



Level 6, 189 St Georges Terrace, Perth WA 6000, PO Box 7323 Cloisters Square, Perth WA 6850
Telephone: (08) 9320 5220 Facsimile: (08) 9481 6343

Activities Report for the Quarter Ending 30 June 2009

Highlights

- **Successful Completion of Fully Underwritten Non Renounceable Entitlement Issue to Raise \$241,064.**
- **Continuing review of the Company's projects.**
- **Review of new projects and opportunities.**

Corporate

Completion of Non Renounceable Share Issue to raise \$241,064

On the 24 April 2009 the company completed a fully underwritten Non-Renounceable entitlement issue of 48,212,957 shares, to raise \$241,064.

Review of Company's Projects

The board is continuing to review all of the Company's present projects.

The Company's Projects

The Company's portfolio of projects includes:

Mt Agnes IOCG (Iron Oxide Copper Gold) Prospect, West Pilbara

The Company is seeking a joint venture or outright sale of the Mt Agnes project. A number of parties are reviewing the data and the Company is continuing discussions with these parties.

Mt Padbury gold project

The Company is seeking a joint venture or outright sale of the Mt Padbury project. A number of parties have expressed interest and are reviewing the data. The Company is continuing discussions with these parties.

The Mount Angelo Project

Mt Angelo North VMS (Massive Sulphide) prospect and Mt Angelo Porphyry Copper Prospect

On completion of the review of the project the Company is seeking a joint venture or outright sale of the Mt Angelo project. The Company has had discussions with a number of interested parties. Discussions are ongoing with two (2) of the parties who have expressed the most serious interest, to determine the nature and extent of the interest with the intention of reaching the possible position of a mutual agreement.

Other East Kimberly prospects

The Company is seeking joint ventures or outright sales of all or some of the East Kimberly prospects. A number of parties are currently reviewing the data and the Company is continuing discussions with these parties.

Cosmo Newberry Project

The Company is continuing a full review of the Cosmo Newberry prospects including an independent assessment of all the data, and the review of all potential options available to the Company.

Review of new projects and opportunities.

The Board has had a number of projects and opportunities presented to them, but on review and consideration have declined all. The Board continues to consider all proposals presented to them.

**For Further Information, Contact
John Chegwidden CA
Director**

**Telephone: +61 8 9320 5220
info@3dresources.com.au**



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

3D RESOURCES LIMITED

ABN

15 120 973 775

Quarter ended ("current quarter")

30 June 2009

Consolidated statement of cash flows

Cash flows related to operating activities	Current quarter \$A'000	Year to date (12 months) \$A'000
1.1 Receipts from product sales and related debtors	Nil	Nil
1.2 Payments for		
(a) exploration and evaluation	(8)	(1,178)
(b) development	Nil	Nil
(c) production	Nil	Nil
(d) administration	(127)	(538)
1.3 Dividends received	Nil	Nil
1.4 Interest and other items of a similar nature received	Nil	24
1.5 Interest and other costs of finance paid	Nil	Nil
1.6 Income taxes paid	Nil	Nil
1.7 Other (provide details if material)	Nil	71
Net Operating Cash Flows	(135)	(1,621)
Cash flows related to investing activities		
1.8 Payment for purchases of:		
(a)prospects	Nil	(1)
(b)equity investments	Nil	Nil
(c) other fixed assets	Nil	Nil
1.9 Proceeds from sale of:		
(a)prospects	Nil	Nil
(b)equity investments	Nil	Nil
(c)other fixed assets	Nil	Nil
1.10 Loans to other entities	Nil	(5)
1.11 Loans repaid by other entities	Nil	Nil
1.12 Other (provide details if material)	Nil	Nil
Net investing cash flows	Nil	(6)
1.13 Total operating and investing cash flows (carried forward)	(135)	(1,627)

+ See chapter 19 for defined terms.

Appendix 5B
Mining exploration entity quarterly report

1.13	Total operating and investing cash flows (brought forward)	(135)	(1,627)
	Cash flows related to financing activities		
1.14	Proceeds from issues of shares, options, etc.	241	319
1.15	Proceeds from sale of forfeited shares	Nil	Nil
1.16	Proceeds from borrowings	Nil	Nil
1.17	Repayment of borrowings	Nil	Nil
1.18	Dividends paid	Nil	Nil
1.19	Other – Capital Raising Costs	(28)	(31)
	Net financing cash flows	213	288
	Net increase (decrease) in cash held	78	(1,339)
1.20	Cash at beginning of quarter/year to date	250	1,667
1.21	Exchange rate adjustments to item 1.20	Nil	Nil
1.22	Cash at end of quarter	328	328

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	38
1.24	Aggregate amount of loans to the parties included in item 1.10	Nil

1.25 Explanation necessary for an understanding of the transactions

N/A

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

N/A

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

N/A

+ See chapter 19 for defined terms.

Financing facilities available

Add notes as necessary for an understanding of the position.

	Amount available \$A'000	Amount used \$A'000
3.1 Loan facilities	Nil	Nil
3.2 Credit standby arrangements	Nil	Nil

Estimated cash outflows for next quarter

	\$A'000
4.1 Exploration and evaluation	50
4.2 Development	Nil
Total	50

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	328	250
5.2 Deposits at call	Nil	Nil
5.3 Bank overdraft	Nil	Nil
5.4 Other (provide details)	Nil	Nil
Total: cash at end of quarter (item 1.22)	328	250

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		Nil		
6.2 Interests in mining tenements acquired or increased		Nil		

+ 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	Nil			
7.3 +Ordinary securities	96,425,914	96,425,914		
7.4 Changes during quarter				
(a) Increases through issues	48,212,957	48,212,957	\$0.005	\$0.005
(b) Decreases through returns of capital, buy-backs	Nil	Nil		
7.5 +Convertible debt securities <i>(description)</i>				
7.6 Changes during quarter				
(a) Increases through issues				
(b) Decreases through securities matured, converted	Nil			
7.7 Options <i>(description and conversion factor)</i>			<i>Exercise price</i>	<i>Expiry date</i>
	3,750,000	Nil	20 Cents	31/08/2009
	1,750,000	Nil	25 Cents	31/08/2009
	1,000,000	Nil	30 Cents	31/08/2009
	500,000	Nil	15 Cents	31/12/2009
	100,000	Nil	25 Cents	31/12/2009
	331,944	Nil	20 Cents	31/07/2010
	1,500,000	Nil	25 Cents	31/12/2010
7.8 Issued during quarter	Nil			
7.9 Exercised during quarter	Nil			
7.10 Expired during quarter	Nil			
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 give a true and fair view of the matters disclosed.



Sign here:

(Director/Company Secretary)

Date: 27 July 2009

Print name: John Chegwiddden

- 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.

== == == == ==