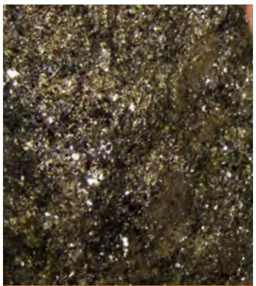
TERRAMIN AUSTRALIA LIMITED

1st Quarter Report 2012

HIGHLIGHTS

- Negotiations underway for potential sale of Terramin's interest in the Tala Hamza project
- Production trends at Angas maintained
- Angas optimisation programmes continue
- Fourth consecutive quarter of increased zinc concentrate production, up 9% on the prior quarter
- Corporate Strategic Review progressing
- Successful EGM to renew the Company's 15% placement capacity

FOCUS ON ZINC



DURABLE

Zinc extends the life and durability of steel, protecting against corrosion and reducing maintenance costs

TERRAMIN
AUSTRALIA LIMITED
ABN 67 062 576 238

30 April 2012

In September last year on becoming Managing Director I outlined two main priorities for Terramin:

- Progressing the Tala Hamza project; and
- Continuing the upwards trend of production at our Angas Zinc Mine

Subsequent to setting these priorities, in December we announced a Strategic Review to examine ways to unlock potential value in the Company for shareholders. Over the first quarter of 2012, management and the Board have been focused on output from the Review, examining alternatives to create value for the Company and its shareholders.

First significant outcome of the Strategic Review – The proposed sale of the Tala Hamza Project

On 4th April, we announced the first significant outcome of the Review, confirming discussions regarding a possible sale of Terramin's interest in the Tala Hamza project in Algeria to China Non-Ferrous Metal Industry's Foreign Engineering and Construction Co., Ltd (NFC).

A number of material matters are being addressed before any transaction can be finalised. However, a sale would provide Terramin with the opportunity to realise the value of the asset for our shareholders, strengthen our balance sheet and re-align the focus of the organisation consistent with the Company's key competencies. Any transaction would be subject to the consent of our WMZ partner, ENOF, and discussions in this regard have been initiated.

Other options that have been highlighted as part of the Strategic Review remain under consideration. The Company will keep the market informed of material developments.

Angas Operations – Strong trends and improvements continue

I am pleased to be able to announce another strong quarter for Angas, including the fourth consecutive quarter of increased zinc concentrate production. Our systematic approach to improving Angas operational performance is already delivering substantial results and further improvements are expected through the year.

The improvement programme delivered through the intervention of the external group Partners in Performance International (PIP), which commenced at the end of last year, has successfully concluded. Key deliverables of the engagement included the achievement of grade and tonnes targets, and establishing cost improvement targets through improved management processes and business capability.

Terramin is now building on the PIP outcomes through an internally led programme, "Net Revenue Max", to continue to identify opportunities to increase net revenue through increased production and better cost efficiencies across the Company. I look forward to being able to report further upwards trends in the next quarter.

We continue to dedicate resources to water management to ensure we meet our commitments under the regulator's Environmental Direction to reduce water levels in the Tailings Storage Facility by the end of 2012.

Exploration

Planned work on exploration prospects that were identified across the Company's tenements during 2011 was postponed as part of the Review process and in order to conserve our cash position in the short term.

The exploration programmes will be advanced when the Company is better placed to allocate resources to drilling, in line with anticipated results of the Strategic Review. I anticipate the Company being in a position to allocate concerted resources to a number of prospective tenements on the Fleurieu and Eyre Peninsulas in South Australia, including copper-gold prospects, in the second half of 2012.

Corporate

As the Strategic Review and sale of Tala Hamza process continue to be formalised, our primary financier Investec Bank (Australia) Limited (Investec), have continued to support the Company with a deferral of debt payment and the advance of additional funding enabling the Company to continue to operate effectively as the transaction progresses.

The Company held an Extraordinary General Meeting, during which a resolution was passed to renew the Company's ability to issue capital up to 15% of the shares currently on issue. This will provide us with flexibility in capital raising, to address any short term capital needs, and importantly enable us to take advantage of any opportunity that may result from the Strategic Review.

On 30 March 2012, Terramin announced the retirement from the Board of Dr Kevin Moriarty, and on behalf of the Board, I wish to acknowledge the appreciation of Dr Moriarty's efforts during his tenure as an Executive and Non-Executive Director.

