TERRAMIN AUSTRALIA LIMITED

3rd

Quarter Report 2009

HIGHLIGHTS

CHAIRMAN'S REVIEW

- Company presentations win recognition from International investors and industry
- Corporate plans underway to restore asset value in market capitalisation
- Recruitment progressing for CEO and senior executives

ANGAS ZINC MINE

- Cash costs US31 c/lb payable zinc (down 9%)
- Record concentrate production – payable lead up 22%, zinc up 10%
- Lift in 2009 lead concentrate production forecast
- Exploration targeting new deposits under historic mines

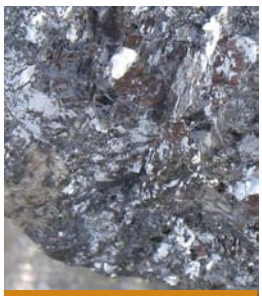
OUED AMIZOUR PROJECT

- Tala Hamza feasibility progressing and mining permit application in preparation
- New plant site brings cost saving potential and environmental benefits
- Finance discussions underway with Algerian government bank

FINANCE

- Zinc and lead prices rally 20-30% during the quarter
- US$10m convertible notes issued to finance Tala Hamza study

FOCUS ON ZINC



ESSENTIAL

All living organisms - plants, animals and man - need Zinc to live

TERRAMIN
AUSTRALIA LIMITED
ABN 67 062 576 238

26 October 2009

CHAIRMAN'S REVIEW

The quarter has seen the maturing of initiatives to position your Company to achieve its major growth expectations. Your Board has been strengthened by more directors with corporate experience relevant to the oversight of major mining projects and finance. Recruitment is underway to expand and strengthen the management team, including a chief executive officer. The Angas Mine celebrated its first year in operation by again lifting performance, a remarkable achievement considering the world financial crisis. The mine is set to deliver cash flows to fund development of the much larger Tala Hamza mine.

The Angas Zinc Mine had another strong quarter with record production of zinc and lead concentrate from increased ore throughput. A focus on improving the quality of the concentrate also contributed to a significant increase in payable metal production – a 22% increase in payable lead metal and a 10% increase in zinc metal. The former is particularly beneficial because of high lead prices.

In September I announced the positive impact that increased lead and precious metal prices were having on Angas revenues. This impact has been magnified by the boost to lead metal production from higher grades and recoveries.

Angas Zinc concentrate loading at Port Adelaide.

Site operating costs and realisation charges were relatively constant during the period however an increase in net by-product credits resulted in a further substantial decrease in the C1 cash costs per payable pound of zinc to US31c from US34c in the prior quarter. This compares very favourably to the current zinc price of over US90 c/lb, positioning the mine for strong positive operating cash flows.

As announced in the quarter, we are studying the potential for an expansion of concentrate output at Angas to improve cash flows by capturing economies of scale. This is continuing in conjunction with an advancing regional exploration programme.

The Angas Zinc Mine is the first new mine for 50 years in Australia's first base metal mining region. Its success has greatly improved the potential for more mines in the belt. Our exploration team will soon drill some of the historic copper-gold and lead-zinc mines on the tenements to the north and east of Angas. Most of these old mines have encouraging historic production.

During October, Terramin participated in the International Lead and Zinc Study Group (ILZSG) seminars in Lisbon, and LME week in London, gaining considerable background insight into the future for metals and the world economy. ILZSG is a UN sponsored inter-governmental organisation and Terramin attended in the Australian contingent. I was invited to address the Mines and Smelter Committee session to describe development of the Tala Hamza project on behalf of the WMZ joint venture. WMZ, the Algerian joint venture operating company, was represented by its President.

The Lisbon event is the focus for negotiation of offtake and smelter terms between the industry members, and this continues into LME week in London. We were able to brief many trading and smelter representatives on the upcoming production from Tala Hamza. There was considerable interest because new figures from ILZSG and analysts point to a substantial, growing deficit in zinc and lead metal and concentrate from 2012, when Tala Hamza is expected to be in production. Of particular note is the paucity of new mines to replace the major exhausted producers like Brunswick and Century. Furthermore, it is forecast that 200,000 additional tonnes of zinc will be required just to meet yearly demand growth when economic activity recovers.

