31 January 2013

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 projectsprospective 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.

CAPITAL DETAILS

ASX Code: RGU, RGUO

As at 30 January 2013

Share Price: 1.8 cents

Option price: 0.1 cents

Tradeable Shares: 52,341,375

Escrowed Shares: 15,263,905

Tradeable Options: 54,859,770

Unlisted Options: 11,469,178

Market Capitalisation: $1.2 million

QUARTERLY ACTIVITIES REPORT

For the period ended 31December 2012

Regalpoint Resources Ltd (ASX: RGU, "Regalpoint" or the "Company") is pleased to release its Quarterly Activities Report for the Period ended 31December 2012.

SUMMARY

The Company is exploring and advancing its portfolio of Australian tenements identified by the CET mineral systems approach as highly prospective for economic uranium and other mineral deposits.

The very encouraging initial exploration programs on Regalpoint's three key projects (Paroo Range, Rum Jungle/Highlander and King Leopold) have all successfully identified high grade mineralisation and exciting prospects that are to be the focus of assessment.

First amongst these is the Paroo Range Project adjacent to the Paladin/Summit Valhalla project in Queensland. The initial exploration and drilling results from the Skevi prospect at the Company's 100% owned Paroo Range Project point to that Project's potential to host economic mineralisation. Recently the newly elected Government of Queensland has announced it will now lift the long

standing prohibition on uranium mining in Queensland. This regulatory change lifts the longstanding bar on development of Queensland's uranium endowments. Regalpoint Resources' key project, the Paroo Range Project and its vicinity to the Valhalla Project is likely to be a focus of further attention and investment, is particularly beneficial.

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

At its Paroo Range Project,Regalpoint 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. The Company's view is that the results to date offer significant encouragement.

Regalpoint Resources hold two granted tenements (EPM16923 and EPM16980) covering 192.15 square kilometres. The tenements lie in the Mount Isa block 50km north east of Mt Isa covering outcrop of the Eastern Creek Volcanics, which is host to the most significant uranium prospects in the Mt Isa district. The Eastern Creek Volcanics host the prospects of Valhalla and Skal which are significant uranium resources although the main ore mineral is Brannerite, which is associated with metallurgical problems.

The tenement covers outcrop of the Eastern Creek Volcanics and the overlying quartzite of the Myally Supergroup. Along the eastern edge of the tenement area the Myally Supergroup are faulted up against the Kalkadoon Leichhardt Block, lying further to the east.

The target lithological member of the Eastern Creek Volcanics is the Cromwell Member where 95% of uranium prospects in the vicinity of the tenement occur. The predominant units of the Eastern Creek Volcanics that outcrop in the tenement are the Lena and Pickwick Members with some outcrop of the Cromwell Member in the southeast and northwest corner. The Eastern Creek Volcanics represent about 10% of the tenement area.

The uranium mineralization characteristics of these prospects are: outcrop of radioactive siliceous ferruginous breccias which are associated with strong discrete radiometric anomalies which are generally associated with small north south trending faults near larger fault systems. The mineralization is associated with mylonitic zones with albite and haematite metasomatism with pervasive carbonate veinlets (the basalt adjacent to the alteration zones is brecciated and mineralized). There is generally an extensive chlorite alteration halo around the mineralized zone.

An airborne radiometric survey was undertaken by GPX Airborne Surveys over the tenement area during Dec 2010-Jan 2011. The survey identified a significant radiometric anomaly (Skevi) in the Eastern Creek Volcanics and several other smaller anomalies were also identified. Anomalies associated with other rock types, generally associated with thorium radiometric responses were not investigated.

Drilling was undertaken during June 2012 with 24 holes drilled along lines spaced 25-50m apart. The drilling was designed to target mineralisation associated with the radiometric anomalies which were considered to be related to an N-S structure consistent with the trended of the radiometric

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anomalies.The drilling identified a mineralised fault or shear system trending at 010° made up of several mineralised fault zones spaced 6-10m apart over a length 500m. The system is dislocated by a cross fault trending at 120° which displaced the N-S structure 50m in an anticlockwise sense. The larger part of the drilling occurred north of the cross fault where most of the radiometric anomalies were found.

Several small but significant radiometric anomalies have been identified lying within the Eastern Creek Volcanics within the project area will be evaluated.

Although the anomalies are significantly smaller than the Skevi anomaly some of them lie at the base of scree slopes shed from adjacent hills of quartzite. The priority rating of anomalies is judged by the; geology (Eastern Creek Volcanics), strength of the airborne uranium channel and total count response, the uranium thorium ratio and the topography (the presence of scree cover).