Financial performance

Financial performance for the quarter at an EBITDA level (earnings before interest, tax, depreciation and amortisation) was impacted by higher C1 costs and the prevailing depressed $A zinc prices. Higher net C1 costs were as a result of lower precious metal production and market prices, higher than expected expenditure on back-fill due to delays in commissioning, and costs associated with the PIP improvement programme. Financial performance is anticipated to improve in the second quarter as a result of the improvement programmes noted above and the commissioning of the new back-fill plant.

Concluding remarks

The recent focus on Angas operations is already yielding benefits. By continuing this process, the Company expects to improve its cash flow position, providing greater flexibility to access our significant exploration assets in South Australia, notably our Fleurieu Peninsula project and Menninnie project in the Gawler Craton.

Despite strong progress at Angas, there remains considerable pressure on the Company's share price. However, the strong trends from output at Angas, ongoing optimisation programmes and the possibility of a sale of the Tala Hamza asset point to a very positive second quarter and tangible progress for all the Company's projects and tenements. The second quarter will be pivotal in the Company's future and I look forward to being able to make further announcements to you in the near term.

Thank you,

Nic Clift
Managing Director

Operation Description	Resources/ Reserves	Activities for the Quarter
Angas Zinc Mine *100% Terramin owned and operated* A 400,000 tpa operation producing zinc and lead-copper-silver-gold concentrates. There is a life of mine offtake agreement with JP Morgan Metals and Concentrates LLC for zinc concentrate and a five year off-take agreement with Nyrstar Sales & Marketing AG for lead concentrate. 	Probable Reserves of 1.29 million tonnes at 10.09% Pb+Zn; 31g/t Ag and 0.5 g/t Au (June 2011).	**Safety, Environment and Community Report** There were no significant safety incidents to report and no community or environmental incidents were recorded. Water management continues to be a primary focus to ensure compliance with the environmental directive issued to the Company in Q4 of last year by the Department for Manufacturing, Innovation, Trade, Resources and Energy (DMITRE). The TSF Water Reduction Plan and draft PEPR addendum submitted as a requirement of the directive were accepted by the regulator. By implementing the Water Reduction Plan, the Company's focus is now on meeting the December 2012 compliance level. The Company received the reports from consultants who were engaged at the regulator's request to evaluate the current rehabilitation liability for the purpose of updating the bond held by the Government. Results of these reports have been submitted to the regulator and are under consideration. **Operations** Continuing the strong trends seen during the latter part of 2011, the Angas Zinc Mine maintained robust results for ore produced and treated. Equipment reliability continues to underpin results and good progress is being made towards meeting annual production targets. In accordance with the mine plan and stoping sequence implemented in Q4 of 2011, mining continued across multiple fronts. Ore was sourced primarily from stoping, accessing the higher grade ore from the upper Garwood levels and the central zone of the Rankine shoot. Underground development remains scaled back. Large surface stockpiles were maintained throughout the period. ROM stockpile management assisted with controlling the feed blending, resulting in a more consistent feed grade which contributed to the strong performance in zinc concentrate production and partially offset the impact of a drop in the lead feed grade. Post quarter end, recovery optimisation work is progressing, in tandem with a programme to increase throughput rates from an average circa 55 tonnes per hour to rates above 60 tonnes per hour. Initial results are encouraging and it is the intention to work towards commencing minor plant modifications to consolidate these throughput rates. High grade ore that was delayed in late 2011 as a result of back-fill issues was accessed as expected. Commissioning of the new paste-fill plant commenced in mid-March and operational ramp commenced late in the same month. The longer than expected time for the plant commissioning phase has resulted in higher cemented rock fill costs and required continuing reliance on the high-cost rental back-fill plant. It is expected that these costs will reduce during the next quarter with the commissioning of the paste-fill plant.

