

ORD RIVER RESOURCES LIMITED
ACTIVITIES REPORT
QUARTER ENDED 30 JUNE 2005

EXPLORATION

The Company has two mineral exploration projects underway, namely:

1. **Copper Flats:** targeting a series of prospective copper anomalies in the East Kimberley area in Western Australia (EL80/3288 and EL80/3316).
2. **Suplejack:** gold prospect areas in the Tanami gold province in Northern Territory (EL 23454, EL 23492 and EL 24167).

Extensive sampling was carried out at the two projects during and since the quarter with some exciting results. Total expenditure incurred in relation to exploration activities during the quarter amounted \$545,000. A drilling program is planned for end of August 2005 when a rig is expected to be available.

COPPER FLATS – COPPER PROJECT

Field exploration activities at the OHT prospect commenced during the quarter with infill soil sampling on an existing grid, and rock chip and regional stream sediment sampling.

Detailed sampling was carried out on a 100 metre line spacing and 50 metre sample spacing over a six hundred metre east west portion of the previous open ended 2,000 metre long anomaly. The results showed that the previous explorers' correlation direction of east west for geochemical results is inappropriate.

A series of linear and subparallel copper mineralized zones are interpreted to be present that are up to 200 metres wide at the eastern end of the prospect which was re-sampled.

Additional soil sampling is planned to cover the complete extent of the previously discovered anomaly and to provide drill targets.

The anomalies are now interpreted to trend north-east, subparallel to the axis of the Hardman Syncline within which the prospect lies.

Permission to drill these anomalies is currently being sought from the Mines Department.

SUPLEJACK – GOLD PROJECT

During the quarter, field work was undertaken at seven of the prospects identified in the area. Details of the activities are as follows:

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PHD – EL 23454

Soil sampling at the PHD prospect has shown that the anomalies present have a similar range of values to those recovered using the same sampling procedures and analytical methods over the Tregony gold resource. The anomalies at the PHD prospect are not yet closed with soil anomalies, now known to extend over approximately 2.9 km. Within this anomalous zone individual continuous anomalies are up to 800 metres long. This zone will be drilled in the program planned for August.

The anomalous reef zone has not yet been closed off to the north or south. Soil was sampled on a reconnaissance basis over an additional 3 km to the south of the PHD prospect and the results for this additional sampling are currently being interpreted.

PHD North – EL 24167

Soil sampling has taken place over approximately 600 metres of strike length of the exposed reef system. Two small anomalies with maximum strike extent of 500 metres have been located. Additional soil sampling on a reconnaissance basis is planned both to the north and south of the anomalous areas.

Boco – EL 23454

Drilling by previous explorers had recovered several intersections of interest in the Boco prospect. One of the previous explorers considered this area to be a high priority for mineralization controlled by splay faults off the Supplejack Shear Zone, like the Groundrush gold deposit which is 30 km south of the Company's Supplejack project area.

A review of existing data on the area suggests that previous explorers' interpretation of correlation of geochemical results in a north south direction may be incorrect and that a northwesterly direction for correlation is more probable. Detailed soil sampling on a 100 x 25 metre grid has been completed for a total of 438 samples in the Boco area to assist in drill hole targeting for the drilling program in August.

Maly's Knobs – EL 23454

This area, just south of Boco, consists of a series of basaltic lavas, some amygdaloidal, which are part of the Nanny Goat Volcanics. There are a series of quartz vein and quartz stockwork areas interpreted from the quartz float and outcrop in the area. This area was considered a priority for drilling by a previous explorer when it worked the tenements. Rock chip grab sampling by previous explorers at Maly's Knobs has given results of 2.9 gAu/t, which is considered to be highly significant and worthy of follow up.

A single orientation soil line consisting of 34 samples was taken across the majority of outcrops and the concentration of quartz float. The Crusade gold deposit 2 km north of the tenement boundary lies within the Nanny Goat Volcanics near the contact between basalts and dacite, a similar situation to that interpreted at Maly's Knobs.

