Rule 5.3

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

PLUTON RESOURCES LTD

ABN

12 114 561 732

Quarter ended ("current quarter")

31 December 2012

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	23,908	33,184
1.2	Payments for:		
	(a) exploration and evaluation	(349)	(7,421)
	(b) development	-	-
	(c) production	(1,822)	(1,822)
	(d) administration	(3,641)	(8,046)
1.3	Dividends received	-	-
1.4	Interest and other items of a similar nature received	127	221
1.5	Interest and other costs of finance paid	(86)	(86)
1.6	Income taxes paid	-	-
1.7	Other (Tax - R&D Rebate)	289	297
	Net Operating Cash Flows	18,427	16,508
	Cash flows related to investing activities		
1.8	Payment for purchases of:		
	(a) prospects	-	-
	(b) equity investments	-	-
	(c) other fixed assets	(96)	(346)
1.9	Proceeds from sale of:		
	(a) prospects	-	-
	(b) equity investments	-	-
	(c) other fixed assets	4	4
1.10	Loans to other entities	(7)	(7)
1.11	Loans repaid by other entities	- (4.252)	- (4.2.52)
1.12	Other (Payment for Mining Property):	(4,252)	(4,252)
	Net investing cash flows	(4,351)	(4,601)
1.13	Total operating and investing cash flows		44.00=
	(carried forward)	14,075	11,907

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⁺ See chapter 19 for defined terms.

Mining exploration entity quarterly report

1.13	Total operating and investing cash flows		
	(brought forward)	14,075	11,907
	Cash flows related to financing activities		
1.14	Proceeds from issues of shares, options, etc.		
1.15	Proceeds from sale of forfeited shares	-	-
1.16	Proceeds from borrowings	-	5,359
1.17	Repayment of borrowings	-	=
1.18	Dividends paid	-	-
1.19	Expenses of capital raisings	-	=
	Net financing cash flows	-	5,359
	Net increase (decrease) in cash held	14,075	17,266
1.20	Cash at beginning of quarter/year to date	3,838	648
1.21	Exchange rate adjustments to item 1.20	-	-
1.22	Cash at end of quarter	17,913	17,913

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	128
1.24	Aggregate amount of loans to the parties included in item 1.10	7

1.25 Explanation necessary for an understanding of the transactions

1.23 Represents director's fees and superannuation contributions paid to directors during the quarter.

1.10 Relates to an advance to a related entity during the quarter.

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

and habilities but did not involve cash nows
None

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

reporting entity has an interest	
None	

Financing facilities available

Add notes as necessary for an understanding of the position.

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		Amount available	Amount used		
		\$A'000	\$A'000		
3.1	Loan facilities	5,359	5,359		
3.2	Credit standby arrangements	Nil	Nil		

3.1 Details of Loan facilities:

Loan from Wise Energy Group (Related Party) Loan from Rizhao Ports Group Logistic Co. Ltd

\$A'000
3,000
2,359

The above are short term loan facilities for working capital and are repayable in January 2013.

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⁺ See chapter 19 for defined terms.

Estimated cash outflows for next quarter

		\$A 000
4.1	Exploration and evaluation	105-
4.2	Development	-
4.3	Production	12,052
4.4	Administration	482
	Total	12,639

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 (interest bearing)	16,563	3,333
5.2	Security Deposits	1,240	395
5.3	Bank overdraft	-	-
5.4	Other (Term Deposit)	110	110
	Total: cash at end of quarter (item 1.22)	17,913	3,838

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	NONE		1	
6.2	Interests in mining tenements acquired or increased	NONE			

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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 at end of quarter	246,593,087	246,593,087	-	Fully Paid
7.4	Changes during quarter (a) Increases through: - Share Issue				,
7.5	*Performance Rights (Employee Share Option Plan)	240,000	-	\$1.25	Nil
7.6	Changes during quarter (a) Increase through issues (b) Decrease through cancelled securities				
7.7	Options			Exercise price	Expiry date
	Options issued: Founder Directors - Options- Mayala	23,396,572 14,342,576	Not quoted Not quoted	30c 83.1c	3 October 2016 22 July 2017
7.8	Issued during quarter				
7.9	Exercised during quarter				
7.10	Expired during quarter				
7.11	Debentures (totals only)				I
7.12	Unsecured notes (totals only)				

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⁺ See chapter 19 for defined terms.

Compliance statement

- This statement has been prepared using 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 gives a true and fair view of the matters disclosed.

Graeme Smith Company Secretary

31 January 2013

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.
- 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.
- The definitions in, and provisions of, *AASB 1022: Accounting for Extractive Industries* and *AASB 1026: Statement of Cash Flows* applies to this report.
- 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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