

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

Atlas Iron Limited

ACN

110 396 168

Quarter ended ("current quarter")

31 March 2010

Consolidated statement of cash flows

Cash flows related to operating activities		Current quarter \$A'000	Year to date (9 months) \$A'000
1.1	Receipts from product sales and related debtors	22,904	64,783
1.2	Payments for (a) exploration & evaluation	(4,288)	(15,299)
	(b) development	(12,186)	(25,847)
	(c) production	(20,430)	(59,628)
	(d) freight cost	(2,745)	(10,674)
	(e) administration	(1,416)	(5,930)
1.3	Dividends received	-	-
1.4	Interest and other items of a similar nature received	1,875	3,830
1.5	Interest and other costs of finance paid	-	-
1.6	Income taxes paid	-	-
1.7	Other (Port Charge prepayment)	-	(1,000)
Net Operating Cash Flows		(16,286)	(49,765)
Cash flows related to investing activities			
1.8	Payment for purchases of: (a) prospects	27	(113)
	(b) equity investments	(1,993)	(4,413)
	(c) other fixed assets	(1,369)	(6,535)
1.9	Proceeds from sale of: (a) prospects	(360)	8,500
	(b) equity investments	-	-
	(c) other fixed assets	13	13
1.10	Loans to other entities	-	-
1.11	Loans repaid by other entities	-	-
1.12	Other (provide details if material)	-	-
Net investing cash flows		(3,682)	(2,548)
1.13	Total operating and investing cash flows (carried forward)	(19,968)	(52,313)

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1.13	Total operating and investing cash flows (brought forward)	(19,968)	(52,313)
	Cash flows related to financing activities		
1.14	Proceeds from issues of shares, options, etc.	202	63,552
1.15	Proceeds from sale of forfeited shares	-	-
1.16	Proceeds from borrowings	-	-
1.17	Repayment of borrowings	-	-
1.18	Dividends paid	-	-
1.19	Other - capital raising costs (net GST Refund)	(52)	(6,828)
	Other – issue of loan to Aurox Resources Ltd.	(13,860)	(13,860)
	Net financing cash flows	(13,710)	42,864
	Net increase (decrease) in cash held	(33,678)	(9,449)
1.20	Cash at beginning of quarter/year to date	148,507	124,350
1.21	Exchange rate adjustments to item 1.20	(15)	(87)
1.22	Cash at end of quarter	114,814	114,814

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	305
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 1.8(b) purchase of investments relates to Shaw River Resources Ltd share placement and the acquisition of Warwick Resources Ltd. Costs incurred on Warwick acquisition have been offset by Warwick's cash at bank on acquisition date.

Item 1.23 includes aggregate amounts paid to directors and related entities including salary, directors' fees and superannuation.

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.

Acquisition of Warwick Resources Ltd via the issue of 41,744,547 Atlas shares to Warwick share and option holders.

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.

Altura Mining Ltd has paid \$8.5 million to clawback 30% equity in the Mt Webber project.

Financing facilities available

Add notes as necessary for an understanding of the position.

3.1	Loan facilities	Amount available \$A'000	Amount used \$A'000
		NIL	NIL

3.2 Credit standby arrangements	NIL	NIL
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Estimated cash outflows for next quarter

	\$A'000
4.1 Exploration and evaluation	11,000
4.2 Development	15,000
Total	26,000

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	14,814	28,507
5.2 Deposits at call	100,000	120,000
5.3 Bank overdraft	-	-
5.4 Other (provide details)	-	-
Total: cash at end of quarter (item 1.22)	114,814	148,507

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	Nil			

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6.2 Interests in mining
tenements acquired or
increased