Operation Description	Resources/ Reserves	Activities for the Quarter
Oued Amizour Project *100% owned by Western Mediterranean Zinc Spa (WMZ)* Following period end, Terramin has entered into negotiations to sell its 65% shareholding in WMZ. The remaining 35% is held by two Algerian government-owned companies, Entreprise Nationale des Produits Miniers Non-Ferreux et des Substances Utiles Spa (ENOF) (32.5%) and Office National de Recherche Géologique et Minière (ORGM) (2.5%). Oued Amizour Exploration Permit 5225PE is a 125km² tenement which contains several lead-zinc deposits. The Tala Hamza deposit has been the focus for the past 5 years, culminating in a positive feasibility study.	The most recent resource estimate (November 2009) gave a Measured and Indicated Resource of 51.1 million tonnes at 6.1% Pb+Zn within a global Measured Indicated and Inferred Resource of 68.6 million tonnes at 5.7% Pb+Zn. Following the completion of the DFS, a Probable Reserve was announced of 38.1 million tonnes at 6.1% Pb+Zn.	On 4 April 2012, Terramin announced that it is in discussions with NFC in relation to the possible sale of Terramin's interest in the Tala Hamza Project. Any eventual sale would require the consent of the Algerian JV partner. The application for renewal of the Oued Amizour exploration permit continues to be assessed by the Algerian regulator. Terramin has satisfied all legal requirements for a renewal to be granted and on this basis has reasonable grounds to expect the exploration permit to be renewed. This matter will be progressed in tandem with the potential sale of Terramin's interest in the project. Minimal activity has occurred on the lease area in the form of ongoing mapping and environmental baseline studies.
Menninnie Zinc Project *Owned by Terramin subsidiary Menninnie Metals Pty Ltd* The Menninnie Zinc project is located on the Eyre Peninsula in South Australia and comprises a group of four Exploration Licences covering 1,609km², and an adjacent Exploration Licence Application covering an area of 862km², for a total contiguous area of 2471km²: These licences are Menninnie Dam (formerly EL3640 – subsequent licence pending), Nonning (EL4813), Kolendo (EL4285), Taringa (EL4669) and Wipipippee Hill (ELA 2011/00202).	The Project includes the Menninnie Central and Viper deposits in EL3640 with an Inferred Resource of 7.7 million tonnes at 5.7% Pb+Zn and 27g/t Ag (February 2011).	The interpretation of VTEM data for Nonning, Kolendo and Taringa and 3D modelling of IP data for Menninnie and Nonning is being finalised. A drill programme for Menninnie prospects will be implemented based on the interpretation of the abovementioned data. Exploration Licence Application 2011/00202 "Wipipippee Hill" was approved by DMITRE in February and is expected to be issued during the 2nd quarter. The timing and nature of future programmes will be determined based on allocation of resources this quarter, and longer term joint venture opportunities.
Fleurieu Exploration Project *100% Terramin owned* Comprises four contiguous Exploration Licences covering 1,032km² on the Fleurieu Peninsula in South Australia adjacent to the Angas Mine Lease: Bremer (EL3641); Hartley (EL3792); Currency Creek (EL4210); and Langhorne Creek (EL4466). A fifth licence (ELA-2011/00288) has been applied for to the east of the existing Fleurieu tenements, covering an additional 154km²	The Fleurieu Exploration project includes the following prospects: Pipeline, a gold copper bismuth prospect, shear zone hosted with 1.2km strike length, discovered in 2011 and announced in Q3; Disher Hill, a new copper-gold prospect to the west of Frahns and Pipeline announced in Q4 2011; and Freeway, the reinvestigation of an historic copper-gold prospect prompted by recent VTEM results.	Field programmes on the Fleurieu prospects have been scaled back pending an application for PACE funding to assist with planned drilling, and in line with the Company's decision to reduce spending on exploration in the near term. It is expected that successful PACE proposals will be announced in the March quarter. At Freeway, infill sampling of gossans and quartz float along the VTEM anomaly has returned several + 1g/t gold samples (peak value of 2.06g/t gold). In addition, the float sampling has identified a new mineralised zone 300m to the west where several samples have returned +0.1gt/ gold with a peak assay of 2.17g/t gold.

