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## HIGHLIGHTS

### GOLD PRODUCTION

- Total gold production for the quarter of 72,134 ounces at a cash cost of production A\$668 per ounce prior to royalties.
- Total gold production for the financial year of 269,013 ounces at a cash cost of production A\$562 per ounce prior to royalties.

### MOOLART WELL OPERATIONS

- Gold production of 26,031 ounces for the quarter (Mar 13 qtr: 26,158 oz).
- Cash cost of production A\$580 per ounce prior to royalties (Mar 13 qtr: A\$562/oz).
- Record gold production for the year of 105,753oz at a cash cost of \$563/oz.

### GARDEN WELL OPERATIONS

- Gold production of 46,103 ounces for the quarter (Mar 13 qtr: 48,430 oz).
- Cash cost of production A\$718 per ounce prior to royalties (Mar 13 qtr: A\$593/oz).
- Gold production for the year of 163,260 ounces at a pre-royalty cash cost of \$562/oz
- Annualised throughput rate for the June 2013 quarter was 5.1 million tonnes, 27.5% above the nameplate design capacity of 4mtpa.

### GARDEN WELL RESOURCE AND RESERVE UPDATE

- Garden Well JORC compliant gold Resource increased to 3.00 million ounces. The updated resource estimate is 86.5 MT at 1.1g/t gold for 3.00 million ounces.
- Garden Well JORC compliant gold Reserve increased to 1.70 million ounces. The updated reserve estimate is 41.7 MT at 1.27g/t gold for 1.70 million ounces.

### ROSEMONT GOLD PROJECT

- Rosemont Stage 1 construction on target for commissioning late in September 2013.
- Rosemont Stage 2 plant expansion announced after the end of the quarter expected to increase long term gold production rates at Rosemont to around 100,000 ounces per annum and at Garden Well to 215,000 – 230,000 ounces per annum.

### EXPLORATION

- Significant drill results from RC and Diamond drilling programme at the McPhillamys Gold Project in NSW and resource estimation update to commence shortly.

### CORPORATE

- Gold sales of 76,313 ounces at a delivered price of A\$1,563 per ounce (Mar 13: 75,507 oz at A\$1,601/oz).
- Cash flow from operations for the quarter was \$63.5 million (Mar 13: \$68.0m).
- Cash and gold bullion holding at 30 June 2013 was \$80.8 million (Mar 13: \$72.5m).
- Regis is targeting a 15 cent per share fully franked dividend in relation to the 2013 financial year.

## MOOLART WELL OPERATIONS

### Production

Moolart Well Gold Mine operating results for the June 2013 quarter were as follows:

	Jun 2013	Mar 2013	Dec 2012
Ore mined (tonnes)	653,959	605,355	597,097
Ore milled (tonnes)	664,594	618,749	627,085
Head grade (g/t)	1.32	1.43	1.40
Recovery (%)	93	92	93
Gold production (ounces)	26,031	26,158	26,145
Cash cost per ounce (A\$/oz) – pre royalties	A\$580	A\$562	A\$547
Cash cost per ounce (A\$/oz) – incl royalties	A\$643	A\$626	A\$617

Moolart Well achieved record gold production for the year to 30 June 2013 producing 105,753 ounces of gold at a pre-royalty cash cost of \$563 per ounce. During the June 2013 quarter Regis produced 26,031 ounces of gold from the Moolart Well Gold Mine at a pre-royalty cash cost of production of A\$580 per ounce. Cash costs were 3% higher in the June 2013 quarter compared to the prior quarter due predominately to an 8% lower head grade of ore milled.

During the quarter 311,000 bcm of ore and 1,144,000 bcm of waste were mined from the Moolart Well open pits for a total material movement of 1.45 million bcm. Of the total material mined, 418,000 bcm was mined from laterite pits and 1,037,000 bcm was mined from the Lancaster and Stirling oxide deposits.

## GARDEN WELL OPERATIONS

### Production

Operating results at the Garden Well Gold Mine for June 2013 quarter were as follows:

	Jun 2013	Mar 2013	Dec 2012
Ore mined (tonnes)	1,265,326	1,188,225	879,095
Ore milled (tonnes)	1,270,825	1,162,921	1,053,874
Head grade (g/t)	1.35	1.39	1.65
Recovery (%)	85	93	92
Gold production (ounces)	46,103	48,430	51,562
Cash cost per ounce (A\$/oz) – pre royalties	A\$718	A\$593	A\$496
Cash cost per ounce (A\$/oz) – incl royalties	A\$787	A\$662	A\$563

### Milling

As detailed in the Company's announcement to ASX on 4 July 2013 operations at Garden Well were adversely affected by a number of issues during the quarter which in turn contributed to a higher net cash cost than the previous quarter. On a per tonne basis costs, at \$26.03/tonne, were broadly in line with the March 2013 quarter of \$24.67/tonne. However cost per ounce was impacted by the issues discussed below, particularly the lower short term mill recovery which at 85% compared to 93% in the prior quarter accounted for \$62/oz of the cost increase.

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Milling recovery rates were impacted by the necessity to process transitional black shale ore early in the quarter when pit dewatering issues limited access to the majority of the stage 1 pit. The plant at this time was not set up with a sufficient supply of oxygen to maintain high recoveries from the black shale ore. This issue has largely been resolved late in the quarter with the installation of a portable oxygen plant which will be replaced in time with a larger permanent oxygen plant.

Mined grade was impacted during the quarter by the ongoing issue of mining reconciliation to the geological reserve, particularly in the oxide zone mined in the stage 3 pit. An updated Resource and Reserve estimate was released in the announcement on 4 July 2013 which factors in the mining reconciliation to date. In addition by the end of the quarter the oxide ore in the current reserve pit has largely been mined out.

Mined grade was also impacted by pit dewatering issues for periods of the quarter. Mining operations were at times limited to areas of lower grade due to access to better grade areas being limited due to water in the pit floor. Again, the management of ground water in the pit has been significantly improved over the course of the quarter and should not pose a major operational issue in the current quarter.

Plant throughput was impacted early in the quarter by the effect of wet ore reducing the crushing circuit throughput. Encouragingly, the processing plant has been operating at in excess of 6 million tonnes per annum for the last three weeks of June 2013. This will have a positive effect on production rates as the leaching and gravity circuits are optimised in the coming weeks to achieve sustainably high recoveries at this throughput rate.

### **Mining**

During the June 2013 quarter 613,216 bcm of ore and 2.18 million bcm of waste were mined from the Garden Well open pit for a total material movement of 2.8 million bcm. Mining of ore was largely in the Stage 3 transitional zone of the open pit down to the 425 mRL and the transitional / fresh zone of the stage 1 pit. The stage 4 and 5 cutbacks to the open pit continued during the quarter with 447,000 bcm of pre-strip waste being mined down to the 473 mRL. By the end of the quarter the top of the mineralisation was exposed in both stage 4 and 5 of the open pit.

## GARDEN WELL RESOURCE AND RESERVE UPDATE

### Updated Resource Estimate

During the June 2013 quarter the Company completed an RC and diamond drilling programme designed to fully define the strike extent and down dip continuation of gold mineralisation at the southern end of the deposit. Upon the completion of the drill programme the Company announced in July 2013 that the JORC compliant resource (inclusive of reserves) for the Garden Well Gold Deposit has increased from 2.29 million ounces of contained gold (net of resource mined to May 2013) to 3.00 million ounces, being 86.5 million tonnes at 1.08g/t gold. On a like for like basis prior to deducting mined ounces, the resource has increased from 2.56 million ounces to 3.24 million ounces of gold.

