

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

Brazilian Metals Group Limited

ABN

96 107 118 678

Quarter ended ("current quarter")

30 June 2011

Consolidated statement of cash flows

	Current quarter \$A'000	Year to date (12 months) \$A'000
Cash flows related to operating activities		
1.1 Receipts from product sales and related debtors	-	-
1.2 Payments for (a) exploration & evaluation	(1,060)	(3,626)
(b) development	-	-
(c) production	-	-
(d) administration	(403)	(1,632)
1.3 Dividends received	-	-
1.4 Interest and other items of a similar nature received	72	226
1.5 Interest and other costs of finance paid	-	-
1.6 Income taxes paid	-	-
1.7 Other (provide details if material)	-	-
Net Operating Cash Flows	(1,391)	(5,032)
Cash flows related to investing activities		
1.8 Payment for purchases of: (a) prospects	(1,119)	(1,119)
(b) equity investments	-	-
(c) other fixed assets	(29)	(79)
1.9 Proceeds from sale of: (a) prospects	-	-
(b) equity investments	-	682
(c) other fixed assets	-	-
1.10 Loans to other entities	-	(1,174)
1.11 Loans repaid by other entities	-	389
1.12 Other	-	-
Net investing cash flows	(1,148)	(1,301)
1.13 Total operating and investing cash flows (carried forward)	(2,539)	(6,333)

+ See chapter 19 for defined terms.

Attachment A
Mining exploration entity quarterly report

1.13	Total operating and investing cash flows (brought forward)	(2,539)	(6,333)
	Cash flows related to financing activities		
1.14	Proceeds from issues of shares, options, etc.	252	7,773
1.15	Proceeds from sale of forfeited shares	-	-
1.16	Proceeds from borrowings	-	-
1.17	Repayment of borrowings	-	-
1.18	Dividends paid	-	-
1.19	Other (provide details if material)	-	-
	Net financing cash flows	252	7,773
	Net increase (decrease) in cash held	(2,287)	1,440
1.20	Cash at beginning of quarter/year to date	6,822	3,097
1.21	Exchange rate adjustments to item 1.20	2	-
1.22	Cash at end of quarter	4,537	4,537

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	136
1.24	Aggregate amount of loans to the parties included in item 1.10	-

1.25 Explanation necessary for an understanding of the transactions

Payment of consulting fees to directors & salaries to employees, administration fees and office space cost paid to director related entities
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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

+ See chapter 19 for defined terms.

Estimated cash outflows for next quarter

		\$A'000
4.1	Exploration and evaluation	1,500
4.2	Development	-
4.3	Production	-
4.4	Administration	300
Total		1,800

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	191	82
5.2	Deposits at call	346	301
5.3	Bank overdraft		
5.4	Other (Commercial Bills)	4,000	6,441
Total: cash at end of quarter (item 1.22)		4,537	6,824

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	None		
6.2	Interests in mining tenements acquired or increased	As per Attachment A		

+ See chapter 19 for defined terms.

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	146,056,933	73,858,432		
7.4 Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs	3,500	3,500	\$0.20	<i>Fully Paid</i>
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>	136,756,414 750,000 494,334 750,000	136,756,414 - - -	<i>Exercise price</i> \$0.20 \$0.20 \$0.20 \$0.20	<i>Expiry date</i> 31 March 2014 31 October 2011 31 October 2011 30 November 2012
7.8 Issued during quarter	136,759,914	136,759,914	\$0.20	31 March 2014
7.9 Exercised during quarter	3,500	3,500	\$0.20	31 March 2014
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: Date: 29 July 2011
(Company secretary)

Print name: Fleur Hudson

Notes

- 1 The quarterly report provides a basis for informing the market how the entity's activities have been financed for the past quarter and the effect on its cash position. An entity wanting to disclose additional information is encouraged to do so, in a note or notes attached to this report.
- 2 The "Nature of interest" (items 6.1 and 6.2) includes options in respect of interests in mining tenements acquired, exercised or lapsed during the reporting period. If the entity is involved in a joint venture agreement and there are conditions precedent which will change its percentage interest in a mining tenement, it should disclose the change of percentage interest and conditions precedent in the list required for items 6.1 and 6.2.
- 3 **Issued and quoted securities** - The issue price and amount paid up is not required in items 7.1 and 7.3 for fully paid securities.
- 4 The definitions in, and provisions of, *AASB 1022: Accounting for Extractive Industries* and *AASB 1026: Statement of Cash Flows* apply to this report.
- 5 **Accounting Standards** ASX will accept, for example, the use of International Accounting Standards for foreign entities. If the standards used do not address a topic, the Australian standard on that topic (if any) must be complied with.

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Attachment A
Mining exploration entity quarterly report

Tenement Reference	Nature of interest (note (2))	Interest at beginning of Quarter	Interest at end of quarter
830174/2004	Acquired – earning in	0%	100%
830176/2004	Acquired – earning in	0%	100%
830471/2003	Acquired – earning in	0%	100%
830530/2003	Acquired – earning in	0%	100%
830535/2008	Acquired – earning in	0%	100%
830536/2008	Acquired – earning in	0%	100%
830537/2008	Acquired – earning in	0%	100%
830538/2008	Acquired – earning in	0%	100%
830663/2008	Acquired – earning in	0%	100%
830664/2003	Acquired – earning in	0%	100%
830664/2008	Acquired – earning in	0%	100%
830665/2003	Acquired – earning in	0%	100%
830666/2003	Acquired – earning in	0%	100%
831108/2005	Acquired – earning in	0%	100%
831311/2006	Acquired – earning in	0%	100%
831716/2008	Acquired – earning in	0%	100%
831717/2008	Acquired – earning in	0%	100%
831718/2008	Acquired – earning in	0%	100%
831719/2008	Acquired – earning in	0%	100%
831728/2003	Acquired – earning in	0%	100%
832262/2003	Acquired – earning in	0%	100%
832263/2003	Acquired – earning in	0%	100%
832331/2007	Acquired – earning in	0%	100%
832332/2007	Acquired – earning in	0%	100%
832523/2003	Acquired – earning in	0%	100%
832742/2003	Acquired – earning in	0%	100%
832931/2003	Acquired – earning in	0%	100%
833222/2004	Acquired – earning in	0%	100%
833342/2004	Acquired – earning in	0%	100%
833564/2008	Acquired – earning in	0%	100%
831197/2006	option to Acquire 100%	0%	0%
832443/2007	option to Acquire 100%	0%	0%
832444/2007	option to Acquire 100%	0%	0%
832445/2007	option to Acquire 100%	0%	0%

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