



ACN 100 796 754

31 July 2014

Company Announcements Office
Australian Securities Exchange Limited
Level 8, 2 The Esplanade
PERTH WA 6000

Red River Resources Limited

QUARTERLY REPORT (Fourth Quarter) April – June 2014

Executive Summary

The transformation of Red River Resources Limited (“Red River” or “the Company”), continued during the June quarter.

Highlights of the quarter were as follows:

1. Completion of strategy review

Red River announced the outcome of a strategy review process to the market on 29 April 2014. The outcome of the review process was to implement a two tier strategy:

- Tier One: Acquisition and development of advanced mineral projects; and
- Tier Two: Implementation of a prospect generator model for exploration projects.

The review process identified a number of commodities which Red River believes have a positive price outlook. Our efforts will be particularly focused on cyclical base metals (zinc/lead, tin and nickel) and also critical raw materials (antimony, niobium and tungsten).

2. Application for tenements in the Stella Range

As part of the strategy review process discussed above, Red River undertook an assessment of the tenements held by the Company. The outcome of the assessment was to drop tenements identified as non-core, and apply for additional ground in the highly prospective Stella Range ultramafic belt in the East Laverton district of Western Australia to consolidate the tenements already held by the Company.

A total of eight licence applications were submitted, which if approved, will increase the area held by the Company in the Stella Range from approximately 166km² to 635km².

Red River has engaged Western Mining Services to conduct a review of the ground held by the Company in the Stella Range. The outcome of the review is expected to be completed during the next quarter.

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3. Fundraising

On 28 May, Red River announced a private placement had been completed to 5708 sophisticated investors to raise \$400,000 (less costs of \$6,500).

8,889,500 new shares were issued at 4.5 cents (a 45% premium to the 30 day volume weighted average price) with a one for two attaching 10 cent option (4,449,750 options) expiring on 31 December 2015 (subject to shareholder approval).

4. Kagara Ltd (in Liquidation) Exclusivity Agreement

Subsequent to the end of the quarter, Red River announced on 3 July 2014 that the Company had entered into a binding exclusivity agreement with Kagara Ltd (in Liquidation) (Kagara) and its wholly owned subsidiary Kagara Copper Pty Ltd (in Liquidation) (Kagara Copper) under which certain assets in Queensland (the Southern Region Assets) owned by Kagara and Kagara Copper would be sold to Red River for a total consideration of \$6.5 million.

Regular updates will be provided to the market as the transaction proceeds.

Review of Operations

No fieldwork was carried out during the quarter.

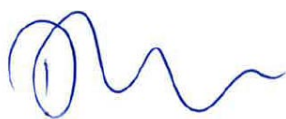
Corporate

Mr Erling Sorensen announced his resignation as Non-Executive Chairman on 24 April 2014. Mr Sorensen resigned due to other commitments. Mr Cameron Bodley was appointed a Non-Executive Director of Red River on 24 April 2014. Mr Bodley is also the Company Secretary of Red River.

Financials – Appendix 5B

The Company's 5B highlights the quarter's cash activities and other relevant financial information.

On behalf of the Board



Managing Director

Red River Resources Limited

End.

For further information please visit Red River's website www.redriverresources.com.au or contact us:

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Appendix 5B

Mining exploration entity and oil and gas exploration entity quarterly report

Introduced 01/07/96 Origin Appendix 8 Amended 01/07/97, 01/07/98, 30/09/01, 01/06/10, 17/12/10, 01/05/2013

Name of entity

Red River Resources Limited

ABN

35 100 796 754

Quarter ended ("current quarter")

June 2014

Consolidated statement of cash flows

Cash flows related to operating activities	Current quarter \$A'000	Year to date (12 Months) \$A'000
1.1 Receipts from product sales and related debtors		
1.2 Payments for (a) exploration & evaluation	(51)	(216)
(b) development		
(c) production		
(d) administration	(48)	(279)
1.3 Dividends received		
1.4 Interest and other items of a similar nature received	2	7
1.5 Interest and other costs of finance paid		
1.6 Income taxes paid		
1.7 Other (provide details if material)		
Net Operating Cash Flows	(97)	(488)
Cash flows related to investing activities		
1.8 Payment for purchases of: (a) prospects		
(b) equity investments		
(c) other fixed assets	(3)	(3)
1.9 Proceeds from sale of: (a) prospects		
(b) equity investments		1
(c) other fixed assets		22
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)	20
1.13 Total operating and investing cash flows (carried forward)	(100)	(468)

+ See chapter 19 for defined terms.