ANGAS ZINC MINE

Key quarterly statistics

Production statistics		Jun Quarter 2011	Sep Quarter 2011	Dec Quarter 2011	**Mar Quarter 2012**	YTD 2012	Forecast Production 12 Mths 2012
Total ore mined (tonnes)		103,776	107,980	110,328	**106,854**	106,854	
Total ore treated (tonnes)		101,753	95,398	112,750	**106,364**	106,364	416,000
Ore grade:	- Zn%	5.77	7.19	6.84	**7.73**	7.73	
	- Pb%	2.69	2.88	3.10	**2.77**	2.77	
	- Cu%	0.22	0.24	0.22	**0.19**	0.19	
	- Ag g/t	31.4	30.4	31.7	**26.5**	26.5	
Zinc Concentrate (tonnes)		9,612	11,629	**12,931**	14,031	14,031	57,000
Grade:	- Zn%	50.0	49.1	49.3	**49.4**	49.4	
Recovery:	- Zn%	81.8	83.3	82.9	**84.2**	84.2	
Lead Concentrate (tonnes)		4,181	4,664	5,581	**4,601**	4,601	20,000
Grade:	- Pb%	53.5	49.1	52.5	**51.7**	51.7	
	- Cu%	3.7	3.9	3.4	**3.0**	3.0	
	- Ag g/t	577	489	505	**451**	451	
	- Au g/t	8.2	8.7	9.4	**8.2**	8.2	
Recoveries	- Pb%	81.9	83.2	82.8	**80.7**	80.7	
	- Cu%	70.0	77.4	72.7	**69.2**	69.2	
	- Ag%	75.4	78.6	76.9	**73.7**	73.7	
Payable metal							
	- Zn t	4,037	4,785	5,347	**5,802**	5,802	
	- Pb t	2,112	2,148	2,761	**2,241**	2,241	
	- Cu t	34	40	40	**28**	28	
	- Ag oz	70,811	65,791	81,573	**59,306**	59,306	
	- Au oz	867	1,044	1,357	**954**	954	

During the quarter 106,854 tonnes of ore were produced, a strong start towards the annual forecast of 416,000 tonnes.

A total of 106,364 tonnes of ore was treated, a 6% reduction against the prior quarter. This reduction was primarily due to planned and two brief unplanned mill shutdowns. The impact on zinc metal production was minimised due to increased zinc feed grade, recovery optimisation work and subsequent recoveries.

The zinc feed grade was 7.73%, a 13% increase on the prior quarter. Zinc concentrate production increased for the fourth consecutive quarter to 14,031 tonnes, a significant increase of 9% over the prior quarter. Zinc recoveries were also strong with an increase of 1.3% on the prior quarter, with a corresponding higher feed grade. Whilst the zinc concentrate grade did not respond as strongly as anticipated to this higher feed, improved ROM management and recovery optimisation work saw the grade/recovery relationship beginning to improve during March. Recovery optimisation work continues.

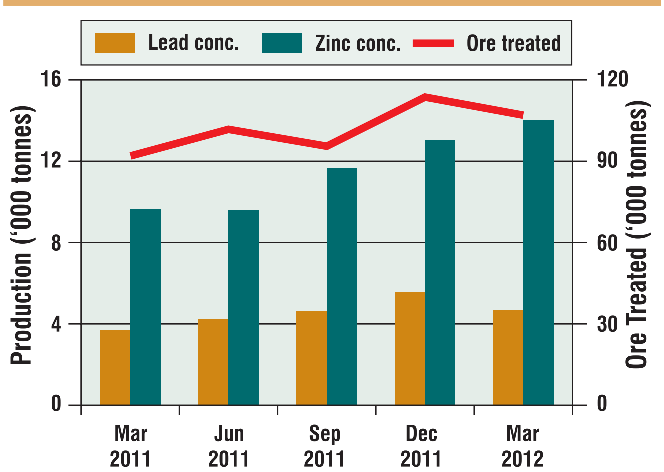
Orebody characteristics contributed to a lower lead and precious metals feed grade than the previous quarter. The lead feed grade has returned to historical levels (2.77%) after a strong December quarter.

Lead concentrate production was 18% lower than the previous quarter due to a reduction in grade profile and a 2.1% reduction in recoveries.

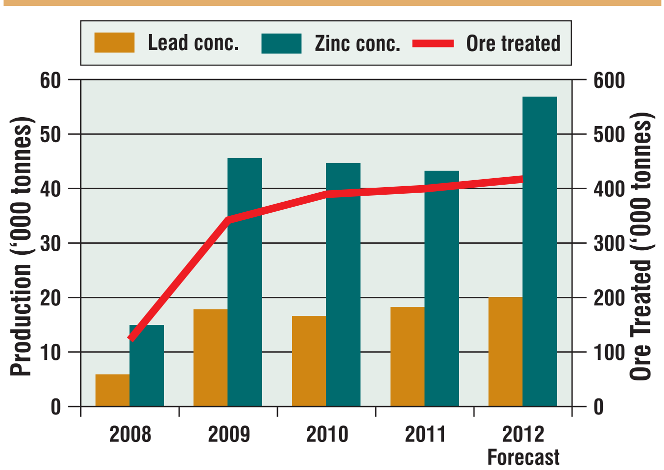
Zinc and lead concentrate production targets for the 2012 period are on track, however precious metals are down slightly due to the lower ore head grade.