After my presentation, participants commented that the Tala Hamza mine is positioned to commence at a "pinch point"– a very favourable time for both lead and zinc demand, and would likely open to an environment of surging prices. At its LME week seminar, Brook Hunt, a leading base metal industry research company, estimated that zinc prices could reach US$4,690 per tonne in 2014.

The Tala Hamza feasibility study is progressing, including a whole of deposit scoping study to guide expansion plans. Since many elements of the pre-feasibility study were conducted to feasibility standard i.e. ±15% accuracy, work is focussing on refining the mine planning and optimising plant design. A new plant location has been chosen, one that is even closer to the port (about 10km away) and with many other benefits that we reported in late September. With the study in the final stages, the joint venture management and partners are in discussions with banks to clarify potential financing terms. Algerian and European banks and an existing financier have expressed strong interest in providing debt finance for the project. In particular, it is likely that government owned Algerian banks will provide favourable terms.

Recent results from our drill programme are encouraging for potential extensions to Tala Hamza. A drill hole about 550m south of the current Tala Hamza boundary showed that the alteration and mineralising system continues strongly in this direction with significant potential for resource additions. Closer in to the deposit a review of earlier drill results and reinterpretation of the structure has identified opportunities to extend the existing reserves and resources, particularly to the south and the north east. Drilling of these areas will have priority when the feasibility programme concludes early in 2010.

We are currently planning for a 2 million tpa start up, however the deposit will support a higher rate, perhaps 4 million tpa. A higher treatment rate will lead to a faster drawdown of the resource, but we are confident that as mining progresses, this will be more than compensated by the delineation of additional resources in this highly prospective area. We are therefore planning for both growth and the long term.

Your management team and Board continue to develop strategies to realise the full value of your investment.

Geologists mapping at Tala Hamza.

It is clear that Angas' performance is not reflected in the share price when compared to peers on a conservative EBITDA basis and certainly does not reflect value for the major new Tala Hamza mine. Many institutions and analysts have confirmed these comments after presentations I have given in Asia, Australia and London recently. The roadshow has resulted in some uplift in price and turnover as new funds enter the register.

I believe that we can expect the identification of bank financing for Tala Hamza will lead to a rerating, so our finance team is progressing this even though the loan drawdown will not be required for at least 18 months when plant construction commences.

We are also progressing strategic relationships and corporate arrangements that would better realise the value of our asset base.

Finally, I am pleased to report that Angas has started the fourth quarter with even stronger metal production so we will be targeting another quarter of record achievements. I look forward to being able to report equally strong cash flows

Kevin Moriarty
Executive Chairman

ANGAS ZINC MINE

The Angas Zinc Mine is 100% owned by Terramin. ML6229 is located 2km outside the town of Strathalbyn, 60 km from Adelaide, South Australia.

Production at Angas commenced in July 2008. Probable Reserves of 2.15 million tonnes at 10.5% Pb+Zn are sufficient for a seven year operation. Situated in prospective ground in an historical mining belt, strong exploration prospects on the Company's tenements could potentially lead to an increase in production and an extension of mine life.

Safety report

The Angas Zinc Mine recorded three lost time injuries during the third quarter in two separate incidents. In the more serious incident, a rock fell from a tunnel wall and injured two operators who were charging the development face. As a result, all underground procedures have been reviewed and retraining has been implemented to assure the safety of personnel. All injured employees have returned to work.

Operations summary

The focus on mining and production optimisation has continued this quarter, creating demonstrable returns, including record concentrate production.

Mill throughput increased to 90,224 tonnes. This resulted in an increase in concentrate production of 8% on the previous quarter. Higher mill throughput and steady head grades have allowed for significant process optimisation as the quarter progressed, while an increase in the number of ore development headings allowed blending of feed grades. The temporary continuous roster was suspended during the quarter when the run-of-mine stockpile reached desired levels.

The zinc head grade was 8.4% compared to 8.1% in the previous period. Mining of the second Garwood stope commenced in July resulting in an increase in head grade during the quarter as the main body of the stoping block was mined. The lead grade increased to 3.28% from 2.98% in the previous period.

A total of 549 metres of underground development was completed during the quarter. This was lower than expected as development was suspended for a period to investigate the underground incident and retrain staff in the revised procedures. Post period end, development rates were in line with plan. The decline advanced to 883 metres from the portal, 188 metres below surface. Development continued in ore on the 140 Level Rankine shoot to the north. Development of the Hanging Wall and Rankine drives continued at the 160 Level while the Garwood shoot was intersected to the south. Development of the 180 Level commenced with the establishment of the main cross cut and Hanging Wall drive.

