

Quarterly Report For the three months ending March 2014

Vital Metals Limited

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Capital Structure

241.3 million shares

83.6 million unlisted options

Cash at 31 March 2014

\$0.78 million

Board & Management

David Macoboy Chairman

Mark Strizek CEO and Managing Director

Peter Cordin
Non-Executive Director

Andrew Simpson

Non-Executive Director

ian Hobson Company Secretary

Watershed Project Feasibility Study ontrack: Discussions continuing with potential Japanese development partners

Highlights

- Meetings conducted in Japan with potential Joint Venture partners for the Watershed Project in Queensland.
- Program of Work agreed with JOGMEC for completion of the Watershed Project Definitive Feasibility Study (DFS).
- Expressions of interest received for Watershed concentrate off-take.
- Engineering work to determine optimal metallurgical process nearing completion. A technical review of the results will be undertaken by a team from JOGMEC in May.
- Key findings from the Watershed DFS on-track to be reported during Q2 2014, paving the way for final technical reviews and optimisation of the DFS in the second half of 2014.
- New exploration tenement granted covering the Peninsula copper prospect.

The March Quarter saw further steady progress for Vital Metals (ASX: VML), with the Company continuing to focus on the delivery of the Definitive Feasibility Study (DFS) for its flagship 70%-owned **Watershed Tungsten Project** in Queensland, and progressing discussions with potential development partners.

During the Quarter, members of the Company's management team travelled to Japan to meet with JOGMEC, 30% Joint Venture partner at Watershed, and agreed a Program of Work for the final stages of the DFS. Key findings of the DFS are expected to be announced during Q2 2014.

Meetings were also held with Japanese companies that are interested in acquiring JOGMEC's interest in Watershed and participating in the project's development. These meetings were very positive, and Vital expects to secure a development partner following the completion of the DFS.

Watershed Tungsten Project – Queensland (Vital 70%)



Definitive Feasibility Study

In April, members of Vital's management team met with representatives from the Japan Oil, Gas and Metals National Corporation (JOGMEC), the Company's 30% Joint Venture partner at Watershed, and a Program of Work was agreed for the final stages of the Project Definitive Feasibility Study.

Engineering work to determine the optimal metallurgical process for Watershed ore is now nearing completion, with draft results received from this program in late April. JOGMEC is sending a technical team to review the results in May.

The Company expects to be in a position to report key findings emanating from the DFS during Q2 of 2014. The DFS will then undergo final technical and peer reviews in the second half of 2014, paving the way for a Final Investment Decision (FID).

Meetings with Potential Development Partners

JOGMEC's has a mandate is to secure supply for Japanese industry. JOGMEC has earnt a 30% interest in the Watershed Project under the earn-in agreement signed in May 2011. The agreement gives JOGMEC the right to transfer its stake to a Japanese company.

JOGMEC is actively promoting the Watershed Project in Japan, and, while visiting Japan, Vital's management team met with companies that are potential partners to take over the 30% joint venture interest. During these meetings, each of the companies showed good knowledge and interest in the Watershed Project.

Vital's visit to Japan came just days after the visit by Australian Prime Minister Tony Abbott, during which Japan and Australia negotiated a Free Trade Agreement (FTA).

While it is unclear at this stage what advantages the FTA might bring for Watershed, in the wake of the Prime Minister's visit the Company noted that Australia was high on Japanese companies' radars as an investment destination — an observation further reinforced by the recent resurgence of Japanese investment in Australian bonds.

Sentiment in Tokyo was very positive, and there was acknowledgement of the importance of Japanese industry securing new sources of future tungsten concentrate supply.

Vital Metals considers these meetings to have been very positive and is confident of securing a development partner once the DFS is completed.

Interest in off take

Expressions of interest were received during the Quarter from a number of parties in relation to concentrate off-take from the Watershed Project. This highlights an increasing awareness within the tungsten industry of the Watershed Project.

Grant of New Tenement - EPM 25139 - Vital Metals (70%); JOGMEC (30%)

A new tenement, EPM 25139, was granted during the Quarter by the Queensland Department of Natural Resources & Mines.

This tenement in located within the Watershed Project Joint Venture area to the southeast of the Desailly granite and in close proximity to the Mulligan Highway. The tenement contains the Peninsula Copper Prospect, where a Mining Lease application (ML4829) was made in 1957 and held from 1974 to 2010.

