

Appendix 5B

Mining exploration entity quarterly report

Name of entity

THOR MINING PLC

ACN or ARBN

121 117 673

Quarter ended ("current quarter")

30 June 2014

Consolidated statement of cash flows

| | Current quarter \$A'000 | Year to date (12 months) \$A'000 |
|---|----------------------------|--|
| Cash flows related to operating activities | | |
| 1.1 Receipts from product sales and related debtors | 0 | 0 |
| 1.2 Payments for (a) exploration & evaluation | (149) | (1,023) |
| (b) development | 0 | 0 |
| (c) production | 0 | 0 |
| (d) administration | (138) | (881) |
| 1.3 Dividends received | 0 | 0 |
| 1.4 Interest and other items of a similar nature received | 0 | 6 |
| 1.5 Interest and other costs of finance paid | (17) | (69) |
| 1.6 Income taxes paid | 0 | 0 |
| 1.7 Other (export marketing grant) | 35 | 35 |
| Net Operating Cash Flows | (269) | (1,932) |
| Cash flows related to investing activities | | |
| 1.8 Payment for purchases of: (a) prospects | 0 | 0 |
| (b) equity investments | 0 | 0 |
| (c) other fixed assets | 0 | 0 |
| 1.9 Proceeds from sale of: (a) prospects | 0 | 0 |
| (b) equity investments | 0 | 0 |
| (c) other fixed assets | 0 | 3 |
| 1.10 Loans to other entities | 0 | 0 |
| 1.11 Loans repaid by other entities | 0 | 0 |
| 1.12 Other:- Deposits supporting guarantees | 0 | 0 |
| Net investing cash flows | 0 | 3 |
| 1.13 Total operating and investing cash flows (carried forward) | (269) | (1,929) |

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| | | | |
|---|--|-------|---------|
| 1.13 | Total operating and investing cash flows (brought forward) | (269) | (1,929) |
| Cash flows related to financing activities | | | |
| 1.14 | Proceeds from issues of shares, options, etc. (Refer Note 6) | 276 | 1,637 |
| 1.15 | Proceeds from sale of forfeited shares | 0 | 0 |
| 1.16 | Proceeds from borrowings | 0 | 0 |
| 1.17 | Repayment of borrowings | 0 | 0 |
| 1.18 | Dividends paid | 0 | 0 |
| 1.19 | Other (provide details if material) | 0 | 0 |
| Net financing cash flows | | 276 | 1,637 |
| Net increase (decrease) in cash held | | 7 | (292) |
| 1.20 | Cash at beginning of quarter/year to date | 11 | 310 |
| 1.21 | Exchange rate adjustments to item 1.20 | 0 | 0 |
| 1.22 | Cash at end of quarter | 18 | 18 |

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'ooo |
|--|--|----------------------------|
| 1.23 | Aggregate amount of payments to the parties included in item 1.2 | 25 |
| 1.24 | Aggregate amount of loans to the parties included in item 1.10 | 0 |
| 1.25 | Explanation necessary for an understanding of the transactions | |
| \$25k includes: - Consulting fees paid to M Billing \$25k. | | |

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

During the quarter, 142,898,396 new Ordinary Shares were issued to Lanstead Capital L.P. ("Lanstead"), a new institutional investor in the Company, as the 2nd tranche of a two tranche equity placing valued at £750,000. Consideration for the 2nd tranche Shares was UK£331,688 (A\$603,000). As reflected in the cashflow, UK£116,529 (A\$212,000) was received during the quarter, relating to both tranches. The outstanding amount for both tranches at 30 June 2014 is UK£582,329 (A\$1,058,000). In addition, the company has entered into Equity Swap Agreements with Lanstead which allow the Company to secure much of the potential upside arising from anticipated near term news flow. Full details are contained in the company's announcement of the 20th February 2014.

During the quarter, Ram Resources (ASX: RMR) acquired Thor's interests in base metals and PGE (platinum group elements) in Dundas exploration leases E63/1102 and E63/872. Thor retained its gold and other interests. An initial consideration of A\$70,000 in RMR shares was received during July 2014, and then subsequently sold for A\$102,107. A further consideration of A\$100,000 in cash or RMR shares is due in 18 months. RMR may elect not to make the payment in which case the base metals and PGE rights revert to Thor.