This increase is the result of strong drilling results along strike to the south of the previous resource limit. The resource was estimated by independent geological consultants EGRM Consulting Pty Ltd using the estimation technique Multiple Indicator Kriging. The estimate is based on a block size of 20 m x 40 m x 5 m and a selective mining unit size of 5 m x 10 m x 2.5 m above a 0.5g/t Au lower cutoff grade.

The breakdown of the resource is as follows:

Category	Tonnes (Millions)	Gold Grade (g/t)	Contained Gold (Ounces)
Indicated	76.1	1.09	2,656,000
Inferred	10.4	1.02	341,000
	<b>86.5</b>	<b>1.08</b>	<b>2,998,000</b>

Notes: Rounded to two significant figures. Rounding errors may occur.

The updated resource above has been estimated to reflect the current mining reconciliation achieved in mining operations to date. This resulted in a 192,000 ounce (12%) reduction to the original (pre mining) 1.66 million ounce Indicated resource contained in the current pit design.

### Updated Reserve Estimate

On the basis of the upgraded resource, Regis completed an updated ore reserve (reported in accordance with JORC code) at Garden Well. The updated Reserve for Garden Well has increased from 1.39 million ounces of contained gold (net of reserve mined to May 2013) to 1.70 million ounces.

The breakdown of the reserve is as follows:

Category	Tonnes (Millions)	Gold Grade (g/t)	Contained Gold (Ounces)
Proven	0	0	0
Probable	41.7	1.27	1,700,000
	<b>41.7</b>	<b>1.27</b>	<b>1,700,000</b>

Notes: 0.6 g/t Au lower SMU block cut off grade. Contained oz rounded to nearest thousand.

The updated reserve has been estimated after completion of an open pit mining and Carbon in Leach extraction reserve study which included:

- pit optimisation using wall angles based on geotechnical drill holes, independent geotechnical advice and allowances for ramps;
- 100% mining recovery and 0% mining dilution as mining recovery and dilution factors have been addressed at the resource estimation stage;
- Bulk densities and metallurgical parameters from test work previously reported;
- Mining costs based on current contractor rates;
- Milling and other operating costs based on current known operating costs adapted for ore type and metallurgy.

Key results of the reserve study include:

<b>Physical</b>	
Total pit volume (bcm)	83,544,000
Stripping ratio – tonnes (waste:ore)	4.1
Ore (tonnes)	41,683,000
Gold grade (g/t)	1.27
Contained gold - ounces	1,699,700
Milling recovery	95
Recovered gold (ounces)	1,614,723
<b>Operating Costs</b>	
Mining cost (A\$/tonne)	A\$16.48
Milling cost (A\$/tonne)	A\$9.19
Administration cost (A\$/tonne)	A\$0.83
<b>Total operating cost per tonne (A\$/tonne)*</b>	<b>A\$26.51</b>
<b>Total operating cost per ounce (A\$/oz)*</b>	<b>A\$684</b>

\* before royalties Note: reserve estimated using a gold price of A\$1,000/oz

In addition to the operating costs above there is a remaining life of mine capital cost of approximately \$48 million to mine a 10.8 million bcm overburden pre-strip in the first 25 metres below surface on the balance of yet to be mined stages in the current pit design and the expanded reserve along strike to the south.

Importantly, in the event of a lower than current gold price environment, an option is available to mine a smaller practical pit shell within this reserve pit (without compromising the ultimate reserve pit) for 909,000 ounces at a cash cost of \$553 per ounce for approximately 4 years.

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## DEVELOPMENT PROJECTS

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### ROSEMONT GOLD PROJECT

The Rosemont Gold Project is located approximately 9 kilometres north-west of the Garden Well Gold Mine at Duketon. Regis is currently developing the project as a crushing and grinding circuit at the Rosemont pit with the milled ore product to be pumped to the CIL circuit at Garden Well at the rate of 1.5mtpa for leaching and gold production.

The decision to develop the project on this basis was made in early 2012 when the JORC reserve at Rosemont stood at 487,000 ounces. Further drilling along strike to the north of that reserve in 2012 led to the increase of the Rosemont reserve to 664,000 ounces in January 2013. Drilling is planned to the south of the current reserve later in 2013 which is expected to see a further increase in the mining inventory.

Accordingly the Company announced in July 2013 that the board had reviewed the current strategy with a view to determining the best approach to maximise the return from the project. It was determined that the optimal approach is to build the balance of a full processing plant for the Rosemont project (Rosemont Stage 2) to maximise the plant throughput capacity.

The Rosemont Stage 2 development is planned to commence immediately after the completion of the current development (Stage 1) in September 2013 and should be completed in the June 2014 quarter. The Rosemont plant will be operated in the Stage 1 configuration between September 2013 and then. The expected cost of the development of Rosemont Stage 2 is in the order of \$20 million.

The key benefit of building Rosemont Stage 2 is that it will allow an increase in the throughput of the combined Garden Well and Rosemont projects from the current anticipated capacity of 6.5 million tonnes per annum (Garden Well 5mtpa and Rosemont 1.5mtpa) to around 7.5 – 8 million tonnes per annum (Garden Well 5.5 – 5.8mtpa and Rosemont 2.0 – 2.2mtpa).

This will result in long term production rates at Garden Well of between 215,000 – 230,000 ounces per annum compared with current long term expectations of 200,000 ounces per annum and Rosemont production in the order of 100,000 ounces per annum compared with current long term expectations of 80,000 ounces per annum.

It is expected that construction of Stage 1 and 2 of the Rosemont Project will be funded out of the Company's operating cashflow.

### Stage 1 Construction

The construction of Stage 1 of the Rosemont Gold Project is on schedule for commencement of commissioning late in the current quarter. By the end of the June 2013 quarter Regis had made significant progress in the development of the Rosemont Gold Project, including:



- Completed erection of site administration buildings and workshops;
- Concrete works 85% complete;
- Steelwork for the mill area and thickener were delivered to site and erection commenced;
- SAG mill delivered to site and installation commenced;
- Erection of the Sandvik crushing circuit underway.
- Continued with installation of underground electrical services and piping services.

Construction costs for the stage 1 development are expected to be in the order of \$50 million, of which \$26.7 million had been spent by the end of the quarter.

## Pre Production Mining

Pre-production mining continued at Rosemont during the June 2013 quarter. A total of 3,085,974 bcm of pre-strip waste material was mined during the quarter from the 510 mRL down to the 490 mRL. Total waste material moved to the end of June 2013 is 3.6 million bcm. It is expected that a total of 10.5 million bcm of overburden pre-strip will be mined over the life of the project.



## EXPLORATION

### Overview

The RC and Diamond drilling programme which commenced in January 2013 at the McPhillamys Gold Project in the Central West region of New South Wales was completed during the quarter. A total of 87 RC and diamond holes for 26,163 metres were drilled as part of the programme to fully define the McPhillamys Resource and allow the estimation of a maiden Reserve. In addition, significant exploration activities continued on various projects within the Duketon Gold Project during the quarter. Exploration drilling across both project areas during the quarter totalled 46,980 metres (including 3,464 metres of water exploration drilling), broken down as follows:

By Drilling Type			By Project	
Type	No. Holes	Metres	Project	Metres
Aircore	38	3,244	McPhillamys	17,913
RC	173	23,768	Garden Well	8,538
Diamond	50	19,968	Petra	827
<b>Total</b>	<b>261</b>	<b>46,980</b>	Rosemont	3,767
			Moolart Well	15,935
			<b>Total</b>	<b>46,980</b>

### McPhillamys Gold Deposit

Resource definition drilling continued at the McPhillamys Gold Project to infill the current resource drilling pattern. During the quarter a further 23 RC holes for 3,661 metres and 32 diamond holes for 14,252 metres were drilled which completed the current drill programme at the deposit. This drilling has reduced the drill spacing to a 50 metre x 50 metre grid to enable an updated Resource estimate to be completed in the September 2013 quarter.

