



Haoma Mining NL

A.B.N 12 008 676 177

Registered Office & Head Office:

Level 1, 401 Collins Street, Melbourne, Vic., 3000, GPO Box 2282U, Melbourne, Vic., 3001.

Telephone (03) 9629 6888, Facsimile (03) 9629 1250

Email: haoma@roymorgan.com Website: www.haoma.com.au

Company Announcements Office
Australian Stock Exchange
Level 4, North Tower, Rialto
525 Collins Street
MELBOURNE, VIC 3000

July 31, 2013

Dear Sir,

ACTIVITIES REPORT FOR THE QUARTER ENDED JUNE 30, 2013 – HIGHLIGHTS

- **Group Consolidated Result** – Haoma Mining's unaudited consolidated financial result for the three months ended June 30, 2013 was a before tax loss of \$2.45 million after interest of \$0.80 million, depreciation and amortisation of \$0.05 million and group exploration, development and test work expenditure of \$1.38 million.
- **Bamboo Creek Test Work continued** – During the Quarter test work has **concentrated on developing a commercial process to extract** gold and PGM from both Bamboo Creek Tailings and Mt Webber ores.

Many tests have been completed on different ore samples using the Elazac Extraction Process and different existing commercial gold and PGM extraction processes.

Directors are pleased to advise shareholders the following significant results, namely:

1. Using **traditional plant processing equipment and procedures** tests conducted during the Quarter confirmed most of the **iron fraction in the samples tested could be separated from the gold, PGM and other metals** in both Bamboo Creek Tailings (about 6% Fe) and Mt Webber ores (above 50% Fe). This will result in considerable processing cost savings.
2. Current test work using the Elazac Process with a 1kg sample of Bamboo Creek Tailings (not concentrated) measured a gold grade of 101.69 g/t. **The gold grade was calculated from gold recovered onto carbon using a traditional CIL (carbon in cyanide leach) final stage of extraction and traditional assay methods.**
3. Current test work has focused on using the Elazac Extraction Method with **gold assays conducted by traditional methods.** With a 75 kg Mt Webber drill hole sample using the Elazac Extraction Method the calculated gold grade measured was 22.89 g/t.

A second bulk sample of Mt Webber drill hole ore **conducted by an independent laboratory** using the Elazac Extraction Method measured a calculated gold grade of 23.76 g/t. **The gold assays were conducted by traditional methods.**

Perth Office:

Suite 22 Piccadilly Square 7 Aberdeen Street, Perth, W.A. 6000

Tel: (08) 9325 4899 Fax: (08) 9221 1341

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1. GROUP CONSOLIDATED RESULT TO JUNE 30, 2013

Haoma Mining NL Consolidated Profit & Loss	2011/12 4th Qtr (\$m)	2011/12 Full Year (\$m)	2012/13 1st Qtr (\$m)	2012/13 2nd Qtr (\$m)	2012/13 3rd Qtr (\$m)	2012/13 4th Qtr (\$m)	2012/13 Full Year (\$m)
Operating Revenue:		-	-	-	-	-	-
Royalties	0.04	0.11	0.09	0.14	0.06	0.06	0.35
Retail Sales & Misc.	0.05	0.16	0.06	0.04	0.03	0.04	0.17
Dividend Received	-	-	-	0.25	-	-	0.25
Finance Revenue	0.03	0.12	0.03	0.03	0.02	0.02	0.10
Other Income	0.01	0.03	0.01	0.01	-	-	0.02
Profit (Loss) on Sale of Assets	32.27	32.45	-	-	-	-	-
Operating Revenue	32.40	32.87	0.19	0.47	0.11	0.12	0.89
Operating profit (loss) before interest, depreciation, amortisation, exploration & development costs:	31.92	31.91	0.04	0.36	0.06	(0.22)	0.24
Interest	(0.94)	(4.17)	(0.88)	(0.90)	(0.88)	(0.80)	(3.46)
Depreciation & amortization	(0.02)	(0.70)	(0.06)	(0.04)	(0.04)	(0.05)	(0.19)
Exploration, development & test work	(1.11)	(4.28)	(1.16)	(1.10)	(1.26)	(1.38)	(4.90)
Operating (loss) before tax	29.85	22.76	(2.06)	(1.68)	(2.12)	(2.45)	(8.31)

1.1 Haoma's Group Consolidated Result

Haoma Mining's unaudited consolidated financial result for the three months ended June 30, 2013 was a before tax loss of \$2.45 million after interest of \$0.80 million, depreciation and amortisation of \$0.05 million and group exploration, development and test work expenditure of \$1.38 million.

1.2 Funding of Operations

At present, funding for Haoma's operations is being provided by The Roy Morgan Research Centre Pty Ltd, a company owned and controlled by Haoma's Chairman, Gary Morgan. During the June Quarter, Haoma repaid debt to The Roy Morgan Research Centre Pty Ltd of \$6,256,320. The debt repayment was funded from the sale of shares in Atlas Iron Ltd. Details of the share sale were included in the Activities Report for the Quarter ended March 31, 2013.

At June 30, 2013 the principal debt to The Roy Morgan Research Centre Pty Ltd was \$26.55 million. Haoma has approved payment of interest on this debt at the 30 day commercial bill rate plus a facility margin of 4%. Interest will accrue until such time as the Board determines that the company is in a position to commence interest payments. Interest accrued for the 3 months to June 30, 2013 was \$803,635. Total interest accrued and unpaid to June 30, 2013 is \$19.380 million.

