

Maximus Resources Ltd ABN 74 111 977

SUMMARY

SOUTH AUSTRALIA

ADELAIDE HILLS

- ▶ Awaiting approval of Amalgamated Expenditure Application on two Adelaide Hills tenements (Sth).
- ▶ Investigations commenced on Echunga diamond prospect and historic gold site. Site inspection to be completed in July 2014.

MILLERS CREEK PROJECT

- ▶ Preparation of Farm-in Joint Venture Agreement with Monax Alliance progressing.
- ▶ Modelling and analysis of ground gravity survey data confirmed three strong targets.
- ▶ Heli-mag survey completed confirming multiple targets.
- ▶ Access approval received from Department of Defence for clearance works and drill program through to November 2014.
- ▶ Heritage Clearance survey with Arabana representatives completed in early June.
- ▶ Native Title Agreement with Arabana people nearing completion.

NORTHERN GAWLER CRATON

WELBOURN HILL and NICHOLSON TARGETS

- ▶ Plans progressed on initial exploration program covering Welbourn Hill and Nicholson Hill tenements.

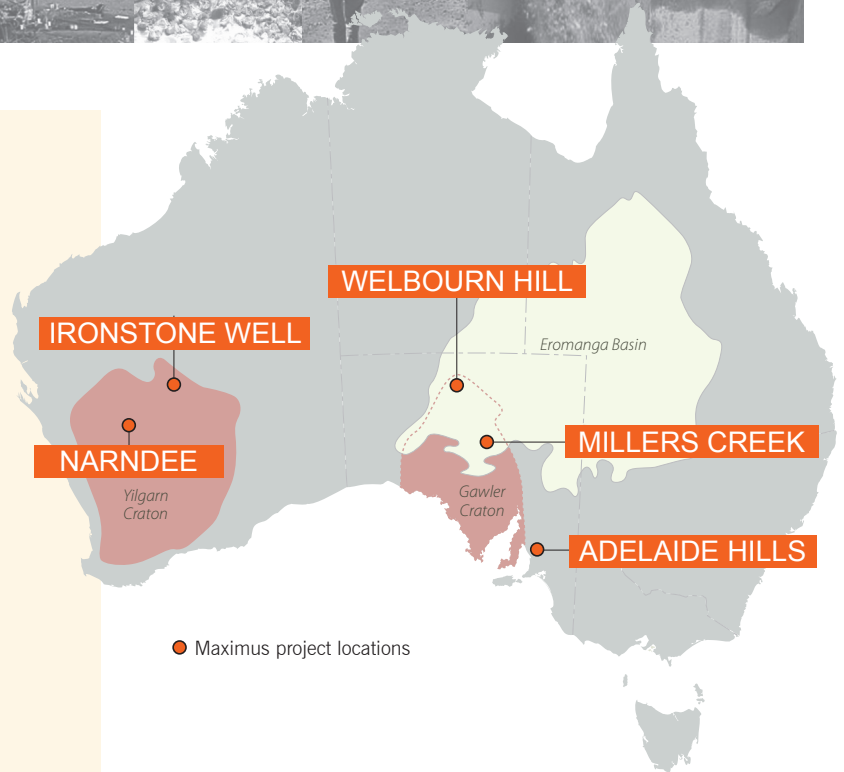


Figure 1 Location of Maximus Projects.

WESTERN AUSTRALIA

NARNDÉE PROJECT

- ▶ Approval for drill program on E59/908 received from WA Department of Mines and Petroleum on 29th May.
- ▶ Drill programs for E59/908 and E58/431 scheduled in June delayed one week pending DMP approval for E58/431 RC drill program.
- ▶ Drilling commenced on 1st July.
- ▶ Drilling on E58/431 to follow E58/908 drill program in July.

