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	
Atomic Resources Limited	
ABN	Quarter ended ("current quarter")
65 124 408 751	30 June 2009

Consolidated statement of cash flows

Conso	idated statement of cash flows	Current quarter (\$A'000)	Year to date (12 months) (\$A'000)
Cash flo	ows related to operating activities		
1.1	Receipts from product sales and related debtors	0	0
1.2	Payments for		(0.703)
	(a) exploration and evaluation	(631)	(2,683)
	(b) development	0	0
	(c) production	0	0
	(d) administration	(79)	(960)
1.3	Dividends received	0	0
1.4	Interest and other items of a similar nature received	16	183
1.5	Interest and other costs of finance paid	0	0
1.6	Income taxes paid	0	0
1.7	Other (GST and other recoupments)	(4)	(4)
	Net Operating Cash Flows	(698)	(3,463)
	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	0
1.10	Loans to other entities	0	0
1.11	Loans repaid by other entities	0	0
1.12	Other (provide details if material)	0	0
	Net investing cash flows	0	0
1.13	Total operating and investing cash flows (carried forward)	(698)	(3,463)

<sup>+</sup> See chapter 19 for defined terms.

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1.13	Total operating and investing cash flows (brought forward)	(698)	(3,463)
	Cash flows related to financing activities		
1.14	Proceeds from issues of shares, options, etc.	0	0
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	(
1.19	Other (provide details if material)	0	0
	Net financing cash flows	0	(
	Net increase (decrease) in cash held	(698)	(3,463)
1.20	Cash at beginning of quarter/year to date	2,671	5,411
1.21	Exchange rate adjustments to item 1.20	21	46
1.22	Cash at end of quarter	1,994	1,994

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	60
1.24	Aggregate amount of loans to the parties included in item 1.10	-

1.25	Explanation necessary for an understanding of the transactions	
	Directors Fees, Consulting and Superannuation	
	Directors rees, Consuming and Superannuation	

#### Non-cash financing and investing activities

	8
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
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

## 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	-	-

<sup>+</sup> See chapter 19 for defined terms.

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## Estimated cash outflows for next quarter

	Total	943
4.2	Development	-
4.1	Exploration and evaluation	\$A'000 943

## Reconciliation of cash

show	nciliation of cash at the end of the quarter (as n in the consolidated statement of cash flows) to elated items in the accounts is as follows.	Current quarter \$A'000	Previous quarter \$A'000
5.1	Cash on hand and at bank	1.1	113
5.2	Deposits at call	1,983	2,558
5.3	Bank overdraft		
5.4	Other (provide details)		
	Total: cash at end of quarter (item 1.22)	1,994	2,671

# 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	Ngaka Coalfields Tanzania	Increased concession rights to two major blocks, Mkapa and Mbuyuru	0%	100%

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<sup>+</sup> See chapter 19 for defined terms.

**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.

**securities (description)  Changes during quarter (a) Increases through returns of capital, buybacks, redemptions  3 **Ordinary securities  4 Changes during quarter (a) Increases through issues (b) Decreases through issues (converted to the properties of the properti			Total number	Number quoted	Issue price per security (see note 3) (cents)	Amount paid up per security (see note 3) (cents)
.2 Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buybacks, redemptions  .3 *Ordinary securities  .4 Changes during quarter (a) Increases through issues (b) Decreases through issues (b) Decreases through issues (c) Decreases through issues (description)  .5 *Convertible debt securities (description)  .6 Changes during quarter (a) Increases through issues (b) Decreases through issues (c) Decreases through issues (description)  .7 Options (description and converted)  .7 Options (description and conversion factor)  .7 Options (description and conversion 200,000 - \$0.25 30 June 2012  .7.8 Issued during quarter  .7.9 Exercised during quarter  .7.0 Exercise during quarter  .7.10 Cancelled during quarter  .7.21 Cancelled during quarter  .7.32 Exercise price (Expiry date 200,000 - \$0.25 31 August 2011  .7.4 June 2011  .7.5 Exercise price 200,000 - \$0.25 31 August 2011  .7.6 Exercise price 30 June 2011  .7.7 Cancelled during quarter  .7.8 Exercise price 30 June 2011  .7.9 Exercised during quarter  .7.10 Cancelled during quarter  .7.10 Cancelled during quarter  .7.11 Cancelled during quarter  .7.12 Cancelled during quarter  .7.13 Cancelled during quarter  .7.14 Cancelled during quarter  .7.15 Cancelled during quarter  .7.16 Cancelled during quarter  .7.17 Cancelled during quarter	7.1					
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(a) Increases through issues (b) Decreases through returns of capital, buybacks, redemptions of capital, buybacks, redemptions securities  2.4 Changes during quarter (a) Increases through issues (b) Decreases through capital returns, b-backs returns,						
(b) Decreases through returns of capital, buybacks, redemptions  3. *Ordinary securities  2.4 Changes during quarter (a) Increases through issues (b) Decreases through capital returns, b-backs  2.5 **Convertible debt securities (description)  2.6 Changes during quarter (a) Increases through issues (b) Decreases through securities (description)  2.6 Changes during quarter (a) Increases through securities converted  7.7 Options (description and conversion 200,000 - \$0.25 30 June 2011 300,000 - \$0.25 30 June 2011 300,000 - \$0.25 30 June 2011 300,000 - \$0.25 30 June 2011  7.8 Issued during quarter  7.8 Issued during quarter  200,000 - \$0.25 30 June 2011 24 June 2011 200,000 - \$0.25 30 June 2011 300,000 - \$0.25 30 June 2009 30 June 20		(a) Increases				
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quarter (a) Increases through issues (b) Decreases through capital returns, b-backs	7.4	Changes during				
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factor)  200,000				-		
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7.8 Issued during quarter  200,000 - \$0.25 24 June 2011 200,000 - \$0.35 24 June 2011 300,000 - \$0.25 30 June 2011  7.9 Exercised during quarter  7.10 Cancelled during quarter  1,000,000			300,000		\$0.25	30 June 2011
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7.9 Exercised during quarter 7.10 Cancelled during quarter 1,000,000				-		
quarter 7.10 Cancelled during quarter 1,000,000			300,000	-	\$0.25	30 June 2011
7.10 Cancelled during quarter  1,000,000 1,000,000 1,000,000 1,000,000	7.9					
quarter 1,000,000	7.10				Exercise price	Cancellation date
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1,000,000		- Factorial section				
7.11 Pohontures			1,000,000		\$1.00	30 June 2009
		D. I. diameter				

<sup>+</sup> See chapter 19 for defined terms.

7.12	Unsecured	
	notes	

#### **Compliance statement**

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

Sign here: Date: 30 June 2009
Company Secretary

Print name: Bradley Goodsell

#### 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.
- 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 apply 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.

+ See chapter 19 for defined terms.

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