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Thomas – EL 23454

Drilling by previous explorers recovered a number of significant intersections over a strike length of 425 metres, including 10 metres at 5.5gAu/t. Review of geochemical data suggests that the north-south direction of correlation of geochemistry used by previous explorers to site drill holes may be significantly in error and a detailed soil grid has been sampled over this area for a total of 298 samples. Results from these samples will assist in drill hole targeting for the drilling program in August.

Tregony – EL 23454

Re-sampling of drill cuttings has been undertaken to provide samples for evaluation of the optimal sample size and treatment method. The indications are that reliable results from cyanide leaching are found on samples in the 1-3 kg size range. The advice from the laboratory was that 50 gm analytical samples could not be considered reliable in areas with coarse gold such as at Tregony and would provide understated results. All routine drill hole analysis by previous explorers at Suplejack was on 50 gm samples with some checking of higher values with larger samples.

A methodology for sampling and analysis has now been developed by the Company that will allow a more reliable estimation of the resource at Tregony.

Tregony North – EL 23454

Review of geochemical data shows that a north-west trend for the majority of the geochemical anomalies, parallel to a pair of mapped faults, is permitted by the data and appears to be more probable than the north-south correlation used for drill hole targeting by previous explorers.

Additional soil sampling will be undertaken to bring the data set up to the density required for reliable correlation of data. This data will be used to site drill holes to test around the known significant intersections, and to test areas that have not previously been subject to drilling. The north-west trending faults in this area are thought to be possible D5 structures similar to those controlling mineralization at the Groundrush gold deposit and appear to control some geochemical anomalies previously found at this prospect which were not followed up.

Aerial Photography

Aerial photography of the Suplejack project area has recently been completed. Interpretation of the geology of a number of areas not previously covered by air photos is now expected to allow better targeted exploration on the PHD reef system and other minor parallel zones. Further interpretation may now be undertaken of prospect areas in the northern part of the tenements south of the Crusade gold deposit.

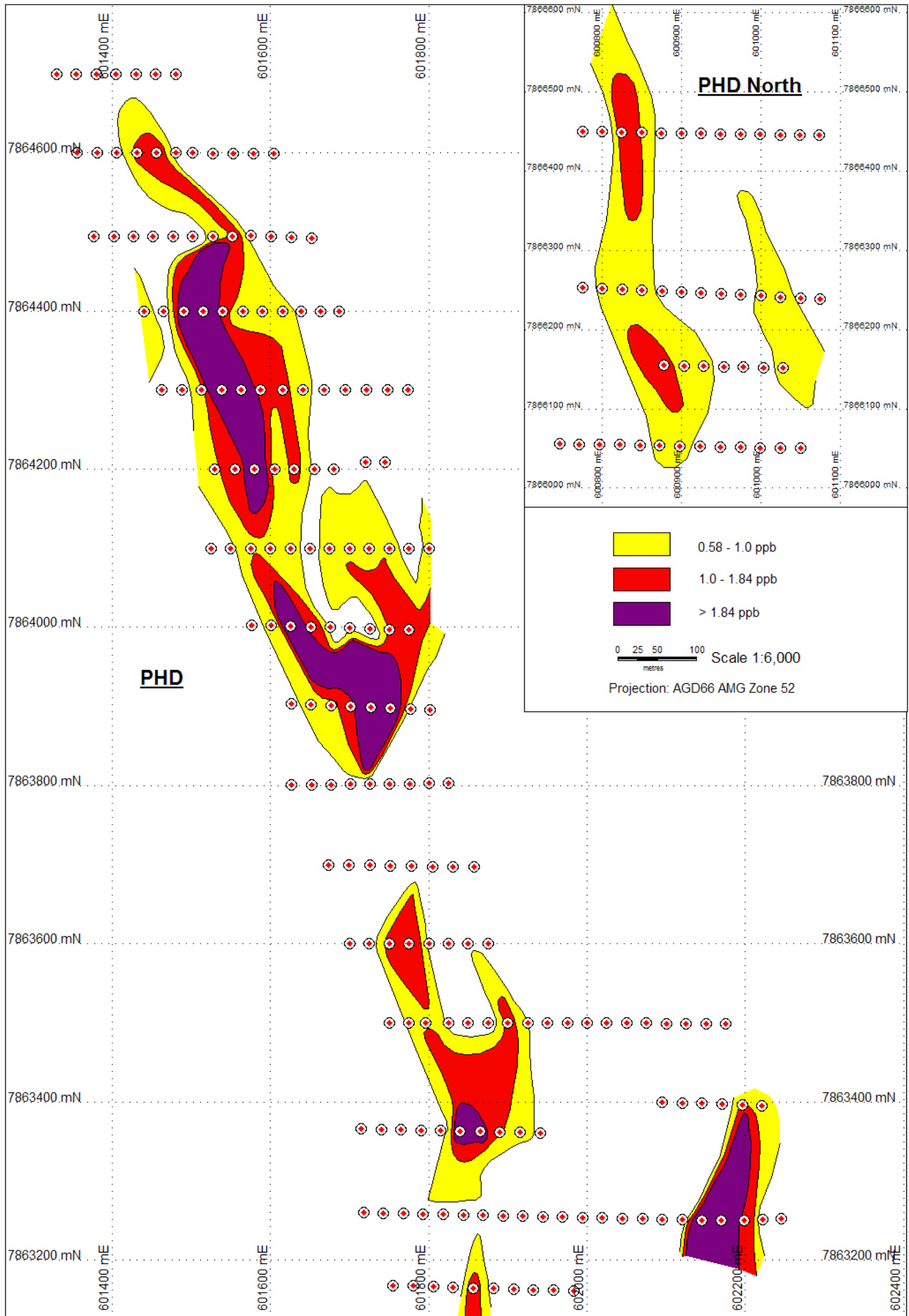
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MAPS