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

Regalpoint Resources holds three granted tenements in the Northern Territory (EL26094, EL26091 and EL26322) covering 100.80 square kilometres in the Batchelor area and one tenement application (EL26098) covering 31.50 square kilometres in the Adelaide River area.

The Highlander gold prospect is a historical gold anomaly located within EL26094, east of Batchelor in the Northern Territory. RC drilling and trenching has defined a coherent zone of anomalous gold mineralisation at the thrust fault contact of the Whites Formation and overlying Wildman Siltstone.

Regalpoint Resources 2011 exploration work on the Highlander Prospect validated Nicron's previous results and confirmed Highlander as a prospective gold target that is arguably the most encouraging untested target in the province. Historical reports indicate all mineralisation was intersected in the oxide zone, and that only one drill hole (Diamond drill hole HLD01) targeted primary mineralisation. Judging by the lithological description ("limonitic quartz") even the mineralisation in this hole was still at least partly oxidised, so it is fair to say that the primary zone and perhaps the highest grade zone of supergene mineralisation at the oxide-fresh interface were not adequately tested.

The broad sub-economic mineralised envelope (4.5km strike x 200-300m wide) extends from the Flaming Fury gold occurrence in the south and outside EL26096 and extends about 1.5 km north into the Highlander area in EL26094. The mineralisation is still open to the north and at depth. The proposed 2013 RC and diamond drilling is planned to define higher grade primary ore shoots or pods at depth and a northern extension to the mineralised envelope. Some of the 2013 RC drill holes will have diamond tails to acquire structural data.

Regalpoint Resources 2011 drilling and costeaning encountered high grade intercepts (6m @3.91 g/t Au) in what is a typical Pine Creek Orogen vein-type mineralisation style associated with the brittle fracturing of a failed anticline. Current NTGS literature suggests there is no stratigraphic control for gold mineralisation in the Rum Jungle Mineral Field. This was evidenced during Regalpoint's 2011 costeaning as there was no obvious correlation of the mineralised veins from costean to costean; instead the individual mineralised veins are likely to be discontinuous structures within a broader mineralised envelope. In costeans HLCT001, 002 and 003 this broader mineralised envelope appears

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to coincide roughly with the areas where parasitic folds are mapped and it seems likely that mineralisation, as is generally the case in the Pine Creek region, is concentrated at a failed anticline. This being the case a strong plunge to the mineralisation can be expected, although this could not be determined from the trenching. Elsewhere patchy inconsistent gold anomalies were recorded.

Regalpoint's 2011 rock chip sampling confirmed Highlander's surface anomaly with two samples recording significant Au values (0.87 g/t & 0.83 g/t) while several other samples recorded elevated Au values in 5 other areas within the tenement. Unlike Highlander, these new surface anomalies appear to have not been drill tested.

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

The project area lies over the unconformity between the Hooper Complex of the King Leopold Orogen, a Lower Proterozoic mobile zone, and the southern margin of the Kimberley Basin, a Middle Proterozoic continental basin lying unconformably over the rocks of the King Leopold and Halls Creek Orogens. In places, this unconformity has acted as an overthrust fault surface of the Kimberley Basin rocks thrust over the Hooper Complex. Regalpoint Resources holds three granted tenements in the King Leopold area (E80/4211, E80/4264 and E80/4311) covering an area of 400.05 square kilometres.

The Jupiter prospect was geologically mapped and radiometrically surveyed (TC) with 7 Tracketch cup buried in the ground. The anomaly is found where two faults intersect at a small angle and where fault slivers of sandstone have been found down faulted in the Whitewatervolcanics. The small (35m long and 5m wide) U channel anomaly lies within the fault zone in the mafic volcanics.

The Juno prospect lies along the same fault structure as the Jupiter Prospect but is considerable larger (70m long with a stronger radiometric response). The area was geologically mapped and radiometrically surveyed. Tracketch cups were buried around the anomaly area and south of the anomaly along the fault where the fault was covered by alluvium. The anomaly lies in the WhitewaterVolcanics adjacent to a thin quartz vein with numerous radiometric peak anomalies along its length. This anomaly occurs where a joint zone in the WhitewaterVolcanics intersect the fault zone.

L43 Prospect lies on the top of a large sandstone ridge that has a flat top of an old erosion surface. The anomaly lies near the base of the King Leopold sandstone, which overlies the WhitewaterVolcanics, on a cross fault that cuts across the sandstone. The main part of the U channel anomaly lies near the cross fault with the uranium extending along the bedding planes from the main anomaly. The area was geologically mapped and radiometrically surveyed but no cups were buried as no soil exists in the area.