Highlights from this drilling include:

Hole No	Northing (mN)	Easting (mE)	From (m)	To (m)	Interval (m)	Gold g/t
RRLMPDD029	6292050	715800	174	209	35	2.81
RRLMPDD029	6292150	715812	228	237	9	6.62
RRLMPDD036	6292100	715925	181	224	43	1.22
RRLMPDD036	6292100	715925	276	362	86	1.58
RRLMPDD041	6292100	715975	264	296	32	1.73
RRLMPDD041	6292100	715975	318	363	45	1.67
RRLMPDD051	6292200	715850	109	124	15	2.55
RRLMPDD051	6292200	715850	162	210	48	1.26
RRLMPDD062	6292000	715850	213	283	70	1.41
RRLMPDD062	6292000	715850	289	305	16	3.90
RRLMPDD077	6292400	715950	298	367	69	1.33
RRLMPRC045	6291995	715700	38	47	9	2.59
RRLMPRC067	6292050	715770	106	161	55	1.50
RRLMPRC070	6292050	715700	22	76	54	1.76

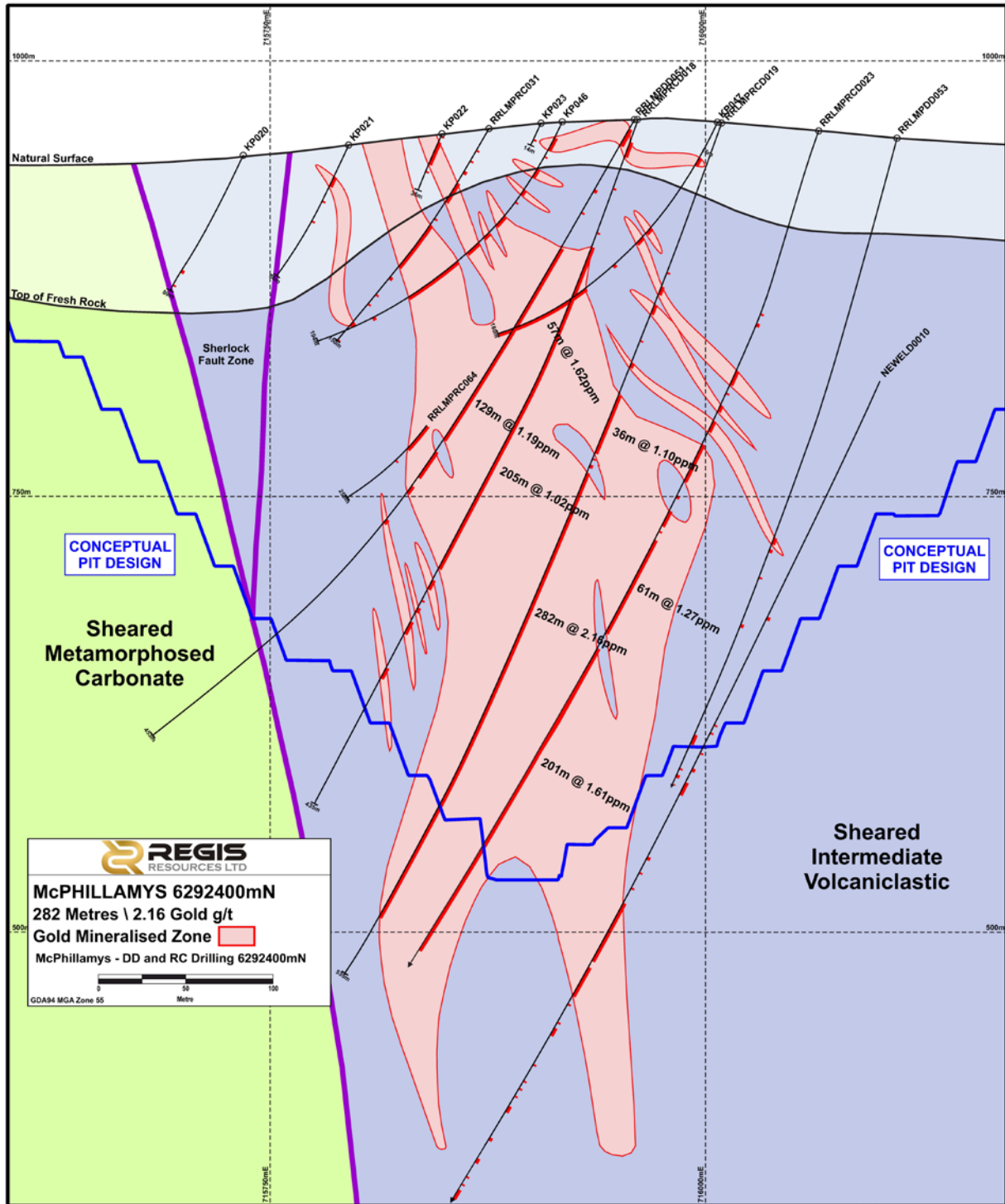
All coordinates are AGD 66. Holes drilled at -60° or -70° to 270°

All Intercepts calculated using a 0.5g/t lower cut, no upper cut, maximum 2m internal dilution.

All assays determined on 1m split samples by fire assay.

A table of significant drill results for the quarter is included in Appendix 1.





Pre-feasibility work is continuing on the Project with base line environmental studies and metallurgical test work commencing. In addition a Community Consultation meeting was held during the quarter to outline the development plans of the Company to stakeholders in the area.

## Garden Well Gold Deposit

The current RC and diamond drilling programme to fully define the strike extent and down dip continuation of gold mineralisation at the southern end of the deposit was completed at Garden Well during the quarter. As noted above, this work allowed the release of updated Resource and Reserve estimates in July 2013.

### RC Drilling

A further 4 RC holes were drilled during the quarter for 945 metres at the southern end of the current gold resource. Project to date RC drilling at Garden Well totals 369 holes for 82,308 metres on 40 metre spaced east-west traverses over a north-south strike distance of 2,360 metres from 6911000mN to 6913360mN.

The drilling to date indicates the most southern extent of significant gold mineralisation is at 6911280mN although grades have significantly weakened at this northing. Generally lower grades and thinner zones of gold mineralisation were encountered from 6911440mN to 6911280mN confirming the southern limit of gold mineralisation lies within this zone. No further drilling is planned in the September 2013 quarter.

### Diamond Drilling

Diamond drilling continued at the southern end of Garden Well mainly to define gold mineralisation down to a vertical depth of 300 metres. A further 14 diamond holes were drilled for 5,157 metres during the June 2013 quarter.