Underground water above forecast levels has continued to be recovered from the mine since the first quarter. The excess water was stored in the Tailing Storage Facility (TSF) while tests and approvals for reinjection were processed. Following receipt of approvals, a surface filter plant has been installed to process the water extracted from the mine, thereby allowing it to be reinjected into surrounding water bores on the mine lease.

Reinjection is reducing the volume of water stored in the TSF to restore the full buffer capacity, a requirement of the Mining And Rehabilitation Plan. The TSF is completely lined by plastic, and includes a large buffer zone to contain possible 100 year flood events within a double lined section. The lining was designed to remove any possibility of leakage, although the quality of water in the TSF is similar or better than the groundwater.

Planned project work undertaken to identify improvements in the processing circuit was successful and the plant continued to perform above plan expectations. Lead recovery continued to increase as the grinding and flotation circuit was optimised. Zinc concentrate grade was prioritised over recovery, resulting in marginally lower recovery than the previous period. By quarter end, both recovery and concentrate grade were performing above expectation, boosted by changes to reagent dosing and grind size. The improvements in concentrate grade, combined with higher tonnes milled, higher ore grade and recoveries contributed to a significant increase in payable metal produced – a 22% increase in payable lead metal and a 10% increase in zinc on the previous quarter.

Exploration activity

A programme of underground infill diamond drilling commenced during the quarter. While this is mainly targeted at improving confidence of the Hanging Wall and Rankine shoots, it will also test the newly identified shoot lying between these two zones. This area will be tested for its potential to add to Mineral Resources.

During the quarter, Terramin announced its plans to recommence regional exploration on its tenements within 30km of the Angas Zinc Mine. The initial focus of exploration will be for shallow high grade copper-gold and lead-zinc targets around historic mines such as Preamimma, Lady Jane and Frahn's Mines. Planning is underway for a shallow reverse-circulation drilling programme to test these areas as soon as all approvals are in place.

Other lead-zinc targets, particularly in the Monarto and Warla districts, are considered highly prospective and further geochemistry and geophysics is planned to progress exploration in these areas. Detailed structural mapping of the Angas Zinc Mine is well advanced and is being incorporated into a reinterpretation of the near mine geology. Identification of the structural controls on mineralisation will assist in the identification of additional drilling targets on or adjacent to the Angas Zinc Mine lease.

Costs

Total operating costs were relatively constant during the quarter. Unit cost reductions in reagents, grinding media, ground support and drill consumables were partially off set by increased grinding media usage as part of the optimisation process. Backfill costs increased due to higher cement usage and increased fill placement, however, the backfill programme is currently undergoing optimisation with Coffey Mining designing a hydraulic fill system that will significantly reduce the associated costs.

Capital costs were lower than plan due to a lower development rate associated with the temporary suspension in development; however these costs are expected to increase to above plan levels in the last quarter, in line with higher development rates.

Production statistics including C1 cash cost data

		Sptember Quarter 2009	*Year to date 2009*
Production statistics			
Total ore mined (tonnes)		90,930	247,957
Total ore treated (tonnes)		90,224	241,519
Ore grade:	– Pb%	3.28	2.88
	– Zn%	8.37	7.24
	– Cu%	0.19	0.21
	– Ag g/t	30.5	27.6
Lead concentrate (tonnes)		4,794	11,630
Grade:	– Pb%	54.5	51.4
	– Cu%	2.7	3.4
	– Ag g/t	453	450
	– Au g/t	4.5	5.8
Recoveries:	– Pb%	88.2	86.0
	– Cu%	75.7	77.1
	– Ag%	78.9	78.4
Zinc concentrate (tonnes)		12,778	29,918
Grade:	– Zn%	50.8	50.2
Recovery:	– Zn%	85.9	85.9
Payable metal			
	– Zn tonnes	5,468	12,632
	– Pb tonnes	2,471	5,629
	– Cu tonnes	24	85
	– Ag ounces	62,096	149,466
	– Au ounces	475	1,588
C1 Cash Costs *(US c/lb payable zinc)*			
Production costs		**46**	**50**
– Mining		24	26
– Processing		16	17
– Other site costs		6	7
Realisation Costs		**33**	**30**
– Transport & handling		10	7
– Zinc treatment charges		23	23
Net Bi-product Credits		**(48)**	**(43)**
C1 Cash Cost		**31**	**37**

Notes: The 12 month payable metal figures include adjustments based on final invoice numbers where available. The ore mined figures are estimated based on tonnes trucked to the surface whilst the ore treated figures are calculated from a weightometer. Reconciliation between the mine and the mill continues.

