

March 2014 Quarterly Report

30 April 2014

Exterra Resources Limited

ACN 138 222 705

ASX Code: EXC

www.exterraresources.com.au

Issued Capital:

Ordinary Shares: 181.2m

Options: 20.0m

Cash (31 March 2014):
\$621,000

Directors and Management:

John Davis

Managing Director

Justin Brown

Non-Executive Director

Gary Morgan

Non-Executive Director

Peter Cole

Non-Executive Director

Dennis Wilkins

Company Secretary

Exterra Resources Limited (“Exterra” or “the Company”) is pleased to present a summary of activities undertaken by the Company during the March 2014 quarter.

Exterra’s focus during the March 2014 Quarter has been the updating of the detailed mine design and Scoping Study, following completion of a revised resource model to bring the Main Lode Resource at the Second Fortune project at Linden (100% Exterra) up to JORC 2012 Compliance.

The Second Fortune Scoping Study has indicated a robust project with:

- Low Pre-production capital cost of A\$5 million;
- Low Cash Operating cost A\$725/oz and C3 Costs of A\$1,027/oz;
- Annual gold production of approximately 20,000 ozs per year over 3 years;
- LOM EBIT of approximately A\$16 million;
- Strong grade distribution at high-grade Second Fortune Resource;
- Second Fortune lode system remains open at 350 vertical metres;

Exterra received the second Option payment of \$50,000 during the quarter from Gascoyne Resources Limited with respect to the Egerton Project Option to Purchase.

1.0 LINDEN GOLD PROJECT, Western Australia (100% interest)

1.1 SECOND FORTUNE MINE DEVELOPMENT

Work on the Company's 100% owned Second Fortune Gold Project at Linden has continued with a focus on a detailed mine design and scheduling and updating the Scoping Study following upgrading of the Main Lode resource to JORC 2012.

This study has been completed at a gold price of A\$1,400 per ounce compared to the prior study in late 2012 at A\$1,750 per ounce.

The Scoping Study referred to in this report is based on low-level technical and economic assessments, and is insufficient to support estimation of Ore Reserves or to provide assurance of an economic development case at this stage, or to provide certainty that the conclusions of the Scoping Study will be realised.

The upper levels of the old mine has historic underground development, geological mapping and detailed face sampling which has provided definitive information on which to focus a mine development and for which there is high confidence in the outcome.

The grade distribution of the Main Lode Resource confirms the robust nature of the Second Fortune lode system being a significant high grade gold deposit, and confirms Exterra's confidence in progressing development activities. Exterra has commenced mine design, detailed scheduling and evaluation under a Scoping Study, based on the new diluted Resource model, using current gold price and costs. The Scoping Study Key Metrics are summarised below.



SCOPING STUDY KEY METRICS

PHYSICALS

Tonnes	200,000 Tonnes
Grade	9.2 g/t Au
Metallurgical Recovery	95%
Ounces Produced	59,400
Initial Mine Life	3 years

ESTIMATED FINANCIALS (AUD)

Pre-Production Capital	A\$5.0m
Operating Cash Cost	A\$725/oz
C3 Total Costs	A\$1,027/oz
Gold Price Assumed	A\$1,400/oz
LOM Revenue	A\$77 million
LOM EBIT cash surplus (including royalties)	A\$16 million

Exterra believes the financials presented provide a strong basis to progress the project to a Pre-feasibility study. Discussions are currently being held with a number of mining contractors with respect to a detailed costing of the mine development, contract mining and with potential joint venture parties.

As reported as a Market Update on the 20th September 2013*, the Second Fortune Gold project is "Mine Ready" with all Regulatory Approvals for mine development received and with an Ore Sales Term Sheet Agreement signed for ore processing off site.

The 1.0m MMW diluted Resource for the Second Fortune Main Lode under JORC 2012 Guidelines is summarised in Table 1 below.

Table 1 Second Fortune Resource Summary, Main Lode – JORC 2012

Lode	Indicated			Inferred			Total		
	Tonnes	Grade (g/t Au)	Ounces	Tonnes	Grade (g/t Au)	Ounces	Tonnes	Grade (g/t Au)	Ounces
Main Lode	206,800	10.2	68,000	30,300	8.6	8,300	237,100	10.0	76,300

4.0 g/t Au lower cut-off

As stated above, this new mineral resource estimate is for the Main Lode only – however there are existing resource estimates for the other lodes that were prepared under the previous edition of the JORC Code (2004). The estimates for these ‘minor lodes’ are shown in Table 2 – the cut-off grade applied is the same for the Main Lode.

Table 2 Second Fortune Resource Summary, Minor Lodes - JORC 2004

Lode	Indicated			Inferred			Total		
	Tonnes	Grade (g/t Au)	Ounces	Tonnes	Grade (g/t Au)	Ounces	Tonnes	Grade (g/t Au)	Ounces
Hangingwall Lode				58,200	8.2	15,300	58,200	8.2	15,300
Footwall Lode	18,500	8.9	5,400	52,900	7.4	12,500	71,200	7.8	17,700
West Lode	4,200	4.2	600	107,200	6.1	21,000	111,400	6.0	21,600

4.0 g/t Au lower cut-off

Table 2 was reported as an ASX release by Exterra as a Resource Upgrade under JORC 2004 Compliance on the 6th August 2012* and has not changed since that date.

Note: Refer to Exterra’s ASX releases 19th and 23rd December 2013*, ‘Second Fortune Mineral Resource Upgrade Under JORC 2012 Guidelines’ for details of the QG Consulting Resource Estimation.

