



29 April 2013

COMPANY OVERVIEW

Regalpoint Resources Limited was formed to utilise the best available science to explore the Australian continent for large scale or high grade mineral deposits.

The Company currently holds projects prospective for uranium, gold and other minerals through Western Australia, Northern Territory, and Queensland.

The Company's objective is to evaluate and develop its assets and to create shareholder value through the discovery of economic mineral deposits.

CAPITAL DETAILS

ASX Code: RGU, RGUO

As 26 April 2013

Share Price: 1.3 cents

Option price: 0.1 cents

Tradeable Shares: 52,341,375

Escrowed Shares: 15,263,905

Tradeable Options: 54,859,770

Unlisted Options: 11,469,178

Market Capitalisation: \$878,869

QUARTERLY ACTIVITIES REPORT

For the period ended 31 March 2013

Regalpoint Resources Ltd (ASX: RGU, "Regalpoint" or the "Company") is pleased to release its Quarterly Activities Report for the Period ended 31 March 2013.

SUMMARY

The Company's focus has been, in the face of adverse conditions for the uranium sector, one of cautiously advancing the Company's key Paroo project and reducing its portfolio to those projects which we believe have good near term potential to add significant value for shareholders without significant immediate expenditure requirements. In addition, the Company has tried to identify other opportunities in areas with better market economics in order to build value.

To that end, the Company announced during the quarter an agreement to acquire a large gold exploration project in the Karamoja region of Uganda. Regalpoint Resources Ltd has elected not to proceed with the acquisition of the Karamoja project but the board will continue to actively investigate mineral exploration opportunities to supplement the Company's existing Paroo Range and other uranium focused projects.

The Company is exploring and advancing its portfolio of Australian tenements identified by the CET mineral systems approach as highly prospective for economic uranium and other mineral deposits.

The very encouraging initial exploration programs on Regalpoint's three key projects (Paroo Range, Rum Jungle/Highlander and King Leopold) have all successfully identified high grade mineralisation and prospects justifying further assessment.

PAROO RANGE, QLD (RGU 100%) - Uranium Exploration Target

First amongst the Company's projects is the Paroo Range Project (RGU: 100%) adjacent to the Paladin/Summit Valhalla project in Queensland. The initial exploration and drilling results from the Skevi prospect the Project's potential to host economic mineralisation. The Government of Queensland has recently announced it will lift the long standing prohibition on uranium mining in Queensland. This regulatory change lifts the longstanding bar on development of Queensland's uranium endowments. The Paroo Range Project is adjacent to the large Valhalla/Skal Project and movement on its long delayed development not that the regulatory bar has been lifted is likely to assist the advancement of Paroo Range.

At Paroo Range Project, Regalpoint is targeting structurally controlled metasomatic uranium mineralisation that occurs within albitised meta-basalts with breccia zones developed through the quartz-haematite-carbonate alteration zone. This mineralisation style is analogous to the nearby Valhalla and Skal deposits and to the Anderson Lode deposit. The Company's view is that the results to date offer significant encouragement.

Regalpoint Resources hold two granted tenements (EPM16923 and EPM16980) covering 192.15 square kilometres. The tenements lie in the Mount Isa block 50km north east of Mt Isa covering outcrop of the Eastern Creek Volcanics, which is host to the most significant uranium prospects in the Mt Isa district. The Eastern Creek Volcanics host the prospects of Valhalla and Skal which are significant uranium resources although the main ore mineral is Brannerite, which is associated with metallurgical problems.

An airborne radiometric survey was undertaken by GPX Airborne Surveys over the tenement area during Dec 2010-Jan 2011. The survey identified a significant radiometric anomaly (Skevi) in the Eastern Creek Volcanics and several other smaller anomalies were also identified. Anomalies associated with other rock types, generally associated with thorium radiometric responses were not investigated.

Drilling was undertaken during June 2012 with 24 holes drilled along lines spaced 25-50m apart. The drilling was designed to target mineralisation associated with the radiometric anomalies which were considered to be related to an N-S structure consistent with the trended of the radiometric anomalies. The drilling identified a mineralised fault or shear system trending at 010° made up of several mineralised fault zones spaced 6-10m apart over a length 500m. The system is dislocated by a cross fault trending at 120° which displaced the N-S structure 50m in an anticlockwise sense. The larger part of the drilling occurred north of the cross fault where most of the radiometric anomalies were found.

The Company undertook a review of the project during the current quarter as a background to planned further drilling of the Skevi Uranium Prospect and regional exploration within the two tenements.