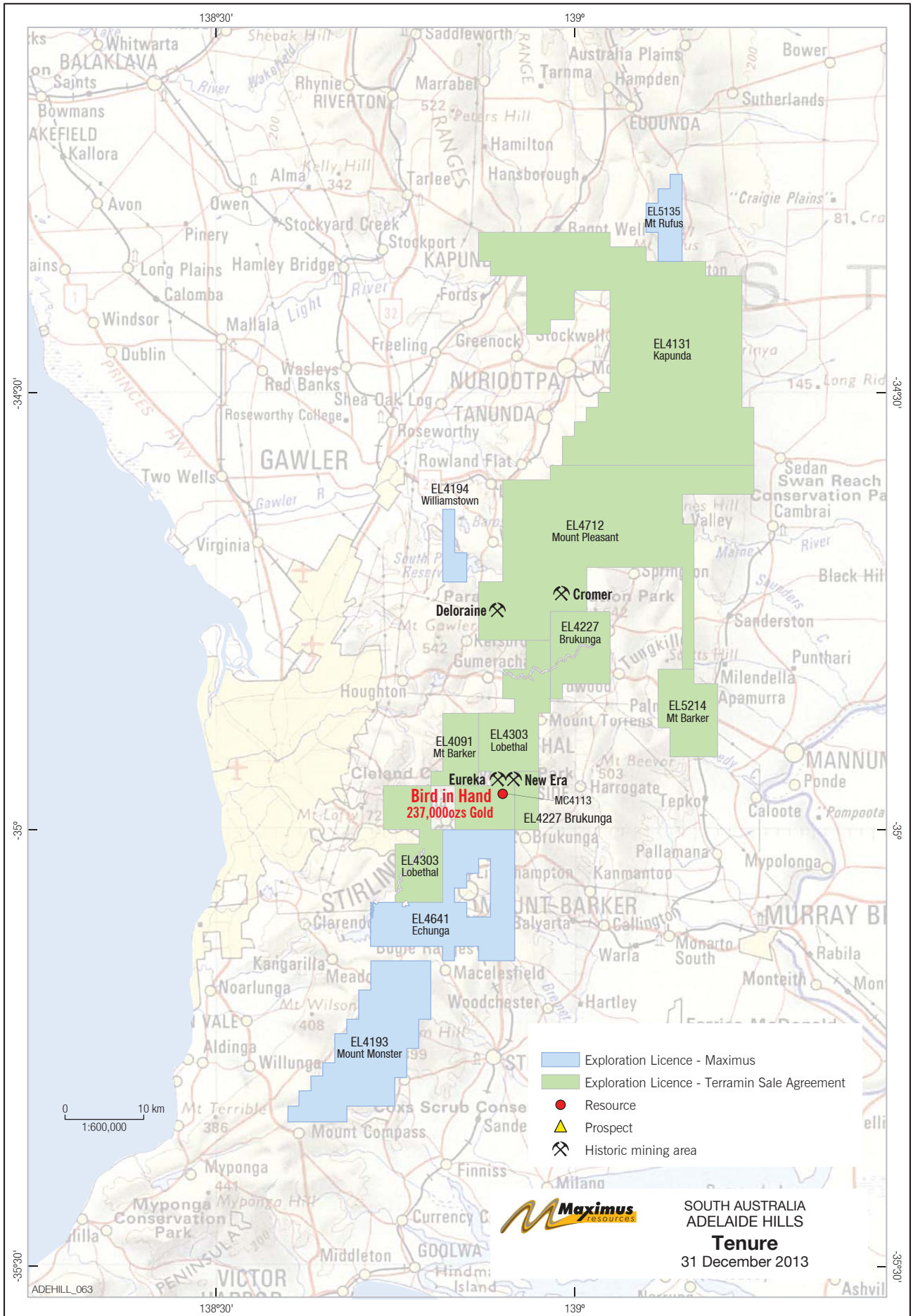


Figure 2 Adelaide Hills Gold Province showing tenements included in Terramin Sale Agreement and Maximus retained tenements.

EXPLORATION ACTIVITIES

SOUTH AUSTRALIA

ADELAIDE HILLS PROJECT

100% Maximus

Maximus retains four tenements in the Adelaide Hills region comprising some 399 km² of exploration licences covering numerous prospective gold and base metal occurrences (Figure 2).

During the previous quarter, an Application for Amalgamated Expenditure Agreement was submitted to the Department for Manufacturing, Innovation, Trade, Resources and Energy (now Department of State Development) for two southern contiguous tenements, EL4913 (Mt Monster) and EL 4641 (Echunga). The Amalgamated Expenditure Approval allows the company to spread exploration expenditure across the tenements to meet the expenditure commitments for each tenement. Approval of this application is pending.

Information was received recently relating to historic diamond mining activity conducted on the Echunga tenement at the turn of the century. Preparations are progressing to conduct a site inspection of the area during July 2014 to determine if follow-up reconnaissance work is warranted.

Preliminary discussions commenced with Diamond Resources Ltd for a potential JV on the Echunga tenement should follow-up activities be warranted

Maximus agreed to hold the Bird in Hand Mineral Claim and Retention Lease Application in trust for Terramin Australia Ltd (following the purchase of five tenements including the Bird in Hand tenement by Terramin in 2013) pending completion of a revised Retention Lease Application.

MILLERS CREEK

COPPER, GOLD, URANIUM PROJECT

Maximus 100%

The 100% owned Billa Kalina project area, comprises four exploration licences covering approximately 2,342 square kilometres of highly prospective ground located 70 km northwest of the Olympic Dam Iron oxide-copper-gold-uranium (IOCGU) mine and 45 km east of the Prominent Hill copper-gold deposit (Figure 3).

Following the signing of a Memorandum of Understanding (MoU) with Monax Alliance (Monax) to complete due diligence on the four Millers Creek tenements in November 2013, Monax completed a

ground gravity survey and a Heli-mag survey during the March quarter 2014. Analysis of the data supports the previous hypothesis that multiple targets exist within the tenements.

These results are significant because three separate exploration methods (ground, gravity and aerial magnetic) support the same view that multiple targets exists and that at least one of the three priority targets warrant drilling. Monax has reconfirmed its view that drilling of at least one high priority target is the next logical step in the exploration process.