2.0 RECENT ACTIVITIES AT BAMBOO CREEK

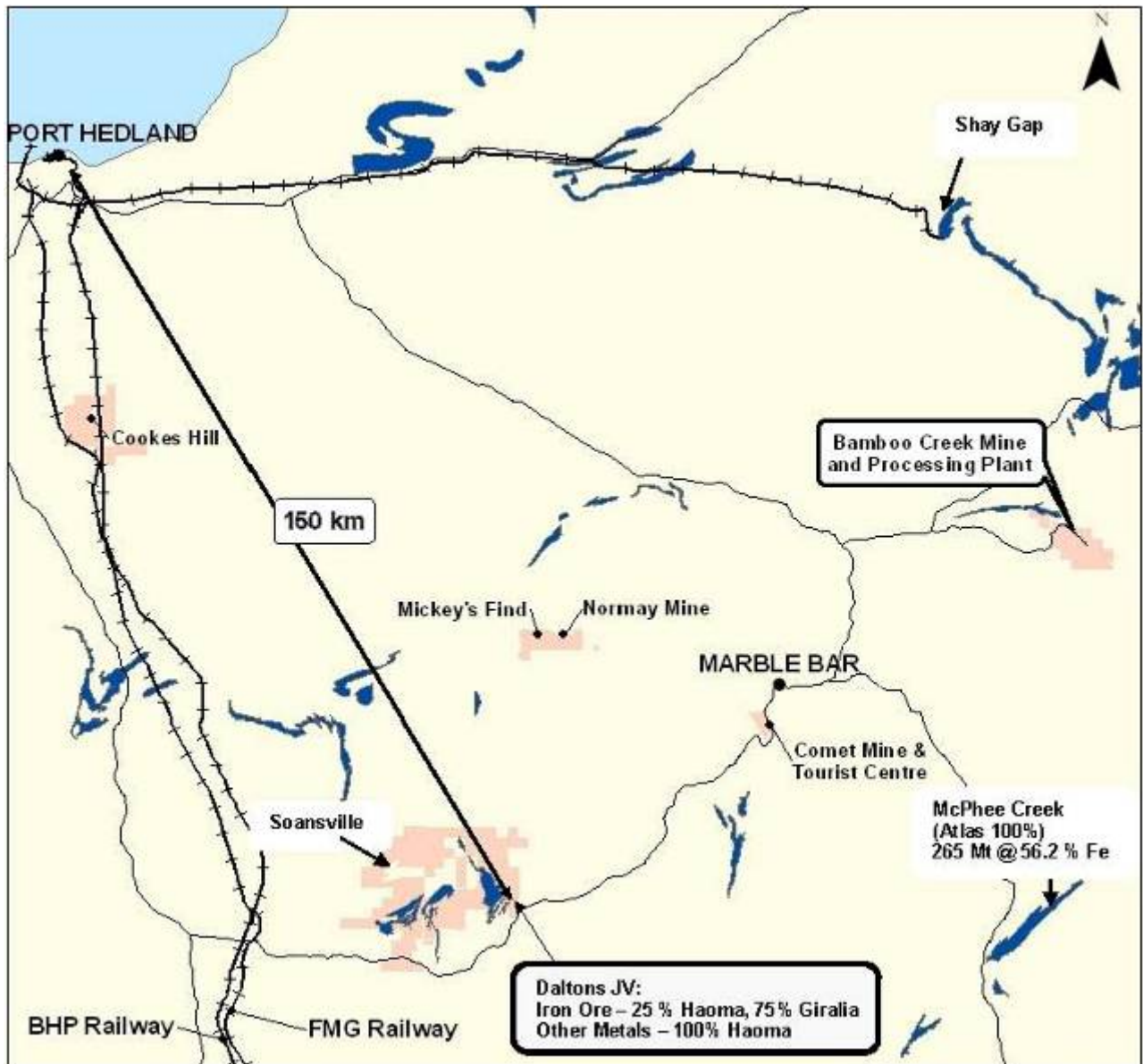


Figure 1: Location of Haoma Mining Projects including the location of Haoma’s Bamboo Creek Processing Plant, North Pole Area (including Mickey’s Find and Normay Mine), Cookes Hill, Daltons JV and the Comet Gold Mine and Tourist Centre.

2.1 Test work at Bamboo Creek¹

Haoma's Quarterly Reports over the last year advised shareholders of significant gold and PGM grades measured in both Bamboo Creek Tailings and Mt Webber drill hole samples using the Elazac Process.

On February 25, 2013 shareholders were advised of “[Updated Results from Elazac Process Assays of Mt Webber Drill Core Samples and Bamboo Creek Tailings Concentrate](#)”.

¹ The information & data in Section 2 of this report as it relates to Metallurgical Results is based on information compiled by Mr. Peter Cole who is an expert in regard to this type of metallurgical test work. The results relate to testing the effectiveness of a new method of assaying for gold and other mineral content (the Refined Elazac Assay Method) and a new method for extraction of gold and other minerals from ore (the Refined Elazac Extraction Method). These methods are together referred to as the Elazac Process. The information reported relates solely to ongoing test work in relation to bringing the Elazac Process to commercial realisation. Mr. Cole has worked in the mining industry for over 30 years and has been associated with the development of the Elazac Process over a long period (approximately 15 years). Mr. Cole is one of only a few persons with sufficient relevant knowledge and experience to report results in relation to test work on the Refined Elazac Assay Method and Refined Elazac Extraction Method. Mr. Cole has consented to the inclusion in this report of the information and data in the form and context in which it appears.

In addition to precious metals Directors also reported the Elazac Assay Method measured significant grades of nickel in Bamboo Creek Tailings.

It is important that shareholders understand that different processing methods are required to extract gold/silver and Platinum Group Metals (PGM).

During the Quarter test work has **concentrated on developing a commercial process to extract gold and PGM** from both Bamboo Creek Tailings and Mt Webber ores.

Many tests have been completed on different ore samples using the Elazac Extraction Process and different existing commercial gold and PGM extraction processes.

Directors are pleased to advise shareholders the following significant results, namely:

2.1.1. Using traditional plant processing equipment and procedures tests conducted during the Quarter confirmed most of the **iron fraction in the samples tested could be separated from the gold, PGM and other metals** in both Bamboo Creek Tailings (about 6% Fe) and Mt Webber ores (above 50% Fe). This will result in considerable processing cost savings.

2.1.2 Bamboo Creek Ores:

Previous results from tests with samples of Bamboo Creek Tailings Concentrate were reported to shareholders in the [December 2012 Quarterly Report](#). The results showed significant grades of PGM were measured in the samples assayed however 'relatively conservative' gold grades were measured in some concentrate samples. Tests are currently being conducted to understand why such wide differences occurred in the gold grades of similar concentrate samples.

Shareholders have also previously been advised that the Head Grade of Bamboo Creek Tailings (not concentrated) using the Elazac Assay Method is about 100g/t gold.

