

Appendix 5B

Mining exploration entity quarterly report

Introduced 01/07/96 Origin Appendix 8 Amended 01/07/97, 01/07/98, 30/09/01, 01/06/10, 17/12/10

Name of entity

Enterprise Metals Limited

ABN

43 123 567 073

Quarter ended ("current quarter")

30 September 2011

Consolidated statement of cash flows

Cash flows related to operating activities	Current quarter \$A'000	Year to date (3 months) \$A'000
1.1 Receipts from product sales and related debtors	105	105
1.2 Payments for (a) exploration & evaluation	(1,027)	(1,027)
(b) development	-	-
(c) production	-	-
(d) administration	(258)	(258)
1.3 Dividends received	-	-
1.4 Interest and other items of a similar nature received	36	36
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	(1,144)	(1,144)
Cash flows related to investing activities		
1.8 Payment for purchases of: (a) prospects	-	-
(b) equity investments	-	-
(c) other fixed assets	(103)	(103)
1.9 Proceeds from sale of: (a) prospects	-	-
(b) equity investments	-	-
(c) other fixed assets	8	8
1.10 Loans to other entities	-	-
1.11 Loans repaid by other entities	-	-
1.12 Other (provide details if material)	-	-
Net investing cash flows	(95)	(95)
1.13 Total operating and investing cash flows (carried forward)	(1,239)	(1,239)

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1.13	Total operating and investing cash flows (brought forward)	(1,239)	(1,239)
Cash flows related to financing activities			
1.14	Proceeds from issues of shares, options, etc.	12,400	12,400
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) Share issue transaction costs	(884)	(884)
Net financing cash flows		11,516	11,516
Net increase (decrease) in cash held		10,277	10,277
1.20	Cash at beginning of quarter/year to date	2,840	2,840
1.21	Exchange rate adjustments to item 1.20	-	-
1.22	Cash at end of quarter	13,117	13,117

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	289
1.24	Aggregate amount of loans to the parties included in item 1.10	-

1.25 Explanation necessary for an understanding of the transactions

\$83,389 paid to Directors for Director and Consulting Fees.
 \$205,814 paid to XServ Pty Ltd, a geological consulting company related to Mr Dermot Ryan, a Director of Enterprise Metals Limited.

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

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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

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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

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Estimated cash outflows for next quarter

		\$A'000
4.1	Exploration and evaluation	750
4.2	Development	-
4.3	Production	-
4.4	Administration	300
Total		1,050

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	905	2,236
5.2	Deposits at call	12,212	604
5.3	Bank overdraft	-	-
5.4	Other (provide details)	-	-
Total: cash at end of quarter (item 1.22)		13,117	2,840

Changes in interests in mining tenements

6.1	Interests in mining tenements relinquished, reduced or lapsed	Tenement reference	Nature of interest (note (2))	Interest at beginning of quarter	Interest at end of quarter
	E70/4133	Application withdrawn	Enterprise Iron Pty Ltd	100%	0%
	E77/1973	Application withdrawn	Enterprise Iron Pty Ltd	100%	0%

6.2	Interests in mining tenements acquired	Tenement reference	Current Registered Holder:	Interest at beginning of quarter	Interest at end of quarter
	E69/3024	New Application	Enterprise Metals Ltd	0%	100%
	E59/1786	New Application	Enterprise Metals Ltd	0%	100%
	E59/1787	New Application	Enterprise Metals Ltd	0%	100%
	E59/1819	New Application	Enterprise Metals Ltd	0%	100%
	E70/4221	New Application	Enterprise Metals Ltd	0%	100%
	E20/791	New Application	Enterprise Metals Ltd	0%	100%
	E09/1931	New Application	Enterprise Metals Ltd	0%	100%

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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.

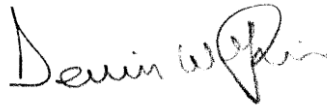
	Total number	Number quoted	Issue price per security (see note 3) (cents)	Amount paid up per security (see note 3) (cents)
7.1 Preference +securities (<i>description</i>)				
7.2 Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs, redemptions				
7.3 +Ordinary securities	202,970,776	202,970,776		
7.4 Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs	62,000,000	62,000,000		
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>)	22,782,001 3,000,000 3,225,806 20,000,000 35,000,000 2,500,000	22,782,001 - - - - -	<i>Exercise price</i> 25 cents 25 cents 25 cents 25 cents 50 cents	<i>Expiry date</i> 20 June 2012 22 November 2012 1 June 2013 12 July 2013 12 July 2014 30 June 2013
7.8 Issued during quarter	20,000,000 35,000,000	- -	25 cents 25 cents	12 July 2013 12 July 2014
7.9 Exercised during quarter				
7.10 Expired/cancelled during quarter				
7.11 Debentures (<i>totals only</i>)				
7.12 Unsecured notes (<i>totals only</i>)				

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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 5).
- 2 This statement does ~~does not~~* (*delete one*) give a true and fair view of the matters disclosed.



Sign here:

Date: 31 October 2011

(Director and Company secretary)

Print name: **Dennis Wilkins**

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 6: Exploration for and Evaluation of Mineral Resources* and *AASB 107: Statement of Cash Flows* apply to this report.
- 5 **Accounting Standards** ASX will accept, for example, the use of International Financial Reporting 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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