Notes: The 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.

Key historical production data



Quarterly Ore Treated and Concentrate Produced



Annual Ore Treated and Concentrate Produced

Key quarterly statistics

C1 Cash Costs (US c/lb payable zinc)	Jun Quarter 2011	Sep Quarter 2011	Dec Quarter 2011	**Mar Quarter 2012**	YTD 2012
Production Costs	117	96	105	**106**	106
- Mining	61	47	61	**58**	58
- Processing	42	38	31	**34**	34
- Other Site Costs	15	11	13	**14**	14
Realisation Costs	39	40	33	**36**	36
- Transport & Handling	14	14	9	**12**	12
- Zinc Treatment Charges	25	26	24	**25**	25
Net By-product Credits	(82)	(74)	(70)	**(61)**	(61)
C1 Cash Cost	74	61	69	**81**	81

The C1 cash cost increased compared to the prior quarter, primarily due to a reduction in by-product credits attributable to lower lead concentrate production (down 18% due to lower feed grade), lower average precious metal prices, and low precious metal production (silver metal down 27%) stemming from lower grade ore. Unit production and realisation costs were generally in line with prior periods.

Sales	Jun Quarter 2011	Sep Quarter 2011	Dec Quarter 2011	**Mar Quarter 2012**	YTD 2012
- Zinc concentrate (t)	9,319	9,512	14,391	**14,002**	14,002
- Lead concentrate (t)	3,907	4,614	5,532	**4,943**	4,943
Average Realised Price					
Average Price in US$/t					
- Zinc	2,435	2,301	2,211	**2,029**	2,029
- Lead	2,625	2,165	1,757	**2,330**	2,330
Average Price in USc/lb					
- Zinc	110	104	100	**92**	92
- Lead	119	98	80	**106**	106
Commodity Prices					
Average Price in US$/t					
- Zinc	2,254	2,226	1,897	**2,024**	2,024
- Lead	2,558	2,462	1,983	**2,094**	2,094
Average Price in USc/lb					
- Zinc	102	101	86	**92**	92
- Lead	116	112	90	**95**	95

The average realised price for zinc decreased by 8% from the prior quarter to US$2029/t, in line with the average market price for the period of US$2024/t. The average realised price for zinc reflects pricing terms established in advance of the shipments delivered while lead is subject to pricing several months after shipment.

The Company realised a lead price of $2330/t, which surpassed the prior quarter price of US$1757/t and outperformed the average market price of US$2094/t. This was primarily a result of a higher lead price compared to December 2011 which resulted in an appreciation of prior quarter sales that were subject to pricing in the March 2012 quarter. The average realised price for lead excludes all realised hedging gains and forward sales.

Summary of Hedging position

Summary of hedging positions as at 31 March 2012

METAL		2012 H1	2012 H2	2013 H1	2013 H2	Total
Lead						
USD sold forward contracts	*t*	1,800	–	–	–	**1,800**
Average price	*USD/t*	2,119	–	–	–	**2,119**
Gold						
USD sold forward contracts	*oz*	570	1,140	570	–	**2,280**
Average price	*USD/oz*	1,400	1,400	1,400	–	**1,400**
CURRENCY						
AUD forward contracts						
USD	*USD($m)*	11.198	1.569	1.064	–	**13.858**
Weighted average AUD:USD	*AUD:USD*	1.033	0.984	0.984	–	**1.02**

The Company recorded a hedging gain of US$170/t (US$0.3m) in relation to 2,055 tonnes of lead metal sold in the December 2011 quarter (priced March 2012 quarter). Of this:

- A hedging gain of US$205/t was realised upon exercising our option under the zero-cost collar in place in relation to 1,000 tonnes of lead metal. Protection under the zero-cost collar, implemented early in 2011, ceased at the end of February 2012; and
- A hedging gain of US$136/t was realised in relation to the forward sale of 1,055 tonnes of lead metal.