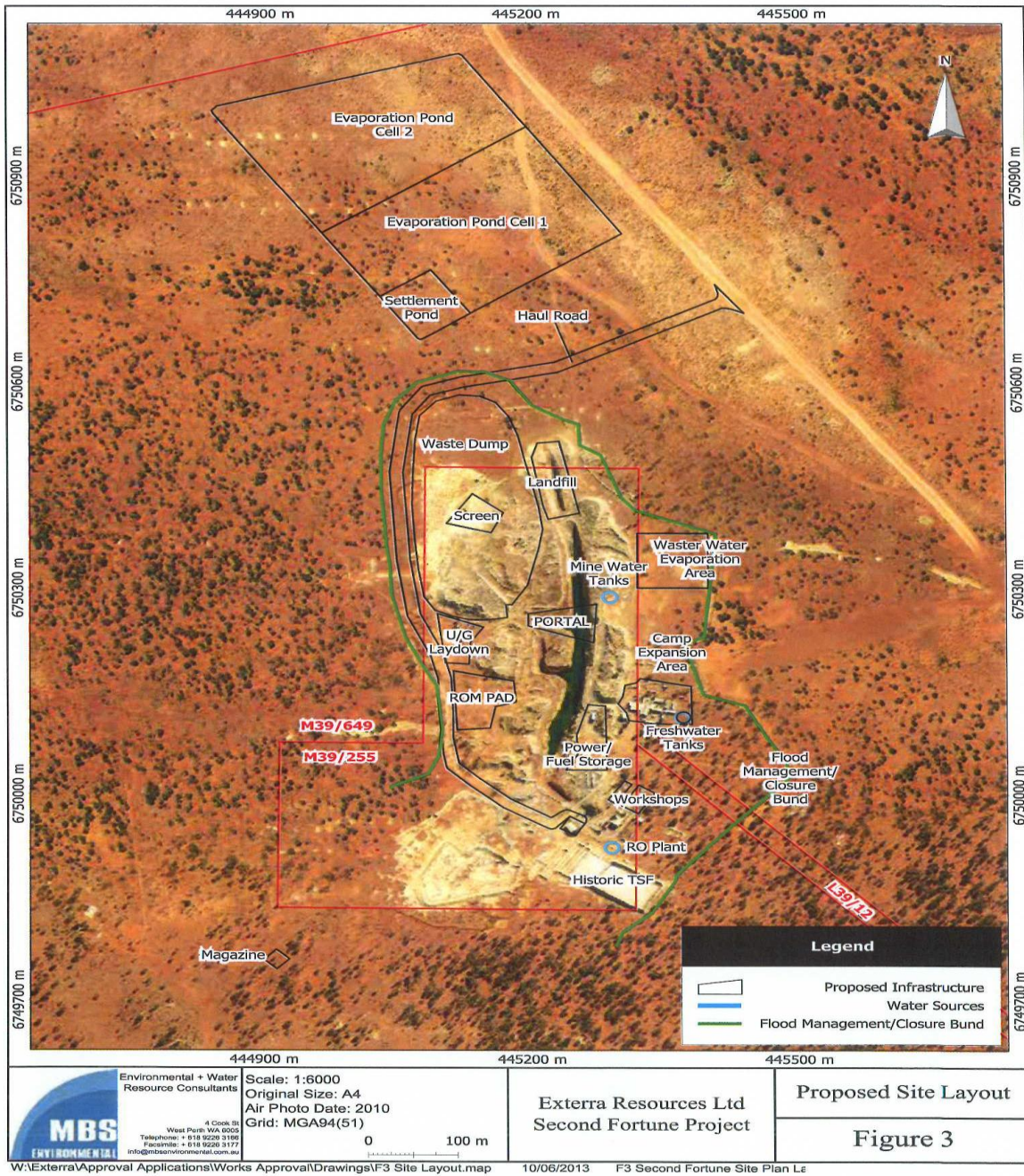


Figure 1. Second Fortune Site Layout plan

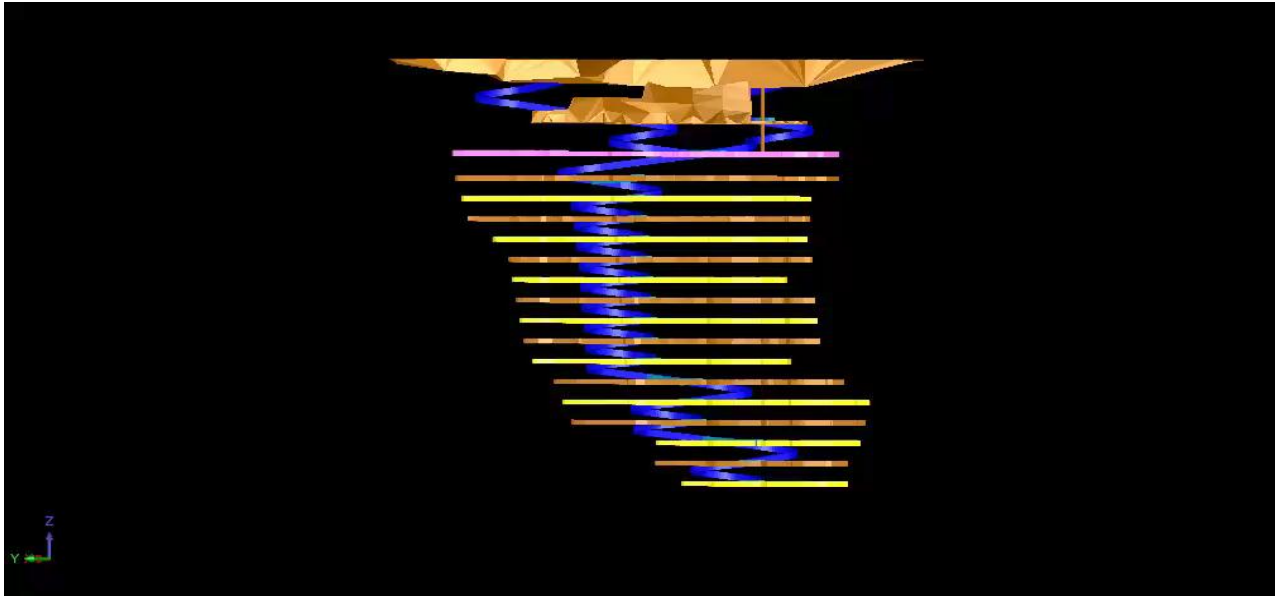


Figure 2. Second Fortune Preliminary Mine Design

2.0 EGERTON GOLD PROJECT, Western Australia (100% interest)

Gascoyne Resources Ltd (Gascoyne) are managing the project during the Option to Purchase period and are responsible for exploration activities and for all administrative costs in keeping the tenements in good standing.

Exterra received the second Option payment of \$50,000 as part of the Option to Purchase with the final Option Exercise payment of \$800,000 in Gascoyne Resources shares, due in August 2014.

3.0 MALCOLM GOLD PROJECT, Western Australia (100% interest)

The Malcolm Project consists of granted Mining Lease M37/1164 (105 ha), over 2.0km in strike, and contains the historic North Star and Richmond Gem gold mines which produced 40,000 oz of gold at an average grade of 21.03 g/t Au and 28.00 g/t Au respectively between 1894 and 1915. The project is located 18km to the east of Leonora and 70km to the NW of Zelica/Eucalyptus in the NE Goldfields of WA.

Exterra has completed a data review. An exploration drilling programme will be planned to confirm and extend the current Resource base at Malcolm.

4.0 ZELICA GOLD PROJECT, Western Australia (100%)

Exterra continues to review the Zelica Scoping Study in line with the development of the Second Fortune underground mine.

5.0 EUCALYPTUS GOLD PROJECT, Western Australia (90-100% interest)

As noted previously, the Eucalyptus Project is subject to forfeiture taken against the tenements, while under management by the prior owners. A Wardens Court hearing was held in Perth between 15th-18th April 2013 to assess the forfeiture and expenditure exemption claims. A ruling on this matter is currently pending.

6.0 CORPORATE

As per the ASX Announcement of the 14th April 2014 Exterra has move the Principal Place of Business of the Company to Ground Floor, 31 Ventnor Avenue, West Perth 6005.