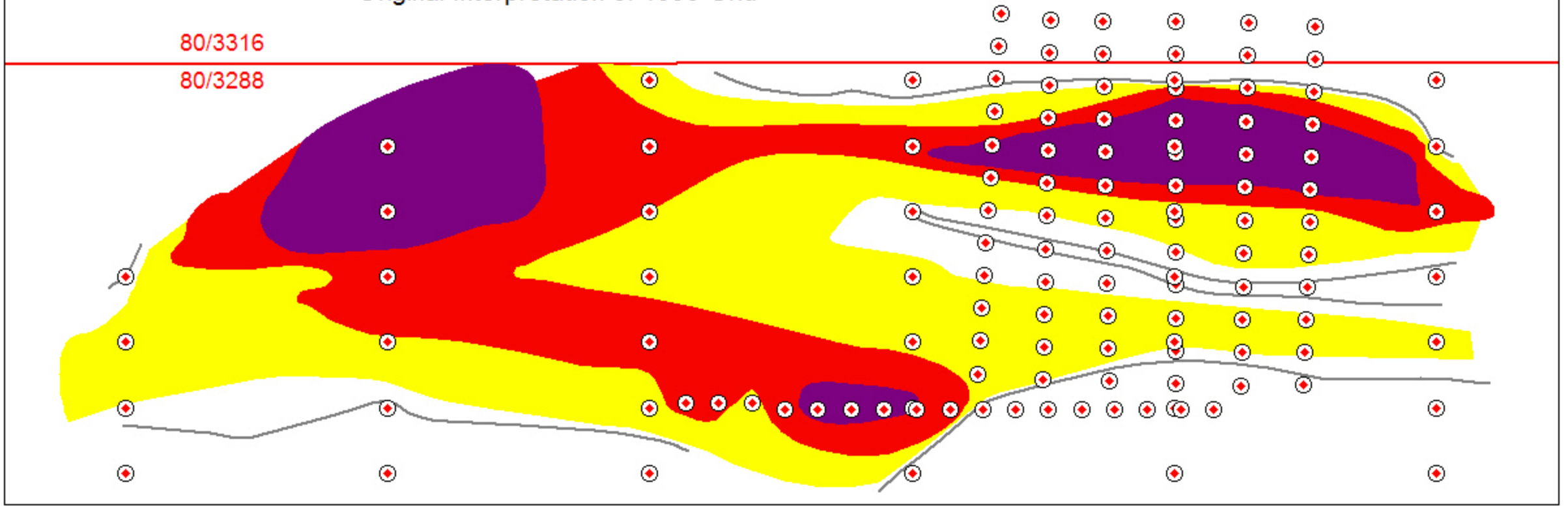
The attached maps show the anomalies at PHD and PHD North prospects of Suplejack and also the reinterpretation of geochemical data at OHT prospect of Copper Flats.