Current test work using the Elazac Process with a 1kg sample of Bamboo Creek Tailings (not concentrated) measured a gold grade of 101.69 g/t. The gold grade was calculated from gold recovered onto carbon using a traditional CIL (carbon in cyanide leach) final stage of extraction and traditional assay methods. The PGM and other metals remained in the residue. When in production this residual product containing PGM will be sent to overseas refineries.

Over the last 2 weeks a bulk sample of about 250kg of Bamboo Creek tailings was processed through the Bamboo Creek Plant. Gold and other metals are being **extracted by existing commercial gold and PGM extraction processes**. The grades will be measured by the quantity of each metal recovered. Shareholders will be advised of results when received.

2.1.3. Mt Webber Ore:

Haoma shareholders have previously been advised that the Head Grade of Mt Webber drill hole samples measured by the Elazac Assay Method have covered a wide range. [In Jan/Feb 2013 the gold grade measured in a 35.835kg Mt Webber drill hole sample was 44.67g/t.](#)

Current test work has focused on using the Elazac Extraction Method with **gold assays conducted by traditional methods**. With a 75 kg Mt Webber drill hole sample using the Elazac Extraction Method the calculated gold grade measured was 22.89 g/t.

A second bulk sample of Mt Webber drill hole ore **conducted by an independent laboratory** using the Elazac Extraction Method measured a calculated gold grade of 23.76 g/t. The gold assays were conducted by traditional methods.

Over the next 4-6 weeks a bulk sample of about 250kg of Mt Webber drill hole ore we will process at Bamboo Creek. Gold and other metals will be **extracted by existing commercial gold and PGM extraction processes**. The grades will be measured by the quantity of each metal recovered. Shareholders will be advised of results when the test is completed.

3. EXPLORATION AND EVALUATION ACTIVITIES IN WESTERN AUSTRALIA

The current focus of Haoma's exploration activities in the East Pilbara is on locating iron-rich lithologies and mineralized zones. Exploration activities include ongoing examination of geological settings and mineralisation styles within the context of the Haoma's metallurgical test work program.

3.1 Bamboo Creek Tenement Group - M45/481, M45/480, M45/16, M45/411, M45/874, E45/2982, E45/3217, E45/4117, P45/2227, P45/2242, P45/2244, P45/2301, P45/2329, P45/2330, P45/2336, P45/2342

3.1.1 Five Mile Hill (E45/3217)

Evaluation of the area in the vicinity of Five Mile Hill is ongoing. The program aims to explore the potential for Platinum Group Elements (PGE), Gold (Au) and Nickel (Ni) mineralisation in the area.

Field reconnaissance and sampling have located banded iron formation (BIF) within a lithological unit previously mapped as banded chert. BIF and pyroxenite units are analogous with the magnetic anomalies identified in the southern most blocks of E45/3217 (see Figure 2). Gold anomalies found during exploration conducted in the 1990's were not fully tested. An earlier stream sediment program in 1993/1994 recorded anomalous gold concentrations in the drainage system of the area. Re-evaluation of these anomalies has commenced with the addition of a solvent extraction step in the assay process. This step will reduce the influence of iron content on readable gold, particularly in whole rock samples.

A preliminary rock chip sampling program reported in the previous quarter returned gold assays below 0.10ppm (see Table 1). Analyses of PGE content are pending.