This is in line with Exterra continuing to conserve cash expenditure while focussing on the Second Fortune Resource upgrade, Scoping Study review and detailed mine design. Rationalisation of current tenement holdings is currently being considered.

7.0 MARCH QUARTER 2014 ACTIVITIES

The following activities are planned to be undertaken during the June 2014 quarter:

- **Second Fortune Underground Gold Project**
 - Scoping Study – finalising project economics based on current gold price and costs.
 - Detailed Mine design – completion of the mine design in conjunction with discussions with underground mining contractors to provide optimum economic benefit.
 - Mining Contractor – continue formal discussions with mining contractors to determine the optimum design and scope for project development with a view to commencing mine development in the first half of 2014.
 - Project Finance – discussions with various groups on providing mine development finance.
- **Eucalyptus Gold Project**
 - Warden's Court decision on the Eucalyptus forfeiture action is pending

About Exterra Resources Limited

Exterra Resources Limited (ASX:EXC) is a gold exploration and development company based in Perth, Western Australia, with a focus on high grade, high margin gold projects with near term production potential to fund the future growth of the Company.

The Company's projects are all located in the Archaean Yilgarn Craton in WA, a world class gold province which has been a prolific producer of gold since the late 1880's and includes the Kalgoorlie "Golden Mile" deposit which has produced over 50 million ounces of gold since discovery in 1893.

Exterra's focus is on the Linden gold project in the North Eastern Goldfields region, within the Laverton Tectonic Zone, which hosts multi million ounce deposits including Sunrise Dam (Anglo Gold) and Granny Smith/Wallaby (Barrick Gold).

The Second Fortune gold mine, at Linden, 220km by road, NNE of Kalgoorlie, is currently the subject of a development study, with all Regulatory approvals received to commence project development of an underground mining operation during 2014.

For further information:

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* In accordance with Listing Rule 5.23.2, the Company confirms in the subsequent public report that it is not aware of any new information or data that materially affects the information included in the relevant market announcement and, in the case of estimates of mineral resources or ore reserves, that all material assumptions and technical parameters underpinning the estimates in the relevant market announcement continue to apply and have not materially changed.

Competent Persons Statement

Information in this report that relates to estimation, depletion and reporting of Mineral Resources is based on and fairly represents, information and supporting documentation compiled by Michael Job who is a Fellow of the Australasian Institute of Mining and Metallurgy and a full time employee of QG Consulting Pty Ltd. Michael Job has sufficient experience 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 Reporting of Exploration Results, Mineral Resources and Ore Reserves". Michael Job consents to the inclusion in the report of the matters based on the information in the form and context in which it appears.

The information in this report that relates to database compilation, sampling processes, geological interpretation and mineralisation, project parameters and costs and overall supervision and direction of Mineral Resource is based on and fairly represents, information and supporting documentation compiled under the overall supervision and direction of John Davis (Member of the Australasian Institute of Mining and Metallurgy and the AIG). Mr Davis has sufficient experience which is relevant to the style of mineralisation and type of deposits under consideration and to the activities undertaken to qualify as Competent Persons as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr Davis consents to the inclusion in the release of the statements based on their information in the form and context in which they appear.

Please note with regard to exploration targets, the potential quantity and grade is conceptual in nature, that there has been insufficient exploration to define a Mineral Resource and that it is uncertain if further exploration will result in the determination of a Mineral Resource.

Forward Looking Statements

Certain statements made during or in connection with this communication, including, without limitation, those concerning the economic outlook for the mining industry, expectations regarding gold prices, exploration costs and other operating results, growth prospects and the outlook of Exterra Resources' operations contain or comprise certain forward looking statements regarding Exterra Resources' exploration operations, economic performance and financial condition. Although Exterra Resources believes that the expectations reflected in such forward-looking statements are reasonable, no assurance can be given that such expectations will prove to have been correct.

Accordingly, results could differ materially from those set out in the forward looking statements as a result of, among other factors, changes in economic and market conditions, success of business and operating initiatives, changes that could result from future acquisitions of new exploration properties, the risks and hazards inherent in the mining business (including industrial accidents, environmental hazards or geologically related conditions), changes in the regulatory environment and other government actions, risks inherent in the ownership, exploration and operation of or investment in mining properties in foreign countries, fluctuations in gold prices and exchange rates and business and operations risks management, as well as generally those additional factors set forth in our periodic filings with ASX. Exterra Resources undertakes no obligation to update publicly or release any revisions to these forward-looking statements to reflect events or circumstances after today's date or to reflect the occurrence of unanticipated events.

ASX Additional Information for Quarterly Report to 31 March 2014

	Tenement reference	Location	Interest at beginning of quarter	Acquired / Disposed	Interest at end of quarter
Mining tenements	E39/1232	LINDEN	100%	N/A	100%
	E39/1539	LINDEN	100%	N/A	100%
	E39/1627	ZELICA	100%	N/A	100%
	E52/2117	EGERTON	100%	N/A	100%
	E52/2515	EGERTON	100%	N/A	100%
	L39/0012	LINDEN	100%	N/A	100%
	L39/0013	LINDEN	100%	N/A	100%
	L39/0014	LINDEN	100%	N/A	100%
	M37/1164	MALCOLM	100%	N/A	100%
	M39/0255	LINDEN	100%	N/A	100%
	M39/0292	EUCALYPTUS	100%	N/A	100%
	M39/0385	LINDEN	100%	N/A	100%
	M39/0387	LINDEN	100%	N/A	100%
	M39/0480	EUCALYPTUS	100%	N/A	100%
	M39/0500	LINDEN	Nil	Granted	90%
	M39/0629	LINDEN	100%	N/A	100%
	M39/0649	LINDEN	100%	N/A	100%
	M39/0650	LINDEN	100%	N/A	100%
	M39/0780	LINDEN	100%	N/A	100%
	M39/0781	LINDEN	100%	N/A	100%
	M39/0794	LINDEN	100%	N/A	100%
	M39/0795	LINDEN	100%	N/A	100%
	M39/0914	EUCALYPTUS	90%	N/A	90%
	M39/0966	EUCALYPTUS	90%	N/A	90%
	M39/0969	EUCALYPTUS	90%	N/A	90%
	M39/0991	EUCALYPTUS	90%	N/A	90%
	M39/1064	EUCALYPTUS	90%	N/A	90%
	M39/1082	ZELICA	100%	N/A	100%
	M52/0343	EGERTON	100%	N/A	100%
	M52/0567	EGERTON	100%	N/A	100%
	P39/4556	EUCALYPTUS	100%	N/A	100%
	P39/4566	ZELICA	100%	N/A	100%
	P39/4622	EUCALYPTUS	90%	N/A	90%
P39/4623	EUCALYPTUS	90%	N/A	90%	
	P39/4636	EUCALYPTUS	90%	N/A	90%
	P39/5269	EUCALYPTUS	100%	N/A	100%
Beneficial percentage interests held in farm-in or farm-out agreement	N/A	N/A	N/A	N/A	N/A

JORC Code, 2012 Edition – Table 1

Section 1 Sampling Techniques and Data

(Criteria in this section apply to all succeeding sections.)