(The information in this report that relates to Exploration Results is based on information compiled by Mr Peter Temby, General Manager – Mining Operations, a consultant employed by Anpet Geological Services Pty Ltd and a member of The Australian Institute of Geoscientists. Mr Temby has sufficient experience which is relevant to the style of mineralization 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 Temby consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.)

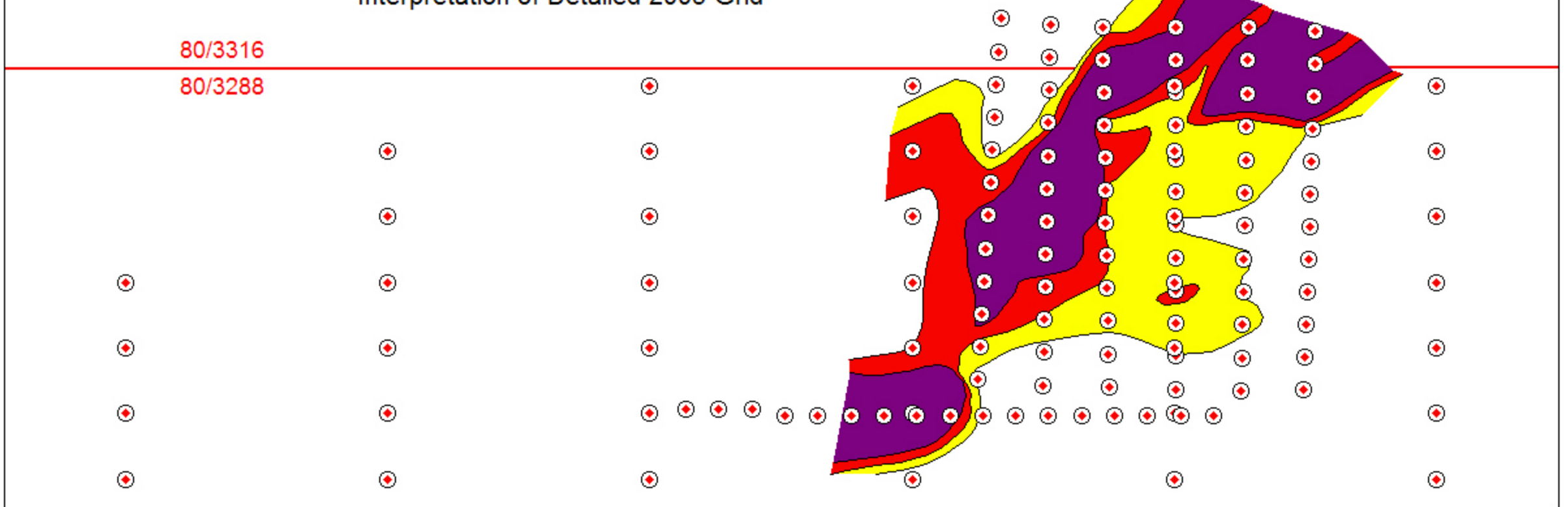
Patrick Sam Yue
Company Secretary
28 July 2005