Appendix 5B**Mining exploration entity and oil and gas exploration entity quarterly report**

1.13	Total operating and investing cash flows (brought forward)	(100)	(468)
Cash flows related to financing activities			
1.14	Proceeds from issues of shares, options, etc.	400	400
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 (provide details if material)		
	Net financing cash flows	400	400
Net increase (decrease) in cash held			
		300	(68)
1.20	Cash at beginning of quarter/year to date	126	494
1.21	Exchange rate adjustments to item 1.20		
1.22	Cash at end of quarter	426	426

Payments to directors of the entity, associates of the directors, 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	44
1.24	Aggregate amount of loans to the parties included in item 1.10	-
1.25	Explanation necessary for an understanding of the transactions	
	1.23 Directors fees including superannuation paid to 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

N/A

- 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

N/A

+ 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	-	-
3.2 Credit standby arrangements	-	-

Estimated cash outflows for next quarter

	\$A'000
4.1 Exploration and evaluation	390
4.2 Development	-
4.3 Production	-
4.4 Administration	70
Total	460

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	426	26
5.2 Deposits at call	-	100
5.3 Bank overdraft	-	-
5.4 Other (provide details)	-	-
Total: cash at end of quarter (item 1.22)	426	126

+ See chapter 19 for defined terms.

Appendix 5B

Mining exploration entity and oil and gas exploration entity quarterly report

Changes in interests in mining tenements and petroleum tenements

	Tenement reference and location	Nature of interest (note (2))	Interest at beginning of quarter	Interest at end of quarter	
6.1	Interests in mining tenements and petroleum tenements relinquished, reduced or lapsed	E63/1620 Laverton	Withdrawn 14/04/2014	100%	nil
		E70/4547 Laverton	Withdrawn 14/04/2014	100%	nil
6.2	Interests in mining tenements and petroleum tenements acquired or increased				

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)	NIL		
7.2	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs, redemptions	NIL		
7.3	+Ordinary securities	78,229,005	78,229,005	
7.4	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs	8,899,500	8,899,500	\$0.045
7.5	+Convertible debt securities (description)	NIL		

+ See chapter 19 for defined terms.

Appendix 5B

Mining exploration entity and oil and gas exploration entity quarterly report

7.6	Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted	NIL			
7.7	Options (description and conversion factor)	2,000,000 1,500,000	NIL NIL	<i>Exercise price</i> \$0.10 \$0.05	<i>Expiry date</i> 28/11/2017 30/06/2015
7.8	Issued during quarter	1,500,000	NIL	\$0.05	30/06/2015
7.9	Exercised during quarter	NIL			
7.10	Expired during quarter	NIL			
7.11	Debentures (totals only)	NIL			
7.12	Unsecured notes (totals only)	NIL			

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 5).
- 2 This statement does /does not* (*delete one*) give a true and fair view of the matters disclosed.



Sign here:

(Company secretary)

Date: 31 July 2014

Print name: Cameron Bodley

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.

+ See chapter 19 for defined terms.

Appendix 5B

Mining exploration entity and oil and gas exploration entity quarterly report

- 2 The “Nature of interest” (items 6.1 and 6.2) includes options in respect of interests in mining tenements and petroleum 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 or petroleum 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 6: Exploration for and Evaluation of Mineral Resources* and *AASB 107: Statement of Cash Flows* apply to this report.
- 5 **Accounting Standards** ASX will accept, for example, the use of International Financial Reporting 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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