Criteria	JORC Code explanation	Commentary
<p><i>Sampling techniques</i></p>	<ul style="list-style-type: none"> • <i>Nature and quality of sampling (eg cut channels, random chips, or specific specialised industry standard measurement tools appropriate to the minerals under investigation, such as down hole gamma sondes, or handheld XRF instruments, etc). These examples should not be taken as limiting the broad meaning of sampling.</i> • <i>Include reference to measures taken to ensure sample representivity and the appropriate calibration of any measurement tools or systems used.</i> • <i>Aspects of the determination of mineralisation that are Material to the Public Report.</i> • <i>In cases where 'industry standard' work has been done this would be relatively simple (eg 'reverse circulation drilling was used to obtain 1 m samples from which 3 kg was pulverised to produce a 30 g charge for fire assay'). In other cases more explanation may be required, such as where there is coarse gold that has inherent sampling problems. Unusual commodities or mineralisation types (eg submarine nodules) may warrant disclosure of detailed information.</i> 	<ul style="list-style-type: none"> • All diamond drill holes completed by the Company were sampled by cutting the core longitudinally in half using a diamond core saw. If an orientation line was present, then the core was cut to ensure the orientation line was retained in the half core in the tray. If an orientation line was not present a cutting line was marked by the geologist, taking account of the dominant fabric of the rock. Cross-cut marks were made at sample limits and half core was returned to the trays for storage and later reference. • Half core samples were placed in numbered calico bags and submitted to the laboratory for analysis. Samples varied in length up to 1.0 m with sample length controlled by lithology as determined during the logging process. • All sampling data was entered into a tablet computer and later downloaded into the central Access database. • Historic diamond core was also submitted as half core samples for analysis and has been sampled using a similar system to that currently used by the Company. • Historic diamond core sample intervals within the database were typically less than 1.0m in length. • Reverse circulation (RC) drillholes carried out by the Company were sampled every metre using a riffle or cone splitter to obtain an approx. 3kg sub-sample prior to submission to the laboratory for assay. The samples were collected in numbered calico bags and all sampling information was entered into a tablet computer and later downloaded into the central Access database. • All samples were submitted to SGS Laboratories Kalgoorlie for analysis. • Samples were analysed for gold by 50g fire assay methods with AAS finish. • Review of historic drilling records indicates a similar methodology was used with samples assayed by fire assay at Australian Assay Labs in Kalgoorlie. • In addition to the drilling data, underground channel sampling data,

Criteria	JORC Code explanation	Commentary
		undertaken during underground development in the 1980's was incorporated.
<i>Drilling techniques</i>	<ul style="list-style-type: none"> • <i>Drill type (eg core, reverse circulation, open-hole hammer, rotary air blast, auger, Bangka, sonic, etc) and details (eg core diameter, triple or standard tube, depth of diamond tails, face-sampling bit or other type, whether core is oriented and if so, by what method, etc).</i> 	<ul style="list-style-type: none"> • A total of 26 historic diamond drill holes, 14 historic RC drill holes, 89 historic underground face samples were used in the resource estimation along with 20 RC holes and 14 diamond drill holes completed by the Company for a total of 7,763 metres of diamond core and 8,517 metres of RC drilling. • All diamond core was NQ in size and orientated.
<i>Drill sample recovery</i>	<ul style="list-style-type: none"> • <i>Method of recording and assessing core and chip sample recoveries and results assessed.</i> • <i>Measures taken to maximise sample recovery and ensure representative nature of the samples.</i> • <i>Whether a relationship exists between sample recovery and grade and whether sample bias may have occurred due to preferential loss/gain of fine/coarse material.</i> 	<ul style="list-style-type: none"> • Diamond drill core recovery in drilling by the Company was generally excellent in excess of 95%. Historic diamond drill core stored on site also shows excellent recovery. • RC sample recoveries were also very good with sample weights monitored and on average exceeded 2.5kg.
<i>Logging</i>	<ul style="list-style-type: none"> • <i>Whether core and chip samples have been geologically and geotechnically logged to a level of detail to support appropriate Mineral Resource estimation, mining studies and metallurgical studies.</i> • <i>Whether logging is qualitative or quantitative in nature. Core (or costean, channel, etc) photography.</i> • <i>The total length and percentage of the relevant intersections logged.</i> 	<p>Diamond Core Logging</p> <ul style="list-style-type: none"> • All geological logging carried out by the Company since 2010 was entered onto tablet computers and then uploaded into the Access database. • The main steps in the logging sequence were: <ul style="list-style-type: none"> ○ Core was marked in 1 or 2 m intervals and core block depths were checked for accuracy ○ Core was geologically logged over regular 1 or 2 m intervals for lithology, alteration, mineralization, structure, fracture frequency, orientation and style of veining. ○ Logs were downloaded daily into the main data storage facility. ○ All core trays were individually photographed. <p>Reverse Circulation Logging</p> <ul style="list-style-type: none"> • Reverse circulation drill hole chips were logged onto field sheets and later input into the site computer and later downloaded onto the main data storage facility. • The main steps in the logging sequence were: <ul style="list-style-type: none"> ○ Chips were sieved on regular 1m intervals and put into labelled chip trays.

Criteria	JORC Code explanation	Commentary
		<ul style="list-style-type: none"> ○ All chips were geologically logged. ○ Logs were downloaded daily into the main data storage facility. ○ Chip trays for the 2010 to 2013 RC drilling programs are stored on site at Linden.
<p><i>Sub-sampling techniques and sample preparation</i></p>	<ul style="list-style-type: none"> ● <i>If core, whether cut or sawn and whether quarter, half or all core taken.</i> ● <i>If non-core, whether riffled, tube sampled, rotary split, etc and whether sampled wet or dry.</i> ● <i>For all sample types, the nature, quality and appropriateness of the sample preparation technique.</i> ● <i>Quality control procedures adopted for all sub-sampling stages to maximise representivity of samples.</i> ● <i>Measures taken to ensure that the sampling is representative of the in situ material collected, including for instance results for field duplicate/second-half sampling.</i> ● <i>Whether sample sizes are appropriate to the grain size of the material being sampled.</i> 	<ul style="list-style-type: none"> ● Refer above for sampling techniques.
<p><i>Quality of assay data and laboratory tests</i></p>	<ul style="list-style-type: none"> ● <i>The nature, quality and appropriateness of the assaying and laboratory procedures used and whether the technique is considered partial or total.</i> ● <i>For geophysical tools, spectrometers, handheld XRF instruments, etc, the parameters used in determining the analysis including instrument make and model, reading times, calibrations factors applied and their derivation, etc.</i> ● <i>Nature of quality control procedures adopted (eg standards, blanks, duplicates, external laboratory checks) and whether acceptable levels of accuracy (ie lack of bias) and precision have been established.</i> 	<ul style="list-style-type: none"> ● Sampling and assaying quality assurance and quality control (QAQC) procedures were applied routinely by the Company for all drilling carried out since 2010. They included: <ul style="list-style-type: none"> ○ Blind QAQC samples routinely submitted including Certified Standards at a ratio of around 1 in 20 with 89 blank samples and a total of 171 standards of various values. ○ Periodic re-submission of duplicate pulps to both primary and secondary labs. ○ Review of internal laboratory quality control standards. ○ Review of laboratory (analytical) duplicates. ○ Sample recovery checks ○ Sufficient QAQC and data validation to verify integrity of historic assay data. ○ The QAQC results indicate acceptable levels of precision and accuracy. ● Bulk density determinations have been made for the recent diamond core drilling, using the dry sample water immersion technique for solid pieces of core for every sampled interval. Core lengths varied from 20cm to 1.0m and the rock was dominantly fresh with little/no