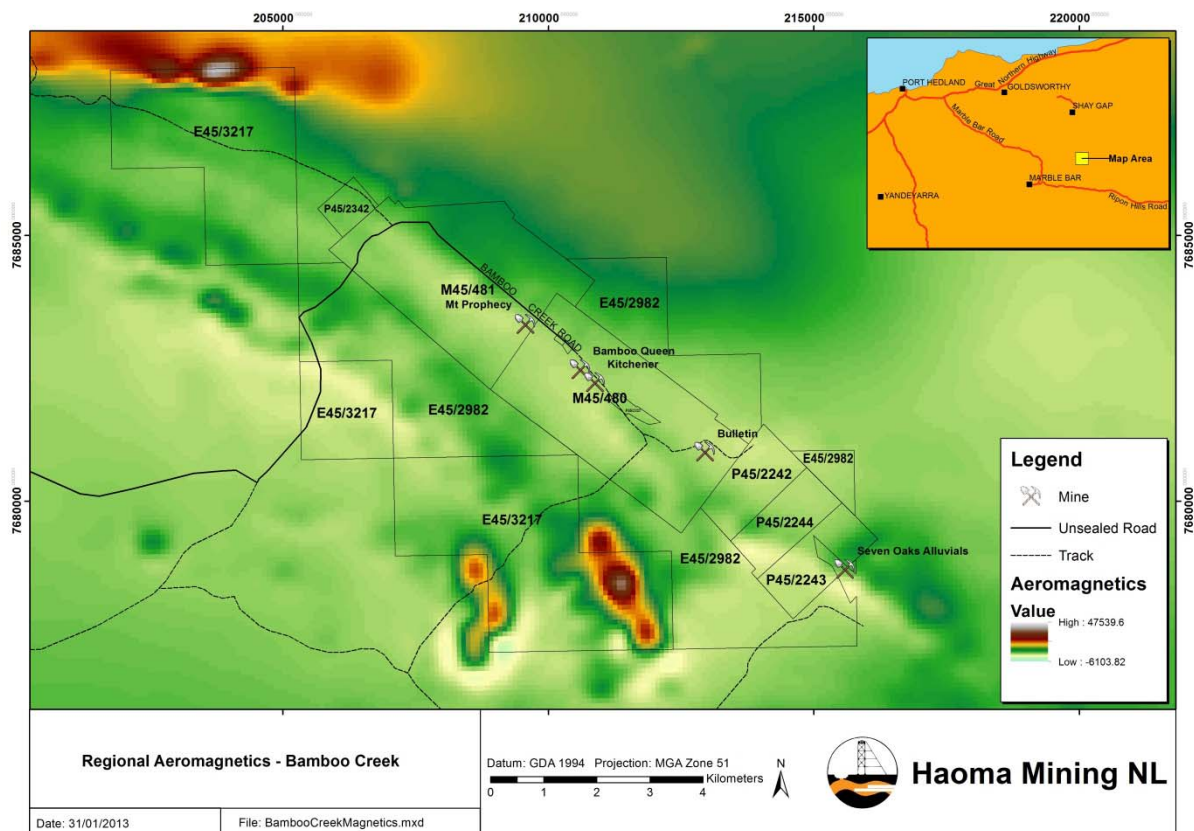


Figure 2: - Bamboo Creek Regional Aeromagnetics

Table 1: Five Mile Hill Area Rock Chip Sampling 2013

Sample ID	East	North	Location	Au (ppm)
3217-13-001	210954	7679270	5 Mile Hill South-East	0.07
3217-13-002	211536	7677943	5 Mile Hill South-East	0.07
3217-13-003	209077	7678131	5 Mile Hill South-East	0.05
3217-13-004	209035	7678113	5 Mile Hill South-East	0.05
3217-13-005	209026	7678103	5 Mile Hill South-East	0.04
3217-13-006	209025	7678102	5 Mile Hill South-East	0.09
3217-13-007	209003	7678097	5 Mile Hill South-East	<0.01
3217-13-008	208977	7678104	5 Mile Hill South-East	0.01
3217-13-009	208962	7678098	5 Mile Hill South-East	0.02
3217-13-010	208952	7678085	5 Mile Hill South-East	0.01

3.1.2 Mt Bloch – (M45/481)

During the Quarter a program of close spaced rock chip sampling in several traverses was completed over an area known as Mt Bloch, located on tenement M45/481 (see Figure 3), one kilometre north-west from the Bamboo Creek Camp,. Mt Bloch lies as an extension of known mineralisation to the south-east in the Bamboo Creek Valley. The sampling program aims to explore the potential for Gold (Au) mineralisation in the area. A total of 241 samples were collected (see Table 2). Gold mineralisation is associated with quartz veins in silicified ultramafic host rock. Distribution is discontinuous at surface and is considered to manifest as lenses proximal to the quartz veins.

This program has served to validate the association of gold mineralisation with zones of silicification and has generated several target areas which may be tested by drilling.