A heritage clearance of the proposed sites was conducted during June with representatives of the Arabana people. The survey progressed without incident and cleared the proposed drill site. We are waiting on the final clearance report before progressing the drill program.

Maximus' Native Title Exploration Agreement (9B) is well advanced with all conditions agreed. A final draft of the NT Exploration Agreement was prepared in early July for final review and signing by both parties.

NORTHERN GAWLER CRATON PROJECT

WELBOURN HILL and NICHOLSON TARGETS

Maximus 100%

The Northern Gawler Craton Project consists of two tenements, Welbourn Hill (EL 4020) and Nicholson Hill (EL 4019) located along the northern margins of the Gawler Craton in the Marla region of South Australia covering an area totalling 439 km² (Figure 4).

Initial exploration by the previous tenement holder in 2008/09 intersected weak copper mineralisation associated with a 3 milligal gravity anomaly and an offset, deeper magnetic anomaly. A detailed gravity survey was conducted over the Welbourn Hill target in 2012 and subsequent modelling of the data failed to identify any significant target suggestive of a large IOCG feature.

MXR plans to review all available data with the objective of conducting an initial electrical geophysics survey on targeted areas in H2 to target large potential copper mineralised zones. Success at this early stage would produce a positive story that may warrant PACE funding or attract a JV partner to drill test the target/s.

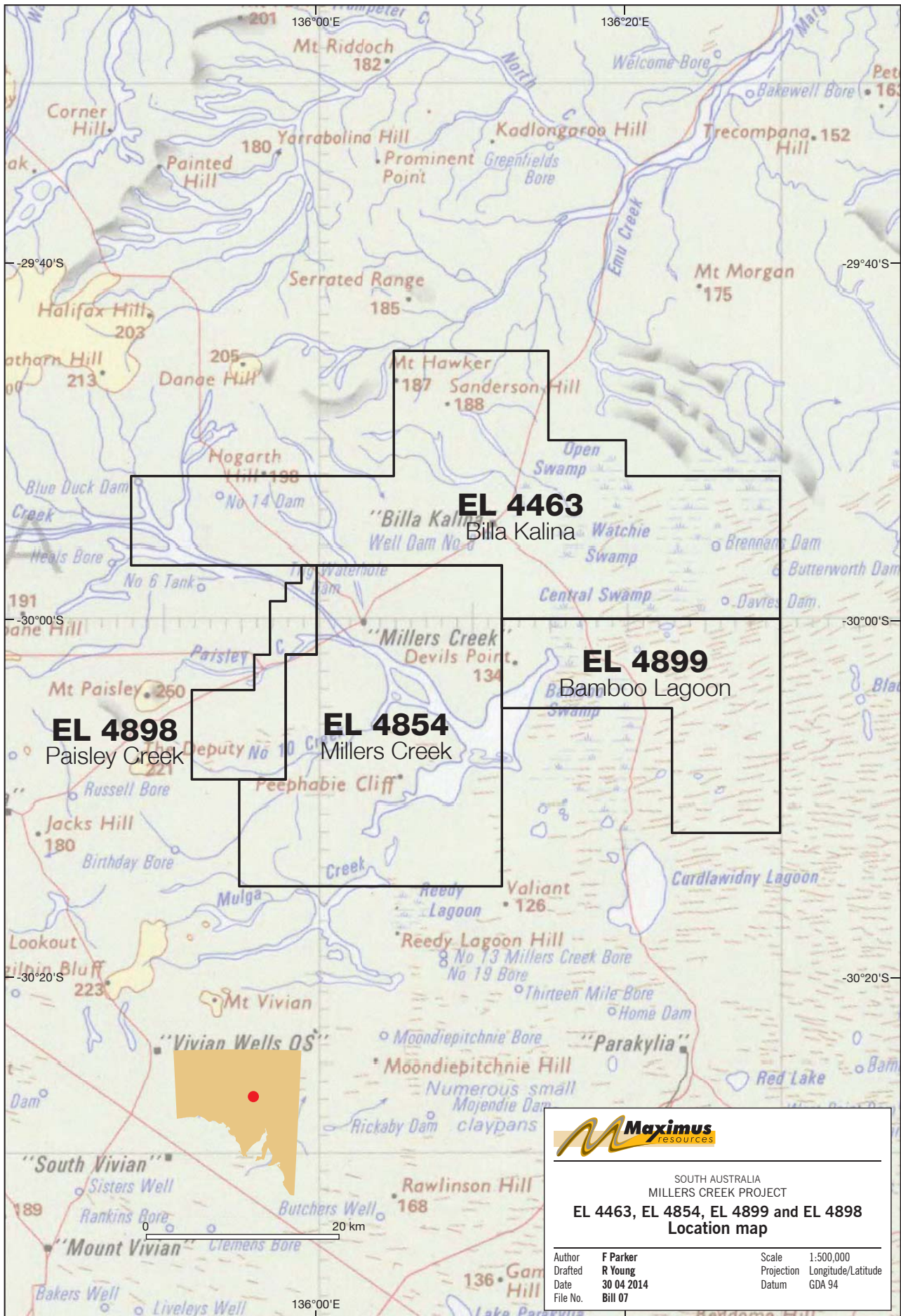


Figure 3 Location of the Millers Creek Project tenement areas.

