



ASX RELEASE | 29 JULY 2015 | ASX:BKY

QUARTERLY REPORT

JUNE 2015

The Nuclear Safety Council issued a favourable report for the grant of the Initial Authorisation of the proposed process plant as a radioactive facility - a significant milestone for the Project.

The overall approval process is now well advanced with the Environmental and Mining Licenses already granted.

Infill drilling is well advanced at the important Zona 7 deposit and is designed to upgrade the resource to the Indicated category and to test for extensions to the known mineralisation.

Initial drill results are due to be reported in mid-August with the final results and an upgraded Mineral Resource Estimate due to be reported in September.

Given the very positive impact the Zona 7 resource is expected to have on the project's overall economics the Board has decided to push ahead with the permitting required to rapidly incorporate this resource into the overall development plans.

An EGM has been called for 31 July 2015 to approve the change of name of the Company to Berkeley Energy Limited to reflect the transition of the Company from an explorer to a producer.

Experienced mining executive Paul Atherley was appointed Managing Director on July 1 to lead the financing and development of the Company's flagship Salamanca Project.

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MAJOR PERMITTING MILESTONE

On 20 July 2015 the Company announced that the Nuclear Safety Council had issued a favourable report which is compulsory and binding on the Ministry of Industry, Energy and Tourism, for the grant of the Initial Authorisation.

The report is an official recognition of the purpose and selected location of the process plant, and represents a significant permitting milestone for the Company.

This authorisation allows the commencement of preliminary infrastructure works to access the plant, notwithstanding any other permits that may be required.

The favourable report also includes technical instructions to the Company for the application for the Authorisation for Construction, which is the second step in the overall three step process. The Company is well advanced in the preparation of the required documentation for this application and expects to make its submission shortly.

INFILL DRILLING AND COMMENCEMENT OF PERMITTING AT ZONA 7

An Infill drilling programme at the Zona 7 deposit commenced during the quarter and is now well advanced, with results expected to be released in mid-August followed by an upgraded mineral resource estimate in September.

The 101 hole 6,500 metre infill programme is designed to upgrade the Inferred Mineral Resource estimate (MRE) of 30.1 million pounds of U_3O_8 (23.2 million tonnes averaging 589 ppm at a cut-off grade of 200 ppm) to the Indicated category.

The programme is also testing for extensions to the mineralisation both along strike to the southwest and along the western boundary.

Recent studies have defined Zona 7 as a shallow, high grade deposit of significant scale located 10 km from the proposed processing facility. The incorporation of the Zona 7 resource into the Definitive Feasibility Study is well underway and will be completed once the upgraded MRE has been finalised.

Given the positive impact the Zona 7 resource is expected to have on the Salamanca Project's overall economics, the Company has decided to push ahead with the preparation of the core documents to start the permitting of Zona 7, which will be submitted in the fourth quarter of 2015.



The Salamanca Project permitting program is now well advanced, with the Mining Licence and the Environmental Licence already granted and the applications for the remaining permits lodged with the relevant authorities.

PROPOSED NAME CHANGE AND INCENTIVE PLANS

A meeting of shareholders of the Company has been called for 31 July 2015 to consider the change of name to Berkeley Energy Limited in order to reflect the Company's transition from an explorer to a producer.

The meeting will also consider the renewal of existing Performance Rights and award of new Performance Rights to the Executive team who will be responsible for bringing the Salamanca Project into production.

APPOINTMENT OF MANAGING DIRECTOR

Mr Paul Atherley was appointed as Managing Director of the Company based in London with effect from 1 July 2015. Mr Atherley is an accomplished mining executive with over 30 years resource industry experience in UK, Australia and China.

He is a Mining Engineer from Imperial College London and holds postgraduate qualifications including an MBA and has held numerous senior executive and board positions during his career.

He has completed a number of acquisitions and financings of resource projects in Australia, South East Asia, Africa and Western Europe, and has well-established relationships with European and Australian capital markets.

His immediate focus will be the integration of the high grade Zona 7 deposit into the project's development plans, thereby potentially increasing the scale of the project and to arrange the project's development finance.

He will also be marketing the Company to investors in Europe, Asia and Australia as well as to potential strategic and off-take partners.

**Competent Persons Statement**

The information in this report that relates to the Mineral Resources for Zona 7 is extracted from the report entitled 'Salamanca Project Total Resource increased by 43% to 88.2 Mlbs U₃O₈ following substantial increase in Zona 7 Resource' dated 26 November 2014 and is available to view on Berkeley's website at www.berkeleyresources.com.au. The information in the original ASX Announcement that relates to the Mineral Resources for Zona 7 was based on information compiled by Malcolm Titley, a Competent Person who is a Member of The Australasian Institute of Mining and Metallurgy. Mr Titley is employed by Maja Mining Limited, an independent consulting company. Mr Titley has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. The Company confirms that it is not aware of any new information or data that materially affects the information included in the original market announcement and, in the case of estimates of Mineral Resources that all material assumptions and technical parameters underpinning the estimates in the relevant market announcement continue to apply and have not materially changed. The Company confirms that the form and context in which the Competent Person's findings are presented have not been materially modified from the original market announcement.

Forward Looking Statement

Statements regarding plans with respect to the Company's mineral properties are forward-looking statements. There can be no assurance that the Company's plans for development of its mineral properties will proceed as currently expected. There can also be no assurance that the Company will be able to confirm the presence of additional mineral deposits, that any mineralisation will prove to be economic or that a mine will successfully be developed on any of the Company's mineral properties.