	<u>Acquisitions/ Applications</u>	Interest at beginning of quarter	Interest at end of quarter
E52/2537	Application	0%	100%
E52/2538	Application	0%	100%
E20/735	Application	0%	100%
L45/216	Application	0%	100%
E45/3619	Application	0%	100%
E45/3626	Application	0%	100%
E45/3627	Application	0%	100%
E45/3628	Application	0%	100%
E47/2282	Application	0%	100%
E47/2299	Application	0%	100%
E47/2300	Application	0%	100%
E52/2299	Application	0%	100%
E52/2300	Application	0%	100%
E46/780	Application	0%	100%
E52/1812	Application	0%	100%
E52/1813	Application	0%	100%
E52/1819	Application	0%	100%
E52/2060	Application	0%	100%
E52/2150	Application	0%	100%
E52/2218	Application	0%	100%
E52/2397	Application	0%	100%
E69/2235	Application	0%	100%
E46/856	Application	0%	100%
E47/2032	Application	0%	100%
E47/2033	Application	0%	100%
E52/1595	Application	0%	100%
E52/1750	Application	0%	100%
E52/1771	Application	0%	100%
E52/1772	Application	0%	100%
E52/1814	Application	0%	100%
E52/1815	Application	0%	100%
E52/1823	Application	0%	100%
E52/2045	Application	0%	100%
E52/2132	Application	0%	100%
E52/2145	Application	0%	100%
E52/2160	Application	0%	100%
E52/2219	Application	0%	100%
E52/2229	Application	0%	100%
E52/2230	Application	0%	100%
E52/2283	Application	0%	100%
E52/2303	Application	0%	100%
E52/2304	Application	0%	100%
E52/2306	Application	0%	100%
E52/2317	Application	0%	100%
E52/2327	Application	0%	100%
E52/2328	Application	0%	100%
E52/2329	Application	0%	100%
E52/2330	Application	0%	100%
E52/2332	Application	0%	100%
E52/2334	Application	0%	100%
E52/2335	Application	0%	100%
E52/2337	Application	0%	100%

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	<u>Acquisitions/ Applications</u>	Interest at beginning of quarter	Interest at end of quarter
E52/2351	Application	0%	100%
E52/2407	Application	0%	100%
E52/2429	Application	0%	100%
E52/2476	Application	0%	100%
E52/2477	Application	0%	100%
L52/119	Application	0%	100%
M37/1189	Application	0%	100%
M52/1045	Application	0%	100%
M52/211	Application	0%	100%
M52/790	Application	0%	100%
M52/799	Application	0%	100%
P52/1098	Application	0%	100%
P52/1124	Application	0%	100%
P52/1125	Application	0%	100%
P52/1238	Application	0%	100%
P52/1260	Application	0%	100%
P52/1268	Application	0%	100%
P52/1269	Application	0%	100%
P52/1270	Application	0%	100%
P52/1271	Application	0%	100%
P52/1284	Application	0%	100%
P52/1326	Application	0%	100%

* Application made for 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	447,352,286	447,352,286		
7.4	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs	469,500	469,500		
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)	24,233,000	various classes of unlisted options – See attaching listing	NIL	NIL
7.8	Issued during quarter	50,000	-	\$2.50	19 January 2011
		50,000	-	\$2.50	19 January 2012
7.9	Exercised during quarter	7,500	-	55c	30 December 2013
		400,000	-	60c	31 May 2012
		12,000	-	25c	16 November 2010
		50,000	-	96c	16 July 2012

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7.10	Expired/Cancelled during quarter	-	-		
7.11	Debentures	-	-		
7.12	Unsecured notes	-	-		

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.

Anthony Walsh

Sign here:
Anthony Walsh - Company Secretary

Date: **30 April 2010**

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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List of Unquoted options at 31 March 2010