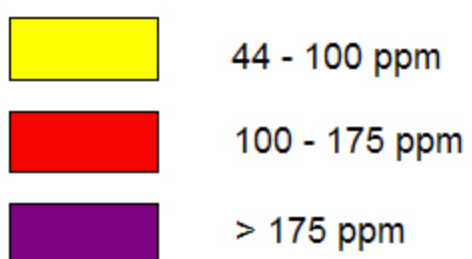
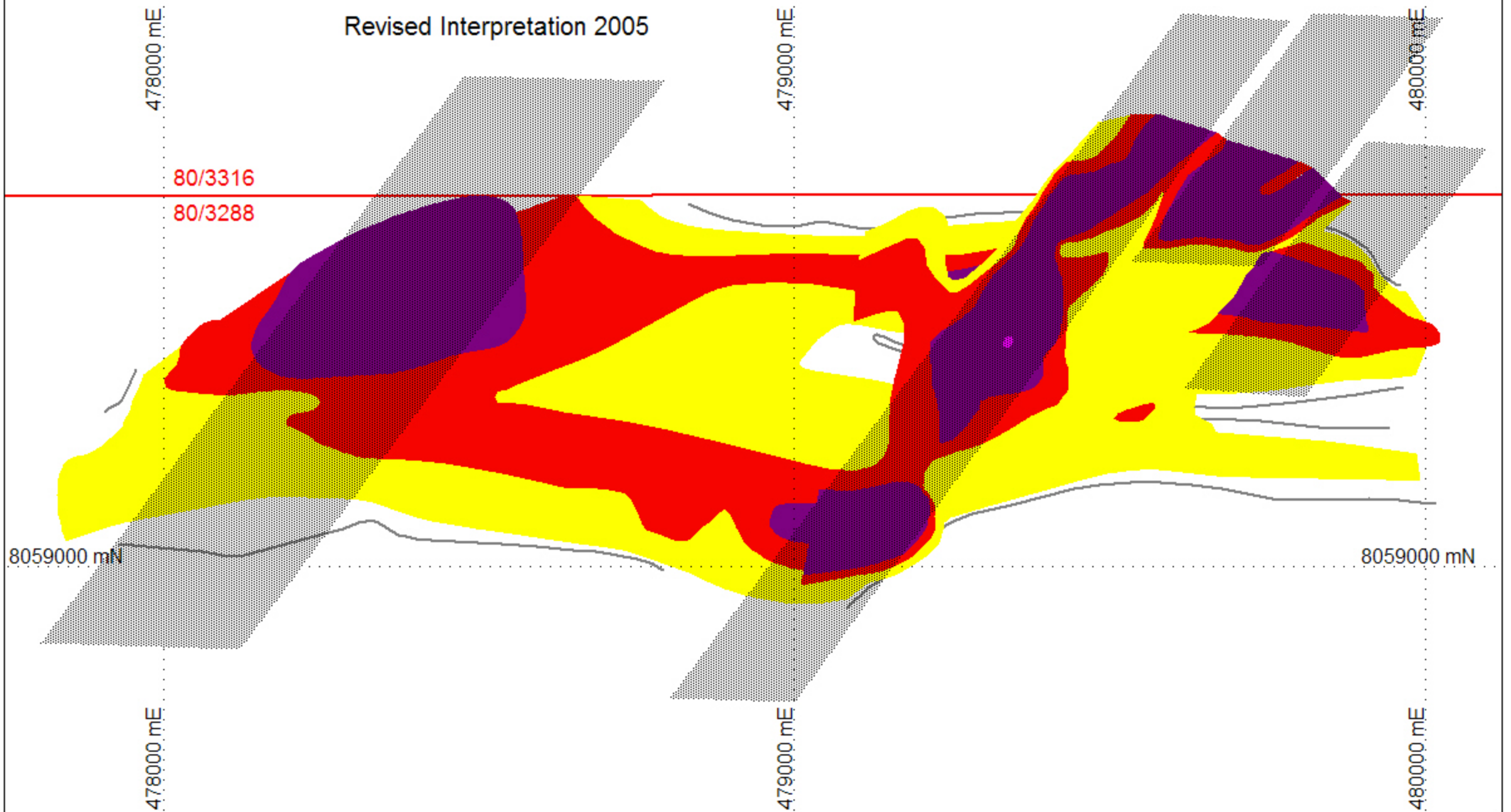
Original Interpretation of 1996 Grid



