Loan facilities	200	200
3.2	Credit standby arrangements		

Appendix 5B Page 2 17/12/2010

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Estimated cash outflows for next quarter

		\$A'000
4.1	Exploration and evaluation	50
4.2	Development	
4.3	Production	
4.4	Administration	100
	Total	150

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	3	6
5.2	Deposits at call	37	55
5.3	Bank overdraft	-	-
5.4	Other (provide details)	-	-
	Total: cash at end of quarter (item 1.22)	40	41

Changes in interests in mining tenements

6.1 Interests in mining tenements relinquished, reduced or lapsed

6.2 Interests in mining tenements acquired or increased

Tenement reference	Nature of interest (note (2))	Interest at beginning of quarter	Interest at end of quarter
E63/1322 E63/1375	JV though wholly owned subsidiary, Southern Pioneer Pty Ltd	nil nil	50% 50%

⁺ 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			<i>J,</i> (<i>)</i>	J, (27)
,	+securities				
	(description)				
7.2	Changes during				
	quarter				
	(a) Increases				
	through issues				
	(b) Decreases				
	through returns of				
	capital, buy-backs, redemptions				
7.2	+Ordinary	1 170 240 775	1 170 240 775		
7.3	securities	1,179,240,775	1,179,240,775		
7.4	Changes during				
7.4	quarter				
	(a) Increases				
	through issues	25,000,000	25,000,000	o.2 Cent	\$50,000
	(b) Decreases	_	_		
	through returns of				
	capital, buy-backs				
7.5	⁺ Convertible				
	debt securities				
_	(description)				
7.6	Changes during				
	quarter (a) Increases				
	through issues				
	(b) Decreases				
	through securities				
	matured,				
	converted				
7.7	Options			Exercise price	Expiry date
	(description and				
	conversion factor)	ATNAO	5,000,000	7.25 Cents	21 April 2014
		ATNAO	5,000,000	8.7 Cents	21 April 2014
		ATNAO	5,000,000	10.15 Cents	21 April 2014
		ATNAK ATNO	5,500,000	7.25 Cents 1.0 Cents	14 June 2014
		ATNO	117,673,368	o.3 Cents	30 April 2014 31 December 2014
	Issued during	AINI	59,366,511	0.3 Cents	31 December 2014
	quarter				
7.9	Exercised during				
1.5	quarter				
7.10	Expired during				
,	quarter				
7.11	Debentures				
	(totals only)				
7.12	Unsecured notes				
	(totals only)			J	

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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 2013 (Director/Company Secretary)

Print name: Paul McQuillan

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.

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