UNLISTED OPTIONS

Number	Class
1,000,000	16/11/10 20 cent options
23,000	16/11/10 25 cent options
3,000,000	24/03/11 30 cent options
3,000,000	24/03/11 40 cent options all vested
450,000	22/05/11 50 cent options all vested
400,000	15/08/11 60 cent options all vested
650,000	15/08/11 70 cent options all vested
250,000	24/03/11 50 cent options all vested
500,000	24/03/11 60 cent options all vested
300,000	31/01/12 50 cent options all vested
150,000	31/01/12 60 cent options all vested
200,000	31/01/12 70 cent options all vested
25,000	05/03/12 60 cent options all vested
75,000	05/03/12 70 cent options all vested
75,000	21/03/12 70 cent options all vested
2,500,000	31/03/12 72 cent performance options all vested
1,800,000	28/02/12 70 cent unlisted options all vested
1,500,000	31/05/12 60 cent performance options all vested
50,000	16/07/12 \$1.06 options all vested
75,000	30/09/12 \$2.20 options all vested
75,000	30/09/12 \$2.50 options all vested
50,000	30/09/12 \$1.60 options all vested
25,000	30/09/12 \$1.40 options all vested
25,000	30/09/12 \$1.50 options all vested
100,000	30/09/12 \$2.00 options all vested
100,000	30/09/12 \$2.00 options all vested
100,000	30/09/12 \$2.25 options all vested
400,000	30/09/12 \$1.50 options all vested
150,000	30/09/12 \$3.00 options all vested
150,000	30/09/12 \$3.35 options all vested
125,000	30/09/12 \$2.50 options all vested
125,000	30/09/12 \$2.85 options all vested
120,000	30/09/12 \$2.50 performance options all vested
65,000	30/09/12 \$2.55 options all vested
55,000	30/09/12 \$2.85 options all vested
500,000	20/08/12 \$2.46 options all vested
50,000	30/09/12 \$2.25 options all vested
25,000	30/09/12 \$2.55 options all vested
75,000	30/09/12 \$1.90 options all vested
75,000	30/09/12 \$2.15 options all vested
100,000	30/09/12 \$1.90 performance options all vested
135,000	30/09/12 \$2.45 options all vested
135,000	30/09/12 \$2.75 options all vested
75,000	30/09/12 \$2.45 performance options all vested.
25,000	30/09/12 \$2.50 options all vested
25,000	30/09/12 \$2.85 options all vested
35,000	30/09/12 \$2.30 options all vested
35,000	30/09/12 \$2.65 options all vested
40,000	31/03/13 \$2.45 options all vested
40,000	31/03/13 \$2.75 options vest 31/03/10
15,000	31/03/13 \$2.10 options all vested
15,000	31/03/13 \$2.40 options all vested
50,000	31/03/13 \$2.15 options all vested
50,000	31/03/13 \$2.45 options vest 24/03/10
50,000	31/03/13 \$2.65 options all vested
50,000	31/03/13 \$3.00 options vest 10/04/10
2,300,000	01/05/11 \$4.50 options all vested
25,000	30/06/13 \$4.35 options all vested
25,000	30/06/13 \$4.95 options vest 07/05/10
90,000	30/06/13 \$4.45 options all vested
90,000	30/06/13 \$5.00 options vest 19/05/10

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List of Unquoted options at 31 March 2010 (continued)

UNLISTED OPTIONS

Number	Class
40,000	30/06/13 \$4.25 options all vested
40,000	30/06/13 \$4.80 options vesting 23/06/10
125,000	30/06/13 \$4.08 options all vested
125,000	30/06/13 \$4.62 options vesting 01/07/10
30,000	30/09/12 \$2.55 options all vested
30,000	30/09/12 \$2.85 options all vested
50,000	30/06/13 \$2.35 options all vested
50,000	30/06/13 \$2.65 options vesting 18/08/10
25,000	30/06/13 \$2.30 options all vested
25,000	30/06/13 \$2.60 options vesting 25/08/10
350,000	30/09/13 \$1.65 options all vested
350,000	30/09/13 \$1.85 options vesting 06/10/10
25,000	30/09/13 \$1.15 options vesting 20/10/10
25,000	30/09/13 \$1.10 options all vested
25,000	30/09/13 \$1.25 options vesting 03/11/10
15,000	30/09/13 \$2.00 options all vested
15,000	30/09/13 \$2.25 options vesting 15/09/10
10,000	30/12/13 \$0.60 options vesting 17/11/10
40,000	30/12/13 \$0.80 options all vested
40,000	30/12/13 \$0.90 options vesting 17/11/10
25,000	30/12/13 \$1.05 options all vested
25,000	30/12/13 \$1.20 options vesting 04/11/10
100,000	30/12/13 \$1.30 options all vested
50,000	30/12/13 \$1.35 options all vested
50,000	30/12/13 \$1.50 options vesting 05/01/11
15,000	30/12/13 \$1.50 options all vested
15,000	30/12/13 \$1.70 options vesting 12/01/11
25,000	31/03/14 \$1.35 options vesting 01/04/10
25,000	31/03/14 \$1.50 options vesting 01/04/11
25,000	31/03/14 \$1.40 options vesting 06/04/10
25,000	31/03/14 \$1.60 options vesting 06/04/11
50,000	31/03/14 \$1.65 options vesting 09/04/10
50,000	31/03/14 \$1.85 options vesting 09/04/11
200,000	30/06/14 \$2.30 options vesting 03/08/10
200,000	30/06/14 \$2.60 options vesting 03/08/11
50,000	31/12/14 \$2.50 options vesting 19/01/11
50,000	31/12/14 \$2.50 options vesting 19/01/12

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