

Appendix 5B

Mining exploration entity quarterly report

Introduced 1/7/96. Origin: Appendix 8. Amended 1/7/97, 1/7/98, 30/9/2001, 01/06/10.

Name of entity

Aurora Minerals Limited

ABN

46 106 304 787

Quarter ended ("current quarter")

31 March 2013

Consolidated statement of cash flows

Cash flows related to operating activities	Current quarter \$A'000	Year to date (9 months) \$A'000
1.1 Receipts from product sales and related debtors		
1.2 Payments for (a) exploration & evaluation (b) development (c) production (d) administration	(442)	(1,942)
1.3 Dividends received		
1.4 Interest and other items of a similar nature received	123	523
1.5 Interest and other costs of finance paid		
1.6 Income taxes paid		
1.7 Other (provide details if material)	15	245
Net Operating Cash Flows	(505)	(1,958)
Cash flows related to investing activities		
1.8 Payment for purchases of: (a) prospects (b) equity investments (c) other fixed assets	(2)	(7)
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	(2)	(7)
1.13 Total operating and investing cash flows (carried forward)	(507)	(1,965)

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1.13	Total operating and investing cash flows (brought forward)	(507)	(1,965)
	Cash flows related to financing activities		
1.14	Proceeds from issues of shares, options, etc.	(14)	209
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)		
	Net financing cash flows	(14)	209
	Net increase (decrease) in cash held	(521)	(1,756)
1.20	Cash at beginning of quarter/year to date	12,776	14,011
1.21	Exchange rate adjustments to item 1.20		
1.22	Cash at end of quarter	12,255	12,255

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	125
1.24	Aggregate amount of loans to the parties included in item 1.10	-

Explanation necessary for an understanding of the transactions

The consolidated statements include the controlled listed entity Desert Mines & Metals Limited. Cash at end of quarter (Item 1.22) excluding Desert Mines & Metals Limited is \$10.74m.

1.2 Re-classification of administration costs to evaluation to 31 December of \$87k

1.7 In Quarter 1, rebates received from Australian Taxation Office for 2011 R&D activities \$147k and release of bond to Department of Mines and Petroleum \$74k.

1.10 Desert Mines loan to Korean Resources Ltd in accordance with proposed Molybdenum project acquisition announced to ASX on 18 March 2013.

1.14 Desert Mines and Metals Limited undertook a capital raising via rights issue to raise \$579k after costs. Aurora Minerals Ltd took up its full entitlement of \$356k, with the remaining \$223k raised from other sources being reflected in the Group cashflow.

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

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- 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

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+ See chapter 19 for defined terms.

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	Nil
3.2 Credit standby arrangements	Nil	Nil

Estimated cash outflows for next quarter

	\$A'000
4.1 Exploration and evaluation	550
4.2 Development	-
4.3 Production	-
4.4 Administration	295
Total	845

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	245	303
5.2 Deposits at call	12,010	12,473
5.3 Bank overdraft	-	-
5.4 Other (provide details)	-	-
Total: cash at end of quarter (item 1.22)	12,255	12,776

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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	E09/1313	Joint Venture	100%	49%
	E09/1314	Joint Venture	100%	49%
	E09/1323	Joint Venture	100%	49%
	E09/1398	Joint Venture	100%	49%
	E09/1399	Joint Venture	100%	49%
	E09/1546	Joint Venture	100%	49%
	E09/1549	Joint Venture	100%	49%
	E09/1550	Joint Venture	100%	49%
	E09/1587	Joint Venture	100%	49%
	E09/1712	Joint Venture	100%	49%
6.2 Interests in mining tenements acquired or increased				

Note: As noted in the December Quarterly Activities Report, during that quarter Desert Mines and Metals Limited completed the required expenditure commitment in the Camel Hills Joint Venture to earn a 51% interest in the tenements comprising the CHJV. These tenements have been held 100% by Aurora Minerals Ltd subsidiary, Aurora Resources Pty Ltd, and the interest has now reduced to 49% with the transfers being registered at the Department of Mines and Petroleum during the March quarter.

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 Preference securities <i>(description)</i>				
7.2 Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs, redemptions				
7.3 +Ordinary securities	104,167,499	104,167,499		Fully Paid
7.4 Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs				

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7.5	+Convertible debt securities <i>(description)</i>				
7.6	Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted				
7.7	Options <i>(description and conversion factor)</i>			<i>Exercise price</i>	<i>Expiry date</i>
		7,500,000	-	57.63 cents	31 Oct 2014
		270,000	-	34.00 cents	31 May 2013
		7,500,000	-	50.00 cents	22 Nov 2015
		1,525,000	-	30.00 cents	30 Jun 2013
		800,000	-	50.00 cents	30 Sep 2013
		1,500,000	-	100.5 cents	15 Nov 2015
		200,000	-	100.00 cents	14 Jul 2014
		3,000,000	-	44.95 cents	02 Sep 2014
		300,000	-	57.42 cents	07 Dec 2014
			-		
7.8	Issued during quarter				
7.9	Exercised/cancelled during quarter				
7.10	Expired/cancelled during quarter	250,000	-	30 cents	30 June 2013
7.11	Debentures <i>(totals only)</i>				
7.12	Unsecured notes <i>(totals only)</i>				

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 5).
- 2 This statement does ~~not~~* *(delete one)* give a true and fair view of the matters disclosed.

Sign here: Eric Gordon Moore

Date: 24 April 2013

Print name: Eric Gordon Moore
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.

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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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