Criteria	JORC Code explanation	Commentary
<i>Verification of sampling and assaying</i>	<ul style="list-style-type: none"> • <i>The verification of significant intersections by either independent or alternative company personnel.</i> • <i>The use of twinned holes.</i> • <i>Documentation of primary data, data entry procedures, data verification, data storage (physical and electronic) protocols.</i> • <i>Discuss any adjustment to assay data.</i> 	<p>voids.</p> <ul style="list-style-type: none"> • In 2010 the Company had their historic data input into an Access database under the direction of the Company Geology Manager. Data collated from drilling by the Company from 2010 was also input into the MS Access database and validated by Yilgarn Solutions. • The Company conducted an extensive database review, compilation and validation program of all historic drilling information. • The Company carried out detailed validation of the dataset prior to running the resource estimation. Ravensgate Mining Industry Consultants carried out an additional basic statistical and visual validation prior to estimation in 2011. • Given the acceptable results for the QAQC conducted by the Company and the good correlation between the historical and Company drilling (Ravensgate 2012), the drilling and sampling data is considered acceptable for resource estimation.
<i>Location of data points</i>	<ul style="list-style-type: none"> • <i>Accuracy and quality of surveys used to locate drill holes (collar and down-hole surveys), trenches, mine workings and other locations used in Mineral Resource estimation.</i> • <i>Specification of the grid system used.</i> • <i>Quality and adequacy of topographic control.</i> 	<p>Drill hole collar surveys</p> <ul style="list-style-type: none"> • Historically, drillhole collars were marked out with tape and compass on a local grid. These drill collars were picked up by GPS on MGA grid where they could be located or transformed from local grid. • Recent drilling located planned drillhole collars using a GPS on the MGA grid. <p>Down hole surveying</p> <ul style="list-style-type: none"> • All drillholes completed by the Company from 2010 to 2013 were routinely surveyed down hole with an Eastman single shot survey camera, typically at 30m intervals down hole. Historically down hole surveys using an Eastman single shot camera were conducted only on deep holes (>100m) , with approximately 50% of historic holes with no down hole surveys. It is apparent from surveyed holes and geological correlation that hole deviation is minimal. <p>Topography and Depletion Surfaces</p> <ul style="list-style-type: none"> • A digital terrain model (DTM) of the original topographic surface was created by the Company based on historical and recent collar and spot survey information. • Historical mining was depleted using historic open pit and

Criteria	JORC Code explanation	Commentary
		underground survey plans.
<i>Data spacing and distribution</i>	<ul style="list-style-type: none"> • <i>Data spacing for reporting of Exploration Results.</i> • <i>Whether the data spacing and distribution is sufficient to establish the degree of geological and grade continuity appropriate for the Mineral Resource and Ore Reserve estimation procedure(s) and classifications applied.</i> • <i>Whether sample compositing has been applied.</i> 	<ul style="list-style-type: none"> • Historic drilling was carried out along grid east-west oriented sections, typically spaced 50 m apart with infill sections spaced 25m apart. Drillhole intersections in the plane of the mineralized lodes vary from approximately 30m in the upper parts of the vein to 80m in the deeper parts. Drillholes were typically inclined at 60 degrees on grid east azimuths, while at the southern end of the mineralized domains, three holes were drilled at variable azimuths for purposes of mineralization geometry verification.
<i>Orientation of data in relation to geological structure</i>	<ul style="list-style-type: none"> • <i>Whether the orientation of sampling achieves unbiased sampling of possible structures and the extent to which this is known, considering the deposit type.</i> • <i>If the relationship between the drilling orientation and the orientation of key mineralised structures is considered to have introduced a sampling bias, this should be assessed and reported if material.</i> 	<ul style="list-style-type: none"> • The drilling data was oriented to the east resulting in the majority of data being perpendicular to the strike of the orebody. The orebody dips steeply to the west.
<i>Sample security</i>	<ul style="list-style-type: none"> • <i>The measures taken to ensure sample security.</i> 	<ul style="list-style-type: none"> • The Company sampling procedures includes delivery of samples to an offsite analytical laboratory on a regular basis. Each sample bag is sealed on site and then checked and signed as received by the laboratory. Each sample batch was accompanied by a dispatch form recording: <ul style="list-style-type: none"> ○ Job number. ○ Number of samples. ○ Sample numbers (including standards and duplicates). ○ Required analytical methods. ○ Instructions for storage of residues ○ Comments about any particular sample which may affect the analytical process (high sulphide etc).
<i>Audits or reviews</i>	<ul style="list-style-type: none"> • <i>The results of any audits or reviews of sampling techniques and data.</i> 	<ul style="list-style-type: none"> • QAQC results did not highlight any issues with sampling techniques and on that basis external audits/reviews were not considered necessary.

Section 2 Reporting of Exploration Results

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

Criteria	JORC Code explanation	Commentary
<i>Mineral</i>	<ul style="list-style-type: none"> • <i>Type, reference name/number, location and ownership including</i> 	<ul style="list-style-type: none"> • The Second Fortune deposit lies within Exterra Resources Ltd