The EPM covers 10km² and contains the historical Peninsula Copper Prospect, which has returned grades from grab samples of up to 17% copper.

The prospect is an exciting addition to Vital Metals' portfolio of exploration assets, which the Company intends to evaluate as part of a longer term pipeline of exploration and development opportunities once the Watershed Project is in production.

Due to the age of the prospect, Vital has not been able to locate any records of previous exploration conducted within the permit area, as records were not typically held prior to 1950 and reporting on ML's was relatively non-existent. The previous Curraghmore Pastoralist held the prospect as an ML for 25 years but did not conduct any mining activities.

Some shallow pitting ($^{\sim}1.5$ m deep) has been completed with a bulldozer with two pits 20m long x 10m wide separated by 80m along the strike of the mineralisation. No additional exploration activity can be observed in the area of the prospect.

Mineralisation observed at the surface occurs as malachite, cuprite and azurite within gossanous sediment. It is believed that this represents the oxidised upper portion of a stratiform massive sulphide lens hosted by flysch-type sediments of the Hodgkinson formation.

Three ~1-2kg rock grab samples were taken from a pile of excavated material and sent to ALS Laboratories in Townsville for analysis. The highest returned assay result was 17% copper and the lowest was 15.2% copper. In addition to elevated copper, multi-element assays of the mineralisation have returned elevated cobalt with an average of 343ppm and a highest value of 455ppm. The prospect is also coincident with a magnetic high in the government aeromagnetic dataset.

The mineralisation at Peninsula is believed to be analogous to the Dianne (70km) and Mt Molloy (45km) deposits which are reported as Besshi type mineralisation. The Dianne Copper Mine produced ore of direct ship grade which was sold to Mitsui Smelters in Japan.

Vital Metals intends to commence exploration within the new tenement as part of its 2014 field program, starting with mapping and sampling following the cessation of the wet season.

Tungsten Market

Tungsten prices have remained steady during the past Quarter and are currently trading between US\$360-370 APT. A chart showing APT prices is shown in Figure 8.

It is not expected that there will not be any loosening of Chinese export policies regarding tungsten with China's Ministry of Commerce (MOFCOM) recently announcing that it will appeal a World Trade Organization ruling that China's restrictions on rare earths, molybdenum and tungsten exports violate global trade rules.

A Chinese Government spokesman was recently quoted by a tungsten market news source as saying, "no matter what the outcome of the appeal, China will continue to protect resources and environmental policy objectives will not change. China will continue to comply with the WTO rules on strengthening the management of resources products and maintaining fair competition".

Further upward pressure on tungsten prices is expected to continue this year following plans by China's State Reserve Bureau (SRB) to stockpile tungsten concentrate with 20,000 tonnes of purchases from three leading producers.

The SRB plans to buy 18,000 tonnes of tungsten ores from China Minmetals Rare Earth Co., 1,000 tonnes from Chongyi Zhangyuan Tungsten Co. and another 1,000 tonnes from Xiamen Tungsten Co., according to tungsten market news sources.

Amidst the broader geopolitical backdrop of growing diplomatic tensions between China and Japan, including a recent territorial dispute over an island chain, Japan continues to seek alternative, reliable sources of strategic metals including tungsten concentrate.

JOGMEC's Joint Venture with the Watershed Project is well placed to meet this demand from the Japanese tungsten industry which currently relies on China for 85% of its feedstock.



Doulnia Gold Project - Burkina Faso

The major focus of activity during the Quarter past has been the renewal and transfer of ownership of the Doulnia and Kampala permits from Ampella to Vital Metals Burkina SARL (a wholly owned subsidiary of Vital Metals).

The renewal process requires a reduction in the area of the exploration permit being renewed and has provided Vital with an opportunity to focus in on the most prospective parts of the Doulnia and Kampala permits.

Corporate

Vital Metals Ltd had a cash balance of \$0.78 million as at 31 March 2014. JOGMEC continues to contribute to the DFS on a pro-rata basis equivalent to a 30% interest in the project.

