Appendix 5B

Rule 5.3

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, 17/12/10. Name of entity HORSESHOE METALS LIMITED ABN Quarter ended ("current quarter") 31 December 2012 20 123 133 166 Consolidated statement of cash flows Current quarter Year to date Cash flows related to operating activities \$A'000 \$A'000 1.1 Receipts from product sales and related debtors 1.2 Payments for (a) exploration & evaluation (1,326) (3, 528)(b) development (c) production (d) administration (353)(1,504)1.3 Dividends received Interest and other items of a similar nature received 1.4 39 110 1.5 Interest and other costs of finance paid Income taxes paid 1.6 1.7 Other (GST Refunds) 391 136 Net Operating Cash Flows (1,504) (4, 531)Cash flows related to investing activities 1.8 Payment for (a) prospects (b) equity investments purchases of: (c) other fixed assets (4) (76) 1.9 Proceeds from (a) prospects (b) equity investments sale of: (c) other fixed assets 1.10 Loans to other entities 1.11 Loans repaid by other entities 1.12 Other (Stamp Duty on Acquisition) Net investing cash flows (4) (76) 1.13 Total operating and investing cash flows (carried (1,508)(4,607)forward)

+ See chapter 19 for defined terms.

1.13	Total operating and investing cash flows (brought forward)	(1 600)	(4,407)
		(1,508)	(4,607)
	Cash flows related to financing activities		
1.14	Proceeds from issues of shares, options, etc.	25	5,062
1.15	Proceeds from sale of forfeited shares	-	
1.16	Proceeds from borrowings	-	-
1.10	Repayment of borrowings	-	-
1.18	Dividends paid	-	-
1.19	Other (Capital Raising Expenses)	-	(239)
	Net financing cash flows	25	4,823
	Net increase (decrease) in cash held	(1,483)	216
1.20	Cash at beginning of quarter/year to date	2,614	916
1.21	Exchange rate adjustments to item 1.20	-	-
1.22	Cash at end of quarter	1,132	1,132

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	114
1.24	Aggregate amount of loans to the parties included in item 1.10	NIL

1.25 Explanation necessary for an understanding of the transactions

Fees paid to directors and associates of directors

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

NIL

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

⁺ See chapter 19 for defined terms.

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	NIL	NIL
3.2	Credit standby arrangements	NIL	NIL

Estimated cash outflows for next quarter

		\$A′000
4.1	Exploration and evaluation	400
4.2	Development	-
4.3	Production	-
4.4	Administration	300
	Total	700

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	612	444
5.2	Deposits at call	520	2,170
5.3	Bank overdraft	-	-
5.4	Other (s)	-	-
	Total: cash at end of quarter (item 1.22)	1,132	2,614

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				

⁺ 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.

		Total number	Number quoted	Issue price per security (see note 3) (cents)	Amount paid up per security (see note a (cents)
7.1	Preference				
	*securities				
	(description)				
7.2	Changes during				
	quarter				
	(a) Increases				
	through issues				
	(b) Decreases				
	through returns of				
	capital, buy-backs,				
7.2	redemptions				
7.3	*Ordinary	75 000 202	75 000 202		
	securities	75,920,393	75,920,393		
7.4	Changes during				
7.4	Changes during quarter				
	(a) Increases	250,000	250,000		
	through issues	230,000	230,000		
	(b) Release from	Nil	Nil		
	escrow				
	(c) Decreases	Nil	Nil		
	through returns of				
	capital, buy-backs				
7.5	*Convertible debt				
	securities				
	(description)				
7.6	Changes during				
	quarter				
	(a) Increases				
	through issues				
	(b) Decreases				
	through securities				
	matured,				
	converted			F undada and a	F t
7.7	Options	E 0/1 //7	NI:I	Exercise price	<u>Expiry of</u>
	(description and conversion factor)	5,841,667 5,400,000	Nil Nil	20 cents 35 cents	30 June 2 25 May 2
	cunversiun iaciul)	5,400,000	Nil	45 cents	25 May 2 25 May 2
		5,400,000	Nil	60 cents	25 May 2 25 May 2
7.8	Issued during	400,000	Nil	35 cents	25 May 2 25 May 2
7.0	quarter	400,000	Nil	45 cents	25 May 2
	400100	400,000	Nil	60 cents	25 May 2
7.9	Exercised during				
	quarter	250,000	Nil	20 cents	30 June 2
7.10	Expired during				
	quarter	Nil	Nil		
7.11	Debentures				
	(totals only)				
7.12	Unsecured notes			1	
	(totals only)				

⁺ See chapter 19 for defined terms.

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.

31 Jan 2013 Sign here: Date: (Director/Company secretary)

	Damian Delaney
Print name:	

Notes

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- 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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⁺ See chapter 19 for defined terms.