Criteria	JORC Code explanation	Commentary
<i>tenement and land tenure status</i>	<p><i>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> <ul style="list-style-type: none"> <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>100% owned Linden Project area in the North Eastern Goldfields of Western Australia. The Linden Project lies 200 km northeast of Kalgoorlie and 75 km south of Laverton, lying on the western margin of Lake Carey. The area is well serviced by a network of dirt roads</p> <p>The Linden Project comprises three granted prospecting permits (P39/2974-2976), two granted exploration licences (E39/1539 and E39/1232), and eleven granted mining permits (M39/00255, M39/385-387, M39/629, M39/0649-650, M39/780-781 and M39/794-795. In addition there is one mining license application M39/500 which covers granted P39/2974-2976..</p> <p>There are no current Native Title Claims over the project area.</p> <ul style="list-style-type: none"> Exterra have received Regulatory Approvals to commence mining operations on M39/255, M39/649.
<i>Exploration done by other parties</i>	<ul style="list-style-type: none"> <i>Acknowledgment and appraisal of exploration by other parties.</i> 	<ul style="list-style-type: none"> Much of the historic exploration within Exterra's Linden project completed by previous companies has focussed on the exploration and development of the Second Fortune gold deposit, and assessing the surrounding area for deposits that are amenable to open cut mining including: <ul style="list-style-type: none"> 1983-1985, National Resources Exploration – Diamond drilling 1986, MV Foster and Assoc. – Diamond drilling and underground sampling 1987-1988, Golden Fortune Mining – Surface and underground diamond drilling, 3,626m. 1997-2000, Goldfields Exploration – Rotary air blast, 6,256m and Reverse Circulation drilling, 2,006m. 2010, Exterra Resources Ltd – Reverse Circulation drilling, 5,300m 2011-2013 Exterra Resources Ltd – Diamond Drilling, 4,147m and Reverse Circulation drilling, 1,500m
<i>Geology</i>	<ul style="list-style-type: none"> <i>Deposit type, geological setting and style of mineralisation.</i> 	<ul style="list-style-type: none"> The Linden Gold Project lies at the southern end of the highly gold endowed Laverton Tectonic Zone which lies on the eastern margin of the Norseman-Wiluna Belt. The Laverton Tectonic Zone host a number of world class gold deposits including

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		<p>Wallaby (7.1 Moz Au, Salier et al, 2004), Granny Smith (>1.8 Moz Au (past production) Mindex, 2010) and Sunrise Dam (7 Moz Au (past production and resources), Anglogold Ashanti, 2009).</p> <ul style="list-style-type: none"> • The geology at Linden is comprised of a north to northwest striking greenstone sequence of Achaean ultramafic and mafic volcanics and mafic intrusives, felsic to intermediate volcanics and volcanoclastics, with minor chert and sediments. These have been intruded by felsic to intermediate porphyries and cross cutting Proterozoic dolerite dykes. A large granite dome lies to the east of the property, and there are several smaller internal granites within the greenstone belt. • The project area is situated on the north-eastern limb of a major steeply plunging anticline (Mt Linden Anticline) which dominates the structure of the area (Marjoribanks, 1986). A major shear zone flanks the west of the project area (The Mt Celia Shear Zone). • Weathering in the area varies from several to tens of metres in depth, with well-developed saprolitic profiles in areas of deeper weathering, and poorly developed saprolite in shallower areas of weathering. Much of the area has thin (1 to 4m) cover of transported colluvium, aeolian sands and poorly developed soils. In the east of the project area is Lake Carey, where cover is comprised of four meters of lacustrine clays and several deeper paleochannels. • Within the project area gold mineralisation is invariably associated with north and northwest striking structures and sheared lithological contacts (Peters, 1996). In most of the historically mined deposits gold mineralisation is associated with narrow (<2m) steeply dipping quartz veins with strike and dip extents in the order of tens of metres, with the notable exceptions of the Second Fortune and Hill East deposits, where veining has been identified over several hundred metres of strike. • At the Second Fortune Mine, gold mineralisation occurs within a sequence of northwest striking steeply west dipping felsics volcanoclastics and shales, which have been intruded by a tabular dacitic porphyry body. Gold mineralisation is associated with an

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		arcuate narrow quartz vein (0.2m to 2m width) vein that has a strike of over 600 metres and dips steeply to the west. Within the vein is locally abundant pyrite with wall rock alteration characterised by a thin selvedge of sericitic and chlorite alteration.
<i>Drill hole Information</i>	<ul style="list-style-type: none"> • <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> <ul style="list-style-type: none"> ○ <i>easting and northing of the drill hole collar</i> ○ <i>elevation or RL (Reduced Level – elevation above sea level in metres) of the drill hole collar</i> ○ <i>dip and azimuth of the hole</i> ○ <i>down hole length and interception depth</i> ○ <i>hole length.</i> • <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> 	<ul style="list-style-type: none"> • Not applicable as exploration results are not being reported.
<i>Data aggregation methods</i>	<ul style="list-style-type: none"> • <i>In reporting Exploration Results, weighting averaging techniques, maximum and/or minimum grade truncations (eg cutting of high grades) and cut-off grades are usually Material and should be stated.</i> • <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> • <i>The assumptions used for any reporting of metal equivalent values should be clearly stated.</i> 	<ul style="list-style-type: none"> • Not applicable as exploration results are not being reported.
<i>Relationship between mineralisation widths and intercept lengths</i>	<ul style="list-style-type: none"> • <i>These relationships are particularly important in the reporting of Exploration Results.</i> • <i>If the geometry of the mineralisation with respect to the drill hole angle is known, its nature should be reported.</i> • <i>If it is not known and only the down hole lengths are reported, there should be a clear statement to this effect (eg ‘down hole length, true width not known’).</i> 	<ul style="list-style-type: none"> • Not applicable as exploration results are not being reported.
<i>Diagrams</i>	<ul style="list-style-type: none"> • <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 locations and appropriate sectional views.</i> 	<ul style="list-style-type: none"> • Not applicable as exploration results are not being reported.
<i>Balanced</i>	<ul style="list-style-type: none"> • <i>Where comprehensive reporting of all Exploration Results is not</i> 	<ul style="list-style-type: none"> • Not applicable as exploration results are not being reported.

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reporting	<i>practicable, representative reporting of both low and high grades and/or widths should be practiced to avoid misleading reporting of Exploration Results.</i>	
Other substantive exploration data	<ul style="list-style-type: none"> • <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> 	<ul style="list-style-type: none"> • Not applicable as exploration results are not being reported.
Further work	<ul style="list-style-type: none"> • <i>The nature and scale of planned further work (eg tests for lateral extensions or depth extensions or large-scale step-out drilling).</i> • <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> 	<ul style="list-style-type: none"> • No further exploration work planned at this time however there is the potential for lateral and depth extensions of the Second Fortune lode system and further drilling will be planned.

Section 3 Estimation and Reporting of Mineral Resources

(Criteria listed in section 1, and where relevant in section 2, also apply to this section.)