Appendix 1: Summary of Mining Tenements

As at 30 June 2015, the Company had an interest in the following tenements:

Location	Tenement Name	Interest	Status
Spain			
Salamanca	D.S.R Salamanca 28 (Alameda)	100%	Granted
	D.S.R Salamanca 29 (Villar)	100%	Granted
	E.C Retortillo-Santidad	100%	Granted
	I.P. Abedules	100%	Granted
	I.P. Abetos	100%	Granted
	I.P. Alcornoques	100%	Granted
	I.P. Alisos	100%	Granted
	I.P. Bardal	100%	Granted
	I.P. Barquilla	100%	Granted
	I.P. Berzosa	100%	Granted
	I.P. Campillo	100%	Granted
	I.P. Castaños 2	100%	Granted
	I.P. Ciervo	100%	Granted
	I.P. Dehesa	100%	Granted
	I.P. El Águila	100%	Granted
	I.P. Espinera	100%	Granted
	I.P. Halcón	100%	Granted
	I.P. Horcajada	100%	Granted
	I.P. Mailleras	100%	Granted
	I.P. Mimbre	100%	Granted
	I.P. Oñoro	100%	Granted
	I.P. Pedreras (1º,2º,3º,4º Fraction)	100%	Granted
	I.P. El Vaqueril	100%	Pending
E.P. Herradura	100%	Pending	
Cáceres	I.P. Almendro	100%	Granted
	I.P. Ibor	100%	Granted
	I.P. Olmos	100%	Granted
Badajoz	I.P Don Benito Este – U	100%	Granted
	I.P Don Benito Este – C	100%	Granted
	I.P Don Benito Oeste – U	100%	Granted
	I.P Don Benito Oeste – C	100%	Granted
Ciudad Real	I.P Damkina Fraccion 1	100%	Granted
	I.P Damkina Fraccion 2	100%	Granted
	I.P Damkina Fraccion 3	100%	Granted

Investigation Permit “Halcón” was granted during the quarter ended 30 June 2015. There were no changes to beneficial interest in any mining tenements due to Farm-in or Farm-out agreements. No beneficial interest in Farm-in or Farm-out agreements were acquired or disposed during the quarter.

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

BERKELEY RESOURCES LIMITED

ABN

40 052 468 569

Quarter ended ("current quarter")

30 JUNE 2015

Consolidated statement of cash flows

Cash flows related to operating activities	Current quarter \$A'000	Year to date (12 months) \$A'000
1.1 Receipts from product sales and related debtors	-	-
1.2 Payments for (a) exploration & evaluation	(1,389)	(6,600)
(b) development	-	-
(c) production	-	-
(d) administration	(211)	(925)
1.3 Dividends received		
1.4 Interest and other items of a similar nature received	58	596
1.5 Interest and other costs of finance paid	-	-
1.6 Income taxes paid	-	-
1.7 Other:		
- R&D Rebate	57	57
Net Operating Cash Flows	(1,485)	(6,872)
Cash flows related to investing activities		
1.8 Payment for purchases of: (a) prospects	-	-
(b) equity investments	-	-
(c) other fixed assets	-	(8)
1.9 Proceeds from sale of: (a) prospects	-	-
(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)	-	-
Net investing cash flows	-	(8)
1.13 Total operating and investing cash flows (carried forward)	(1,485)	(6,880)

+ See chapter 19 for defined terms.

Appendix 5B
Mining exploration entity quarterly report

1.13	Total operating and investing cash flows (brought forward)	(1,485)	(6,880)
	Cash flows related to financing activities		
1.14	Proceeds from issues of shares, options, etc.	-	-
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	-	-
	Net increase (decrease) in cash held	(1,485)	(6,880)
1.20	Cash at beginning of quarter/year to date	14,859	20,237
1.21	Exchange rate adjustments to item 1.20	21	38
1.22	Cash at end of quarter	13,395	13,395

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
 Payments include directors' fees, superannuation and consulting fees.

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

Not Applicable

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

Not Applicable

+ 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	1,600
4.2 Development	-
4.3 Production	-
4.4 Administration	200
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	1,895	2,921
5.2 Deposits at call	11,500	11,938
5.3 Bank overdraft	-	-
5.4 Other (provide details)	-	-
Total: cash at end of quarter (item 1.22)	13,395	14,859

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			
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	180,361,323	180,361,323	Not Applicable	Not Applicable
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				
	<u>Options:</u>		<i>Exercise price</i>	<i>Expiry date</i>
-Incentive Options	1,000,000	-	\$0.41	21 September 2015
-Incentive Options	1,750,000	-	\$0.475	22 December 2015
-Unlisted Options	5,500,000	-	\$0.45	30 June 2016
-Incentive Options	3,600,000	-	£0.15	30 June 2018
-Incentive Options	3,600,000	-	£0.20	30 June 2019
	<u>Rights:</u>			
-Perf. Share Rights	1,328,000	-	-	31 December 2016
-Perf. Share Rights	1,448,000	-	-	31 December 2017

+ See chapter 19 for defined terms.

7.8	Issued during quarter				
		<u>Options:</u>		<i>Exercise price</i>	<i>Expiry date</i>
	-Incentive Options	3,600,000	-	£0.15	30 June 2018
	-Incentive Options	3,600,000	-	£0.20	30 June 2019
7.9	Exercised during quarter				
7.10	Expired during quarter				
		<u>Rights:</u>			<i>Expiry date</i>
		150,000	-	-	31 December 2016
		150,000	-	-	31 December 2017
7.11	Debentures <i>(totals only)</i>				
7.12	Unsecured notes <i>(totals only)</i>				

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 ~~not~~* (*delete one*) give a true and fair view of the matters disclosed.

Sign here: Date: 29 July 2015
(~~Director~~/Company secretary)

Print name: Clint McGhie

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.

+ See chapter 19 for defined terms.

Appendix 5B
Mining exploration entity quarterly 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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