Rule 5.3

Appendix 5B

Mining exploration entity quarterly report

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

Encounter Resources Limited	
ABN	Quarter ended ("current quarter")

Consolidated statement of cash flows

Cash f	lows related to operating activities	Current quarter \$A'000	Year to date (9 months)	
				\$A'000
1.1	Receipts from product sales and re			
1.2	evaluation		(72)	(196)
(b) development				
(c) production				
	(d) administr	(71)	(130)	
1.3	Dividends received			
1.4	Interest and other items of a sireceived	milar nature	2	2
1.5	Interest and other costs of finance	paid		
1.6	Income taxes paid			
1.7	Other (Corporate Advisory Servic prepaid)	es 12 months	(120)	(120)
	prepard)		(261)	(444)
	Net Operating Cash Flows		(201)	(444)
1.8	(b)equity investments (c) other fixed assets 1.9 Proceeds from sale of: (a)prospects (b)equity investments (c)other fixed assets		(19)	(21)
1.11	Loans repaid by other entities			
1.12	Other (provide details if material)			
	Net investing cash flows		(19)	(21)
1.13	Total operating and investing (carried forward)	cash flows	(280)	(465)

⁺ See chapter 19 for defined terms.

30/9/2001 Appendix 5B Page 1

1.13	Total operating and investing cash flows (brought forward)	(280)	(465)
	Cash flows related to financing activities	5,000	5.500
1.14	Proceeds from issues of shares, options, etc.	5,000	5,500
1.15	Proceeds from sale of forfeited shares		
1.16	Proceeds from borrowings		
1.17	Repayment of borrowings	-	(4)
1.18	Dividends paid		
1.19	Other (Share Issue Costs)	(356)	(441)
	Net financing cash flows	4,644	5,055
	Net increase (decrease) in cash held	4,364	4,590
1.20	Cash at beginning of quarter/year to date	248	22
1.21	Exchange rate adjustments to item 1.20		
1.22	Cash at end of quarter	4,612	4,612

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	18
1.24	Aggregate amount of loans to the parties included in item 1.10	

1.25	Explanation necessary for an understanding of the transactions
	Remuneration of Director

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		

Financing facilities available

Add notes as necessary for an understanding of the position.

Amount available	Amount used
\$A'000	\$A'000

Appendix 5B Page 2 30/9/2001

⁺ See chapter 19 for defined terms.

4.2	Development	
4.1	Exploration and evaluation	250
	•	\$A'000
Es	stimated cash outflows for next quarte	r
3.2	Credit standby arrangements	
2.2		
5.1	Loan facilities	
3.1		

Reconciliation of cash

show	nciliation of cash at the end of the quarter (as in in the consolidated statement of cash flows) to elated items in the accounts is as follows.	Current quarter \$A'000	Previous quarter \$A'000
5.1 Cash on hand and at bank		112	
5.2	Deposits at call	4,500	
5.3	Bank overdraft		
5.4 Other (provide details)			
Total: cash at end of quarter (item 1.22)		4,612	

Changes in interests in mining tenements

6.1 Interests in mining tenements relinquished, reduced or lapsed

6.2	Interests in mining
	tenements acquired or
	increased

Tenement	Nature of interest	Interest at	Interest at
reference	(note (2))	beginning	end of
		of quarter	quarter
E09/1197	EL Granted	0%	80%
E29/587	EL Granted	0%	80%
E30/299	EL Granted	0%	80%
E30/300	EL Granted	0%	80%
E38/1786	EL Granted	0%	80%
E38/1787	EL Granted	0%	80%
E37/830	EL Granted	0%	80%
E38/1784	EL Granted	0%	80%

30/9/2001 Appendix 5B Page 3

⁺ See chapter 19 for defined terms.

Issued and quoted securities at end of current quarterDescription 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 (description)				
7.2	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buybacks, redemptions				
7.3	⁺ Ordinary securities	59,996,900	28,500,000		
7.4	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buybacks	25,000,000	25,000,000		
7.5	+Convertible debt securities (description)				
7.6	Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted				
7.7	Options (description and conversion	100,000	0	Exercise price 20 cents	<i>Expiry date</i> 23/3/2011
7.8	factor) Issued during	100,000	0	20 cents	23/3/2011
7.9	quarter Exercised during quarter				
7.10	Expired during quarter				
7.11	Debentures (totals only)				

Appendix 5B Page 4 30/9/2001

⁺ See chapter 19 for defined terms.

7.12	Unsecured	
	notes (totals	
	only)	

Compliance statement

- 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.

Print name: Kevin Hart

Notes

- 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.
- 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.
- The definitions in, and provisions of, AASB 1022: Accounting for Extractive Industries and AASB 1026: Statement of Cash Flows apply to this report.
- 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.

30/9/2001 Appendix 5B Page 5

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Appendix 5B Page 6 30/9/2001

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