- 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

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 | 1,000 | 1,000 |
| 3.2 Credit standby arrangements | 0 | 0 |

Estimated cash outflows for next quarter (Note 9)

| | \$A'000 |
|--------------------------------|------------|
| 4.1 Exploration and evaluation | 300 |
| 4.2 Development | 0 |
| 4.3 Production | 0 |
| 4.4 Administration | 450 |
| Total | 750 |

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 | 18 | 11 |
| 5.2 Deposits at call | 0 | 0 |
| 5.3 Bank overdraft | 0 | 0 |
| 5.4 Other (90 day Term Deposit) | 0 | 0 |
| Total: cash at end of quarter (item 1.22) | 18 | 11 |

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 | EL 63/1102 EL 63/872 | Ram Resources (ASX: RMR) farm in to acquire base metal and PGE rights. Thor retaining gold interest. | 60% 60% | 60% 60% |

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|-----|---|--|--|--|
| 6.2 | Interests in mining tenements acquired or increased | | | |
|-----|---|--|--|--|

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) | Amount paid up per security (see note 3) |
|-----|--|---------------|---------------------------------------|--|
| 7.1 | Preference securities | | | |
| 7.2 | Changes during quarter | | | |
| 7.3 | *Ordinary securities | 1,703,669,855 | 1,703,669,855 (Refer Note 7) | N/A Fully Paid |
| 7.4 | Changes during quarter | | | |
| | (a) Increases by issues: | | | |
| | - Placement | 142,898,396 | 142,898,396 | 0.23375 pence Fully Paid |
| | - Placement | 25,000,000 | 25,000,000 | 0.4 cents Fully Paid |
| | - UK Warrants (See below 7.8) | 110,000 | 110,000 | 0.7 pence Fully Paid |
| | (b) Decreases through returns of capital, buy-backs | | | |
| 7.5 | *Convertible debt securities | | | |
| 7.6 | Changes during quarter | | | |
| 7.7 | Options <i>(description and conversion factor)</i> | Total number | Number quoted | Exercise price Expiry date |
| | Options E <i>(Associates)</i> | 4,000,000 | 0 | 2.0 pence 21/06/2015 |
| | Options F <i>(Associates)</i> | 600,000 | 0 | 2.0cents 27/09/2015 |
| | Options G <i>(Debt facility issuer)</i> | 84,141,088 | 0 | 0.7428 cents 19/03/2016 |
| | Options H <i>(Debt facility issuer)</i> | 62,887,808 | 0 | 0.5963 cents 3/06/2016 |
| | Options I <i>(Attaching to AIM listed shares)</i> | 8,289,027 | 0 | 0.7 pence 30/9/2014 |
| | Options J <i>(Attaching to CDIs)</i> | 20,067,431 | 0 | 1.05 cents 30/9/2014 |
| 7.8 | Issued during quarter | | | |

| | | | | | |
|------|--|-----------|---|-----------|-----------|
| 7.9 | Exercised during quarter <i>Options I</i> (Attaching to AIM listed shares) | 110,000 | 0 | 0.7 pence | 30/9/2014 |
| 7.10 | Expired during quarter <i>Options E</i> (Associates) | 1,000,000 | 0 | 3.5 cents | 13/6/2014 |
| 7.11 | Debentures (totals only) | | | | |
| 7.12 | Unsecured notes (totals only) | | | | |

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:


 (Company Secretary)

Date: 31/7/2014

Print name: Ray Ridge

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.

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- 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.
- 6 Proceeds are net of issue costs.
- 7 Ordinary securities comprise of:
- | | |
|--|----------------------|
| Listed on London Stock Exchange (AIM) | 985,782,193 |
| Listed on Australian Stock Exchange (ASX) – as CDIs | 717,887,662 |
| Listed on Australian Stock Exchange (ASX) – as CDI’s | |
| Total Ordinary Securities at 30 June 2014 | <u>1,703,669,855</u> |
- 8 Issues during the quarter comprise of:
- | | |
|--|--------------------|
| Listed on London Stock Exchange (AIM) | 143,008,396 |
| Listed on Australian Stock Exchange (ASX) – as CDI’s | 25,000,000 |
| Total Ordinary Securities issued in the quarter | <u>168,008,396</u> |
- 9 During the quarter, the number of shares transferred From London Stock Exchange (AIM) to ASX as CDIs was: 46,578,650
- 10 Estimated cash outflows for the next quarter will be met by additional near term cash inflows of \$865,000, as follows:
- \$333,000 received 10th July, for the first tranche of share placements
 - \$340,000 to be received, for the second tranche of share placements, subject to shareholder approval (General Meeting 10.30am London time, 31 July 2014).
 - \$102,000 received for the sale of shares in Ram Resources Ltd. The shares were received for the sale of the base metal rights at Thor’s Dundas project. (refer item 2.1)
 - \$50,000 estimated instalments due from Lanstead (refer item 2.1)
 - \$40,000 for a deposit refund.