Price protection is in place in respect of 1,800 tonnes of lead sold in the March 2012 quarter, with pricing due to settle in the June 2012 quarter at an average of US$2,119/t.

The Company has USD hedging in place covering US$13.9 million of future cashflows through to March 2013 at an average rate of 1.02. Foreign currency hedge contracts are maintained to align USD denominated revenue with the underlying commodity price risk. A gain of $0.4 million was realised on delivery into maturing foreign exchange hedges.

A decision was made late in the quarter to opportunistically realise the AUD value of all forward contracts in place for future silver sales. A total of 169,000oz of silver metal and US$5.6 million of foreign currency contracts were closed out, realising a net hedging gain of $0.3 million.

Exploration projects scheduled for the first half of 2012 have been postponed to conserve the Company's cash position in the short term. Project planning and assessment has continued with the aim of being able to implement planned programmes across the Company's tenements in the second half of the year, in tandem with the results from the current Strategic Review.

As such, expenditure on the Company's Australian tenements during the quarter totalled $0.3 million.

Angas

The Angas Zinc Mine is 100% owned by Terramin. ML6229 is located 2km outside the town of Strathalbyn, 60km from Adelaide, South Australia. It has been operating since July 2008.

In line with the Company's decision to conserve cash flows, additional deep drilling below the existing Angas resource to identify viable mineral resources at depth has been put on hold.

Menninnie Zinc Project

The Menninnie Zinc project comprises a group of four Exploration Licences covering 1609km^2, and an adjacent Exploration Licence Application covering an area of 862km^2, for a total contiguous area of 2471km^2. These licences are Menninnie Dam (formerly EL3640 – subsequent licence pending), Nonning (EL4813), Kolendo (EL4285), Taringa (EL4669) and Wipipippee Hill (ELA 2011/00202).

The interpretation of Layered Earth Inversion (LEI) modelling of airborne Electro Magnetic (Versatile Time-domain ElectroMagnetic system (VTEM) data for Nonning, Kolendo and Taringa and 3D modelling of Induced Polarisation (IP) data for Menninnie and Nonning is being finalised.

Planning for a substantial drilling programme on Menninnie prospects and regional targets that was reported last quarter has progressed and will be completed based on the interpretation of the abovementioned data. The timing and nature of the programme will be determined in line with the Company's decisions regarding allocation of resources this quarter, and longer term joint venture opportunities.

Soil sampling was initiated to test prospective areas for signatures of Menninnie-style lead-zinc-silver and epithermal gold-silver mineralisation on Kolendo and Taringa.

The application for an exploration licence covering 862km^2 (ELA2011/00202 "Wippipippee Hill"), was approved by the Department for Manufacturing, Innovation, Trade, Resources and Energy (DMITRE) in February and is expected to be issued during the 2nd quarter 2012.

Fleurieu

The Fleurieu Project comprises four contiguous Exploration Licences: Bremer (EL3641); Hartley (EL3792); Currency Creek (EL4210); Langhorne Creek (EL4466) which together cover and area of 1,032km^2. The tenements cover an elongated zone stretching 60km northeast and southwest of the Angas ML. A fifth licence, ELA-2011/00288, Pfeiffer, has been applied for to the east of the existing Fleurieu tenements, covering an additional 154km^2.

Prospective discoveries announced in the latter half of 2011 at Pipeline and Disher Hill are intended to be developed further when the Strategic Review has been completed.

Planned work includes a RAB and air core drilling programme to test the Pipeline gold-bismuth prospect Rock chip assay results returned in the third quarter of last year.

Oued Amizour

Terramin and WMZ have completed a DFS for the development of a large new underground block cave zinc mine on the Tala Hamza deposit located on the Oued Amizour tenement. The study recommended a minimum annual throughput capacity of 4Mtpa producing an average annual production of 370,000 tonnes of zinc and lead concentrates. The tenement also contains several lead-zinc and other prospects with the possibility of more discoveries.

On 30 March 2012, a Terramin Board delegation travelled to Algeria to meet with representatives of the Algerian government and WMZ JV partners to discuss the path forward for the Tala Hamza project.

On 4 April 2012, Terramin announced that it is in discussions with China Non-Ferrous Metal Industry's Foreign Engineering and Construction Co., Ltd (NFC) in relation to the possible sale of Terramin's interest in the Tala Hamza Project. Any eventual sale would require the consent of the WMZ JV partners and Terramin has intiated discussions with ENOF for this purpose.