For further details, refer to the Company's website, www.vitalmetals.com.au:

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Competent Person's Statement

The information in this report that relates to Exploration Targets, Exploration Results, Mineral Resources or Ore Reserves is based on information compiled by Mr Mark Strizek, a Competent Person who is a Member or The Australasian Institute of Mining and Metallurgy. Mr Strizek is a full time employee of the Company. Mr Strizek has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity being undertaking to qualify as a Competent Person as defined in the 2012 edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves". Mr Strizek consents to the inclusion in the announcement of the matters based on his information in the form and context in which it appears.

ABOUT VITAL METALS

Vital Metals Ltd (**ASX: VML**) is a developer and explorer, focused on progressing two highly prospective mineral projects: the advanced Watershed Tungsten Project in far north Queensland, Australia and the Doulnia Gold Project in southern Burkina Faso, West Africa.

Watershed Tungsten Project - Queensland

The Watershed scheelite (calcium tungstate) Project, in far North Queensland, 150 kilometres north-west of Cairns, is the Company's flagship venture. Vital has entered into a formal Earn-In Agreement with JOGMEC (Japan Oil, Gas and Metals National Corporation) where JOGMEC has earnt 30% of the Project for \$5.4M (valuing the Project at the time of the farm-in at \$18M). The funds have been used to undertake a Definitive Feasibility Study (DFS).

Doulnia Gold Project – Burkina Faso

The Doulnia Gold Project (100% Vital) is located in southern Burkina Faso, West Africa. The Project is made up of four contiguous tenements; The Doulnia and Kampala exploration tenements which were recently secured following a deal with Ampella Mining Ltd and the Mediga and Zeko exploration tenements. The Project is located in highly prospective Birimian Greenstone terrain with over 850 sq. km of contiguous tenements lying on the trend of the Markoye Fault Corridor and the Bole shear zone and hosting the Kollo Gold Project and Boungou South Gold Prospect.

About JOGMEC

Japan Oil, Gas and Metals National Corporation (JOGMEC) were established in 2004. JOGMEC is Government owned and integrates the functions of the former Japan National Oil Corporation, which was in charge of securing a stable supply of oil and natural gas and the former Metal Mining Agency of Japan, which was in charge of ensuring a stable supply of nonferrous metal and mineral resources and implementing mine pollution control measures. It has an annual budget of around 1,564 billion yen (\$18B) and provides financial assistance, technology development and technical support to Japanese companies and their foreign subsidiaries.

