

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

MILLENNIUM MINERALS LIMITED

ABN

85 003 257 556

Quarter ended ("current quarter")

31 March 2013

Consolidated statement of cash flows

		Current quarter \$A'000	Year to date (3 months) \$A'000
Cash flows related to operating activities			
1.1	Receipts from product sales and related debtors	27,659	27,659
1.2	Payments for (a) exploration and evaluation (b) production (c) development (d) administration	(1,446) (15,414) (3,088) (1,258)	(1,446) (15,414) (3,088) (1,258)
1.3	Interest and other items of a similar nature received	8	8
Net Operating Cash Flows		6,461	6,461
Cash flows related to investing activities			
1.8	Payment for purchases of property, plant and equipment	(671)	(671)
1.9	Other (provide details if material) - Performance bond	(5)	(5)
Net investing cash flows		(676)	(676)
1.10	Total operating and investing cash flows (carried forward)	5,785	5,785

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1.11	Total operating and investing cash flows (brought forward)	5,785	5,785
Cash flows related to financing activities			
1.12	Proceeds from issues of shares, options, etc.	797	797
1.13	Proceeds from borrowings	452	452
1.14	Repayment of borrowings	(1,000)	(1,000)
1.15	Finance lease payments	(681)	(681)
1.16	Interest paid	(976)	(976)
	Net financing cash flows	(1,408)	(1,408)
	Net increase (decrease) in cash held	4,377	4,377
1.20	Cash at beginning of quarter/year to date	6,726	6,726
1.21	Cash at end of quarter	11,103	11,103

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	92
1.24	Aggregate amount of loans to the parties included in item 1.10	-

1.25 Explanation necessary for an understanding of the transactions

Non-Executive Directors and executive services.

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

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

None

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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	4,832	52,168
3.2 Credit standby arrangements	Nil	Nil

Estimated cash outflows for next quarter*

	\$A'000
4.1 Exploration and evaluation	1,535
4.2 Development	2,083
4.3 Production	15,393
4.4 Administration	1,170
Total	20,181

* Estimated cash outflows will be funded predominantly by forecast gold sales of \$31.5m in that quarter.

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	4,945	2,831
5.2 Deposits at call	-	-
5.3 Bank overdraft	-	-
5.4 Other - Bullion	6,158	3,895
Total: cash at end of quarter (item 1.22)	11,103	6,726

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	-	-	-	-
6.2 Interests in mining tenements acquired or increased	P46/1804	100% ownership	-	100%
	M46/138	100% ownership	-	100%
	M46/264	100% ownership	-	100%
	M46/265	100% ownership	-	100%
	M46/266	100% ownership	-	100%

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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 (description)	-	-		
7.2	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs, redemptions				
7.3	+Ordinary securities	Listed 4,372,781,946	4,372,781,946		
7.4	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs	26,477,587 -	26,477,587 -		
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 25,000,000 Listed -	- -	<i>Exercise price</i> 3.25 cents -	<i>Expiry date</i> 31 Dec 14 -
7.8	Issued during quarter	-	-	-	-
7.9	Exercised during quarter	26,429,740 47,847	26,429,740 47,847	3.0 cents 7.5 cents	5 Jan 13 28 Feb 13
7.10	Expired during quarter	1,469,266,909 67,474,196	1,469,266,909 67,414,196	3.0 cents 7.5 cents	5 Jan 13 28 Feb 13
7.11	Debentures (totals only)	-	-		
7.12	Unsecured notes (totals only)	-	-		

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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 ~~not~~* (*delete one*) give a true and fair view of the matters disclosed.

Sign here:


(Company secretary)

Date: 23/04/2013

Print name:

PIERRE MALHERBE

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 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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