Rule 5.3

# Appendix 5B

# Mining 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

| Name of entity |                                   |
|----------------|-----------------------------------|
| RMG LIMITED    |                                   |
|                |                                   |
| ABN            | Quarter ended ("current quarter") |
| 51 065 832 377 | 31 March 2015                     |
|                |                                   |

# Consolidated statement of cash flows

| Cash flows related to operating activities   SA'ooo   Sa'oo   S   |  |  | Current quarter | Year to date |
|--|--|--|-----------------|--------------|
| 1.1   Receipts from product sales and related debtors  | Cash flows related to operating activities |  | \$A'000         | (9 months)   |
| 1.2   Payments for (a) exploration & (678) (2,385)   |  |  |                 | \$A'000      |
| 1.2   Payments for (a) exploration & (678) (2,385)   | 1.1  | Receipts from product sales and related  | =               | -            |
| 1.2   Payments for (a) exploration & (678) (2,385)   |  | • •  |                 |              |
| evaluation  (b) development (c) production (d) administration (127) (561)  1.3 Dividends received 1 Interest and other items of a similar nature received 1 Interest and other costs of finance paid (65) (65) (65) 1.6 Income taxes paid 1 12 1.7 Other (Government Grant)  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 (c) other fixed assets (a) prospects (b) equity investments (c) other fixed assets (d) equity investments (e) other fixed assets (f) equity investments (h) equity invest |  |  |                 |              |
| evaluation  (b) development (c) production (d) administration (127) (561)  1.3 Dividends received 1 Interest and other items of a similar nature received 1 Interest and other costs of finance paid (65) (65) (65) 1.6 Income taxes paid 1 12 1.7 Other (Government Grant)  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 (c) other fixed assets (a) prospects (b) equity investments (c) other fixed assets (d) equity investments (e) other fixed assets (f) equity investments (h) equity invest | 1.2  | Payments for (a) exploration &   | (678)           | (2,385)      |
| (b) development         -         -           (c) production         -         -           (d) administration         (127)         (561)           1.3 Dividends received         -         -           1.4 Interest and other items of a similar nature received         1         12           1.5 Interest and other costs of finance paid         (65)         (65)           1.6 Income taxes paid         -         -           1.7 Other (Government Grant)         -         -           Net Operating Cash Flows         (869)         (2,999)           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         -         -           (c) other fixed assets         -         -           (b) equity investments         -         -           (c) other fixed assets         -         -           1.10 Loans to other entities         -         -           1.11 Loans repaid by other entities         -  |  |  | (4, 4)          | (=,= == /    |
| (c) production         -         -           (d) administration         (127)         (561)           1.3 Dividends received         -         -           1.4 Interest and other items of a similar nature received         1         12           1.5 Interest and other costs of finance paid         (65)         (65)           1.6 Income taxes paid         -         -           1.7 Other (Government Grant)         -         -           Net Operating Cash Flows         (869)         (2,999)           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         -         -         -           (c) other fixed assets         -         -         -           1.10 Loans to other entities         -         -         -           1.11 Loans repaid by other entities         -         -         -           1.12 Other (provide details if material)         -         -         - <tr< td=""><td></td><td></td><td>_</td><td>_</td></tr<>   |  |  | _               | _            |
| (d) administration         (127)         (561)           1.3 Dividends received         -         -           1.4 Interest and other items of a similar nature received         1         12           1.5 Interest and other costs of finance paid         (65)         (65)           1.6 Income taxes paid         -         -           1.7 Other (Government Grant)         -         -           Net Operating Cash Flows         (869)         (2,999)           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         -         -         -           (c) other fixed assets         -         -         -           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)         (3)   |  |  | _               | _            |