Highlights from this diamond drilling include:

Hole No	Northing (mN)	Easting (mE)	From (m)	To (m)	Interval (m)	Gold g/t
RRLGDDD093	6912280	437150	57	60	3	8.40
RRLGDDD093	6912280	437150	340	348	8	3.62
RRLGDDD094	6911640	437240	305	335	30	2.55
RRLGDDD095	6912200	437130	328	348	20	1.30
RRLGDDD101	6911719	437158	257	271	14	3.00
RRLGDDD102	6911675	437157	251	278	27	2.21
RRLGDDD103	6911678	437238	312	327	15	3.42
RRLGDDD106	6911889	437158	229	252	23	2.59
RRLGDDD108	6911595	437202	270	285	15	3.09
RRLGDDD109	6911597	437241	305	338	33	6.24
RRLGDDD110	6911853	437021	191	212	21	1.53
RRLGDDD114	6911520	437222	312	328	16	4.01

All Diamond Holes were drilled at -60° to 270°.

All coordinates are AGD 84.

All Intercepts calculated using a 0.5g/t lower cut, no upper cut, maximum 2m internal dilution.

All assays determined on half core of full core samples by fire assay.

A table of significant drill results for the quarter is included in Appendix 2.

## Moolart Well Gold Deposit

The Moolart Well deposit has significant Inferred oxide resources north of the Stirling and Lancaster open pits. RC and aircore infill drilling was conducted during the quarter on a 25 by 25 metre drill grid to convert inferred resources to indicated category to allow an update of the Moolart Well Reserve.

A total of 38 aircore holes were drilled for 3,244 metres at Lancaster North and the significant results are shown below:

Hole No	Northing (mN)	Easting (mE)	From (m)	To (m)	Interval (m)	Gold g/t
RRLMWAC2981	6944299	436073	53	62	9	2.08
RRLMWAC2987	6944374	436030	54	56	2	8.07
RRLMWAC3001	6944325	436050	36	40	4	5.43

All Aircore Holes were drilled at -60° to 270°.

All coordinates are AGD 84.

All Intercepts calculated using a 0.5g/t lower cut, no upper cut, maximum 2m internal dilution.

All assays determined on 1m split samples by fire assay.

A further 92 RC holes for 11,891 metres were drilled during the quarter at Moolart Well.

Highlights from this RC drilling include:

Hole No	Northing (mN)	Easting (mE)	From (m)	To (m)	Interval (m)	Gold g/t
RRLMWRC957	6944826	435718	141	148	7	7.94
RRLMWRC961	6944798	435644	23	39	16	0.88
RRLMWRC964	6944953	435677	97	102	5	2.32
RRLMWRC966	6944900	435764	206	212	6	2.44
RRLMWRC974	6944600	435830	126	129	3	5.67
RRLMWRC977	6944673	435825	198	204	6	2.13
RRLMWRC979	6944597	435863	159	160	1	11.80
RRLMWRC981	6944574	435688	38	44	6	1.76
RRLMWRC987	6943002	435174	38	45	7	1.50
RRLMWRC988	6943001	435222	61	68	7	1.90
RRLMWRC988	6943001	435222	83	86	3	4.07
RRLMWRC1007	6943399	435226	62	66	4	5.51
RRLMWRC1010	6943446	435227	81	86	5	2.62
RRLMWRC1018	6943650	435167	54	58	4	4.11
RRLMWRC1023	6945376	435341	87	94	7	1.37

All RC Holes were drilled at -60° to 270°.

All coordinates are AGD 84.

All Intercepts calculated using a 0.5g/t lower cut, no upper cut, maximum 2m internal dilution.

All assays determined on 1m split samples by fire assay.

A table of significant drill results for the quarter is included in Appendix 3.

Interpretation of the results to date and the likely impact on the Moolart Well gold resource model is in progress and will be completed in the September 2013 quarter.

## Rosemont Gold Deposit

RC resource drilling was conducted south of the main Rosemont open pit to test the southern continuation of gold mineralisation. A Total of 19 RC holes (RRLRMRC075-093) were drilled for 3,593 metres during the quarter on a 40 metre by 40 metre grid south of the Rosemont main open pit. A further 20 holes is planned in the September quarter to complete this programme to the south as well as a programme of RC drilling at the northern end of the Rosemont open pit.

Significant results from the RC drilling during the quarter include:

Hole No	Northing (mN)	Easting (mE)	From (m)	To (m)	Interval (m)	Gold g/t
RRLRMRC076	6918990	428971	129	140	11	1.23
RRLRMRC077	6918939	428946	37	49	12	1.12
RRLRMRC079	6918904	428959	53	63	10	6.60
RRLRMRC084	6918690	429077	81	87	6	1.52
RRLRMRC086	6918755	429142	245	254	9	4.09
RRLRMRC087	6918706	429118	187	192	5	2.06
RRLRMRC090	6918668	429132	148	165	17	2.30

All RC Holes were drilled at -60° to 270°.

All coordinates are AGD 84.

All Intercepts calculated using a 0.5g/t lower cut, no upper cut, maximum 2m internal dilution.

All assays determined on 1m split samples by fire assay.

Resource definition drilling will continue at Rosemont in the current quarter and beyond with a view to updating the resource estimate late in the December 2013 quarter.

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## CORPORATE

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### Gold Sales & Hedging

The Company had a hedging position at the end of the quarter of 122,591 ounces, being 116,751 ounces of flat forward contracts with a delivery price of A\$1,426 per ounce and 5,840 ounces of spot deferred contracts with a price of A\$1,475 per ounce.

During the June 2013 quarter, Regis sold 76,313 ounces of gold at an average price of A\$1,563 per ounce (Mar 13 qtr: 75,507 ounces at A\$1,601 per ounce).

### Cash Position

As at 30 June 2013 Regis had \$80.8 million in cash and bullion holdings (Mar 2013: \$72.5m). Cash flow from the Duketon Gold Project generated an operating cash flow of \$63.5 million for the June 2013 quarter (Mar 2013: \$68.0 million).

A copy of the Company's Mining Exploration Entity Quarterly (Appendix 5B) report in accordance with Listing Rule 5.3 is attached.

### Dividend

On 28 November 2012 Regis announced its intention (subject to a number of variables including the gold price) to commence the payment of dividends at the end of the 2013 financial year. The Company advised at that time that it was targeting a 20 cent per share (fully franked) payment for the maiden dividend and long term intentions were to establish and maintain a dividend payout ratio in the order of 60% of net profit after tax.

As announced to ASX on 4 July 2013, Regis still intends to pay a dividend in relation to the 2013 financial year despite the significant fall in the gold price since November 2012. Regis is now targeting a 15 cent per share dividend in relation to the 2013 financial year. A final board decision on the dividend is expected at the time of release of the 2013 financial results in September 2013.

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## CORPORATE DIRECTORY

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**Directors**

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Mr Morgan Hart (Executive Director)  
Mr Nick Giorgetta (Non Executive Chairman)  
Mr Mark Okeby (Non Executive Director)  
Mr Ross Kestel (Non Executive Director)

**Company Secretary and CFO**

Mr Kim Massey

**Share Registry**

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GPO Box D182  
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**ASX Listed Securities (as at 30 June 2013)**

Security	Terms	Code	No. Quoted
Ordinary Shares		RRL	494,085,090
Options	Expiry 31 Jan 2014 Exercise price \$0.50	RRLO	3,993,811

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## COMPLIANCE

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The information in this report that relates to exploration results is based on and fairly represents information and supporting documentation that has been compiled by Mr Morgan Hart who is a member of the Australasian Institute of Mining and Metallurgy. Mr Hart has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2012 edition of the 'Australasian Code for the Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Morgan Hart is a director and full time employee of Regis Resources Ltd and consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

The estimate of mineral resources and ore reserves referred to in this report relating to the Garden Well deposit were first announced to the market on 4 July 2013. The estimate of ore reserves referred to in this report relating to the Rosemont deposit was first announced to the market on 18 January 2013.