Sales

Zinc concentrate sales were in line with the previous quarter with 10,600 dry metric tonnes (dmt) exported to Asia. A further cargo of approximately 4,875 dmt sailed in early October and a 5,000 dmt shipment is scheduled for early November.

Sales of lead-copper-silver-gold concentrate were marginally higher than the previous quarter at 4,590 dmt, however contained lead metal was up significantly (20%), due mainly to the higher concentrate grades achieved.

Commodity Prices

Average prices in US$ per tonne	Zinc	Lead
September 2009 quarter	$1,761	$1,928
June 2009 quarter	$1,473	$1,499

The continued improvement in the global economic outlook provided strong support for base metals during the period. Lead performed particularly well, rallying almost 30%, supported by reports of the curtailment of a significant portion of China's lead smelting capacity due to tightening environmental regulations.

Average realised price

The average realised zinc price for the quarter was US$1,293 per tonne due primarily to our current pricing terms, under which the price is set several months prior to the month of shipment. With metal prices increasing during the quarter, the average price realised for the fourth quarter sales will increase significantly, approximately in line with the September quarter market average.

The average realised lead price for the quarter was US$2,460 per tonne due to the appreciation of the lead price over the quarter and our current deferred quotational period pricing terms, which resulted in the upward revaluation of both current and prior quarter lead sales.

Hedging

A short dated lead hedging programme was implemented during the quarter in order to mitigate quotational period pricing exposure. As at quarter end, lead metal sold forward over the next two months totalled 1,097 tonnes at an average price of US$2,047 per tonne. The hedges covered lead price risk in respect of concentrate already delivered to the Port Pirie smelter but which is subject to final pricing in the future.

Forecast production

Forecast full year lead concentrate production has increased by approximately 1,500 tonnes is a result of the continued higher lead feed grades and recoveries. Zinc concentrate forecasts are unchanged from the previous quarter (see below).

2009	Ore Milled	Lead concentrate	Zinc concentrate
Q4	89,000	5,360	13,700
Calendar year	330,000	16,500-17,500	43,000-45,000

OUED AMIZOUR ZINC PROJECT

The Oued Amizour Zinc Project is 100% owned by Western Mediterranean Zinc Spa (WMZ). Terramin has a 65% shareholding in WMZ. The other 35% is held by two Algerian government-owned companies.

The Project centres on the 58 million tonne Tala Hamza deposit and contains several lead-zinc prospects with the possibility of more discoveries.

Exploration Permit 5225PE is a 123 square km tenement situated in northern Algeria on the coast of the Mediterranean Sea, 15 km from the deep water port of Bejaia. In addition to its infrastructure advantages - roads, power, water, and labour force - the project is well positioned to supply feedstock to European smelters.

The most recent resource estimate (October 2008) at Tala Hamza gave an Indicated Resource of 24.8 million tonnes at 8.3% Pb+Zn, within a global Indicated and Inferred Resource of 58.6 million tonnes at 6.5% Pb+Zn.

Current studies focus on a first stage 2 million tpa mine producing 209,000 tpa of zinc concentrate and 43,000 tpa of lead concentrate. It is expected that further evaluation will lead to production of 4 million tpa.

Tenement maintenance

Terramin received advice from the Algerian mining authorities that the renewal of Exploration Permit 5225PE has been approved. This tenement contains the Tala Hamza deposit, and has been renewed for a statutory two year period until August 2011.

Environmental Impact Statement

The Environmental Impact Statement (EIS) and Environmental Management Plan (EMP) for the Tala Hamza Project were progressed. Once completed, the EIS and EMP will be included with the Mining Lease Application, expected to be ready for submission late in the fourth quarter 2009.

Feasibility study

Work has commenced on detailed mine design and mining optimisation studies as part of the final feasibility study. This work is being carried out by Golder Associates. Final plant design is also expected to commence shortly.