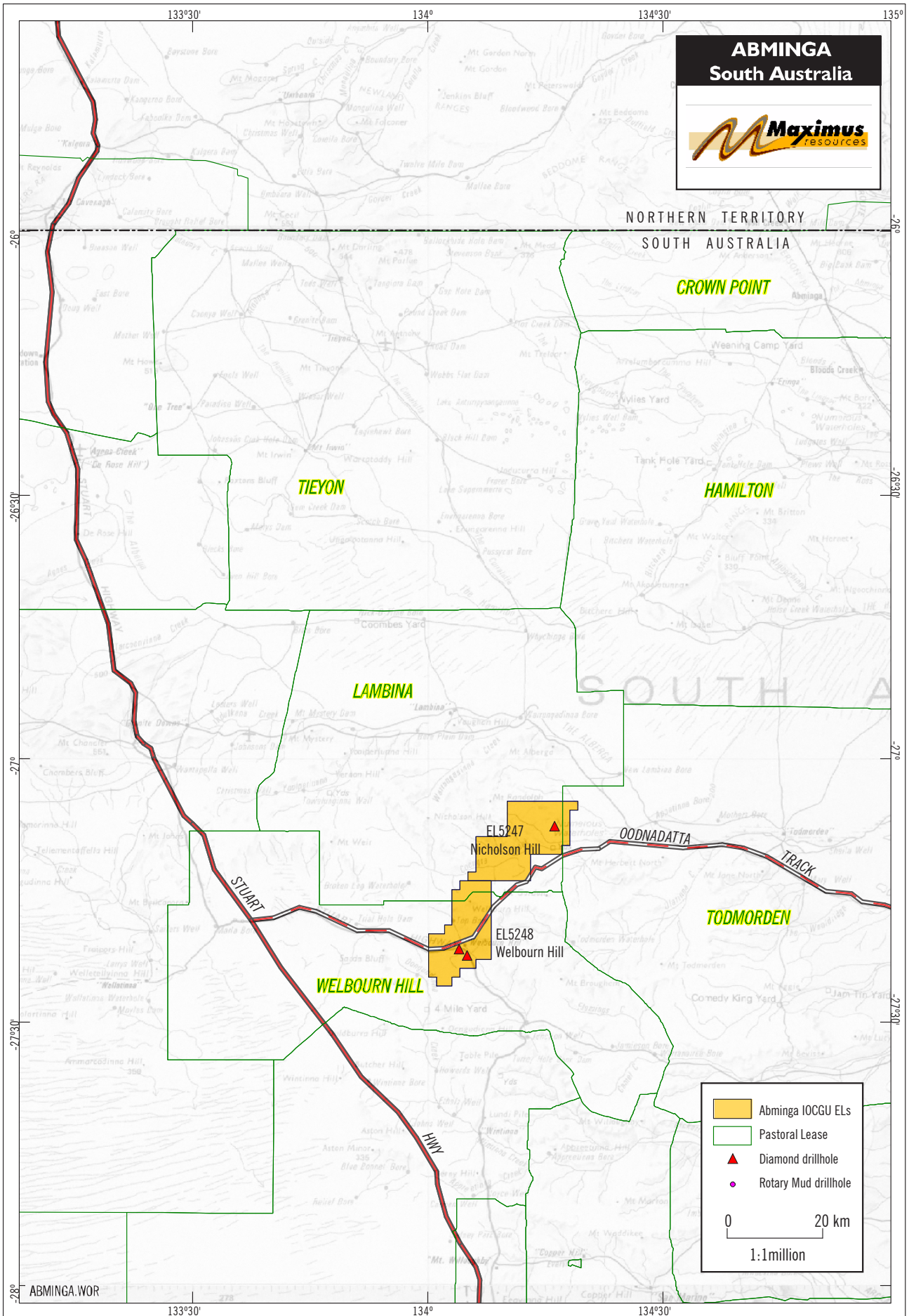


Figure 4 Location of the North Gawler Craton Project area.