Criteria	JORC Code explanation	Commentary
Database integrity	<ul style="list-style-type: none"> • <i>Measures taken to ensure that data has not been corrupted by, for example, transcription or keying errors, between its initial collection and its use for Mineral Resource estimation purposes.</i> • <i>Data validation procedures used.</i> 	<ul style="list-style-type: none"> • The drill hole data was provided as a series of Microsoft Excel files. Separate files were provided for each of: collars, downhole surveys, assays, and geology (separate lithology, mineralisation and alteration tables), although the geological information was only available for the 2011 - 2012 drilling. The drillhole data was compared to data files used for the previous mineral resource estimates – the assay data files were identical. • Basic validation consisted of checking for sample interval and geological logging overlaps, checking for duplicate collars etc. - no issues were noted.
Site visits	<ul style="list-style-type: none"> • <i>Comment on any site visits undertaken by the Competent Person and the outcome of those visits.</i> • <i>If no site visits have been undertaken indicate why this is the case.</i> 	<ul style="list-style-type: none"> • The Competent Person for the mineral resource estimate, Mike Job of QG Consulting has not visited site.
Geological interpretation	<ul style="list-style-type: none"> • <i>Confidence in (or conversely, the uncertainty of) the geological interpretation of the mineral deposit.</i> • <i>Nature of the data used and of any assumptions made.</i> • <i>The effect, if any, of alternative interpretations on Mineral Resource</i> 	<ul style="list-style-type: none"> • This mineral resource estimate focused on the 'Main Vein' (MV) at Second Fortune, and is a very narrow, steeply-dipping gold-bearing quartz vein that averages about 0.5m horizontal thickness – there are smaller lodes to the east and west of the MV, but these are less

Criteria	JORC Code explanation	Commentary
	<p><i>estimation.</i></p> <ul style="list-style-type: none"> • <i>The use of geology in guiding and controlling Mineral Resource estimation.</i> • <i>The factors affecting continuity both of grade and geology.</i> 	<p>continuous, and may represent splays off the MV, as opposed to separate units.</p> <ul style="list-style-type: none"> • The definition of the MV is very well supported by drilling, with quartz veining and significant Au mineralization in every drill hole that has reached target. • All of the drillhole data as outlined in Section 1 above was used for the estimate – however, there is poor control on the collar and downhole survey data from the historical drilling. Therefore, if the historic hole traces are plotted as a straight line, the 3D position of the mineralized intercepts does not always agree with those from the modern drilling, which have good survey control. This is only considered to have a local impact on the estimate, not global, and is not considered material. • A 3D wireframe that takes all the 3D intercept positions at face value will therefore be jagged and erratic when viewed in plan view, as the position in easting for the historic drilling can be 5 to 10m away from the position established from the modern drilling. ‘Corrections’ to the downhole surveys into an appropriate 3D position would be possible – essentially this would be migrating the intercept in easting so that it fell within the plane of mineralization. However, this can largely be overcome with the use of 2D geostatistical estimation techniques, as outlined in the ‘Estimation and modelling techniques’ section below. • A 3D solid was constructed, honouring the modern drilling and underground face sampling data – the wireframe thickness was adjusted to be that of the historic drilling intercepts at the appropriate northing and RL i.e. it is assumed that the position in N and RL for the historic drilling is approximately correct, just the easting position requires adjustment. The wireframe is therefore not used for all sample selection, but is used as the final 3D position of the mineralized lode. • Therefore there is some uncertainty in the <i>exact</i> position of the mineralized lode at all locations, but the mine design will be flexible enough to position the drives etc. under geological control.
<i>Dimensions</i>	<ul style="list-style-type: none"> • <i>The extent and variability of the Mineral Resource expressed as length (along strike or otherwise), plan width, and depth below surface to the upper and lower limits of the Mineral Resource.</i> 	<ul style="list-style-type: none"> • The MV is a quartz vein that strikes N-S, dips steeply to the west, and is from 0.1m up to a maximum of 2m wide, averaging 0.5m. The best known mineralisation at the MV extends along strike for 300m, and extends from surface to at least 300m depth.
<i>Estimation</i>	<ul style="list-style-type: none"> • <i>The nature and appropriateness of the estimation technique(s)</i> 	<ul style="list-style-type: none"> • As the Au mineralisation is very narrow (and not selective within the

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<p><i>and modelling techniques</i></p>	<p><i>applied and key assumptions, including treatment of extreme grade values, domaining, interpolation parameters and maximum distance of extrapolation from data points. If a computer assisted estimation method was chosen include a description of computer software and parameters used.</i></p> <ul style="list-style-type: none"> • <i>The availability of check estimates, previous estimates and/or mine production records and whether the Mineral Resource estimate takes appropriate account of such data.</i> • <i>The assumptions made regarding recovery of by-products.</i> • <i>Estimation of deleterious elements or other non-grade variables of economic significance (eg sulphur for acid mine drainage characterisation).</i> • <i>In the case of block model interpolation, the block size in relation to the average sample spacing and the search employed.</i> • <i>Any assumptions behind modelling of selective mining units.</i> • <i>Any assumptions about correlation between variables.</i> • <i>Description of how the geological interpretation was used to control the resource estimates.</i> • <i>Discussion of basis for using or not using grade cutting or capping.</i> • <i>The process of validation, the checking process used, the comparison of model data to drill hole data, and use of reconciliation data if available.</i> 	<p>vein), it is suitable for a <i>geostatistical</i> 2D estimation methodology - this method works by estimating (usually by ordinary kriging) the vein thickness and metal accumulation (thickness x Au grade) onto a nominal 2D plane – grades are then back-calculated by dividing the estimated accumulation by the estimated thickness. This avoids the use of compositing, which by definition should be on equal sample lengths, which is very difficult to achieve with very narrow veins. The steps required for the estimate are listed below (using Datamine and Isatis mining software):</p> <ul style="list-style-type: none"> • Sample selection for Main Vein and separate hangingwall and footwall dilution zones (single samples of between 0.5 and 1.5m downhole) via table of intercepts; • Calculate horizontal thickness and metal accumulation of each intercept for each domain (MV, HW and FW) as well as the thickness and accumulation variables for the three domains combined; • Migrate variables to a nominal easting; • Statistical and geostatistical analysis of variables - the variograms generated were isotropic, as there is no clear major direction of continuity within the plane of the vein. The experimental variograms were fitted with models that had a nugget effect and one or two spherical structures. The relative nugget effect is high (~50%) with ranges in the order of 50m; • Fill the 3D solid (as described in the 'Geological Interpretation' section) with blocks - 5mN, 5mRL, with a single seam block fitted in easting; • Expand seam by 2m to create 1m wide HW and 1m wide FW blocks to create domains for dilution estimation; • Migrate the centre of the block to the nominal easting (i.e., 3 separate 2D models for each domain); • Ordinary kriging (OK) of horizontal thickness and metal accumulation into the blocks – search ranges were 50m isotropically in the plane, with a minimum of 5 samples and maximum of 20 required for estimation. The search was expanded by a factor of two if not estimated in the first pass; • Migrate estimates back to the 3D model (match by northing and RL coordinates); • Apply constant density of 2.65 t/m³; • Validation/checking of estimated variables (via global and local statistics e.g., swath plots); • Create minimum mining width (MMW) model of 1m horizontal thickness