| 1.3 Dividends received 1.4 Interest and other items of a similar nature received 1.5 Interest and other costs of finance paid 1.6 Income taxes paid 1.7 Other (Government Grant)  Cash flows related to investing activities 1.8 Payment for purchases of: (a) prospects (b) equity investments (c) other fixed assets (d) equity investments (e) other fixed assets (f) equity investments (g) other fixed assets (h) equity investments (h) equity |  |  | (127)           | (561)        |
| 1.4 Interest and other items of a similar nature received 1.5 Interest and other costs of finance paid 1.6 Income taxes paid 1.7 Other (Government Grant)  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 (c) other fixed assets (3) (3) 1.9 Proceeds from sale of: (a) prospects (b) equity investments (c) other fixed assets (3) (3) 1.9 Proceeds from sale of: (a) prospects (b) equity investments (c) other fixed assets (3) (3) 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) (3) (3) (3) (3) (3)   | 1.2  | · /  | ` _             | ` _          |
| received   | _  |  |                 |              |
| 1.5  | **4  |  | 1               | 12           |
| 1.6       Income taxes paid       -       -         1.7       Other (Government Grant)       -       -         Net Operating Cash Flows       (869)       (2,999)         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       -       -         (c) other fixed assets       -       -         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)       (3)         1.13       Total operating and investing cash flows   | 1.5  |  | _               |              |
| 1.7 Other (Government Grant)       -       -         Net Operating Cash Flows       (869)       (2,999)         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       -       -         (c) other fixed assets       -       -         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)       (3)         1.13 Total operating and investing cash flows   | _  | •  | (03)            | (03)         |
| Net Operating Cash Flows(869)(2,999)Cash flows related to investing activities1.8Payment for purchases of: (a) prospects(b) equity investments(c) other fixed assets(3)(3)1.9Proceeds from sale of: (a) prospects(b) equity investments(c) other fixed assets1.10Loans to other entities1.11Loans repaid by other entities1.12Other (provide details if material)Net investing cash flows(3)(3)1.13Total operating and investing cash flows  |  |  | _               | _            |
| Cash flows related to investing activities           1.8         Payment for purchases of: (a) prospects         -   | 1. /                                       | Other (dovernment drant)   |                 | _            |
| 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  (c) other fixed assets  |  | Net Operating Cash Flows   | (869)           | (2,999)      |
| 1.8 Payment for purchases of: (a) prospects  (b) equity investments  (c) other fixed assets  (3)  1.9 Proceeds from sale of: (a) prospects  (b) equity investments  (c) other fixed assets  -  (c) other fixed assets  -  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)  (3)  (3)  (3)  (3)  (3)  (3)  (3   |  |  |                 |              |
| (b) equity investments (c) other fixed assets (3) (3)  1.9 Proceeds from sale of: (a) prospects (b) equity investments (c) other fixed assets  -  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) (3) (3)  (3)  (3)  (3)  (3)  (3)  |  |  |                 |              |
| (c) other fixed assets  1.9 Proceeds from sale of: (a) prospects (b) equity investments (c) other fixed assets  - 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) (3)   | 1.8  |  | =               | -            |
| 1.9 Proceeds from sale of: (a) prospects   |  |  | -               | -            |
| (b) equity investments (c) other fixed assets  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)  (3)  (3)  (3)   |  | * /  | (3)             | (3)          |
| (c) other fixed assets  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)  (3)  (3)  (3)  | 1.9  | ` ' I I  | -               | -            |
| 1.10 Loans to other entities   |  |  | -               | -            |
| 1.11 Loans repaid by other entities  |  | (c) other fixed assets   | -               | -            |
| 1.11 Loans repaid by other entities  |  | The state of the s |                 |              |
| 1.12 Other (provide details if material)  Net investing cash flows  (3)  1.13 Total operating and investing cash flows   |  |  | =               | -            |
| Net investing cash flows (3) (3)  1.13 Total operating and investing cash flows  |  |  | =               | -            |
| 1.13 Total operating and investing cash flows  | 1.12                                       | Other (provide details if material)  | -               | -            |
| 1.13 Total operating and investing cash flows  |  | Net investing cash flows   | (3)             | (3)          |
|  | 1 12                                       | _  |                 | (5)          |
| (carried forward) $  (8/2)  $ $(3,002)  $  | 1,13                                       | (carried forward)  | (872)           | (3,002)      |

