



29 April 2014

**QUARTERLY ACTIVITIES REPORT
For the period ended 31 March 2014**

COMPANY OVERVIEW

Regalpoint Resources Limited was formed to utilise the best available science to explore the Australian continent for large scale or high grade mineral deposits.

The Company currently holds projects prospective for uranium, gold and other minerals through Western Australia, Northern Territory, and Queensland.

The Company's objective is to evaluate and develop its assets and to create shareholder value through the discovery of economic mineral deposits.

Regalpoint Resources Ltd (ASX: RGU, "Regalpoint" or the "Company") is pleased to release its Quarterly Activities Report for the Period ended 31 March 2014.

SUMMARY

During the quarter the Company continued to manage and incrementally progress its portfolio of core uranium projects, applying for three exploration permits for minerals (EPMs) surrounding its Paroo Project near Mt Isa, Queensland. The Company prepared and presented a new management Plan for its Rum Jungle Project in the Northern Territory.

The Company also continued to actively seek and evaluate new project opportunities with the potential to create near term value for shareholders.

PAROO RANGE, QLD (RGU 100%) - *Uranium Exploration Target*

The Company's core Paroo Range Project (EPM16923 and EPM16980) is adjacent to the Paladin/Summit Valhalla project in Queensland. An application to extend the term of EPM16923 was granted with a new expiry date of 17 December 2015. RGU is targeting structurally controlled metasomatic uranium mineralisation that occurs within albitised meta-basalts with breccia zones developed through the quartz-haematite-carbonate alteration zone. This mineralisation style is analogous to the nearby Valhalla and Skal deposits and to the Anderson Lode deposit, which the Company believes has strong potential to host economic mineralisation.

An airborne radiometric survey undertaken by GPX Airborne Surveys over the tenement area during Dec 2010/Jan 2011 identified a significant radiometric anomaly (Skevi) in the Eastern Creek Volcanics and several other smaller anomalies. Drilling was undertaken during June 2012 and identified a mineralised fault or shear system trending made up of several mineralised fault zones spaced 6 to 10m apart over a length 500m.

The Company completed a Reverse Circulation drilling program at the Skevi Prospect during the previous quarter. The program was designed to test the depth and extent of mineralisation (to 80m), and the northern holes intersected mineralisation with variable grade and width.

The drilling was successful in extending the strike extent of the mineralised zone to the north towards the Thesaurus prospect and at depth and provides a positive outlook.

The drilling programme confirmed that the mineralisation at Skevi is analogous to that found at the Valhalla and Skal uranium deposits located in the region. These deposits are strongly structurally controlled within metabasalts and metasediments of the Eastern Creek Volcanics and confined to zones of strong albite/haematite alteration. The Skal deposit is a series of mineralized lenses, truncated and offset by faults and, in particular, is considered as a geological model for the Skevi exploration program.

Further work at the Skevi Prospect will involve drilling to determine the extent of the mineralized envelope. The Skevi prospect is interpreted to extend further north under cover to the Thesaurus prospect and drilling will be planned to test the entire zone.

Three new applications (EPM25464, EPM25465 and EPM25503) were lodged adjacent to the existing EPM16923 and EPM16980 in December 2013 and February 2014. Total area for the project when the applications are granted will be approximately 363 square kilometres.

RUM JUNGLE, NT (RGU 100%) – *Gold Exploration Target*

The Company's project area consists of c.100 square kilometres of granted tenements in the Batchelor area and one tenement application for c.30 square kilometres in the Adelaide River area.

RGU has undertaken exploration work across the project area, including drilling, sampling and geophysical surveys, in addition to previous drilling undertaken by Nicron Resources (Nicron) and Normandy. Nicron drilled 24 RC holes over a gold soil anomaly now known as the Highlander Prospect, and Normandy subsequently took over the area and interpreted the anomaly as a stratabound zone of vein type gold mineralisation over a strike length of 4.5km. The mineralisation is interpreted as a sulphide Au-Quartz vein system in the boundary vicinity of the Wildman Siltstone and underlying Whites Formation. The structure in the area is dominated by a series of north-south striking anticlines.

RGU conducted drilling and costeaning in 2011 close to the previous Nicron drilling and trenching and was successful in confirming Highlander as a first class target in a green field area. Future drilling will aim at defining the mineralised envelope and identifying higher-grade zones within it that may be amenable to resource estimation.

An application to extend the tenement holding by a further two years was lodged in early January. If the application is granted, the tenement will expire on 5 May 2016. A new exploration management plan was prepared and presented to the Northern Territory department of mines for their consideration.