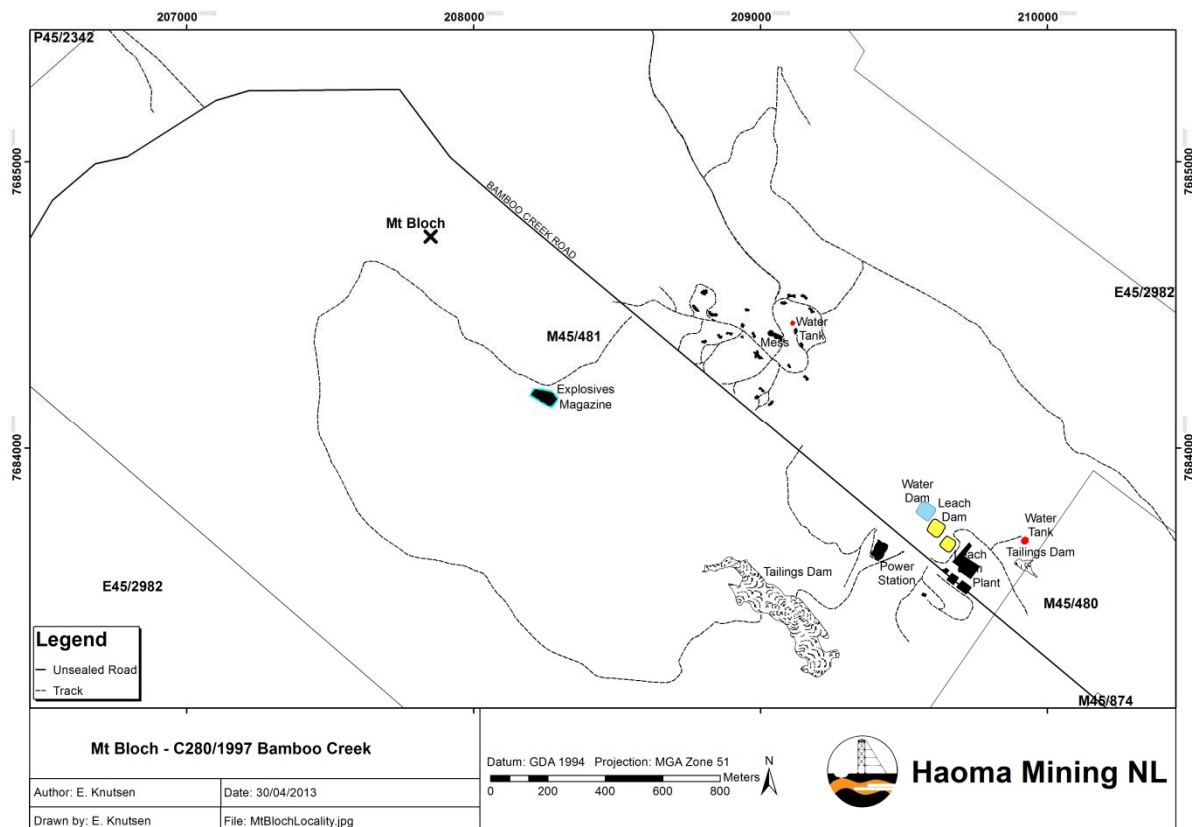


Figure 3: Location of Mt. Bloch Prospect

Table 2: Mt. Bloch Rock Chip Sampling 2012/2013

Sample ID	East	North	Location	Au ppm	Repeat Au ppm
MTB001	207861	7684715	Mt Bloch	0.25	
MTB002	207807	7684779	Mt Bloch	0.20	
MTB003 to 007			Mt Bloch	≤0.10	
MTB008	207803	7684780	Mt Bloch	3.38	
MTB009	207796	7684785	Mt Bloch	0.68	0.32
MTB12-001 to 012			Mt Bloch	≤0.10	
MTB12-013	208348	7684277	Mt Bloch	5.47	1.09
MTB12-014	208330	7684277	Mt Bloch	0.83	0.96
MTB12-015 to 028			Mt Bloch	≤0.10	
MTB12-029	208336	7684377	Mt Bloch	0.25	0.34
MTB12-030	208334	7684367	Mt Bloch	0.24	
MTB12-031	208322	7684361	Mt Bloch	0.19	0.27
MTB12-032 to 084			Mt Bloch	≤0.10	
MTB12-085	208354	7684274	Mt Bloch	0.24	
MTB12-086 to 091			Mt Bloch	≤0.10	
MTB12-092	207799	7684777	Mt Bloch	1.25	
MTB12-093	207798	7684780	Mt Bloch	0.89	
MTB12-094 to 105			Mt Bloch	≤0.10	
MTB12-106	207842	7684858	Mt Bloch	0.24	
MTB12-107 to 122			Mt Bloch	≤0.10	
MTB12-123	207765	7684845	Mt Bloch	0.29	
MTB12-124	207768	7684844	Mt Bloch	0.11	
MTB12-125	207763	7684834	Mt Bloch	0.10	
MTB12-126 to 172			Mt Bloch	≤0.10	
MTB-13-001 to 012	207843	7684817	Mt Bloch	≤0.10	0.04
MTB-13-013	207822	7684805	Mt Bloch	0.70	0.59
MTB-13-014	207801	7684781	Mt Bloch	≤0.10	
MTB-13-015	207795	7684781	Mt Bloch	0.31	0.50
MTB-13-016	207796	7684781	Mt Bloch	0.70	0.94
MTB-13-017	207796	7684781	Mt Bloch	1.24	1.41
MTB-13-018	207799	7684777	Mt Bloch	≤0.10	≤0.10
MTB-13-019	207795	7684778	Mt Bloch	0.16	0.16
MTB-13-020	207794	7684777	Mt Bloch	0.10	0.11
MTB-13-021	207800	7684775	Mt Bloch	9.63	9.30
MTB-13-022	207795	7684779	Mt Bloch	0.15	0.16
MTB-13-023 to 026			Mt Bloch	≤0.10	
MTB-13-027	207791	7684773	Mt Bloch	1.93	2.12
MTB-13-028 to 029			Mt Bloch	≤0.10	
MTB-13-030	207793	7684772	Mt Bloch	0.62	0.78
MTB-13-031 to 048			Mt Bloch	≤0.10	
MTB-13-049	207840	7684713	Mt Bloch	0.40	0.38
MTB-13-050 to 060			Mt Bloch	≤0.10	

3.1.3 The Patch (M45/480)

During the Quarter, follow up rock chip sampling was undertaken in the area of ‘The Patch’ (Gomez), located on M45/480 (see Figure 4). The area lies outside the ultramafic unit that hosts the majority of the known mineralisation at Bamboo Creek. The aim of the program is to review the local geology in the context of mineralisation style and test for extension to the mineralisation found in historical gold workings along a massive quartz vein in the Euro Basalt, of the Warrawoona Formation. Results will be used to evaluate new target areas within the Euro Basalt. Thirty-eight rock chip samples were collected. Significant gold concentrations have been found in samples collected from wall rocks of the old workings and low level anomalous gold occurs in surface outcrop 20m along strike to the northwest and southeast generating a zone of interest approximately 90m by 5m.

Sampling at shallow workings 570m southeast of The Patch also returned anomalous gold (see Table 3).