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		<p>where MV is less than 1m wide by incorporating dilution from HW and FW domain models;</p> <ul style="list-style-type: none"> • Deplete models for previous open cut and underground mining • Au is the only grade variable estimated.
Moisture	<ul style="list-style-type: none"> • <i>Whether the tonnages are estimated on a dry basis or with natural moisture, and the method of determination of the moisture content.</i> 	<ul style="list-style-type: none"> • N/A – all tonnage estimates are dry – see section on Bulk Density below.
Cut-off parameters	<ul style="list-style-type: none"> • <i>The basis of the adopted cut-off grade(s) or quality parameters applied.</i> 	<ul style="list-style-type: none"> • The cut-off grade of 4 g/t Au is based on a gold price of AUD \$1400/oz and total operating costs of AUD \$197 per tonne (from the current Scoping Study).
Mining factors or assumptions	<ul style="list-style-type: none"> • <i>Assumptions made regarding possible mining methods, minimum mining dimensions and internal (or, if applicable, external) mining dilution. It is always necessary as part of the process of determining reasonable prospects for eventual economic extraction to consider potential mining methods, but the assumptions made regarding mining methods and parameters when estimating Mineral Resources may not always be rigorous. Where this is the case, this should be reported with an explanation of the basis of the mining assumptions made.</i> 	<ul style="list-style-type: none"> • Mining method is planned to be by conventional long hole open stoping with access to the orebody via a decline, cross cut and ore drives, with the decline portal in the floor of the current open pit. The mine depth is expected to extend to at least 350 vertical metres from surface. • The operation plans to utilise a small jumbo, loader and truck fleet to carry out the decline development, and a small jumbo and loader to undertake the stoping operations. Surface access will be via a decline and emergency egress via the existing shaft in the pit floor. • Ore will be brought to the surface ROM pad where it will be trucked off site to a nearby processing facility. Waste rock from mine development will be deposited on planned waste dump. • Expected ore production will be approximately 70,000 tpa producing approximately 20,000 ozs per annum. Pre-production capital costs expected to be \$5 million, with a total operating cost (including processing, transport etc.) of approximately \$197 per tonne. • A MMW of 1m is possible using the specialized small equipment proposed – the MMW diluted model will be the basis for the mine design, but development in ore and stoping will be under strict geological control.
Metallurgical factors or assumptions	<ul style="list-style-type: none"> • <i>The basis for assumptions or predictions regarding metallurgical amenability. It is always necessary as part of the process of determining reasonable prospects for eventual economic extraction to consider potential metallurgical methods, but the assumptions regarding metallurgical treatment processes and parameters made when reporting Mineral Resources may not always be rigorous. Where this is the case, this should be reported with an explanation of the basis of the metallurgical assumptions made.</i> 	<ul style="list-style-type: none"> • Metallurgical test work completed by ALS in March 2013 on composite diamond drill core samples of the ore zone confirmed recoveries of 98% for a 75 µm grind and 95% for a coarse 160 µm grind with low reagent consumptions. • Exterra have an ore purchase agreement with Saracen Mineral Holdings Ltd, based on an agreed grade and recovery, and ore will be trucked to Saracen's Carosue Dam processing plant and blended on site by Saracen.

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<i>Environmental factors or assumptions</i>	<ul style="list-style-type: none"> Assumptions made regarding possible waste and process residue disposal options. It is always necessary as part of the process of determining reasonable prospects for eventual economic extraction to consider the potential environmental impacts of the mining and processing operation. While at this stage the determination of potential environmental impacts, particularly for a greenfields project, may not always be well advanced, the status of early consideration of these potential environmental impacts should be reported. Where these aspects have not been considered this should be reported with an explanation of the environmental assumptions made. 	<ul style="list-style-type: none"> Due to ore being processed off site there is no requirement for tailings storage facilities. The majority of the project area is disturbed from historic mining activities. A total of 9ha of new clearing is required for development of a new evaporation pond, extension of the waste rock dump, explosives magazine and haul road. This will result in a total project disturbance footprint of approximately 48ha of which 39ha is historic disturbance, including camp site, air strip etc.
<i>Bulk density</i>	<ul style="list-style-type: none"> Whether assumed or determined. If assumed, the basis for the assumptions. If determined, the method used, whether wet or dry, the frequency of the measurements, the nature, size and representativeness of the samples. The bulk density for bulk material must have been measured by methods that adequately account for void spaces (vugs, porosity, etc), moisture and differences between rock and alteration zones within the deposit. Discuss assumptions for bulk density estimates used in the evaluation process of the different materials. 	<ul style="list-style-type: none"> Bulk density determinations have been made for the recent diamond core drilling, using the dry sample water immersion technique for solid pieces of core for every sampled interval. Core lengths varied from 20cm to 1.0m and the rock was dominantly fresh with little/no voids. The bulk density of the mineralized zones ranges from 2.65 to 2.75 t/m³, and the waste averages 2.8 t/m³. Therefore, a conservative bulk density of 2.65 t/m³ was used for the entire mineralized quartz vein.
<i>Classification</i>	<ul style="list-style-type: none"> The basis for the classification of the Mineral Resources into varying confidence categories. Whether appropriate account has been taken of all relevant factors (ie relative confidence in tonnage/grade estimations, reliability of input data, confidence in continuity of geology and metal values, quality, quantity and distribution of the data). Whether the result appropriately reflects the Competent Person's view of the deposit. 	<ul style="list-style-type: none"> The majority of the deposit is classified as Indicated where the drilling is spaced on about 30m centres or less, and the resource is classified as Inferred only at the edges of the interpretation, for areas greater than 30m from the drilling. Confidence in the data is good, except for the 3D positioning of the intercepts from the historical data – this has been accounted for by the 2D estimation technique. The resulting Mineral Resource classification appropriately reflects the view of the Competent Person.
<i>Audits or reviews</i>	<ul style="list-style-type: none"> The results of any audits or reviews of Mineral Resource estimates. 	<ul style="list-style-type: none"> This current mineral resource estimate has not been independently audited or reviewed, although it has been internally reviewed by other QG personnel.
<i>Discussion of relative accuracy/confidence</i>	<ul style="list-style-type: none"> Where appropriate a statement of the relative accuracy and confidence level in the Mineral Resource estimate using an approach or procedure deemed appropriate by the Competent Person. For example, the application of statistical or geostatistical procedures to quantify the relative accuracy of the resource within stated confidence limits, or, if such an approach is not deemed appropriate, a qualitative 	<ul style="list-style-type: none"> The relative accuracy of the Mineral Resource estimate is described in the above discussion on Classification, and is as per the guidelines of the JORC 2012 code. The statement relates to global estimates of tonnes and grade.

Criteria	JORC Code explanation	Commentary
	<p><i>discussion of the factors that could affect the relative accuracy and confidence of the estimate.</i></p> <ul style="list-style-type: none"> • <i>The statement should specify whether it relates to global or local estimates, and, if local, state the relevant tonnages, which should be relevant to technical and economic evaluation. Documentation should include assumptions made and the procedures used.</i> • <i>These statements of relative accuracy and confidence of the estimate should be compared with production data, where available.</i> 	