Interpretation of Detailed 2005 Grid



Revised Interpretation 2005



OHT - Copper Anomaly



Inferred Mineralized Zones

Projection: GDA94 MGA Zone 52

Appendix 5B

Mining exploration entity quarterly report

Introduced 1/7/96. Origin: Appendix 8. Amended 1/7/97, 1/7/98, 30/9/2001.

Name of entity

ORD RIVER RESOURCES LIMITED

ABN

68 108 737 711

Quarter ended ("current quarter")

30 JUNE 2005

Consolidated statement of cash flows

	Current quarter \$A'000	Year to date (14months) \$A'000
Cash flows related to operating activities		
1.1 Receipts from product sales and related debtors		
1.2 Payments for (a) exploration and evaluation (b) development (c) production (d) administration	(448)	(1,805)
1.3 Dividends received	(389)	(970)
1.4 Interest and other items of a similar nature received	84	137
1.5 Interest and other costs of finance paid	(1)	(2)
1.6 Income taxes paid		
1.7 Other	(9)	60
Net operating cash flows	(763)	(2,580)
Cash flows related to investing activities		
1.8 Payment for purchases of: (a)prospects (b)equity investments (c) other fixed assets	(176)	(311)
1.9 Proceeds from sale of: (a)prospects (b)equity investments (c)other fixed assets		(337)
1.10 Loans to other entities		
1.11 Loans repaid by other entities		
1.12 Other (provide details if material)		
Net investing cash flows	(176)	(648)
1.13 Total operating and investing cash flows (carried forward)	(939)	(3,228)

+ See chapter 19 for defined terms.

Appendix 5B
Mining exploration entity quarterly report

1.13	Total operating and investing cash flows (brought forward)	(939)	(3,228)
Cash flows related to financing activities			
1.14	Proceeds from issues of shares, options, etc.	(30)	8,525
1.15	Proceeds from sale of forfeited shares		
1.16	Proceeds from borrowings(Convertible Note)		2,000
1.17	Repayment of borrowings(Convertible Note converted to shares)		(2,000)
1.18	Dividends paid		
1.19	Other		
	Payments for security deposits		(2,123)
	Repayment of security deposit		2,000
	Net financing cash flows	(30)	8,402
	Net increase (decrease) in cash held	(969)	5,174
1.20	Cash at beginning of quarter/year to date	6,143	
1.21	Exchange rate adjustments to item 1.20		
1.22	Cash at end of quarter	5,174	5,174

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	120
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 to executive directors for salaries and consulting fees and directors' fees to a non-executive director

Non-cash financing and investing activities

2.1 Details of financing and investing transactions which have had a material effect on consolidated assets and liabilities but did not involve cash flows

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2.2 Details of outlays made by other entities to establish or increase their share in projects in which the reporting entity has an interest

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Financing facilities available

Add notes as necessary for an understanding of the position.

+ See chapter 19 for defined terms.

	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	500
4.2 Development	-
Total	500

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	320	418
5.2 Deposits at call	4,854	5,725
5.3 Bank overdraft		
5.4 Other (provide details)		
Total: cash at end of quarter (item 1.22)	5,174	6,143

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	117,254,411	43,334,997		
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				
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 4).
- 2 This statement does ~~not~~* (*delete one*) give a true and fair view of the matters disclosed.



Sign here: Date: 28 July 2005
(Company secretary)

Print name: Patrick Sam Yue

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 1022: Accounting for Extractive Industries* and *AASB 1026: Statement of Cash Flows* apply to this report.
- 5 **Accounting Standards** ASX will accept, for example, the use of International Accounting 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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+ See chapter 19 for defined terms.