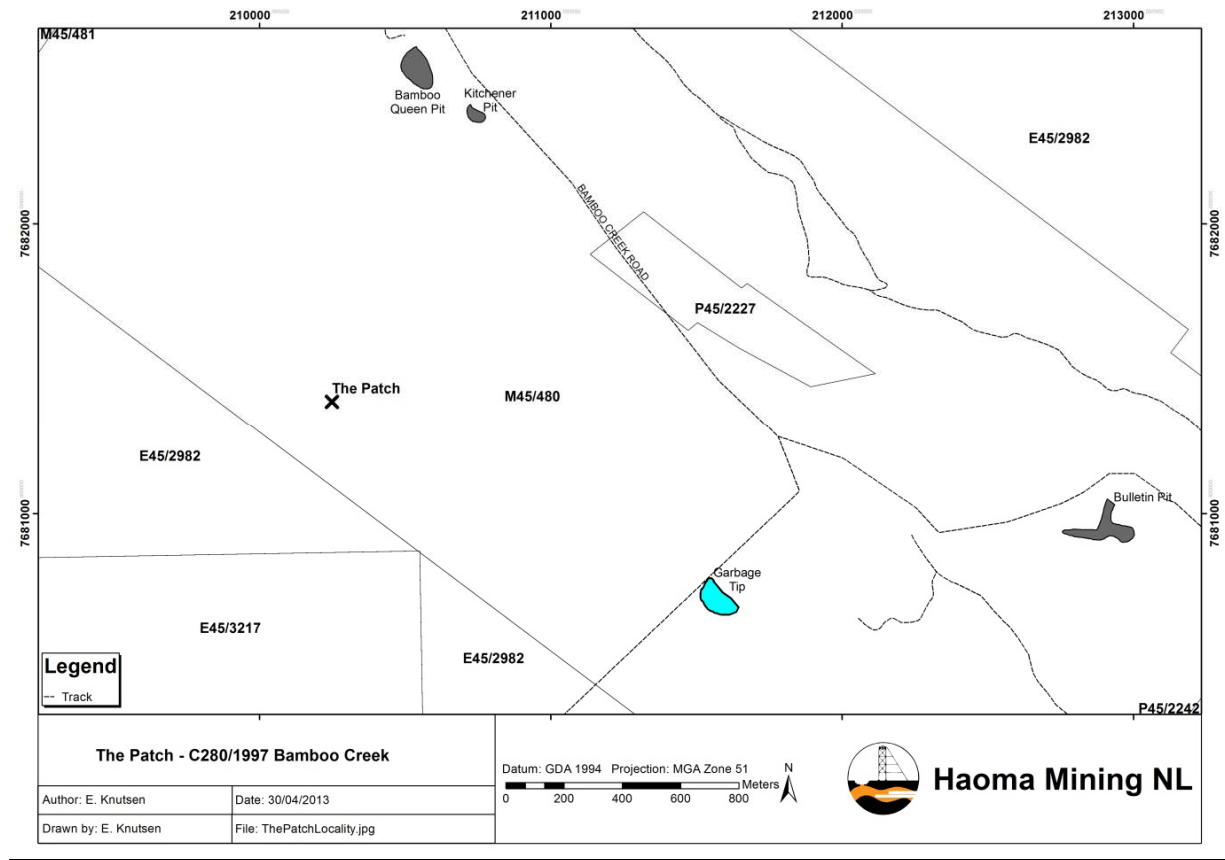


Figure 4: Location of ‘The Patch’ Prospect

Table 3: The Patch Rock Chip Sampling 2012

Sample ID	East	North	Au ppm	Repeat Au ppm
TP-13-001	211343	7680718	0.09	
TP-13-002	211005	7681127	0.05	
TP-13-003	210999	7681145	0.04	
TP-13-004	210992	7681147	0.05	
TP-13-005	211081	7681156	0.07	
TP-13-006	210696	7681096	113.36	94.00
TP-13-007	210687	7681097	0.15	
TP-13-008	210698	7681091	0.19	
TP-13-009	210274	7681442	0.13	
TP-13-010	210263	7681403	0.20	
TP-13-011	210255	7681417	0.06	
TP-13-012	210210	7681436	0.05	
TP-13-013	210204	7681440	0.12	
TP-13-014	210187	7681465	0.27	0.33
TP-13-015	210168	7681494	0.05	
TP-13-016	210143	7681426	0.06	
TP-13-017	210166	7681490	0.05	
TP-13-018	210144	7681513	0.05	
TP-13-019	210239	7681441	0.37	0.24
TP-13-020	210246	7681442	5.78	6.58
TP-13-021	210218	7681451	20.78	19.40
TP-13-022	210222	7681447	0.97	1.09
TP-13-023	210293	7681452	0.12	
TP-13-024	210177	7681558	0.03	
TP-13-025	210180	7681553	0.02	
TP-13-B01	210243	7681445	0.39	0.41
TP-13-B02	211345	7680715	0.06	
TP-13-030	210695	7681097	33.04	29.10
TP-13-031	210699	7681104	3.26	2.55
TP-13-032	210697	7681104	0.21	0.24
TP-13-033	210696	7681100	0.05	
TP-13-034	210710	7681151	0.01	
TP-13-035	210710	7681150	0.13	
TP-13-036	210728	7681106	0.03	
TP-13-037	210697	7681098	0.11	0.13
TP-13-038	210714	7681100	0.01	
TP-13-039	210632	7680980	0.03	
TP-13-040	210622	7680961	0.04	

3.2 Marble Bar Tenement Group – M45/672, M45/679, M45/682, M45/521, E45/1249, E45/4061, E45/4069, E45/4071, E45/4072

3.2.1 Fieldings Gully (M45/521, E45/1249)

The Fieldings Gully Prospect is located 15 kilometres south of the Marble Bar township . Eighteen rock chip samples were collected from a chert and ironstone ridge extending west from the Fieldings Gully Prospect on M45/521 and into E45/1249 (see Figure 5).

Zones of iron enriched rock were identified and selectively sampled over approximately a 1.5km strike, dipping near vertical to steeply north, ranging up to 10m true width. Sixteen of the samples (1249-13-001 to 013 and 1249-13-016 to 018) were characterized with significant iron content and submitted for assay using a conventional solvent extraction method (aqua regia/DIBK/AAS). Results are shown in Table 4. Whole rock samples were also submitted for multi-element analysis by XRF, results are pending.

Samples 1249-13-014 and 015 were collected from silicified chloritic schist material bearing quartz and malachite and returned assays of 0.24ppm Au and 36.12ppm Au respectively. These two samples are representative of the known mineralisation at the Fieldings Gully Prospect.