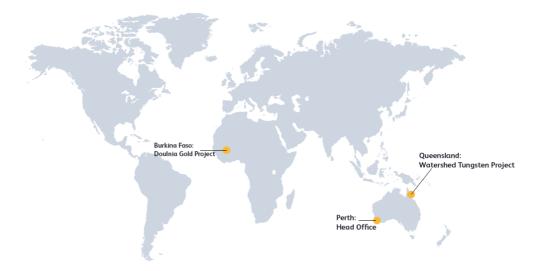


Figure 1: Vital Metals Project Locations

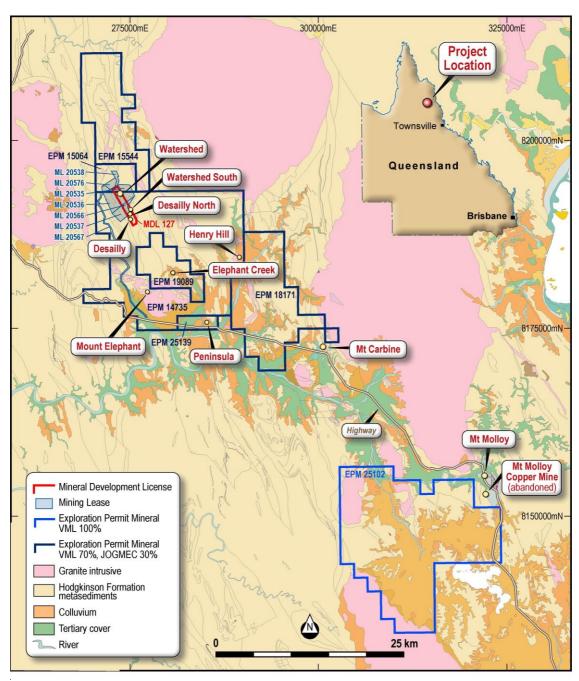


Figure 2: Watershed Project Location

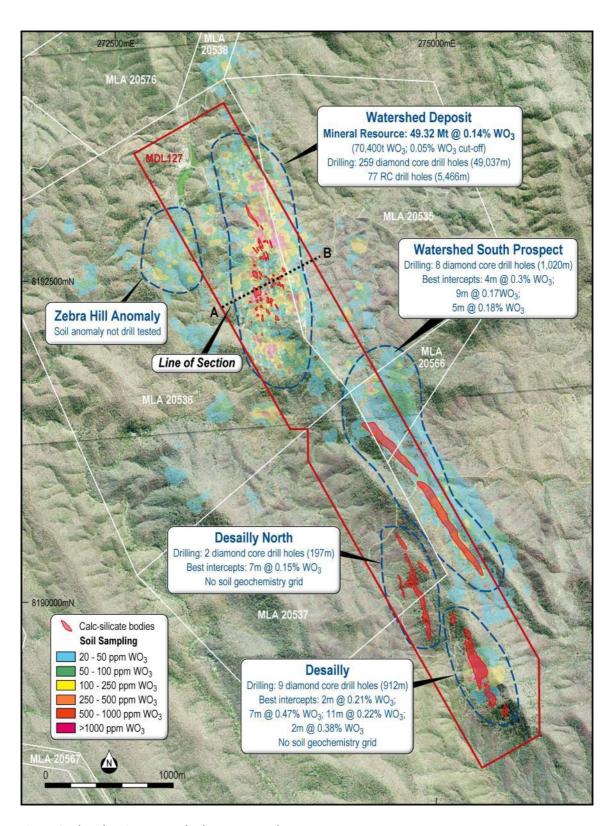


Figure 3: Plan showing Watershed resource and prospects

Mineral resource estimate for the Watershed Tungsten has been classified and reported using JORC Code and Guidelines (2004) and was reported in Vital Metals June Quarterly 2012.

 $Exploration\ potential\ of\ Watershed\ Project\ was\ reported\ using\ JORC\ Code\ and\ Guidelines\ (2004) in\ ASX\ release\ dated\ 7\ March\ 2012\ .$