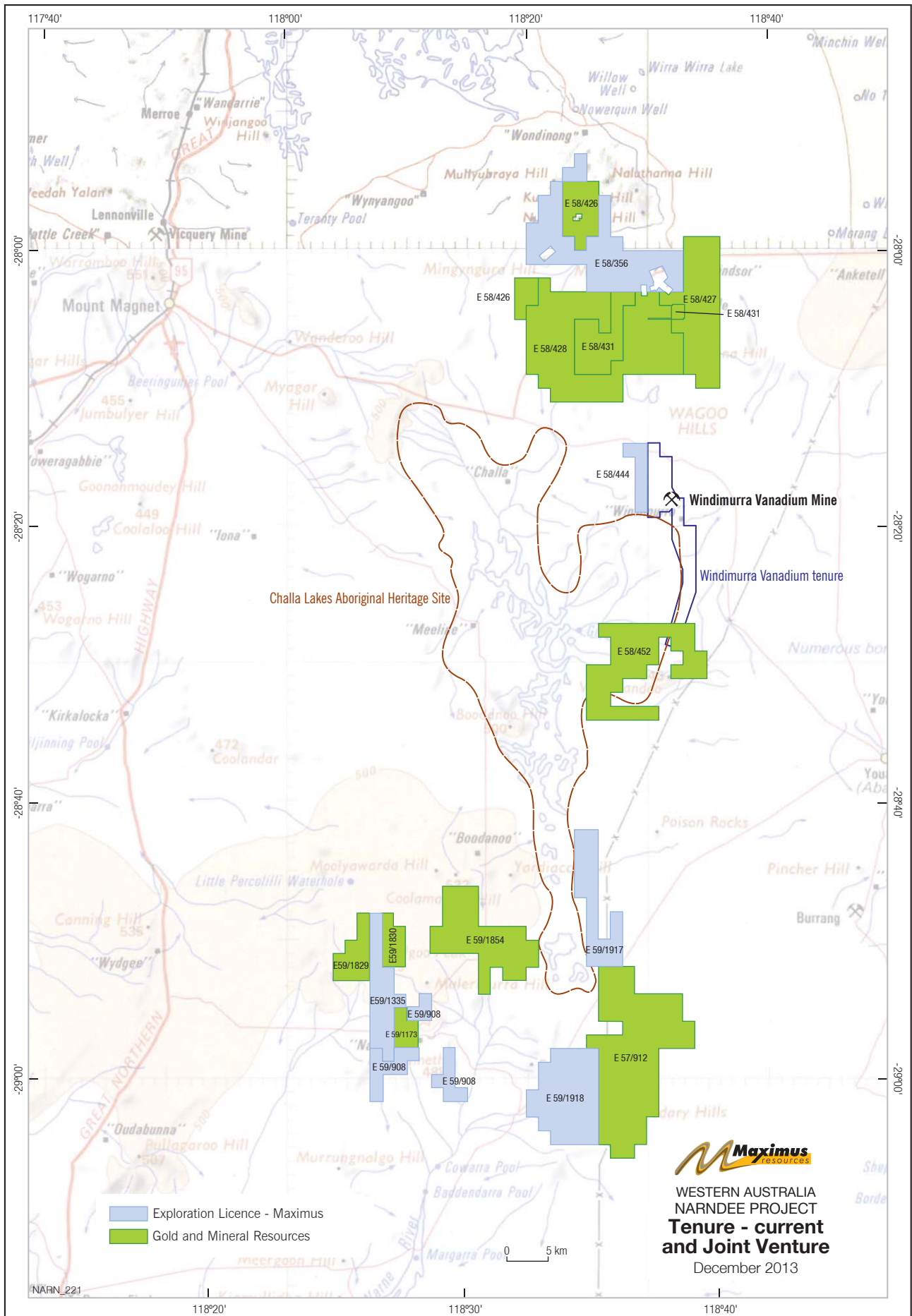


Figure 5 Location of the Narndee Project tenement areas.

WESTERN AUSTRALIA

NARNDÉE PROJECT

Maximus 100%

The project area is located in the Mt Magnet region of Western Australia and comprises a total of six tenements covering a total area of approximately 506 square kilometres over the poly-metallic Narndee, Milgoon and Windimurra layered mafic complexes (Figure 5). One tenement remains under application awaiting approval by the Minister for Mines.

Following the Induced Polarization (IP) survey conducted on E59/908 in January 2014, a Program of Works (PoW) comprising 10 reverse circulation (RC) holes was prepared and submitted to the DMP for approval in March. The hole collar locations were selected to target strong IP readings associated with previous aerial EM targets on the two main target areas of ND17 and ND18. The drill program will test east of the interpreted fault structure and target known anomalies to a depth of 200 metres in addition to new targets identified. Approval for the PoW was received in May.

An additional 13 shallow holes with an average depth of 65 metres are planned on E58/431 (Kante Murdana Hill site) to test for Gold/Copper targets around historic workings. Depth of previous mining work indicates shallow workings, and it is planned to test the strike extensions and depth extensions to these previous worked areas.

All samples shall be analysed by Analytical Laboratory Services (ALS) in Perth

Maximus has finalised the terms of a Joint Venture Agreement (JVA) with a private company to access 10 tenements in the Narndee region covering an area of approximately 1,005 square kilometres. The tenements were previously held by MXR, but were relinquished in 2012, and remain highly prospective for gold and base metals. The JVA provides MXR access to the tenements to continue with the targeted exploration program. Documentation was completed and reviewed by both parties during the previous quarter, and simplified in May to better represent the intent of both parties. Upon signing the JVA, transfer of the titles for each tenement will commence. It is envisaged that the revised agreement and transfer of titles will be finalised in Q3.