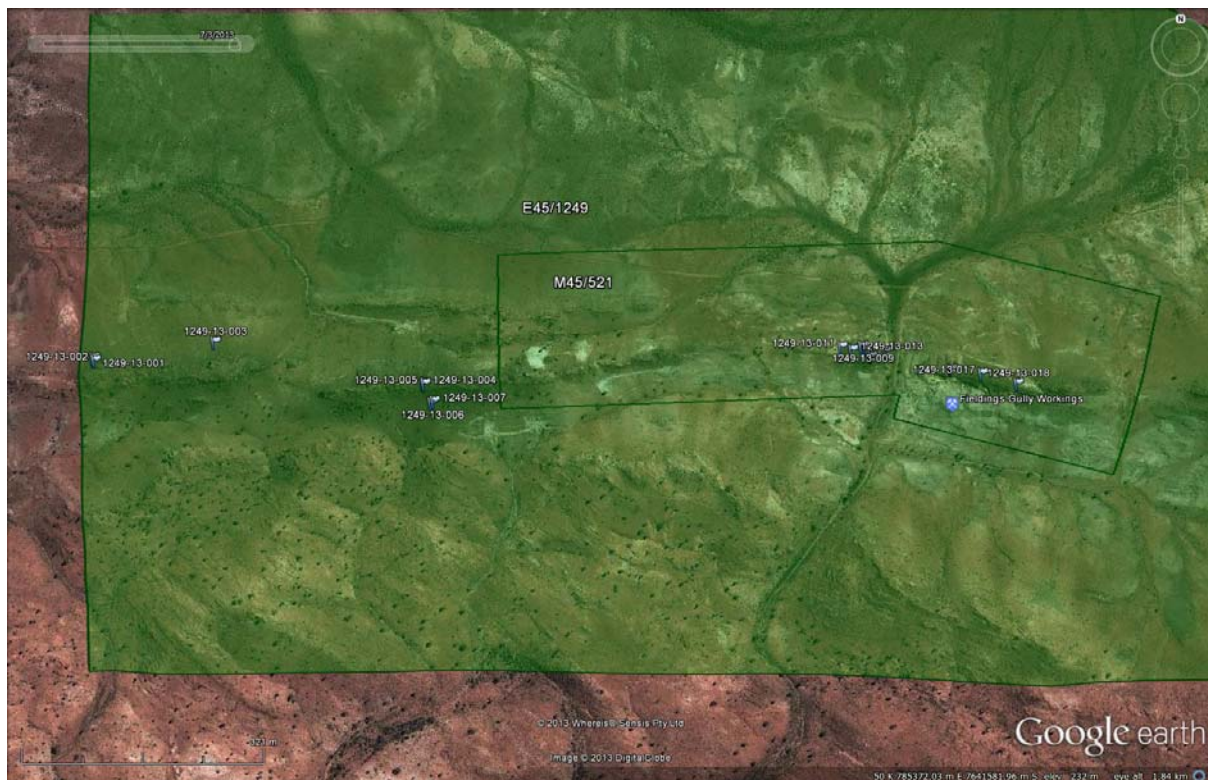


Figure 5: Fieldings Gully Prospect Rock Chip Sampling

The information & data in Sections 3.1 to 3.3 of this report as it relates to Exploration Results is based on information compiled by Mr. David Mellor who is a Competent Person as defined by the JORC Code. Mr Mellor is a full-time employee of Haoma Mining and has experience which is relevant to the style of mineralisation and type of deposits included in this report and this type of exploration work. The information was prepared during June and July 2013. Mr. Mellor has consented to the inclusion in this report of the information and data in the form and context in which it appears.

Table 4: Fieldings Gully Ironstone Rock Chip Sample Assays

Sample ID	East	North	Location	Au ppm	Ag ppm
1249-13-001	785459	7641515	Fieldings Gully	0.068	0.000
1249-13-002	785461	7641512	Fieldings Gully	0.036	0.000
1249-13-003	785624	7641532	Fieldings Gully	0.062	0.000
1249-13-004	785891	7641474	Fieldings Gully	0.027	0.000
1249-13-005	785892	7641474	Fieldings Gully	0.034	0.000
1249-13-006	785900	7641449	Fieldings Gully	0.023	0.000
1249-13-007	785903	7641451	Fieldings Gully	0.029	0.000
1249-13-008	786492	7641506	Fieldings Gully	0.085	0.000
1249-13-009	786461	7641513	Fieldings Gully	0.262	0.000
1249-13-010	786466	7641510	Fieldings Gully	0.090	0.000
1249-13-011	786434	7641513	Fieldings Gully	0.105	0.000
1249-13-012	786473	7641500	Fieldings Gully	0.366	0.000
1249-13-013	786448	7641509	Fieldings Gully	0.477	0.000
1249-13-016	786576	7641481	Fieldings Gully	1.909	0.000
1249-13-017	786615	7641475	Fieldings Gully	0.086	0.000
1249-13-018	786659	7641461	Fieldings Gully	0.044	0.000

3.2.2 Klondyke

A 20kg sample of ironstone collected in M45/547, Klondyke group, returned an average concentration of 0.93ppm Au (0.79ppm Au and 1.07ppm Au). Additional sampling of the northwest striking ironstone ridge close to the northeast boundary of the tenement is the next phase of evaluation to commence in the next few months.

3.3 North Pole Tenement Group – (M45/302, M45/329), E45/2532, E45/2873, E45/2874, E45/2875, E45/2876

3.3.1 Normay Gold Mine

The historical workings at Normay Gold Mine on M45/302 are located in the east-west trending Normay Shear Zone near the core of the geological feature known as the North Pole Dome, an intrusive monzogranite.

During the previous Quarter gold mineralisation was identified by rock chip sampling surface outcrop 700m west of the Normay Mine, 6.84ppm Au and 0.32ppm. Recent rock chip sampling over the eastern extension of the Normay Shear (see Figure 6) returned significant gold and silver concentrations (Table 5) in surface outcrop 1700m east of Normay mine.

Additional sampling will trace the Normay Shear Zone back to the main shaft and further to the east to validate the consistency and define the dimensions of this zone.