The Company confirms it is not aware of any new information or data that materially affects the information included in those market announcements and that all material assumptions and technical parameters underpinning the estimates in those market announcements continue to apply and have not been changed.



**APPENDIX 1  
SIGNIFICANT RESULTS FOR RC AND DIAMOND DRILLING AT MCPHILLAMYS**

Hole No	Northing (mN)	Easting (mE)	From (m)	To (m)	Interval (m)	Gold g/t
RRLMPDD029	6292050	715800	73	85	12	0.76
RRLMPDD029	6292050	715800	174	209	35	2.81
RRLMPDD029	6292050	715800	228	237	9	6.62
RRLMPDD034	6291900	715890	199	212	13	0.79
RRLMPDD034	6291900	715890	247	260	13	1.55
RRLMPDD034	6291900	715890	304	312	8	1.57
RRLMPDD036	6292100	715925	181	224	43	1.22
RRLMPDD036	6292100	715925	276	362	86	1.58
RRLMPDD036	6292100	715925	383	403	20	1.24
RRLMPDD041	6292100	715975	160	172	12	1.58
RRLMPDD041	6292100	715975	264	296	32	1.73
RRLMPDD041	6292100	715975	318	363	45	1.67
RRLMPDD043	6292050	715950	250	262	12	1.11
RRLMPDD043	6292050	715950	285	318	33	1.21
RRLMPDD043	6292050	715950	333	357	24	1.62
RRLMPDD043	6292050	715950	375	389	14	1.28
RRLMPDD043	6292050	715950	393	417	24	1.23
RRLMPDD046	6292100	715976	301	313	12	0.76
RRLMPDD046	6292100	715976	355	370	15	1.12
RRLMPDD046	6292100	715976	377	383	6	3.21
RRLMPDD051	6292200	715850	109	124	15	2.55
RRLMPDD051	6292200	715850	132	155	23	1.14
RRLMPDD051	6292200	715850	162	210	48	1.26
RRLMPDD062	6292000	715850	154	165	11	0.84
RRLMPDD062	6292000	715850	213	283	70	1.41
RRLMPDD062	6292000	715850	289	305	16	3.90
RRLMPDD068W	6292350	715950	169	170	1	10.70
RRLMPDD068W	6292350	715950	394	406	12	1.75
RRLMPDD068W	6292350	715950	430	444	14	0.74
RRLMPDD068W	6292350	715950	494	515	21	0.97
RRLMPDD068W	6292350	715950	519	548	29	2.35
RRLMPDD068W	6292350	715950	560	604	44	1.01
RRLMPDD068W	6292350	715950	616	622	6	7.04
RRLMPDD077	6292400	715950	131	139	8	1.06
RRLMPDD077	6292400	715950	298	367	69	1.33
RRLMPRC040	6292100	715800	13	31	18	0.73
RRLMPRC040	6292100	715800	51	65	14	1.06
RRLMPRC040	6292100	715800	77	89	12	1.33
RRLMPRC045	6291995	715700	38	47	9	2.59
RRLMPRC048	6291945	715750	22	34	12	0.68
RRLMPRC048	6291945	715750	133	138	5	4.34
RRLMPRC063	6292246	715700	0	9	9	0.92
RRLMPRC064	6292250	715800	139	165	26	0.87
RRLMPRC064	6292250	715800	176	203	27	1.59

## Quarterly Report to 30 June 2013

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Hole No	Northing (mN)	Easting (mE)	From (m)	To (m)	Interval (m)	Gold g/t
RRLMPRC067	6292050	715770	2	19	17	1.87
RRLMPRC067	6292050	715770	78	94	16	0.96
RRLMPRC067	6292050	715770	106	161	55	1.50
RRLMPRC069	6292110	715710	16	21	5	2.77
RRLMPRC069	6292110	715710	50	87	37	1.51
RRLMPRC070	6292050	715700	22	76	54	1.76
RRLMPRC075	6292600	715730	52	58	6	1.58
RRLMPRCD050	6291950	715850	211	222	11	1.21
RRLMPRCD050	6291950	715850	232	236	4	2.13

All coordinates are AGD 66. Holes drilled at -60° or -70° to 270°

All Intercepts calculated using a 0.5g/t lower cut, no upper cut, maximum 2m internal dilution.

All assays determined on 1m split samples by fire assay.

**APPENDIX 2**

**SIGNIFICANT RESULTS FOR DIAMOND DRILLING AT GARDEN WELL**

Hole No	Northing (mN)	Easting (mE)	From (m)	To (m)	Interval (m)	Gold g/t
RRLGDDD093	6912280	437150	57	60	3	8.40
RRLGDDD093	6912280	437150	340	348	8	3.62
RRLGDDD094	6911640	437240	293.5	300.5	7	1.33
RRLGDDD094	6911640	437240	305.45	335	29.55	2.55
RRLGDDD095	6912200	437130	327.5	347.95	20.45	1.30
RRLGDDD096	6912078	437184	56	69	13	1.02
RRLGDDD096	6912078	437184	323	340	17	0.80
RRLGDDD096	6912078	437184	379.14	391	11.86	1.05
RRLGDDD097	6911520	437140	198.5	206	7.5	1.56
RRLGDDD098	6911435	437198	280.5	289.5	9	1.01
RRLGDDD098	6911435	437198	280.5	289.5	9	1.01
RRLGDDD099	6912120	437130	272	283	11	0.99
RRLGDDD099	6912120	437130	317.38	343.7	26.32	1.37
RRLGDDD099	6912120	437130	346.2	353	6.8	1.23
RRLGDDD100	6911889	437159	258	266	8	1.39
RRLGDDD100	6911889	437159	355	361.9	6.9	1.51
RRLGDDD100	6911889	437159	371	383	12	1.03
RRLGDDD101	6911719	437158	234	250.5	16.5	1.49
RRLGDDD101	6911719	437158	257.5	271	13.5	3.00
RRLGDDD102	6911675	437157	240	242	2	7.10
RRLGDDD102	6911675	437157	250.5	277.8	27.3	2.21
RRLGDDD102	6911675	437157	311	318	7	3.42
RRLGDDD103	6911678	437238	312.5	327	14.5	3.42
RRLGDDD103	6911678	437238	343	353	10	0.87
RRLGDDD103	6911678	437238	397	404	7	1.98
RRLGDDD104	6911679	437280	321.5	333.5	12	1.33
RRLGDDD104	6911679	437280	344.72	352.45	7.73	1.94
RRLGDDD104	6911679	437280	354.5	361.3	6.8	2.27
RRLGDDD104	6911679	437280	370	374	4	3.74
RRLGDDD105	6911635	437159	180	182	2	4.50
RRLGDDD105	6911635	437159	240.5	250	9.5	1.13
RRLGDDD105	6911635	437159	255.5	259.5	4	3.54
RRLGDDD106	6911889	437158	229	252	23	2.59
RRLGDDD107	6911637	437280	319.5	333	13.5	1.29
RRLGDDD107	6911637	437280	344.51	355.7	11.19	2.66
RRLGDDD107	6911637	437280	357.9	360.4	2.5	5.31
RRLGDDD108	6911595	437202	218	225	7	1.21
RRLGDDD108	6911595	437202	270	285	15	3.09
RRLGDDD109	6911597	437241	305	338.5	33.5	6.24
RRLGDDD110	6911853	437021	190.5	212	21.5	1.53
RRLGDDD110	6911853	437021	228	236.1	8.1	1.00
RRLGDDD110	6911853	437021	257.12	265	7.88	2.04
RRLGDDD110	6911853	437021	330	346	16	1.38
RRLGDDD111	6911558	437240	283.76	301.5	17.74	1.26

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Hole No	Northing (mN)	Easting (mE)	From (m)	To (m)	Interval (m)	Gold g/t
RRLGDDD111	6911558	437240	304	318.71	14.71	1.19
RRLGDDD113	6911518	437178	288.5	300	11.5	0.98
RRLGDDD114	6911520	437222	249	253	4	3.33
RRLGDDD114	6911520	437222	312	328.5	16.5	4.01
RRLGDDD115	6911476	437118	189	197	8	1.97
RRLGDDD116	6911475	437160	258	265.5	7.5	2.70
RRLGDDD119	6911476	437240	296	316.02	20.02	1.84

Notes: All Diamond Holes were drilled at -60° to 270°.