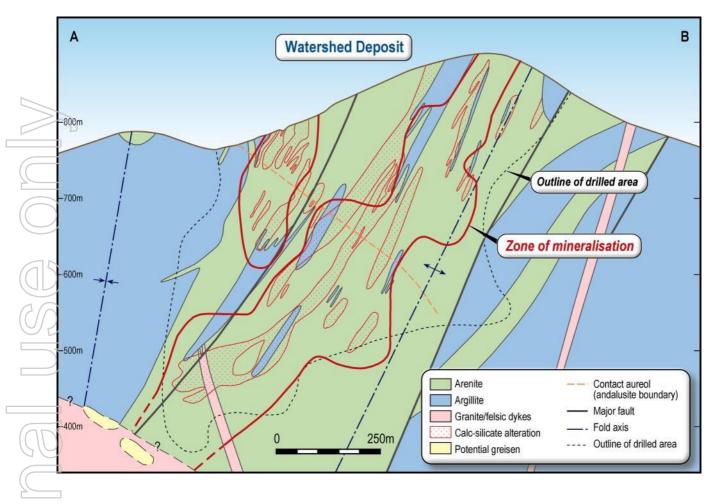


Figure 4: Cross section showing interpreted Watershed geology and mineralisation

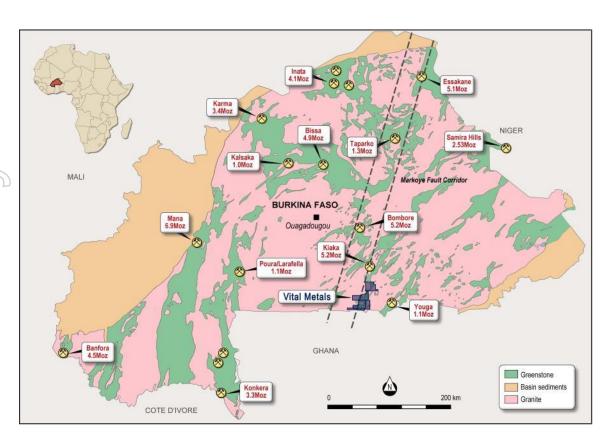


Figure 5: Project Location Burkina Faso

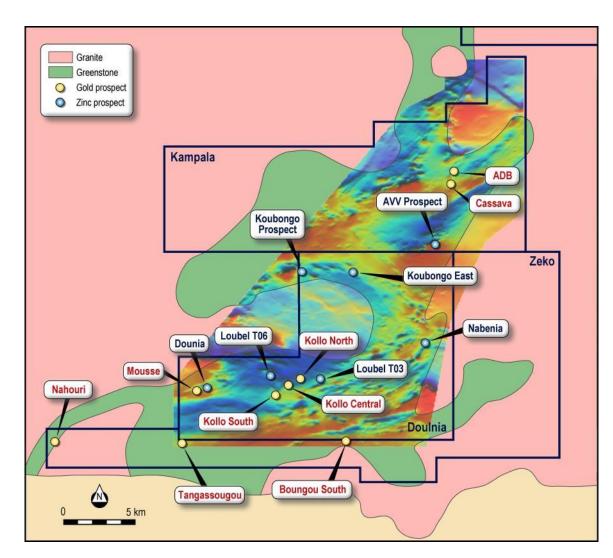


Figure 6: Location of Vital Metals tenements and prospects in Burkina Faso

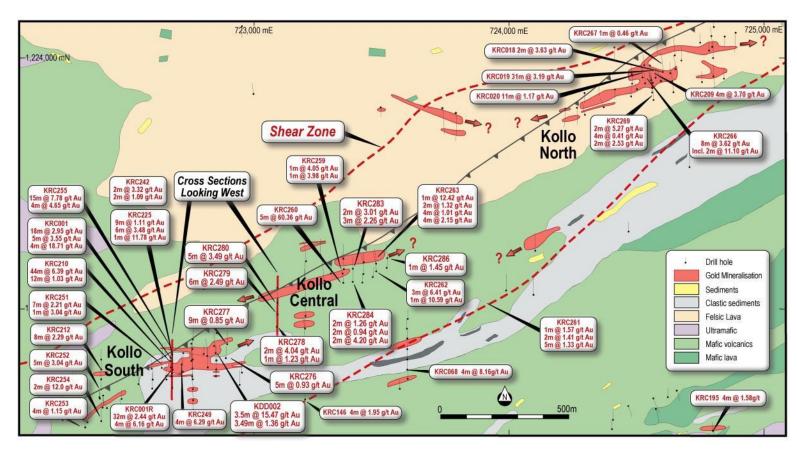


Figure 7: Kollo drilling showing reported intersections with interpreted geology

Exploration results were reported using JORC Code and Guidelines (2004) in ASX release dated 12 March 2013.

Table 1: Queensland tenements held at 31 March 2014

Tenement	Project	Tenement interest held	Location	Licence type	Status during Quarter	Comments
MDL127	Watershed	NQT (70%) JOGMEC (30%)	Far North Queensland	Mineral Development Licence	No Change	Renewal pending
EPM 18171	Watershed	NQT (70%) JOGMEC (30%)	Far North Queensland	Exploration Permit	No Change	
EPM 14735	Watershed	NQT (70%) JOGMEC (30%)	Far North Queensland	Exploration Permit	No Change	
EPM 15544	Watershed	NQT (70%) JOGMEC (30%)	Far North Queensland	Exploration Permit	No Change	
EPM 15064	Watershed	NQT (70%) JOGMEC (30%)	Far North Queensland	Exploration Permit	No Change	
EPM 19089	Watershed	NQT (70%) JOGMEC (30%)	Far North Queensland	Exploration Permit	No Change	
EPM 25102	Slaty Range	NQT (100%)	Far North Queensland	Exploration Permit	No Change	
EPM 25139	Watershed	NQT (70%) JOGMEC (30%)	Far North Queensland	Exploration Permit	Granted	
ML 20535	Watershed	NQT (70%) JOGMEC (30%)	Far North Queensland	Mining Lease	No Change	
ML 20536	Watershed	NQT (70%) JOGMEC (30%)	Far North Queensland	Mining Lease	No Change	
ML 20537	Watershed	NQT (70%) JOGMEC (30%)	Far North Queensland	Mining Lease	No Change	
ML 20538	Watershed	NQT (70%) JOGMEC (30%)	Far North Queensland	Mining Lease	No Change	
ML 20566	Watershed	NQT (70%) JOGMEC (30%)	Far North Queensland	Mining Lease	No Change	
ML 20567	Watershed	NQT (70%) JOGMEC (30%)	Far North Queensland	Mining Lease	No Change	
ML 20576	Watershed	NQT (70%) JOGMEC (30%)	Far North Queensland	Mining Lease	No Change	