KING LEOPOLD, WA (RGU: 100%) - Uranium Exploration Target

The Company holds two granted tenements (E80/4264 and E80/4311) in the King Leopold project area covering an area of 400 square kilometres.

The Juno and Jupiter Prospects (E80/4311) lie on a major north-south trending regional fault filled with quartz breccia and is essentially a radiometric hotspot within the fault system. The Juno hotspot coincides with a saddle in the otherwise prominent ridge formed by the quartz breccia. The breccia is clearly hydrothermal. Anomaly L48 (E80/4264) appears to due to a superficial enrichment of uranium due to lateritisation processes, involving the leaching of uranium from high U-background siltstones during weathering and deposition at the contact with underlying sandstones.

A review of the earlier work will form a background to planned future drilling of the Jupiter, Juno and L48 Uranium Prospects.

Current Tenement Schedule - 31 March 2014

Tenement	Project	Location	Status	Area	Expiry	Application
E80/4264	King Leopold	WA	Granted	52 Blocks	29-Feb-16	
E80/4311	King Leopold	WA	Granted	30 Blocks	26-Jul-15	
EL26094	Rum Jungle	NT	Granted	27 Blocks	5-May-14	
EPM16923	Paroo Range	QLD	Granted	49 Blocks	17-Dec-15	
EPM16980	Paroo Range	QLD	Granted	12 Blocks	13-Dec-14	
EPM25464	Paroo Range	QLD	Application	16 Blocks		12-Dec-13
EPM25465	Paroo Range	QLD	Application	28 Blocks		12-Dec-13
EPM25503	Paroo Range	QLD	Application	12 Blocks		3-Feb-14

Competent Persons Statement

The information in this report that relates to Exploration Results, Exploration Targets, Mineral Resources or Ore Reserves is based on information compiled by Malcolm Castle, who is a Member of the Australasian Institute of Mining and Metallurgy ("AusIMM"). Mr Castle is a consultant geologist with Agricola Mining Consultants Pty Ltd. He has sufficient experience relevant to the style of mineralisation and type of deposits 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". Mr Castle consents to the inclusion in this report of the matters based on his information in the form and context in which it appears.

Appendix 5B

Mining exploration entity and oil and gas 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, 01/05/2013

Name of entity

REGALPOINT RESOURCES LIMITED

ABN

12 122 727 342

Quarter ended ("current quarter")

31 March 2014

Consolidated statement of cash flows

	Current quarter \$A'000	Year to date (9 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	(69)	(335)
(b) development	-	-
(c) production	-	-
(d) administration	(91)	(253)
1.3 Dividends received	-	-
1.4 Interest and other items of a similar nature received	3	11
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	(157)	(577)
Cash flows related to investing activities		
1.8 Payment for purchases of: (a) prospects	-	-
(b) equity investments	-	-
(c) other fixed assets	-	-
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	-	-
1.13 Total operating and investing cash flows (carried forward)	(157)	(577)

Appendix 5B

Mining exploration entity and oil and gas exploration entity quarterly report

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		(157)	(577)
1.20	Cash at beginning of quarter/year to date	651	1,071
1.21	Exchange rate adjustments to item 1.20	-	-
1.22	Cash at end of quarter	494	494

Payments to directors of the entity, associates of the directors, 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	70
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.		

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
- | |
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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	-	-
3.2	Credit standby arrangements	-	-

Appendix 5B
Mining exploration entity and oil and gas exploration entity quarterly report

Estimated cash outflows for next quarter

		\$A'000
4.1	Exploration and evaluation	50
4.2	Development	-
4.3	Production	-
4.4	Administration	50
Total		100

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	3	1
5.2 Deposits at call	491	650
5.3 Bank overdraft	-	-
5.4 Other (provide details)	-	-
Total: cash at end of quarter (item 1.22)	494	651

Changes in interests in mining tenements and petroleum tenements

	Tenement reference and location	Nature of interest (note (2))	Interest at beginning of quarter	Interest at end of quarter
6.1	Interests in mining tenements and petroleum tenements relinquished, reduced or lapsed	None		
6.2	Interests in mining tenements and petroleum tenements acquired or increased	None		

Appendix 5B

Mining exploration entity and oil and gas 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	67,605,280	67,605,280		
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 <i>(description and conversion factor)</i>			<i>Exercise price</i>	<i>Expiry date</i>
7.8 Issued during quarter				
7.9 Exercised during quarter				
7.10 Expired during quarter	66,328,948	66,328,948	0.20	31 March 2014
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 5).
- 2 This statement does /does not* (*delete one*) give a true and fair view of the matters disclosed.



Sign here: Date:29 April 2014.....
(Director/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 and petroleum 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 or petroleum 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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