RUM JUNGLE, NT (RGU 100%) – *Gold Exploration Target*

Regalpoint Resources holds three granted tenements in the Northern Territory (EL26094, EL26091 and EL26322) covering 100.80 square kilometres in the Batchelor area and one tenement application (EL26098) covering 31.50 square kilometres in the Adelaide River area.

The Highlander gold prospect is a historical gold anomaly located within EL26094 (85.05 square kilometres), east of Batchelor in the Northern Territory. RC drilling and trenching has defined a coherent zone of anomalous gold mineralisation at the thrust fault contact of the Whites Formation and overlying Wildman Siltstone.

Regalpoint's exploration work to date includes a desktop review of historical exploration work, followed by the drilling of 18 RC holes (1,528m), digging of 6 trenches (768m) and a reconnaissance scale mapping, sampling (85 rock chips) and ground magnetic survey over much of the tenement area.

The desktop review identified several significant Au intercepts (notably 3m @ 4.92 g/t Au and 1m @ 2.79 g/t Au) recorded by Nicron Resources (Nicron) in the mid-1990s. Nicron drilled 24 RC holes over a gold soil anomaly now known as the Highlander Prospect. Normandy Woodcutters Limited (Normandy) took over the tenement and interpreted the anomaly as a stratabound zone of vein type gold mineralisation over a strike length of 4.5km. The mineralisation is interpreted as a sulphide Au-Quartz vein system in the boundary vicinity of the Wildman Siltstone and underlying Whites Formation. The structure in the area is dominated by a series of north-south striking anticlines.

The mineralisation is stratigraphically linked to the nearby (approx. 3kms south-west) Woodcutter Mine (Zn, Pb, Ag & Sb) which was rehabilitated in 1999. The geology consists of easterly dipping Upper Whites Formation sediments and Acacia Gap Quartzite on the eastern limb of the Woodcutters Anticline (Eupene). Studies conducted by Normandy on the Woodcutters deposit indicate mineralisation at increasing depth is more pyritic and contains significant gold values. One possible interpretation is that the elevated gold and associated arsenic values at Highlander may reflect leakage or zonation from this mineralising event, although this has never been fully tested.

The Company undertook a review of the project during the current quarter as a background to planned further drilling of the Highlander Gold Prospect.

KING LEOPOLD, WA (RGU: 100%) - *Uranium Exploration Target*

The project area lies over the unconformity between the Hooper Complex of the King Leopold Orogen, a Lower Proterozoic mobile zone, and the southern margin of the Kimberley Basin, a Middle Proterozoic continental basin lying unconformably over the rocks of the King Leopold and Halls Creek Orogens. In places, this unconformity has acted as an overthrust fault surface of the Kimberley Basin rocks thrust over the Hooper Complex. Regalpoint Resources holds three granted tenements in the King Leopold area (E80/4211, E80/4264 and E80/4311) covering an area of 400.05 square kilometres.

The Jupiter prospect is located where two faults intersect at a small angle and where fault slivers of sandstone have been found down faulted in the Whitewater volcanics. The small (35m long and 5m wide) U channel anomaly lies within the fault zone in the mafic volcanics. The Juno prospect lies along the same fault structure as the Jupiter Prospect but is considerable larger (70m long with a stronger radiometric response). The anomaly lies in the Whitewater Volcanics adjacent to a thin quartz vein with numerous radiometric peak anomalies along its length. L43 Prospect lies on the top of a large sandstone ridge that has a flat top of an old erosion surface. The anomaly lies near the base of the King Leopold sandstone, which overlies the Whitewater Volcanics, on a cross fault that cuts across the sandstone.

The Company undertook a review of the project during the current quarter as a background to planned further drilling of the Jupiter, Juno and L43 Uranium Prospects and regional exploration within the two tenements.

PETERS CREEK PROJECT, QLD (RGU: 100%) - Uranium Exploration Target

Peters Creek Project comprises two granted tenements (EPM16502 and EPM16503) covering 362.25 square kilometres and an adjacent tenement application (EPM16510) covering 204.75 square kilometres located 50km southeast of the Westmoreland uranium deposits located near the Northern Territory-Queensland boarder 50km south of the Gulf of Carpentaria. The tenements cover an area dominated by a thin cover of Quaternary and Tertiary sediment eroded from the uranium-enriched Murphy Tectonic Inlier. The underlying Proterozoic rocks are not exposed but in the tenement area have been interpretive from geophysical mapping to be volcanics and granites of the Murphy Tectonic Inlier, the Westmoreland Conglomerate, the Seigal Volcanics and the Peters Creek Volcanics.