NQT = North Queensland Tungsten Pty Ltd a 100% owned subsidiary of Vital Metals Ltd JOGMEC = Japan Oil, Gas and Metals National Corporation

Table 2: Burkina Faso tenement details held at 31 March 2014

Tenement	Project	Tenement interest held	Location	Licence type	Status during Quarter	Comments
Doulnia	Doulnia	VMB SARL (100%)	Burkina Faso	Exploration Permit	Area reduced as part of renewal process	Transfer in progress from Ampella Mining Ltd
Kampala	Doulnia	VMB SARL (100%)	Burkina Faso	Exploration Permit	Area reduced as part of renewal process	Renewal Pending/Transfer in progress from Ampella Mining Ltd
Mediga		VMB SARL (100%)	Burkina Faso	Exploration Permit	No Change	
Zeko	Boungou South	VMB SARL (100%)	Burkina Faso	Exploration Permit	No Change	

VMB SARL = Vital Metals Burkina SARL 100% owned subsidiary of Vital Metals Ltd



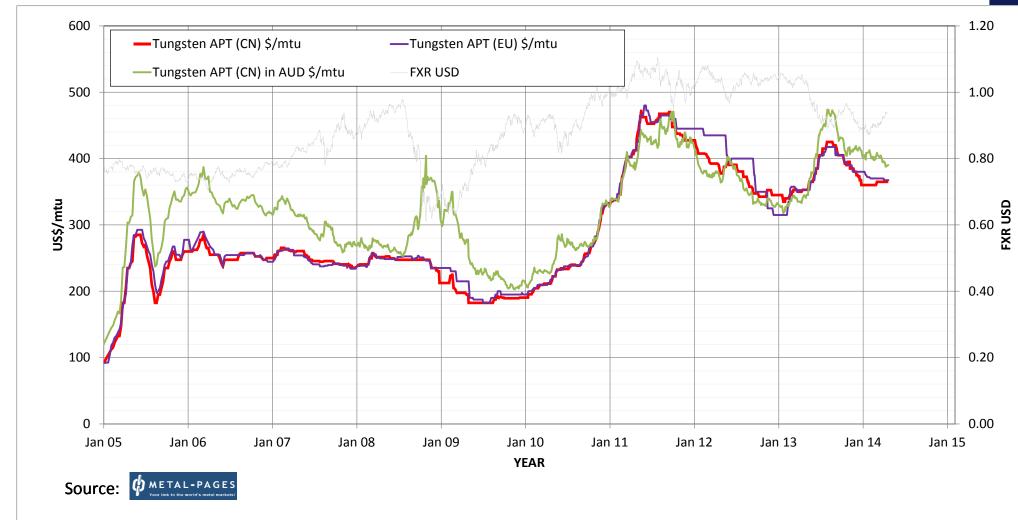


Figure 8: Chart showing Tungsten APT pricing over time.

Table 3: Assessment of historic exploration data used in this report.

The exploration data available to Vital for the new tenement consists primarily of open file exploration data. Vital geologists have also conducted field inspections and have observed first hand mineralised outcrops on the tenements. It is considered that the historical data was collected by reputable exploration companies using best practice at the time. However it is clear that further exploration work including drilling will be required before there is sufficient information to establish geological and grade continuity with any degree of certainty.