Extensive analysis has been completed internally by Terramin on various treatment and throughput options and the results of this will be incorporated into the feasibility study.

Proposed site for the Tala Hamza tailings storage facility (TSF).

Portal Location

As reported on 28 September 2009, a study has been completed by Bateman Engineering into alternative locations for the decline portal and plant infrastructure. The selected location is much closer to the tailings storage facility (TSF) and gives significant savings in capital and operating costs, as well as providing environmental benefits from a 20% decrease in haulage distances to the port. It is also a more suitable site to accommodate the planned plant expansion from 2 to 4 million tonnes per annum. Work is ongoing to incorporate the new plant location into the engineering plans for the feasibility study.

Field programme

Drilling progressed well during the quarter. Results from two rigs are advancing the understanding of the hydrology and geotechnical characteristics of the deposit to provide data for engineering design and mine planning.

Seven drill holes were completed during the quarter for 3,410 metres. Holes TH066 and TH067 were in progress at the end of the period. Hydrogeological drilling in and around the deposit was completed and preliminary indications are that the geological structures intersecting the deposit are relatively tight and clay-filled and therefore not likely to bring external water into the planned block cave zone. This is a positive result for dewatering of the orebody. Geotechnical drilling of the deposit is nearly completed with just one deep hole remaining. This drilling is providing data on the orebody and the footwall host rocks for input into the mine design.

Drilling will commence shortly on assessing the geotechnical and hydrogeological character of the new portal area and the proposed decline path. Drilling will also be carried out to provide additional data on the hydrology in the proposed TSF area.

Compilation of geological mapping and integration with 3D geological model is well advanced and a revised geological interpretation and resource model is in preparation.

Drilling Results

Analytical results were received for eight holes during the quarter. Of these, seven were drilled as part of the geotechnical and hydrology programme and one was an exploration hole. All holes were analysed where visible mineralisation was noted. Results are summarised in the table below.

Exploration hole ROA001 was drilled at Tala Hamza South, approximately 550m south of the southern boundary of the resource. The hole intersected a number of narrow zones of mineralisation (best 2.6m @ 3.95% Pb+Zn) within broad alteration zones with anomalous Pb and Zn. Two zones have been defined using a 0.3% Pb+Zn cut off: 73m @ 0.82% Pb+Zn and 43.2m @ 0.81% Pb+Zn. The hole suggests that the Tala Hamza alteration and mineralising system continues strongly to the south with significant potential for resource additions.

TH054B, TH057 and TH058 were drilled along the line of the original decline from Ait Ayad, well north of the Tala Hamza deposit. Of interest are the narrow shallow intersections of 4.5m @ 1.49% Pb+Zn and 2.2m @ 0.75% Cu in TH057 (1.8km north of Tala Hamza) in an area not previously thought to be mineralised. This represents a new exploration target.

Geotechnical hole TH056 was drilled 100m north of the Inferred Resource boundary and made two significant low grade intersections. The upper intersection correlates with the modelled mineralisation, though it is narrower and may be faulted off. The lower intersection is unusually high in silver.

Hydrogeological holes TH059B and TH059C were drilled just outside the north- western limit of the Inferred Resource. The low grade mineralisation intersected in these holes suggests a possible extension of this Resource to the north.

Expenditure

Expenditure on the Oued Amizour Project over the period totalled A$ 2.7 million. All of this expenditure relates to the Tala Hamza Feasibility study programme.

Summary drill results

	Total mineralised interval						
Drill hole	**From**	**metres**	**Pb %**	**Zn %**	**Cu %**	**Ag g/t**	**Pb+Zn%**
ROA001	322.9	**2.6**	0.70	3.25	-	-	**3.95**
	445.8	**3.0**	1.19	1.28	-	-	**2.47**
TH053B	abandoned in hanging wall						
TH054B	no significant intersection						
TH056	318.0	**21.0**	0.12	1.94	-	-	**2.06**
	447.0	**5.0**	1.42	0.29	-	101	**1.71**
TH057	34.0	**4.5**	0.61	0.87	-	-	**1.49**
	61.5	**2.2**	0.02	0.09	0.75	-	**0.11**
TH058	no significant intersection						
TH059B	217.0	**35.0**	0.13	2.19			**2.32**

Note: Total mineralised interval is quoted at 1% Pb+Zn, or 0.5% Cu cut-off.