All coordinates are AGD 84.

All Intercepts calculated using a 0.5g/t lower cut, no upper cut, maximum 2m internal dilution.

All assays determined on half core of full core samples by fire assay.

**APPENDIX 3**

**SIGNIFICANT RESULTS FOR RC DRILLING AT MOOLART WELL**

Hole No	Northing (mN)	Easting (mE)	From (m)	To (m)	Interval (m)	Gold g/t
RRLMWRC957	6944826	435718	141	148	7	7.94
RRLMWRC961	6944798	435644	23	39	16	0.88
RRLMWRC964	6944953	435677	97	102	5	2.32
RRLMWRC966	6944900	435764	206	212	6	2.44
RRLMWRC974	6944600	435830	126	129	3	5.67
RRLMWRC974	6944600	435830	149	155	6	1.84
RRLMWRC975	6944620	435838	183	201	18	0.71
RRLMWRC976	6944621	435871	223	233	10	1.10
RRLMWRC977	6944673	435825	176	178	2	5.04
RRLMWRC977	6944673	435825	198	204	6	2.13
RRLMWRC978	6944698	435828	206	211	5	1.70
RRLMWRC979	6944597	435863	159	160	1	11.80
RRLMWRC979	6944597	435863	219	224	5	2.46
RRLMWRC981	6944574	435688	38	44	6	1.76
RRLMWRC983	6942978	435175	36	38	2	6.22
RRLMWRC984	6942977	435201	55	59	4	2.05
RRLMWRC985	6942977	435224	69	79	10	1.07
RRLMWRC987	6943002	435174	38	45	7	1.50
RRLMWRC988	6943001	435222	61	68	7	1.90
RRLMWRC988	6943001	435222	83	86	3	4.07
RRLMWRC991	6943050	435199	42	47	5	1.86
RRLMWRC1007	6943399	435226	62	66	4	5.51
RRLMWRC1007	6943399	435226	79	88	9	1.23
RRLMWRC1010	6943446	435227	55	61	6	1.37
RRLMWRC1010	6943446	435227	81	86	5	2.62
RRLMWRC1018	6943650	435167	54	58	4	4.11
RRLMWRC1023	6945376	435341	87	94	7	1.37
RRLMWRC1024	6945325	435339	44	50	6	1.47

All coordinates are AGD 84. Holes drilled at -60° to 270°

All Intercepts calculated using a 0.5g/t lower cut, no upper cut, maximum 2m internal dilution.

All assays determined on 1m split samples by fire assay

## Section 2 Reporting of Exploration Results

(Criteria listed in the preceding section also apply to this section.)

Criteria	JORC Code explanation	Commentary
<p><i>Mineral tenement and land tenure status</i></p>	<p><i>Type, reference name/number, location and ownership including agreements or material issues with third parties such as joint ventures, partnerships, overriding royalties, native title interests, historical sites, wilderness or national park and environmental settings.</i></p> <p><i>The security of the tenure held at the time of reporting along with any known impediments to obtaining a licence to operate in the area.</i></p>	<p><b>McPhillamys</b></p> <p>The McPhillamys gold project comprises of EL5760 and EL6111, an area of 183 km<sup>2</sup> (18,300 hectares). Current registered holders of the tenements are LFB Resources NL (100% owned by Regis). The project is located on freehold farming land. There are no registered Native Title Claims. Normal NSW state royalties apply</p> <p><b>Garden Well</b></p> <p>The Garden Well gold mine comprises M38/1250, M38/352, M38/1249, M38/1257, M38/283 and M38/1251, an area of 46 km<sup>2</sup> (4,632 hectares). Current registered holders of the tenements are Regis Resources Ltd. Garden Well is already an operating minesite, Mining Proposal and Works Approval will require amendment for increase in pit size, waste dump size, tailings storage facility size and processing plant throughput rate.</p> <p>Normal Western Australian state royalties apply and a further 2% NSR royalty exists to a third party.</p> <p>Regis Resources Ltd has 100% interest in all tenements listed above. There are no registered Native Title Claims.</p> <p><b>Moolart Well</b></p> <p>The Moolart Well gold mine comprises M38/498, M38/499, M38/500 and M38/943, and area of 31.23 km<sup>2</sup> (3,122.9 hectares). Moolart Well has been operating as a gold mine since August 2010.</p> <p>Normal Western Australian state royalties apply and a further 2% NSR royalty exists to a third party.</p> <p>Current registered holders of the tenements are Regis Resources Ltd and Duketon Resources Pty Ltd (100% owned by Regis). There are no registered Native Title Claims.</p>



Criteria	JORC Code explanation	Commentary
		<p><b>Rosemont</b></p> <p>The Rosemont gold mine comprises M38/237, M38/250 and M38/343, an area of 16.83 km<sup>2</sup> (1,683 hectares). The Rosemont orebody is currently being developed as an operating gold mine. Production is expected to commence in the September 2013 quarter.</p> <p>Normal Western Australian state royalties apply and a further 2% NSR royalty exists to a third party.</p> <p>Current registered holders of the tenements are Regis Resources Ltd and Duketon Resources Pty Ltd (100% owned by Regis). There are no registered Native Title Claims.</p>
<p><i>Exploration done by other parties</i></p>	<p><i>Acknowledgment and appraisal of exploration by other parties.</i></p>	<p><b>McPhillamys</b></p> <p>McPhillamys was discovered by the Alkane-Newmont Joint Venture in 2006. All drilling to January 2013 was completed by Alkane and Newmont. Drilling from January 2013 was completed by Regis.</p> <p><b>Garden Well</b></p> <p>Garden Well is a blind virgin discovery made by Regis in 2009.</p> <p><b>Moolart Well</b></p> <p>Moolart Well was discovered in 2001 by Normandy and Newmont. Newmont drilled the deposit until 2005. From 2006 Regis conducted all further Resource definition work.</p> <p><b>Rosemont</b></p> <p>The Rosemont gold deposit was discovered in the 1980s and was partially mined as a shallow oxide open pit by Aurora Gold Limited in the early 1990s. Reported production was 222kt at 2.65g/t for 18,600 ounces of gold. The ground was then acquired by Johnsons Well Mining who defined a resource at Rosemont in the late 1990's. The resource at Rosemont has been held outright by Regis since 2006. Regis has conducted further drilling at Rosemont and defined a maiden gold Reserve in November 2011.</p>