Section 1: Sampling Techniques and Data			
Criteria	JORC Code	Commentary	
	Explanation	·	
Sampling Technique	Nature and quality of sampling (eg cut channels, random chips, or specific specialised industry standard measurement tools appropriate to the minerals under investigation, such as downhole gamma sondes, or handheld XRF instruments, etc.). These examples should not be taken as limiting the broad meaning of sampling Include reference to measures taken to ensure sample representivity and the	Grab samples were taken of mineralisation on the perimeter of a 5m wide by 10m long pit. A portable XRF was used to analyse the samples and results are in line with those returned from the commercial laboratory. No effort was made to ensure representivity in this instance, the grab samples (~1-2kg) were taken from the edge of the pit as the centre of the pit was unable to be sampled.	
	appropriate calibration of any measurement tools or systems used. Aspects of the determination of mineralisation that are Material to the Public Report.	Samples were crushed, pulverised and a 0.25g split was initially assayed with a 4 acid digest and read with ICP AES, however once the Cu assays were determined to be over limit (>10000ppm) the samples were re-assayed using the Cu-OG62 (ICP-AES) method which is a more suitable method for high grade copper. At grade:	
	In cases where 'industry standard' work has been done this would be relatively simple (eg 'reverse circulation drilling was used to obtain 1 m samples from which 3 kg was pulverised to produce a 30 g charge for fire assay'). In other cases more explanation may be required, such as where there is coarse gold that has inherent sampling problems. Unusual commodities or mineralisation types (eg submarine nodules) may warrant disclosure of detailed information.	reported by the laboratory a gravimetric finish may be most suitable for these samples, this will be recommended for further work.	
Drilling	Drill type (eg core, reverse circulation, openhole hammer, rotary air blast, auger, Bangka, sonic, etc.) and details (eg core diameter, triple or standard tube, depth of diamond tails, face- sampling bit or other type, whether core is oriented and if so, by what method, etc.).	No drilling has been completed on the prospect to date	
Drill Sample Recovery	Method of recording and assessing core and chip sample recoveries and results assessed. Measures taken to maximise sample recovery and ensure representative nature of the samples. Whether a relationship exists between sample recovery and grade and whether sample bias may have occurred due to preferential loss/gain of fine/coarse material.	No drilling completed	
Logging	Whether core and chip samples have been geologically and geotechnical logged to a level of detail to support appropriate Mineral Resource estimation, mining studies and metallurgical studies. Whether logging is qualitative or quantitative in nature. Core (or costean/Trench, channel, etc.) photography. The total length and percentage of the relevant intersections logged.	No drilling completed	
ub-Sampling echnique and ample reparation	If core, whether cut or sawn and whether quarter, half or all core taken. If non-core, whether riffled, tube sampled, rotary split, etc. and whether sampled wet or dry. For all sample types, the nature, quality and appropriateness of the sample preparation.	Rock sample was dried, crushed by jaw crusher then pulverised to passing 75 micron.	
	appropriateness of the sample preparation technique. Quality control procedures adopted for all sub-sampling stages to maximise representivity of samples.	It is believed that the sample preparation technique is appropriate and as such is industry standard.	
	Measures taken to ensure that the sampling is representative of the in situ material collected, including for	As this was first pass reconnaissance grab sampling only three samples were taken and no QAQC measures were put in place.	
	instance results for field duplicate/second-	It is believed that the sampling is suitable for the grainsize of	

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Orientation of Data in Relation	Whether the orientation of sampling achieves unbiased sampling of possible	Pits are located along the strike of mineralisation.
to Geological Structure	structures and the extent to which this is known, considering the deposit type. If the relationship between the drilling orientation and the orientation of key mineralised structures is considered to have introduced a sampling bias, this should be assessed and reported if material.	
	achieves unbiased sampling of possible	Pits are located along the strike of mineralisation.
and Distribution	Exploration Results Whether the data spacing and distribution is sufficient to establish the degree of geological and grade continuity appropriate for the Mineral Resource and Ore Reserve estimation procedure(s) and classifications applied. Whether sample compositing has been applied	No drilling completed, mineralisation is exposed in two pits over a strike distance of 150m. No resources estimated.
Location of Data points Data Spacing	Accuracy and quality of surveys used to locate drill holes (collar and down-hole surveys), trenches, mine workings and other locations used in Mineral Resource estimation. Specification of the grid system used Quality and adequacy of topographic control Data spacing for reporting of	Location of sample points is accurate to +/-10m as per handheld GPS.
Verification of Sampling and Assaying	The verification of significant intersections by either independent or alternative company personnel. The use of twinned holes The verification of significant intersections by either independent or alternative company personnel. Discuss any adjustment to assay data	No independent verification completed to date.
	reading times, calibrations factors applied and their derivation, etc. Nature of quality control procedures adopted (eg standards, blanks, duplicates, external laboratory checks) and whether acceptable levels of accuracy (ie lack of bias) and precision have been established.	
Quality of Assay Data and Laboratory Tests	The nature, quality and appropriateness of the assaying and laboratory procedures used and whether the technique is considered partial or total. For geophysical tools, spectrometers, handheld XRF instruments, etc., the parameters used in determining the analysis including instrument make and model,	It is believed that the assaying technique is appropriate for Copper. The particular method used could be considered total due to the diligence of the laboratory when it was discovered the material was high grade.