YANDAL PROJECT

20%/ 100% Iron ore rights

The Yandal project area (known as Ironstone Well) comprises two tenement packages situated near Wiluna and located within the highly prospective Yandal Greenstone Belt (Figure 6) in Western Australia.

The Company retains a 20% interest in the iron ore rights under the Flushing Meadows Agreement with Orex Mining Pty Ltd (Orex) and a royalty interest on gold production by Orex.

Maximus retains 100% of the Iron ore rights on E53/1223.

CORPORATE

Maximus signed a binding Memorandum of Understanding (MoU) with Monax Alliance Pty Ltd (Alliance), a wholly owned subsidiary of Monax Mining Ltd in November 2013, providing Alliance with a six month exclusive period to undertake Due Diligence and preliminary exploration (non-invasive) on the four granted Millers Creek project tenements.

Alliance has the option to enter into a Farm-in and JV Agreement with MXR during the Due Diligence period with the potential to earn up to 80% equity in the project following expenditure of US\$3 million on exploration and a payment to MXR totalling US\$100,000.

Following the success of exploration activities undertaken during the March quarter, Maximus received confirmation from Alliance in May 2014 that it intended progressing to a Farm-in Agreement on the Millers Creek project, subject to agreement on terms of the Farm-in Agreement. Draft Farm-in documentation was prepared and is currently being reviewed by both Maximus and Alliance. Documentation is to be finalised prior to invasive exploration (drilling) being undertaken on the tenements. Alliance is proposing to drill test the site in August/September 2014, subject to access requirements with the Department of Defence.

Maximus' Native Title Exploration Agreement (9B) is well advanced with all conditions agreed. A final draft of the NT Exploration Agreement was prepared in early July for final review and signing by both parties.

Maximus continues to monitor and hold informal discussions with Terramin representatives on progress of the Bird in Hand Mineral Claim and Mining License application. Terramin progressed regulatory approvals

