

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

VENTURE MINERALS LIMITED

ABN

51 119 678 385

Quarter ended ("current quarter")

30 September 2012

Consolidated statement of cash flows

Cash flows related to operating activities	Current quarter \$A '000	Year to date (3 Months) \$A '000
1.1 Receipts from product sales and related debtors	-	-
1.2 Payments for (a) exploration & evaluation	(3,326)	(3,326)
(b) development	-	-
(c) production	-	-
(d) administration	(859)	(859)
1.3 Dividends received	-	-
1.4 Interest and other items of a similar nature received	115	115
1.5 Interest and other costs of finance paid	(6)	(6)
1.6 Income taxes	-	-
1.7 Other	-	-
Net Operating Cash Flows	(4,076)	(4,076)
Cash flows related to investing activities		
1.8 Payment for purchases of: (a) prospects	-	-
(b) equity investments	-	-
(c) other fixed assets	(2)	(2)
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 – Security Deposits	-	-
Net investing cash flows	(2)	(2)
1.13 Total operating and investing cash flows (carried forward)	(4,078)	(4,078)

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1.13	Total operating and investing cash flows (brought forward)	(4,078)	(4,078)
	Cash flows related to financing activities		
1.14	Proceeds from issues of shares, options, etc.	13,429	13,429
1.15	Proceeds from sale of forfeited shares	-	-
1.16	Proceeds from borrowings	-	-
1.17	Repayment of borrowings	-	-
1.18	Dividends paid	-	-
1.19	Costs of issuing shares	(809)	(809)
	Net financing cash flows	12,620	12,620
	Net increase (decrease) in cash held	8,542	8,542
1.20	Cash at beginning of quarter/year to date	10,096	10,096
1.21	Exchange rate adjustments to item 1.20	-	-
1.22	Cash at end of quarter	18,638	18,638

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	321
1.24	Aggregate amount of loans to the parties included in item 1.10	-
1.25	Explanation necessary for an understanding of the transactions	
	Payments to Directors	
	Salaries, Fees and Superannuation	218
	Payments to Director related entities	
	Allos Property Group Pty Ltd (Rent & outgoings for Premises)	72
	Gryphon Minerals Limited (Recharge of shared resources)	31

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

Nil

- 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

Nil

+ 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	-	-
3.2 Credit standby arrangements	-	-

Estimated cash outflows for next quarter

	\$A'000
4.1 Exploration and evaluation	1,300
4.2 Development	-
4.3 Production	-
4.4 Administration	800
Total	2,100

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	5,638	2,096
5.2 Deposits at call	13,000	8,000
5.3 Bank overdraft	-	-
5.4 Other (provide details)	-	-
Total: cash at end of quarter (item 1.22)	18,638	10,096

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	Nil			

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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	-	-	-	-
7.2 Changes during quarter				
(a) Increases through issues	-	-	-	-
(b) Decreases through returns of capital, buy-backs, redemptions	-	-	-	-
7.3 +Ordinary securities	275,787,870	275,787,870	-	-
7.4 Changes during quarter				
(a) Increases through issues	22,959,968	22,959,968	\$0.31	\$0.31
	13,907,732	13,907,732	\$0.31	\$0.31
	6,451,578	6,451,578	\$0.31	\$0.31
(b) Decreases through returns of capital, buy-backs	-	-	-	-
7.5 +Convertible debt securities	-	-	-	-
7.6 Changes during quarter				
(a) Increases through issues	-	-	-	-
(b) Decreases through securities matured, converted	-	-	-	-
7.7 Options <i>(description and conversion factor)</i>	11,375,000	-	<i>Exercise price</i> 45.0 cents	<i>Expiry date</i> 15 August 2014
	500,000	-	55.0 cents	20 March 2013
	10,550,000	-	70.0 cents	20 March 2013
	1,000,000	-	45.0 cents	See note "A"
	2,000,000	-	45.0 cents	14 August 2014
	2,000,000	-	50.0 cents	See note "B"
	2,500,000	-	55.0 cents	See note "C"
7.8 Issued during quarter	1,000,000	-	45.0 cents	See note "A"
	2,000,000	-	45.0 cents	14 August 2014
	2,000,000	-	50.0 cents	See note "B"
	2,500,000	-	55.0 cents	See note "C"
7.9 Exercised during quarter	-	-	-	-
7.10 Expired during quarter	-	-	-	-

Note A: Options vest upon successfully obtaining project finance for the Mt Lindsay Tin/Tungsten project and expire 18 months after vesting date.

Note B: Options vest upon first shipment of DSO ore and expire 18 months after vesting date.

Note C: Options vest upon company announcement that it has made a decision to proceed with mining tin in Tasmania and expire 18 months after vesting date.

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 4).
- 2 This statement does give a true and fair view of the matters disclosed.



Sign here: Date: 17 October 2012
(Chief Financial Officer & Joint Company Secretary)

Print name: Jon Grygorcewicz

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 6: Exploration for and Evaluation of Mineral Resources* and *AASB 107: Cash Flow Statements* 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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