

Appendix 5B

Mining exploration entity quarterly report

Introduced 1/7/96. Origin: Appendix 8. Amended 1/7/97, 1/7/98, 30/9/2001.

Name of entity

Silver City Minerals Limited

ABN

68 130 933 309

Quarter ended ("current quarter")

31 March 2014

Consolidated statement of cash flows**Cash flows related to operating activities**

	Current quarter 31 March 2014 \$A'000	Year to date (9 months) 31 March 2014 \$A'000
1.1 Receipts from product sales and related debtors	0	0
1.2 Payments for (a) exploration and evaluation	(281)	(1,266)
(b) development	0	0
(c) production	0	0
(d) administration	(200)	(519)
1.3 Dividends received	0	0
1.4 Interest and other items of a similar nature received	61	126
1.5 Interest and other costs of finance paid	0	0
1.6 Income taxes paid/received on R&D tax offset	0	850
1.7 Other - tenement security deposits paid	17	(3)
- tenement security deposit refunds	0	0
Net Operating Cash Flows	(403)	(812)
Cash flows related to investing activities		
1.8 Payment for purchases of: (a) prospects	0	0
(b) equity investments	0	0
(c) other fixed assets	(1)	(1)
1.9 Proceeds from sale of: (a) prospects	0	0
(b) equity investments	0	0
(c) other fixed assets	0	0
1.10 Loans to other entities	0	0
1.11 Loans repaid by other entities	0	0
1.12 Other (provide details if material)	0	0
Net investing cash flows	(1)	(1)
1.13 Total operating and investing cash flows (carried forward)	(404)	(813)

	Current quarter \$A'000	Year to date \$A'000
1.13 Total operating and investing cash flows (brought forward)	(404)	(813)
Cash flows related to financing activities		
1.14 Proceeds from issues of shares, options, etc	420	420
1.15 Proceeds from sale of forfeited shares	0	0
1.16 Proceeds from borrowings	0	0
1.17 Repayment of borrowings	0	0
1.18 Dividends paid	0	0
1.19 Other - Share issue costs	(8)	(8)
Net financing cash flows	412	412
Net increase (decrease) in cash held		
1.20 Cash at beginning of quarter/year to date	3,846	4,255
1.21 Exchange rate adjustments to item 1.20	0	0
1.22 Cash at end of quarter	3,854	3,854

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	119
1.24 Aggregate amount of loans to the parties included in item 1.10	Nil

1.25 Explanation necessary for an understanding of the transactions

Salaries and consultancy fees at normal commercial rates

Non-cash financing and investing activities

2.1 Details of financing and investing transactions which have had a material effect on consolidated assets and liabilities but did not involve cash flows

None

2.2 Details of outlays made by other entities to establish or increase their share in projects in which the reporting entity has an interest

None

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	Nil	Nil
3.2 Credit standby arrangements	Nil	Nil

Estimated cash outflows for next quarter

	\$A'000
4.1 Exploration and evaluation	801
4.2 Development	0
4.3 Production	0
4.4 Administration	129
Total	930

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	153	294
5.2 Deposits at call	47	47
5.3 Bank overdraft	0	0
5.4 Other - bills receivable, bank accepted and short term bank deposits	3,654	3,505
Total: cash at end of quarter (item 1.22)	3,854	3,846

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	Copper King EL 5919	EL replaced	75%	0%
	Lynor EL 8076	JV arrangement	100%	75%
	Rildar EL 8074	JV arrangement	100%	75%
6.2 Interests in mining tenements acquired or increased	Acacia EL 8235	EL granted	0%	100%
	Native Dog EL 8236	EL granted	0%	75%
	Lewis EL 8179	EL granted	0%	100%
	Durin EL 8180	EL granted	0%	100%
	Aragon EL 7300	JV arrangement	76.5%	85%

6.3 The full Silver City schedule of tenements is included as an attachment to this 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	Nil			
7.2 Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs, redemptions	Nil			
7.3 Ordinary securities - fully paid SCI	103,941,496	103,941,496		
7.4 Changes during quarter (a) Increases through issues (b) Decreases through return of capital, buy-backs (c) Release of securities from escrow	5,911,268	5,911,268 - -	\$0.071	\$0.071
7.5 Convertible debt securities	Nil			
7.6 Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted	Nil			
7.7 Options			<i>Exercise price</i>	<i>Expiry date</i>
SCIO 25 cents (listed)	29,167,263	29,167,263	\$0.25	19 Dec 2014
SCI 25 cents	2,200,000	-	\$0.25	9 Aug 2014
SCI 25 cents	6,000,000	-	\$0.25	8 Sept 2014
SCI 25 cents	3,000,000	-	\$0.25	7 Mar 2015
SCI 15 cents	1,000,000	-	\$0.15	23 Aug 2015
SCI 8 cents	1,000,000	-	\$0.08	27 Sep 2016
7.8 Issued during quarter	Nil	-		
7.9 Exercised during quarter	Nil	-		
7.10 Expired during quarter	Nil			
7.11 Debentures (totals only)	Nil			
7.12 Unsecured notes (totals only)	Nil			

Compliance statement

1. This statement has been prepared under accounting policies which comply with accounting standards as defined in the Corporations Law 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:



Date: 22 April 2014

(Director / ~~Company Secretary~~)

Print name:

Chris Torrey

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 tenements, 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.

Tenement	Tenement No.	SCI Interest	Joint Venture Details
NEW SOUTH WALES			
Acacia	EL 8235	100%	
Aragon	EL 7300	85%	CBH 15%
Coombarra	ELA 4944	100%	
Durin	EL 8180	100%	
Golbin	EL 7749	100%	
Lewis	EL 8179	100%	
Lynor	EL 8076	75%	CBH 25%
Native Dog	EL 8236	75%	CBH 25%, note 1
Razorback	EL 8077	100%	Note 4
Riddock	EL 8020	100%	
Rildar	EL 8074	75%	CBH 25%
Willyama	EL 8075	75%	CBH 25%, Notes 1 and 2
Yalcowinna	EL 8078	100%	Eaglehawk 8% in area of EL 7319 only, Notes 1 and 3
Yellowstone	EL 7390	0%	Golden Cross Operations Limited 100%, SCI earning 80%

QUEENSLAND

Sellheim	EPM 13499, 15778 and 17573 MLs 10238, 10269 and 10270	0%	SCI can earn 80%, Nedex 100%
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EL = Exploration Licence
EPM = Exploration Permit for Minerals
ELA = Exploration Licence Application
ML = Mining Lease

Note 1 These tenements are subject to agreements with Variscan Mines Limited and Eaglehawk Geological Consulting Pty Ltd whereby Variscan and Eaglehawk hold an NSR (Net Smelter Return) interest in parts of these tenements.

The following ELs were consolidated in order to better manage a number of smaller contiguous licences.

Note 2 Willyama EL 8075 consolidates the following six ELs:
EL 5646 (Mt Robe), EL 5764 (Yanco Glen), EL 6002 (Eldee Creek), EL 6132 (Stephens-Centennial), EL 6147 (Big Aller), EL 6475 (Apollyon Valley).

Note 3 Yalcowinna EL 8078 consolidates the following two ELs:
EL 7814 (Bitterkeep) and EL 7319 (Euriowie). Eaglehawk has an 8% interest in the 78 units of this application that are currently EL 7319.

Note 4 Razorback EL 8077 consolidates the following three ELs:
EL 7203 (Iron Bar), EL 7813 (Windy Hill) and EL 7902 (Donart).