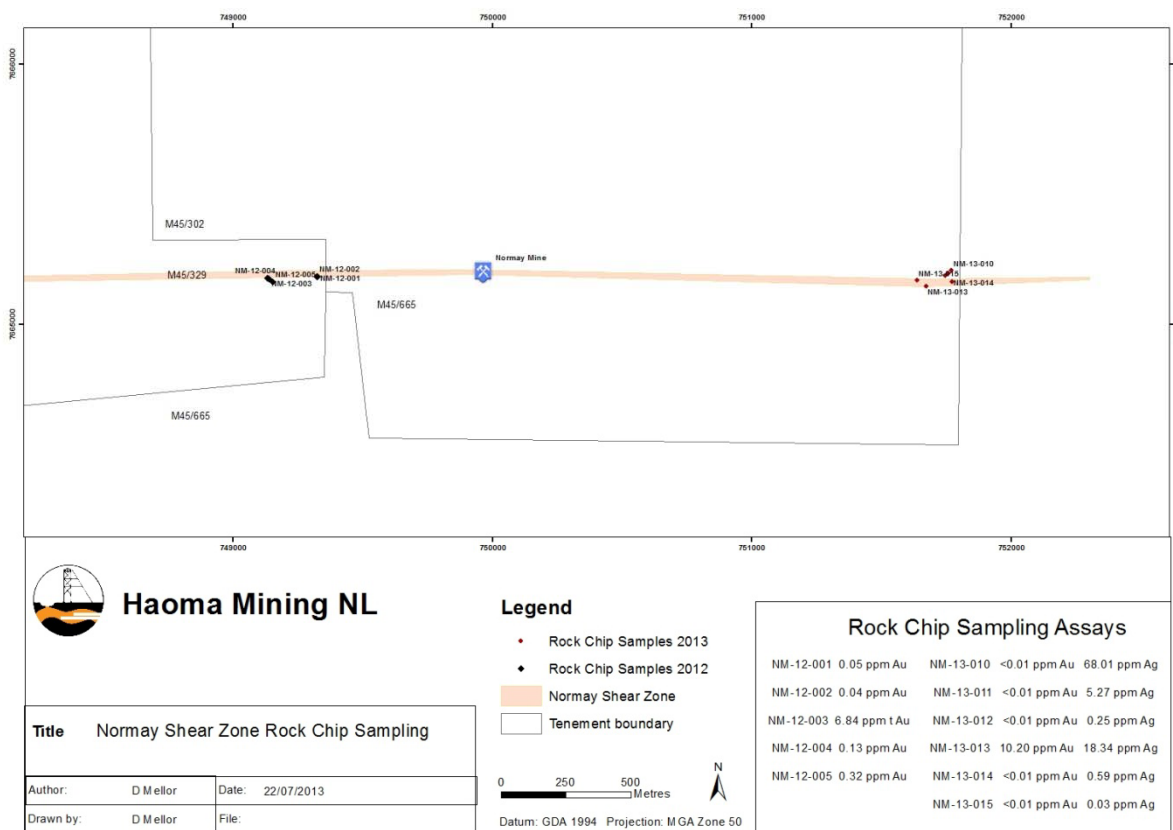


Figure 6: Normay Shear Zone Sampling 2013

Table 5: Normay Shear Rock Chip Sampling

Sample ID	Sample Type	East	North	Tenement	Location	Au ppm	Ag ppm
NM-13-010	Rock Chip	751770	7665207	M45/302	Normay Shear	0.00	68.01
NM-13-011	Rock Chip	751745	7665187	M45/302	Normay Shear	0.00	5.27
NM-13-012	Rock Chip	751757	7665196	M45/302	Normay Shear	0.00	0.25
NM-13-013	Rock Chip	751672	7665144	M45/302	Normay Shear	10.20	18.34
NM-13-014	Rock Chip	751771	7665162	M45/302	Normay Shear	0.00	0.59
NM-13-015	Rock Chip	751636	7665170	M45/302	Normay Shear	0.00	0.03

3.4 Cookes Hill (E45/2983 (previously E45/1562), M45/1005, M45/1031 - 1036) - Including BGC Tribute Agreement to Mine Dolerite from Haoma's Cookes Hill Quarry

The Haoma Quarry at Cookes Hill is operated by BGC Contracting Pty Ltd. BGC Contracting mine and crush dolerite aggregate which is then supplied to customers for infrastructure construction including new railway lines in the Pilbara.

Haoma receives a royalty of \$0.82c per tonne for railway ballast and \$0.44c per tonne for by-product. During the Quarter 34,228 tonnes of ballast and by-product rock was mined from the Cookes Hill Quarry and Haoma earned royalties of \$22,048.

For the Year Ended June 30, 2013 548,382 tonnes of ballast and by-product rock was mined to earn royalties of \$258,047.

Yours sincerely,

A handwritten signature in black ink, appearing to read 'Gary Morgan', with a long horizontal flourish extending to the right.

Gary C Morgan, - CHAIRMAN

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

HAOMA MINING NL

ABN

12 008 676 177

Quarter ended ("current quarter")

30th June 2013

Consolidated statement of cash flows

Cash flows related to operating activities	Current quarter \$A'000	12 months to June 30, 2013 \$A'000
1.1 Receipts from product sales and related debtors	97	541
1.2 Payments for:		
(a) exploration, evaluation and development	(710)	(2,868)
(b) production	--	--
(c) administration	(807)	(2,507)
1.3 Dividends received	--	252
1.4 Interest and other items of a similar nature received	16	96
1.5 Interest and other costs of finance paid	(2)	(16)
1.6 Income taxes paid	--	--
1.7 Other (provide details if material)		
Net Operating Cash Flows	(1,406)	(4,502)
Cash flows related to investing activities		
1.8 Payment for purchases of: (a) prospects	(3)	(65)
(b) equity investments		
(c) other fixed assets	(71)	(355)
1.9 Proceeds from sale of: (a) prospects		
(b) equity investments	7,331	7,331
(c) other fixed assets	2	2
1.10 Loans to other entities		
1.11 Loans repaid by other entities		
1.12 Other (provide details if material)		
Net investing cash flows	7,259	6,913
1.13 Total operating and investing cash flows (carried forward)	5,853	2,411

Appendix 5B
Mining exploration entity quarterly report

1.13	Total operating and investing cash flows (brought forward)	5,853	2,411
	Cash flows related to financing activities		
1.14	Proceeds from issues of shares, options, etc.	315	715
1.15	Proceeds from sale of forfeited shares		
1.16	Proceeds from borrowings	1,049	4,180
1.17	Repayment of borrowings	(7,232)	(7,298)
1.18	Dividends paid		
	Net financing cash flows	(5,868)	(2,403)
	Net increase (decrease) in cash held	(15)	8
1.20	Cash at beginning of quarter/year to date	48	25
1.21	Exchange rate adjustments to item 1.20		
1.22	Cash at end of quarter	33	33

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	200
1.24	Aggregate amount of loans to the parties included in item 1.10	--

1.25 Explanation necessary for an understanding of the transactions

Item 1.23 – Net Directors Fees (arrears) paid to Director Michele Levine.

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, the convertible note issued by Exterra Resources Ltd was converted to Ordinary shares in Exterra Resources Ltd. Haoma received 10,000,000 Exterra Resources Ltd. Shares.

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	--	--
3.2 Credit standby arrangements	--	--

Estimated cash outflows for next quarter

	\$A'000
4.1 Exploration and evaluation	600
4.2 Development	--
4.3 Administration	100
4.4 Production	300
Total	1,000

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	33	48
5.2 Deposits at call	--	--
5.3 Bank overdraft	--	--
5.4 Other (provide details)	--	--
Total: cash at end of quarter (item 1.22)	33	48

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	--	--	100%	0%
6.2 Interests in mining tenements acquired or increased	--	--	--	--

+ See chapter 19 for defined terms.

Appendix 5B
Mining exploration entity quarterly report

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	190,143,655	190,143,655		
7.4 Changes during quarter (a) Increases through issues – exercise of share options – refer item 7.9 (b) Decreases through returns of capital, buy-backs (See note 1)	3,150,000 -	-	-	-
7.5 ⁺Convertible debt securities <i>(description)</i>	N/A	N/A		
7.6 Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted	Nil	Nil		
7.7 Options <i>Share options to acquire one ordinary share per option</i>				
7.8 Issued during quarter	--	--	--	--
7.9 Exercised during quarter	3,150,000	3,150,000	\$0.10	N/A
7.10 Expired during quarter	--	--	--	--
7.11 Debentures <i>(totals only)</i>	N/A	N/A		
7.12 Unsecured notes <i>(totals only)</i>	N/A	N/A		

+ See chapter 19 for defined terms.

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



Mr. Gary C Morgan
Chairman

31/07/2013