PETERS CREEK PROJECT, QLD (RGU: 100%) - *Uranium Exploration Target*

Peters Creek Project comprises two granted tenements (EPM16502 and EPM16503) covering 362.25 square kilometres and an adjacent tenement application (EPM16510) covering 204.75 square kilometres located 50km southeast of the Westmoreland uranium deposits located near the Northern Territory-Queensland boarder 50km south of the Gulf of Carpentaria. Very little outcrop occurs in the tenement area but rocks that host the uranium mineralisation at Westmoreland

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subcrop beneath tertiary and alluvial cover. The tenement area is accessed from Mt Isa northward along the Burketown road.

The rationale for area selection by the CET for the Peters Creek Project is for unconformity and sandstone-hosted uranium mineralisation. The tenements cover an area dominated by a thin cover of Quaternary and Tertiary sediment eroded from the uranium-enriched Murphy Tectonic Inlier. The underlying Proterozoic rocks are not exposed but in the tenement area have been interpretive from geophysical mapping to be volcanics and granites of the Murphy Tectonic Inlier, the Westmoreland Conglomerate, the SeigalVolcanics and the Peters Creek Volcanics.

Discussions are in progress with the traditional owners of the land underlying EPM16510.

CURBUR, WA (RGU: 100%) - *Uranium Exploration Target*

Regalpoint Resources hold one tenement (E09/1651) covering 138.60 square kilometres south of Carnarvon. Curbur is located in the Murchison region and is considered prospective for palaeochannel and sandstone hosted uranium mineralisation within the Carnarvon Basin palaeo-drainage systems. Interpretation of the regional scale airborne TEMPEST electromagnetic survey has identified prospective palaeochannel locations in the, Curbur North project area. No field work was carried out on the project during the reporting period.

Competent Persons Statement

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

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Rule 5.3

Appendix 5B

Mining 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

Name of entity

REGALPOINT RESOURCES LIMITED

ABN	Quarter ended ("current quarter")
12 122 727 342	31 December 2012

Consolidated statement of cash flows

		Currentquarter $A'000	Year to date 6 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	(250)	(558)
	(b) development	-	-
	(c) production	-	-
	(d) administration	(87)	(222)
1.3	Dividends received	-	-
1.4	Interest and other items of a similar nature received	37	52
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	(300)	(728)
	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)	(300)	(728)

+ See chapter 19 for defined terms.

1.13	Total operating and investing cash flows (brought forward)	(300)	(728)
	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	(300)	(728)
1.20	Cash at beginning of quarter/year to date	1,785	2,213
1.21	Exchange rate adjustments to item 1.20	-	-
1.22	**Cash at end of quarter**	1,485	1,485

Payments to directors of the entity and associates of the directors
Payments to related entities of the entity and associates of the related entities

		Currentquarter $A'000
1.23	Aggregate amount of payments to the parties included in item 1.2	68
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

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 standbyarrangements	-	-

Estimated cash outflows for next quarter

		$A'000
4.1	Exploration and evaluation	100
4.2	Development	-
4.3	Production	-
4.4	Administration	65
	Total	**165**

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.		Currentquarter $A'000	Previous quarter $A'000
5.1	Cash on hand and at bank	5	10
5.2	Deposits at call	1,450	1,740
5.3	Bank overdraft	-	-
5.4	Other (provide details)	30	35
	Total: cash at end of quarter (item 1.22)	1,485	1,785

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	EPM16625	Relinquished	100%	0%
		EPM16626	Relinquished	100%	0%
		EPM16431	Relinquished	100%	0%
		EPM16435	Relinquished	100%	0%
		E04/1877	Relinquished	100%	0%
		E09/2867	Relinquished	100%	0%
		E80/3993	Relinquished	100%	0%
		E80/4263	Relinquished	100%	0%
		E80/4265	Relinquished	100%	0%
		EL3976	Expired	100%	0%
		EL3977	Expired	100%	0%
6.2	Interests in mining tenements acquired or increased	EPM16502	Granted	0%	100%

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***(description)*				
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	52,341,375		
7.4	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs				
7.5	**+Convertible debt securities** (*description)*				
7.6	Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted				
7.7	**Options***(description and conversion factor)*	66,328,948	54,859,770	*Exercise price* 0.20	*Expiry date* *31 March 2014*
7.8	Issued during quarter				
7.9	Exercised during quarter				
7.10	Expired during quarter				
7.11	**Debentures** *(totals only)*				
7.12	**Unsecured notes** *(totals only)*				

+ 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 give a true and fair view of the matters disclosed.

` 31 January 2013

Sign here: ..... Date: .....
(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 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 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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