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

| 1.13 | Total operating and investing cash flows (brought forward) | (872) | (3,002) |
|------|--|-------|---------|
|      | ,  | , , , |         |
|      | Cash flows related to financing activities                 |       |         |
| 1.14 | Proceeds from issues of shares, options, etc.              | -     | 3,000   |
| 1.15 | Proceeds from sale of forfeited shares                     | -     | -       |
| 1.16 | Proceeds from borrowings                                   | 390   | 390     |
| 1.17 | Repayment of borrowings (Conversion of convertible note)   | -     | -       |
| 1.18 | Dividends paid   | -     | -       |
| 1.19 | Other (costs of funds raised)                              | -     | (166)   |
| -    | Net financing cash flows                                   | 390   | 3,224   |
|      | Net increase (decrease) in cash held                       | (482) | 222     |
| 1.20 | Cash at beginning of quarter/year to date                  | 815   | 111     |
| 1,21 | Exchange rate adjustments to item 1.20                     | -     | -       |
| 1.22 | Cash at end of quarter                                     | 333   | 333     |

Payments to directors of the entity and associates of the directors Payments to related entities of the entity and associates of the related entities

|      |  | \$A'ooo |    |
|------|--|---------|----|
| 1.23 | Aggregate amount of payments to the parties included in item 1.2 |         | 35 |
| 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 Salaries, directors fees and consultants fees 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

| Nil  |  |
|------|--|
| 1111 |  |
|      |  |
|      |  |
|      |  |
|      |  |
|      |  |
|      |  |
|      |  |

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 |  |  |  |
|-----|--|--|--|
|     |  |  |  |

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

#### Financing facilities available

Add notes as necessary for an understanding of the position.

|     |                             | Amount available | Amount used |
|-----|-----------------------------|------------------|-------------|
|     |                             | \$A'000          | \$A'000     |
| 3.1 | Loan facilities             | 1,300,559        | 390,000     |
| 3.2 | Credit standby arrangements |                  |             |

# Estimated cash outflows for next quarter

| 4.1 | Exploration and evaluation | \$A'000 (150) |
|-----|----------------------------|---------------|
| 4.2 | Development                | -             |
| 4.3 | Production                 | -             |
| 4.4 | Administration             | (100)         |
|     | Total                      | (250)         |

# 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<br>\$A'000 | Previous quarter<br>\$A'000 |
|---|---|----------------------------|-----------------------------|
| 5.1   | Cash on hand and at bank                  | 333                        | 815                         |
| 5.2   | Deposits at call                          | -                          | -                           |
| 5.3   | Bank overdraft                            | -                          | -                           |
| 5.4   | Other (provide details)                   | -                          | -                           |
|   | Total: cash at end of quarter (item 1.22) | 333                        | 815                         |

# Changes in interests in mining tenements

|     |   | reference | (note (2))                                   | beginning  | end of  |
|-----|---|-----------|--|------------|---------|
|     |   |           |  | of quarter | quarter |
| 6.1 | Interests in mining<br>tenements relinquished,<br>reduced or lapsed |           | Please refer to Quarterly Activities report. |            |         |
| 6.2 | Interests in mining<br>tenements acquired or<br>increased           |           |  |            |         |

Tenement Nature of interest

Interest at Interest at

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

#### Financing facilities available

Add notes as necessary for an understanding of the position.

|     |                             | Amount available | Amount used |
|-----|-----------------------------|------------------|-------------|
|     |                             | \$A'000          | \$A'000     |
| 3.1 | Loan facilities             | 1,300,559        | 390,000     |
| 3.2 | Credit standby arrangements |                  |             |

# Estimated cash outflows for next quarter

| 4.1 | Exploration and evaluation | \$A'000 (150) |
|-----|----------------------------|---------------|
| 4.2 | Development                | -             |
| 4.3 | Production                 | -             |
| 4.4 | Administration             | (100)         |
|     | Total                      | (250)         |

# 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<br>\$A'000 | Previous quarter<br>\$A'000 |
|---|---|----------------------------|-----------------------------|
| 5.1   | Cash on hand and at bank                  | 333                        | 815                         |
| 5.2   | Deposits at call                          | -                          | -                           |
| 5.3   | Bank overdraft                            | -                          | -                           |
| 5.4   | Other (provide details)                   | -                          | -                           |
|   | Total: cash at end of quarter (item 1.22) | 333                        | 815                         |

# Changes in interests in mining tenements

|     |   | reference | (note (2))                                   | beginning  | end of  |
|-----|---|-----------|--|------------|---------|
|     |   |           |  | of quarter | quarter |
| 6.1 | Interests in mining<br>tenements relinquished,<br>reduced or lapsed |           | Please refer to Quarterly Activities report. |            |         |
| 6.2 | Interests in mining<br>tenements acquired or<br>increased           |           |  |            |         |

Tenement Nature of interest

Interest at Interest at

<sup>+</sup> 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 5).
- This statement does /does not\* (*delete one*) give a true and fair view of the matters disclosed.

|             |                     | 30 April 2015 |  |
|-------------|---------------------|---------------|--|
| Sign here:  | (Company secretary) | Date:         |  |
| Print name: | Lloyd Flint         |               |  |

#### **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 6: Exploration for and Evaluation of Mineral Resources and AASB 107: Statement of Cash Flows apply to this report.
- 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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<sup>+</sup> See chapter 19 for defined terms.