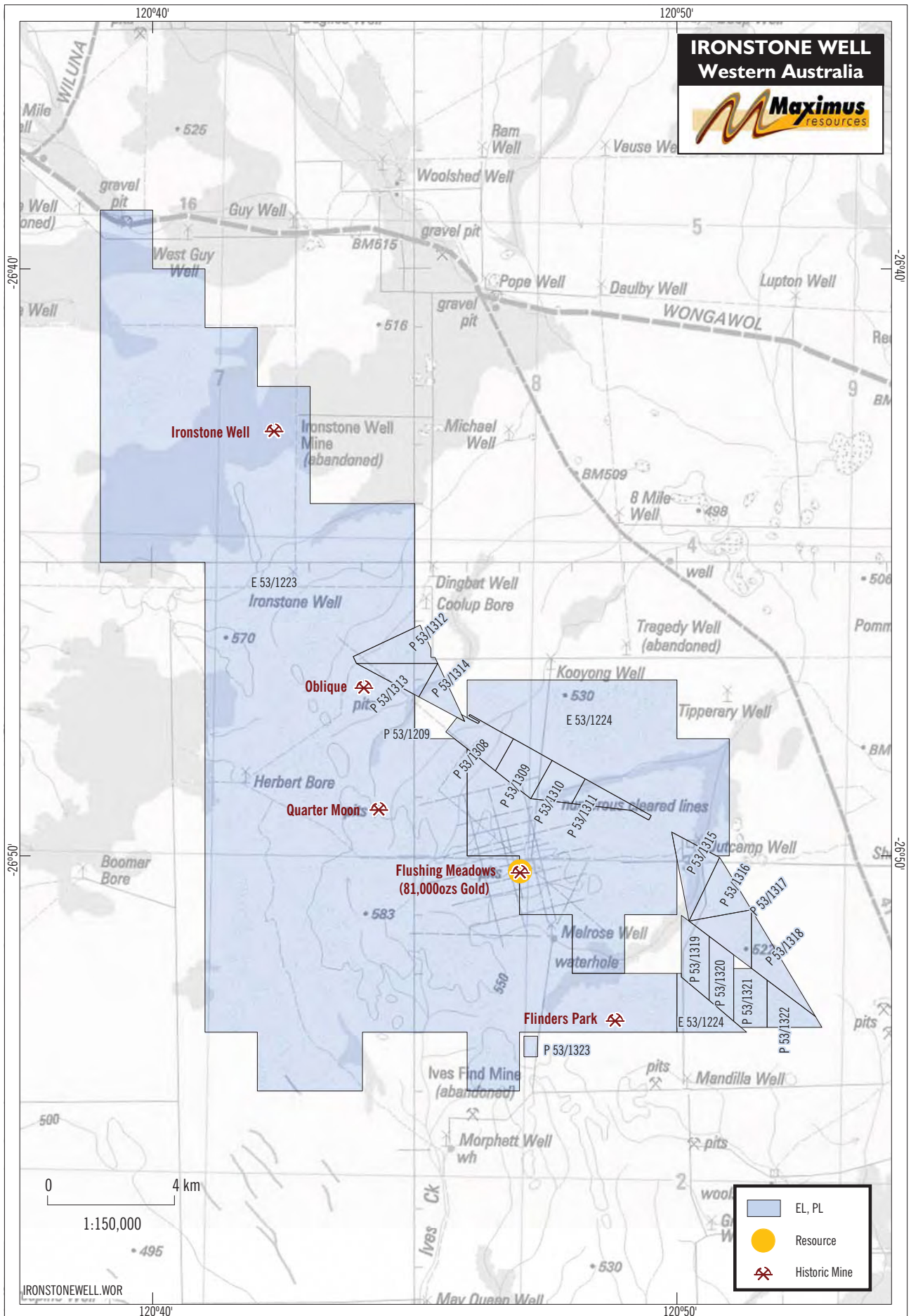


Figure 6 Location of Yandal (Ironstone Well) tenements.

for the construction of five test bores in preparation of further ground water investigations. Drilling of the test bores commenced on the Bird in Hand tenement during the quarter. Maximus shall continue to monitor progress of Terramin's activities, and assist where requested to protect the long term interests of Maximus shareholders.

Confirmation was received from Queensland Dept of Natural Resources and Mines (DNRM) on 5 May 2014 that the three EPMS included in the Sellheim project sale package have finally been transferred into the purchaser's name (Nedex Pty Ltd). The sale of the Sellheim property, consisting of three MLs and three EPMS was completed in 31 August 2012.



Kevin Malaxos

Managing Director

31 July 2014

For further information please contact:

Maximus Resources Limited, on 08 7324 3172, or

Investor relations:

Mr Duncan Gordon, Adelaide Equity Partners, on 08 8232 8800 or 0404 006 444

Further information relating to Maximus Resources Limited and its various projects can be found on its website:

www.maximusresources.com

The information in this report that relates to Exploration Results, Mineral Resources or Ore Reserves is based on information compiled by Mr Kevin Malaxos who is a Member of the Australasian Institute of Mining and Metallurgy, and who has sufficient experience relevant to the style of mineralisation, the type of deposit under consideration, and the activities being undertaken, to qualify as a Competent Person as defined in the 2004 Edition of the Australasian Code for Reporting of Exploration results, Mineral Resources and Ore Reserves (the JORC Code). This report is issued in the form and context in which it appears with the written consent of the Competent Person.

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

Maximus Resources Limited

ABN

74 111 977 354

Quarter ended (ōcurrent quarterō)

30 June 2014

Consolidated statement of cash flows

| | Current quarter \$Aō000 | Year to date (12 months) \$Aō000 |
|---|----------------------------|--|
| Cash flows related to operating activities | | |
| 1.1 Receipts from product sales and related debtors | - | 29 |
| 1.2 Payments for | | |
| (a) exploration & evaluation | (52) | (335) |
| (b) development | - | - |
| (c) production | - | - |
| (d) administration | (140) | (675) |
| (e) professional fees | (26) | (180) |
| 1.3 Dividends received | - | - |
| 1.4 Interest and other items of a similar nature received | 9 | 20 |
| 1.5 Interest and other costs of finance paid | - | (1) |
| 1.6 Income taxes paid | - | - |
| Net Operating Cash Flows | (209) | (1,142) |
| Cash flows related to investing activities | | |
| 1.8 Payment for purchases of: | | |
| (a) prospects | - | - |
| (b) equity investments | - | - |
| (c) other fixed assets | - | - |
| 1.9 Proceeds from sale of: | | |
| (a) Terramin Adelaide Hills payment | - | 1,500 |
| (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) | | |
| - Environmental Bond monies (Sellheim) | - | - |
| Net investing cash flows | - | 1,500 |
| 1.13 Total operating and investing cash flows (carried forward) | (209) | 358 |

+ See chapter 19 for defined terms.

Appendix 5B
Mining exploration entity quarterly report

| | | | |
|------|--|--------------|------------|
| 1.13 | Total operating and investing cash flows (brought forward) | (209) | 358 |
| | Cash flows related to financing activities | | |
| 1.14 | Proceeds from issues of shares, options, etc. | - | 1 |
| 1.15 | Proceeds from sale of forfeited shares | - | - |
| 1.16 | Proceeds from borrowings | - | - |
| 1.17 | Repayment of borrowings | - | - |
| 1.18 | Dividends paid | - | - |
| 1.19 | Transaction costs relating to issues | - | - |
| | Net financing cash flows | - | 1 |
| | Net increase (decrease) in cash held | (209) | 359 |
| 1.20 | Cash at beginning of quarter/year to date | 834 | 266 |
| 1.21 | Exchange rate adjustments to item 1.20 | - | - |
| 1.22 | Cash at end of quarter | 625 | 625 |

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 | \$94 |
| 1.24 | Aggregate amount of loans to the parties included in item 1.10 | - |

1.25 Explanation necessary for an understanding of the transactions

| |
|--|
| Director Fees \$84,445 Tychean Resources Limited Administration Fees \$10,451 |
|--|

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

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

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

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

+ See chapter 19 for defined terms.