Exploration activity on the tenement was kept to a minimum during the period with geological mapping progressing in two areas of the Oued Amizour tenement. At Tala Hamza, baseline environmental studies continued. Expenditure during the period totalled $0.3 million.

Strategic Review and Tala Hamza

The Company's Strategic Review continues.

One of the first significant actions arising from the Review is the possible sale of Terramin's 65% interest in the Tala Hamza project to NFC. As announced on 4 April 2012, the transaction would be subject to the consent of Terramin's WMZ joint venture partner ENOF and the approval of Terramin shareholders. Announcements will be made as the transaction discussions progress.

Financing

In February, the Company agreed with its primary financier Investec Bank (Australia) Limited the deferral of the $3 million principal debt repayment due on 29 February to 30 April 2012.

As negotiations progress with NFC in relation to the proposed asset sale, Investec have continued to extend their valued support through the further deferral of the $3m principal repayment due in April, and the availability of an additional $1m tranche under the loan facility, both with maturity dates of 31 August 2012.

Liabilities to Investec maturing in August now total $10.9m consisting of principal repayments and associated loan fees. The remaining $11m of principal under the $21m Investec facility are unchanged, maturing in 2013.

This debt funding support, together with initiatives implemented to increase production and cash flows at Angas, are aimed at enabling the Company to operate effectively as the proposed Tala Hamza sale progresses.

Cash

The Company held cash totalling $2.5 million as at 31 March 2012.

Board activity

On 30 March 2012, Terramin announced the retirement from the Board of Dr Kevin Moriarty as Non-Executive Director, with immediate effect. Dr Moriarty, who joined the Board in September 2000 and was previously Executive Chairman and Managing Director of the Company, had outlined his plans to retire last year when he stepped down as Executive Chairman.

Extraordinary General Meeting

On 27 February 2012, Terramin issued a notice to call an Extra-ordinary General Meeting (EGM) to ratify and renew the Company's ability to issue capital of up to 15% of the shares currently on issue. The resolution was passed at the EGM held on 28th March 2012 and will provide the Company with flexibility in capital raising, potentially addressing any short term capital needs as required, or the capacity to take advantage of further opportunities that may result from the Strategic Review.

CORPORATE INFORMATION

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CAPITAL STRUCTURE

at 30 April 2012

Shares on issue	**210,800,124**
Unlisted Options	**5,870,000**
Unlisted convertible/redeemable notes with 5 year term:	
Conversion subject to minimum VWAP of $1.70 *(maturity September 2014)*	**US$10,000,000**
Convertible at VWAP *(maturity March 2013)*	**US$15,050,000**
Convertible at $2.21 per share *(maturity September 2013)*	**$5,002,400**

DIRECTORS

Nic Clift	***Managing Director***
Bryan Davis	***Non-Executive Chairman***
Michael H Kennedy	***Non-Executive Director***
Steve A Bonett	***Non-Executive Director***
Peter Zachert	***Non-Executive Director***
Xie Yaheng	***Non-Executive Director***
Kevin C Moriarty	***Non-Executive Director (resigned 30 March 2012)***
Stéphane Gauducheau	***Company Secretary***

The information in this report that relates to Exploration Results is based on information compiled by Mr Eric Whittaker. The information that relates to Mineral Resources for Menninnie Dam and Tala Hamza is based on information compiled by Mr Robert Singer. The information that relates to Mineral Resources for Angas is based on information compiled by Mr Eric Whittaker. The information that relates to Ore Reserves for Tala Hamza is based on information compiled by Dr David Allison and for Angas by Mr Ian Holman. Mr Whittaker and Mr Singer are Members of The Australasian Institute of Mining and Metallurgy and Dr Allison and Mr Holman are Members of the Institute on Materials, Minerals and Mining. Mr Holman is Chief Engineer and is a full time employee of Terramin Australia Limited. Mr Singer was Chief Geologist of Terramin Australia; Mr Whittaker was Principal Resource Geologist of Terramin Australia Limited; and Dr Allison was Senior Mining Engineer at Golder Associates (UK) Ltd at the time of their respective estimates. All 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 of Exploration Results, Mineral Resources and Ore Reserves'. Mr Whittaker, Mr Singer, Mr Holman and Dr Allison consent to the inclusion in the report of the matters based on his information in the form and context in which it appears.