Criteria	JORC Code explanation	Commentary
Geology	<i>Deposit type, geological setting and style of mineralisation.</i>	<p><b>McPhillamys</b></p> <p>The McPhillamys gold deposit is hosted in Silurian aged sheared intermediate volcanoclastic rocks in the Lachlan Fold Belt. Gold mineralisation is associated with strongly sheared volcanoclastics with strong quartz-carbonate-sericite-pyrite-pyrrhotite alteration. The gold mineralisation trends roughly north-south over a strike distance of 800m and dips steeply east at 70° to 80°.</p> <p><b>Garden Well</b></p> <p>Garden Well is located on the eastern limb of the Eristoun syncline of the Duketon Greenstone Belt. The gold of the Garden Well Deposit occurs as supergene mineralisation within upper Archaean regolith and as hypogene mineralisation in fresh rock. No significant amounts of gold occur in the transported Quaternary clay sequence. The gold is associated with intensely sheared and folded ultramafic and shale units that have been hydrothermally altered to a silica-carbonate-fuchsite-chlorite-pyrite-arsenopyrite assemblage. The gold mineralisation trends roughly north-south over a distance of 2,100m and dips 50° to 60° east which is sub-parallel to the ultramafic-sediment contact.</p> <p><b>Moolart Well</b></p> <p>Moolart Well is a blind gold deposit with several styles of gold occurring within the regolith profile. In transported regolith extending to 20m depth, a Laterite Ore Zone is defined by a coherent sub-horizontal gold blanket consisting of colluvial ironstone and pisolites in a clayey iron rich matrix. The Laterite Zone has an average thickness of 4m, extends over 4km N-S and 1km E-W and in some areas extends within 2m of the surface. Below the Laterite Zone in the residual regolith is the Oxide Zone extending from 20 to 70m vertical depth with a similar lateral extent to the Laterite Zone. Oxide mineralisation consists of numerous primary moderate to steep 60° east dipping gold bearing structures preserved in the clay rich residual profile and sub-horizontal supergene gold developed in the lower part of the profile. Host rocks for the Oxide Zone are a sequence of moderate to steep east dipping Archaean mafic rocks, including basalt and dolerite sills, and ultramafic flow sequence, intruded by late stage high level diorite and quartz-diorite sills and dykes. Primary</p>

Criteria	JORC Code explanation	Commentary
		<p>hypogene gold mineralisation exists below the Oxide Zone but has been poorly drilled to date.</p> <p><b>Rosemont</b></p> <p>Rosemont gold deposit is hosted in a quartz dolerite zone of a dolerite sill intruding ultramafic and argillaceous sedimentary units of the western limb of the Eristoun Syncline in the Duketon Greenstone Belt. Gold mineralisation is associated with moderately sheared quartz dolerite with carbonate-pyrite-chlorite alteration. Most gold occurs below the weathered profile in saprock and fresh rock with the upper saprolite being leached of gold. The mineralisation trends NNW over a strike length of 2.5km and dips steeply at 85° west.</p>
<p><i>Drill hole Information</i></p>	<p><i>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:</i></p> <p><i>easting and northing of the drill hole collar</i></p> <p><i>elevation or RL (Reduced Level – elevation above sea level in metres) of the drill hole collar</i></p> <p><i>dip and azimuth of the hole</i></p> <p><i>down hole length and interception depth</i></p> <p><i>hole length.</i></p> <p><i>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.</i></p>	<p><b>McPhillamys</b></p> <p>Drill hole exploration results and hole locations dip and azimuth are detailed in Appendix 1.</p> <p><b>Garden Well</b></p> <p>Drill hole exploration results and hole locations dip and azimuth are detailed in Appendix 2.</p> <p><b>Moolart Well</b></p> <p>Drill hole exploration results and hole locations dip and azimuth are detailed in Appendix 3.</p> <p><b>Rosemont</b></p> <p>Drill hole exploration results and hole locations dip and azimuth are detailed on page 11.</p>
<p><i>Data aggregation methods</i></p>	<p><i>In reporting Exploration Results, weighting averaging techniques, maximum and/or minimum grade truncations (e.g. cutting of high grades) and cut-off grades are usually Material and should be stated.</i></p> <p><i>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.</i></p>	<p><b>McPhillamys</b></p> <p>Reported intercepts include a minimum of 0.5 g/t Au value over a minimum distance of 1m with a maximum 2m consecutive internal waste. No upper cuts have been applied.</p> <p><b>Garden Well</b></p> <p>Reported intercepts include a minimum of 0.5 g/t Au value over a</p>

Criteria	JORC Code explanation	Commentary
	<p><i>The assumptions used for any reporting of metal equivalent values should be clearly stated.</i></p>	<p>minimum distance of 1m with a maximum 2m consecutive internal waste. No upper cuts have been applied.</p> <p><b>Moolart Well</b></p> <p>Reported intercepts include a minimum of 0.5 g/t Au value over a minimum distance of 1m with a maximum 2m consecutive internal waste. No upper cuts have been applied.</p> <p><b>Rosemont</b></p> <p>Reported intercepts include a minimum of 0.5 g/t Au value over a minimum distance of 1m with a maximum 2m consecutive internal waste. No upper cuts have been applied.</p>
<p><i>Relationship between mineralization widths and intercept lengths</i></p>	<p><i>These relationships are particularly important in the reporting of Exploration Results.</i></p> <p><i>If the geometry of the mineralisation with respect to the drill hole angle is known, its nature should be reported.</i></p> <p><i>If it is not known and only the down hole lengths are reported, there should be a clear statement to this effect (e.g. 'down hole length, true width not known').</i></p>	<p><b>McPhillamys</b></p> <p>The McPhillamys drill holes were drilled at -60° to the west and the mineralised zone dips at 70° to 80° to the east so the intercepts reported are apparent thicknesses that do not represent true width.</p> <p><b>Garden Well</b></p> <p>The Garden Well drilling was designed to intersect the mineralisation at an angle that is roughly perpendicular to the overall trend for both strike and dip. Previously reported drill intersections approximate true mineralised width.</p> <p><b>Moolart Well</b></p> <p>The Moolart Well drill holes were drilled at -60° to the west and the mineralised zone dips at 60° to the east so the intercepts reported are slightly greater than the true mineralised width.</p> <p><b>Rosemont</b></p> <p>The Rosemont drill holes were drilled at -60° to 258° and the mineralised zone dips at 70° to 80° to 075° so the intercepts reported are apparent thicknesses that do not represent true width.</p>
<p><i>Diagrams</i></p>	<p><i>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</i></p>	<p>A significant discovery is not being reported. The results are based on extensional and infill drilling of known deposits.</p>

Criteria	JORC Code explanation	Commentary
	<i>locations and appropriate sectional views.</i>	
<i>Balanced reporting</i>	<i>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.</i>	<p><b>McPhillamys</b> Refer to Appendix 1.</p> <p><b>Garden Well</b> Refer to Appendix 2.</p> <p><b>Moolart Well</b> Refer to Appendix 3.</p> <p><b>Rosemont</b> Refer to page 12.</p>
<i>Other substantive exploration data</i>	<i>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.</i>	<p><b>McPhillamys</b> Metallurgical and bulk density and geotechnical studies including waste rock characterisation have commenced and will progress during the September 2013 quarter. Studies to locate a water source for McPhillamys are in progress.</p> <p><b>Garden Well</b> No other material exploration data to report.</p> <p><b>Moolart Well</b> No other material exploration data to report.</p> <p><b>Rosemont</b> No other material exploration data to report.</p>
<i>Further work</i>	<i>The nature and scale of planned further work (e.g. tests for lateral extensions or depth extensions or large-scale step-out drilling).</i>	<p><b>McPhillamys</b> The McPhillamys gold deposit was fully defined along strike to the north and south. The gold mineralisation is open at depth 400m below the surface. No drilling is currently planned to test gold mineralisation below 400m vertical depth.</p>