Discussions are in progress with the traditional owners of the land underlying EPM16510.

Background

The Company was formed to pursue exploration opportunities for precious and base metals and uranium. In 2006 the Centre for Exploration Targeting was engaged to carry out a prospectivity study for uranium and other minerals utilising the mineral systems approach. The objective of the study was to identify promising new areas with potentially economic mineral deposits and to generate exploration targets at the terrane-to-camp scale that satisfied targeting criteria determined based on geological and commercial considerations. Targets were ranked according to the designated criteria and the Company was able to obtain mineral exploration licences over available ground for the top ranking projects as identified by the CET Study.

Competent Persons Statement

The information in this report that relates to Exploration Results, Exploration Targets, Mineral Resources or Ore Reserves is based on information compiled by Malcolm Castle, who is a Member of the Australasian Institute of Mining and Metallurgy ("AusIMM"). Mr Castle is a consultant geologist with Agricola Mining Consultants Pty Ltd. He has sufficient experience relevant to the style of

mineralisation and type of deposits under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2004 edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves". Mr Castle consents to the inclusion in this report of the matters based on his information in the form and context in which it appears.

The exploration targets are estimated from geological information including drill holes, outcrops and geological information and are shown as a range. There has been insufficient exploration to define a Mineral Resource and it is uncertain if further exploration will result in the determination of a Mineral Resource.

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

REGALPOINT RESOURCES LIMITED

ABN

12 122 727 342

Quarter ended ("current quarter")

31 March 2013

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	-	-
1.2 Payments for (a) exploration & evaluation	(57)	(615)
(b) development	-	-
(c) production	-	-
(d) administration	(68)	(290)
1.3 Dividends received	-	-
1.4 Interest and other items of a similar nature received	15	67
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	(110)	(838)
Cash flows related to investing activities		
1.8 Payment for purchases of: (a) prospects	-	-
(b) equity investments	-	-
(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	(100)	(100)
1.11 Loans repaid by other entities	-	-
1.12 Other (provide details if material)	-	-
Net investing cash flows	(100)	(100)
1.13 Total operating and investing cash flows (carried forward)	(210)	(938)

+ See chapter 19 for defined terms.

Appendix 5B
Mining exploration entity quarterly report

1.13	Total operating and investing cash flows (brought forward)	(210)	(938)
	Cash flows related to financing activities		
1.14	Proceeds from issues of shares, options, etc.	-	-
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	-	-
	Net increase (decrease) in cash held	(210)	(938)
1.20	Cash at beginning of quarter/year to date	1,485	2,213
1.21	Exchange rate adjustments to item 1.20	-	-
1.22	Cash at end of quarter	1,275	1,275

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	56
1.24	Aggregate amount of loans to the parties included in item 1.10	-

1.25 Explanation necessary for an understanding of the transactions

Payment of consulting fees to directors & salaries to employees, administration fees and office space cost paid to director related entities.

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

None

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

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	-	-

+ See chapter 19 for defined terms.

Estimated cash outflows for next quarter

		\$A'000
4.1	Exploration and evaluation	50
4.2	Development	-
4.3	Production	-
4.4	Administration	56
Total		106

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	5	5
5.2	Deposits at call	1,240	1,450
5.3	Bank overdraft	-	-
5.4	Other (provide details)	30	30
Total: cash at end of quarter (item 1.22)		1,275	1,485

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.

Appendix 5B
Mining exploration entity quarterly report

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 <i>(description)</i>				
7.2 Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs, redemptions				
7.3 +Ordinary securities	67,605,280	52,341,375		
7.4 Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs				
7.5 +Convertible debt securities <i>(description)</i>				
7.6 Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted				
7.7 Options <i>(description and conversion factor)</i>	66,328,948	54,859,770	<i>Exercise price</i> 0.20	<i>Expiry date</i> 31 March 2014
7.8 Issued during quarter				
7.9 Exercised during quarter				
7.10 Expired during quarter				
7.11 Debentures <i>(totals only)</i>				
7.12 Unsecured notes <i>(totals only)</i>				

+ See chapter 19 for defined terms.

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 give a true and fair view of the matters disclosed.



Sign here:
(Company secretary)

Date: .29.04.2013...

Print name: Fleur Hudson

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 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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