Hole ID	*Easting*	*Northing*	*RL*	*Azimuth*	*Dip*	*Total Depth (m)*
ROA001	*703775*	*376125*	*158*	*007*	*-76*	*840.5*
TH053B	*704048*	*377020*	*207*	*173*	*-73*	*142.7*
TH054B	*704028*	*378179*	*290*	*200*	*-78*	*402.3*
TH056	*703934*	*377118*	*210*	*000*	*-80*	*468.1*
TH057	*704362*	*378812*	*82*	*200*	*-80*	*106.8*
TH058	*704306*	*378828*	*87*	*206*	*-80*	*119.7*
TH059B	*703778*	*377070*	*170*	*51*	*-78*	*252.9*
TH059C	*703760*	*377081*	*168*	*51*	*-78*	*230.1*

MENNINNIE ZINC PROJECT

The Menninnie Zinc Project in South Australia comprises a contiguous group of three tenements with participation by Terramin's wholly owned subsidiary, Menninnie Metals Pty Ltd: the Menninnie Dam Joint Venture between Menninnie Metals (24%) and Minerals and Metals Group Ltd (MMG) (76%) on EL3640; the Nonning JV, where Menninnie Metals can earn up to 70% from Minotaur Operations Pty Ltd on EL3535; and the recently granted Kolendo Exploration Licence EL4285 owned 100% by Menninnie Metals. The tenements include the Menninnie Dam lead-zinc deposit with an Inferred Resource of 3.8Mt @ 7.2% Pb+Zn, and 620 square kilometres of prospective ground in the Gawler Craton.

Menninnie Dam

There was limited activity on this project during the quarter. The project remains on care and maintenance pending advice from the manager, MMG, on the progress and outcome of the sale process announced in October 2008. Menninnie Metals expenditure for the period was nil, as the project is sole funded by MMG while on care and maintenance. All outstanding Native Title issues have now been satisfactorily resolved and registration of the Native Title agreement for exploration on the Menninnie Dam tenement is expected to be completed next quarter.

Nonning

Pending finalisation of the Native Title Mining Agreement (NTMA) for exploration on Nonning, activity on the tenement was restricted to a data review and reporting. Administrative procedures associated with the advertising, notification and registration of the NTMA are expected to be finalised by the end of the next quarter, enabling exploration work to be progressed.

Kolendo

Menninnie Metals was advised of the grant of the Kolendo Licence (EL4285) on 27 July 2009. The tenement, which has an area of 208 square kilometres, lies to the west of Nonning and is considered prospective for Menninnie Dam style lead zinc mineralisation. Interpretation and review of available data is in progress. The annual tenement expenditure requirement is $50,000.

CORPORATE INFORMATION

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CAPITAL STRUCTURE

at 26 October 2009

Shares on issue	**139,057,455**
Unlisted Options	**13,936,630**
Unlisted convertible/redeemable notes	**US$30,050,000**
and 2,263,529 notes at $2.21 per share conversion	**$5,002,400**

DIRECTORS

Kevin C Moriarty	*Executive Chairman*	BSc (Hons), PhD, MAusIMM
Michael H Kennedy	*Director*	BCom (Economics)
Steve A Bonett	*Director*	BCom, LLB (Hons), AICD, SIA
Peter Zachert	*Director*	BBus, MCom, MGeoscience, FCA, FAIM
Bob Jones	*Director*	BAppSc, Dip. Prim Met
Bryan Davis	*Director*	BSc (Tech), FAusIMM, MAICD
Xie Yaheng	*Director*	MSc, Senior Engineer *(appointed 18 September 2009)*
Kate E McKeough	*Joint Company Secretary*	
Mark Terry	*Joint Company Secretary*	*(appointed 18 September 2009)*

The information in this report that relates to Exploration Results and Mineral Resources is based on information compiled by Mr Robert Singer. The information that relates to Ore Reserves is based on information compiled by Mr Andrew Robertson. Both are Members of The Australasian Institute of Mining and Metallurgy. Mr Singer is Chief Geologist and Mr Robertson is General Manager Operations of Terramin Australia Limited and both are full time employees. Both have 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 2004 Edition of the 'Australasian Code for Reporting Exploration Results, Mineral Resources or Ore Reserves'. Mr Singer and Mr Robertson consent to the inclusion in the report of the matters based on his information in the form and context in which it appears.