	Exploration Done by Other Parties	Acknowledgment and appraisal of exploration by other parties.	The Cu prospect was held by the previous pastoralist as a ~2ha mining lease (ML4829) from 1974 until 2010, the application for the ML was submitted in 1957. Previous exploration by other parties is unknown; some shallow pitting has been completed with a bulldozer with two pits 20m long x10m wide separated by 80m along the strike of the mineralisation. It is therefore suggested that little in the way of quality prospecting work has been completed on the permit.
)	Geology	Deposit type, geological setting and style of mineralisation.	Mineralisation observed at the surface is as Malachite and Azurite within a gossanous sediment. It is believed that this represents the exposed portion of a stratiform massive sulphide lens hosted by flysch sediments of the Hodgkinson formation. The mineralisation is anticipated to be analogous to the Dianne and Mt Molloy mineralisation.
	Drill Hole Information	A summary of all information material to the understanding of the exploration results including a tabulation of the following information for all Material drill holes: • easting and northing of the drill hole collar • elevation or RL (Reduced Level – elevation above sea level in metres) of the drill hole collar • dip and azimuth of the hole • down hole length and interception depth • hole length • If the exclusion of this information is justified on the basis that the information is not Material and this exclusion does not detract from the understanding of the report, the Competent Person should clearly explain why this is the case.	No holes drilled to date.

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Data Aggregation Methods	In reporting Exploration Results, weighting averaging techniques, maximum and/or minimum grade truncations (eg cutting of high grades) and cut-off grades are usually Material and should be stated. Where aggregate intercepts incorporate short lengths of high grade results and longer lengths of low grade results, the procedure used for such aggregation should be stated and some typical examples of such aggregations should be shown in detail. The assumptions used for any reporting of metal equivalent values should be clearly stated.	No data aggregation completed.
Relationship Between Mineralisation Widths and Intercept Lengths	These relationships are particularly important in the reporting of Exploration Results If the geometry of the mineralisation with respect to the drill hole angle is known, its nature should be reported. If it is not known and only the down hole lengths are reported, there should be a clear statement to this effect (eg 'down hole length, true width not known').	No holes drilled to date, mineralisation is anticipated to be orientated with NNW strike.
Diagrams	Appropriate maps and sections (with scales) and tabulations of intercepts should be included for any significant discovery being reported These should include, but not be limited to a plan view of drill hole collar locations and appropriate sectional views.	The appropriate location plans have been included in the text of this document.
Balanced Reporting	Where comprehensive reporting of all Exploration Results is not practicable, representative reporting of both low and high grades and/or widths should be practiced to avoid misleading reporting of Exploration Results.	Reporting is on grab samples and as such will be biased to some extent. Drilling and further sampling is required on the prospect.
Other Substantive Exploration Data	Other exploration data, if meaningful and material, should be reported including (but not limited to): geological observations; geophysical survey results; geochemical survey results; bulk samples – size and method of treatment; metallurgical test results; bulk density, groundwater, geotechnical and rock characteristics; potential deleterious or contaminating substances.	There is no other substantive exploration data available in the open file data available to Vital.
Further Work	The nature and scale of planned further work (eg tests for lateral extensions or large scale step out drilling. Diagrams clearly highlighting the areas of possible extensions, including the main geological interpretations and future drilling areas, provided this information is not commercially sensitive.	Further exploration work is planned this will include mapping and rock chip sampling for the next field season in 2014, Once the results of this work have been received Vital will be able to better identify the extents of mineralisation and prepare for drilling.

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