Financing facilities available

Add notes as necessary for an understanding of the position.

| | Amount available \$A 000 | Amount used \$A 000 |
|---------------------------------|-----------------------------|------------------------|
| 3.1 Loan facilities | - | - |
| 3.2 Credit standby arrangements | - | - |

Estimated cash outflows for next quarter

| | \$A 000 |
|--------------------------------|------------|
| 4.1 Exploration and evaluation | 262 |
| 4.2 Development | - |
| 4.3 Production | - |
| 4.4 Administration | 175 |
| Total | 437 |

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 | 90 | 1,105 |
| 5.2 Deposits at call | 535 | 35 |
| 5.3 Bank overdraft | | |
| 5.4 Other (provide details) | | |
| Total: cash at end of quarter (item 1.22) | 625 | 1,140 |

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 | EL 4913   Maree | Relinquished | 100% | Nil |
| | EPM 13449   Mount Richardson | Relinquished | 100% | Nil |
| | EPM 15778   Sellheim River | Relinquished | 100% | Nil |
| | EPM 17573   Dougals Creek | Relinquished | 100% | Nil |
| 6.2 Interests in mining tenements acquired or increased | | | | |

+ See chapter 19 for defined terms.

Appendix 5B
Mining exploration entity quarterly report

Issued and quoted securities at end of current quarter

Description includes rate of interest and any redemption or conversion rights together with prices and dates.

| | Total number | Number quoted | Issue price per security (see note 3) (cents) | Amount paid up per security (see note 3) (cents) |
|--|--------------|---------------|--|--|
| 7.1 Preference +securities <i>(description)</i> | | | | |
| 7.2 Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs, redemptions | | | | |
| 7.3 +Ordinary securities | 869,376,390 | 869,376,390 | | |
| 7.4 Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs | | | | |
| 7.5 +Convertible debt securities <i>(description)</i> | | | | |
| 7.6 Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted | | | | |
| 7.7 Options <i>(description and conversion factor)</i> | 96,084,611 | | Exercise price of \$0.02 expiring on 30 April 2015 | |
| 7.8 Issued during quarter | | | | |
| 7.9 Exercised during quarter | | | | |
| 7.10 Expired during quarter | | | | |
| 7.11 Debentures <i>(totals only)</i> | | | | |
| 7.12 Unsecured notes <i>(totals only)</i> | | | | |

+ See chapter 19 for defined terms.

Compliance statement

- 1 This statement has been prepared under accounting policies which comply with accounting standards as defined in the Corporations Act or other standards acceptable to ASX (see note 4).
- 2 This statement does give a true and fair view of the matters disclosed.



Sign here: (Company Secretary)

Date: 30 July 2014

Print name: Rajita Alwis

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.

+ See chapter 19 for defined terms.

MAXIMUS RESOURCES LIMITED - TENEMENT SCHEDULE

| Tenement Number | Tenement Name | Registered Holder/Applicant | Maximus Resources interest |
|-----------------|---------------|-----------------------------|----------------------------|
|-----------------|---------------|-----------------------------|----------------------------|

WESTERN AUSTRALIA

NARNDÉE PROJECT

| | | | |
|----------|----------------------|-----------------------|------|
| E58/356 | Mount Ford | Maximus Resources Ltd | 100% |
| E59/908 | Narndee | Maximus Resources Ltd | 100% |
| E59/1335 | 4 Corner Bore | Maximus Resources Ltd | 100% |
| E58/444 | Windimurra Homestead | Maximus Resources Ltd | 100% |
| E59/1917 | Boondanoo | Maximus Resources Ltd | 100% |
| E59/1918 | Boondanoo | Maximus Resources Ltd | 100% |

SOUTH AUSTRALIA

ADELAIDE HILLS PROJECT

| | | | |
|---------|---------------|-----------------------|------|
| EL 4641 | Echunga | Maximus Resources Ltd | 100% |
| EL 5351 | Mount Monster | Maximus Resources Ltd | 100% |
| EL 5354 | Williamstown | Maximus Resources Ltd | 100% |
| EL5135 | Mount Rufus | Maximus Resources Ltd | 100% |

MILLERS CREEK PROJECT

| | | | |
|---------|---------------|-----------------------|------|
| EL 4463 | Billa Kalina | Maximus Resources Ltd | 100% |
| EL4899 | Bamboo Lagoon | Maximus Resources Ltd | 100% |
| EL 4854 | Millers Creek | Maximus Resources Ltd | 100% |
| EL 4898 | Paisley Creek | Maximus Resources Ltd | 100% |

NORTHERN GAWLER CRATON PROJECT

| | | | |
|---------|----------------|-----------------------|------|
| EL 5247 | Nicholson Hill | Maximus Resources Ltd | 100% |
| EL 5248 | Welbourn Hill | Maximus Resources Ltd | 100% |