Criteria	JORC Code explanation	Commentary
		<p><b>Garden Well</b></p> <p>The resource remains open at depth and to the south. There are no current plans to drill the deposit to close off the resource.</p> <p><b>Moolart Well</b></p> <p>The Moolart Well gold resource extends over a N-S strike length of 4km. The southern half of the deposit is well drilled to the Top of Fresh Rock (TOFR) to define oxide ore. The northern half requires further drilling to fully define oxide gold resources and will be drilled late in 2013 and early in 2014. Hypogene gold mineralisation below TOFR has only been poorly tested. There are no current plans to test for hypogene gold mineralisation.</p> <p><b>Rosemont</b></p> <p>The Rosemont gold deposit is still open at the south and north ends. Further drilling is planned in the September 2013 quarter to define the northern and southern limits of gold mineralisation.</p>
	<p><i>Diagrams clearly highlighting the areas of possible extensions, including the main geological interpretations and future drilling areas, provided this information is not commercially sensitive.</i></p>	<p>Work is ongoing to define possible extensions and is considered commercially sensitive at this time.</p>



# Appendix 5B

## 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.

Name of entity

**Regis Resources Limited**

ABN

**28 009 174 761**

Quarter ended ("current quarter")

**30 June 2013**

### 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	119,289	404,790
1.2 Payments for:		
(a) exploration & evaluation	(9,435)	(30,379)
(b) development*	(26,795)	(81,319)
(c) production	(55,797)	(157,886)
(d) administration	(1,598)	(6,768)
1.3 Dividends received	-	-
1.4 Interest and other items of a similar nature received	335	561
1.5 Interest and other costs of finance paid	(120)	(1,646)
1.6 Income taxes paid	-	-
1.7 Other (provide details if material)		
- Option premium income	-	2,363
- Other	12	16
<b>Net Operating Cash Flows</b>	<b>25,891</b>	<b>129,732</b>
<b>Cash flows related to investing activities</b>		
1.8 Payment for purchases of:		
(a) prospects	-	(5,049)
(b) equity investments	-	-
(c) other fixed assets	(3,616)	(12,781)
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)		
- Payments for security deposits	(10)	(20)
- Payments for mine property development	(2,834)	(25,012)
<b>Net investing cash flows</b>	<b>(6,460)</b>	<b>(42,862)</b>
1.13 Total operating and investing cash flows (carried forward)	19,431	86,870

\* includes capitalised pre-production expenditure for the period.

		Current quarter \$A'000	Year to date (12 months) \$A'000
1.13	Total operating and investing cash flows (brought forward)	19,431	86,870
<b>Cash flows related to financing activities</b>			
1.14	Proceeds from issues of shares, options, etc.	722	3,413
1.15	Proceeds from sale of forfeited shares	-	-
1.16	Proceeds from borrowings	-	-
1.17	Repayment of borrowings	-	(30,348)
1.18	Dividends paid	-	-
1.19	Other (provide details if material) - Share issue costs	(1)	(68)
<b>Net financing cash flows</b>		<b>721</b>	<b>(27,003)</b>
<b>Net increase (decrease) in cash held</b>		<b>20,152</b>	<b>59,867</b>
1.20	Cash at beginning of quarter/year to date	41,068	1,353
1.21	Exchange rate adjustments to item 1.20	-	-
1.22	<b>Cash at end of quarter*</b>	<b>61,220</b>	<b>61,220</b>

\* Not included in cash at end of quarter is gold on hand of 13,783oz at \$1,425/oz for \$19.6 million.

**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	209
1.24	Aggregate amount of loans to the parties included in item 1.10	-

1.25 Explanation necessary for an understanding of the transactions

## 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.

## 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	2,300
4.2 Development	27,000
4.3 Production*	56,000
4.4 Administration	1,500
<b>Total</b>	<b>86,800</b>

\* Does not include any receipts from operations.

## 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	61,220	41,068
5.2 Deposits at call	-	-
5.3 Bank overdraft	-	-
5.4 Other (provide details)	-	-
<b>Total: cash at end of quarter (item 1.22)**</b>	<b>61,220</b>	<b>41,068</b>

\*\* Not included in cash at end of quarter is gold on hand of 13,783oz at \$1,425/oz for \$19.6 million. (Previous quarter: 19,633oz at \$1,600/oz for \$31.4 million)

+ See chapter 19 for defined terms.

### 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	E38/1406	Relinquished	100%	0%
	E38/1758	Relinquished	100%	0%
	E38/1938	Relinquished	100%	0%
6.2 Interests in mining tenements acquired or increased	E38/2779	Granted	90%	90%
	P38/4052	Granted	100%	100%
	P38/4053	Granted	100%	100%
	EL 8120	Granted	0%	100%

### 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.*

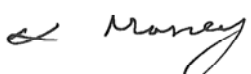
	Total number	Number quoted	Issue price per security (see note 3)	Amount paid up per security (see note 3)
7.1 <b>Preference securities</b>	-	-	-	-
7.2 Changes during quarter				
(a) Increases through issues	-	-	-	-
(b) Decreases through returns of capital, buy-backs, redemptions	-	-	-	-
7.3 <b>+Ordinary securities</b>	494,085,090	475,870,804	-	-
7.4 Changes during quarter				
(a) Increases through issues	1,255,000	1,255,000	\$0.5000	\$0.5000
	166,667	166,667	\$0.4205	\$0.4205
	35,482	35,482	\$1.0000	\$1.0000
(b) Decreases through returns of capital, buy-backs	-	-	-	-
7.5 <b>+Convertible debt securities</b>	-	-	-	-
7.6 Changes during quarter				
(a) Increases through issues	-	-	-	-
(b) Decreases through securities matured, converted	-	-	-	-

+ See chapter 19 for defined terms.

	Total number	Number quoted	Issue price per security (see note 3)	Amount paid up per security (see note 3)
<b>7.7 Options</b> <i>(description and conversion factor)</i>	3,993,811	3,993,811	<i>Exercise price</i> \$0.5000	<i>Expiry date</i> 31 Jan. 2014
	90,000	-	\$0.1348	4 Feb. 2014
	250,000	-	\$0.4205	30 Jun. 2014
	1,386,146	-	\$1.0000	29 Sep. 2014
	875,000	-	\$2.2300	29 Apr. 2015
	575,000	-	\$2.7500	8 Nov. 2015
	500,000	-	\$3.0000	8 Nov. 2015
	250,000	-	\$3.9300	2 Feb. 2016
	1,230,000	-	\$4.0000	30 Jun. 2016
7.8 Issued during quarter	-	-	-	-
7.9 Exercised during quarter	1,255,000	1,255,000	\$0.5000	31 Jan. 2014
	166,667	-	\$0.4205	30 Jun. 2014
	50,000	-	\$1.0000	29 Sep. 2014
7.10 Expired during quarter	-	-	-	-
7.11 <b>Debentures</b> <i>(totals only)</i>	-	-		
7.12 <b>Unsecured notes</b> <i>(totals only)</i>	-	-		

## 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 4).
- 2 This statement does give a true and fair view of the matters disclosed.

Sign here:   
(Company secretary)

Date: 30 July 2013

Print name: Kim Massey

## 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 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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