



**MT CHARTER PROJECT
TASMANIA
RL11/1997**

**ANNUAL PROGRESS REPORT
6TH JUNE 2007 TO 5TH JUNE 2008**

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Note: All figures and grids are according to the GDA94, Zone 55 datum

ABSTRACT

Bass Metals Ltd (BSM) commenced management of the Mt Charter Retention Lease (RL11/1997) during 1995. Work conducted on the lease has included:

- The preparation of a modified geological map
- Preliminary drill-hole planning to test the northerly extension of the Mt Charter Au-Ag-Ba system.
- Reconnaissance field trip to assess access and site preparation requirements for drill-testing the northern extensions.
- Water sampling regime
- Proposal of a deep diamond drill hole by Zinifex Limited.

Expenditure - Reporting period \$16,362.78

Total to date \$980,437.54

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1. INTRODUCTION

This report is a summary of the exploration activities conducted on the Mt Charter retention licence RL11/1997, for the period of 6th June 2007 to 5th June 2008. The licence covers a total area of 4 km².

The licence is situated in the northwest corner of Tasmania and was acquired as part of a package of tenements in the Hellyer-Que River area purchased from Intec Ltd. The tenement comprises a 6.1 Mt resource of low to moderate grade gold-silver mineralization. BSM aim to further define this resource and assess whether an economic mining opportunity exists within the Au-Ag mineralization.

1.1 Location & Access

The tenement is located 13 km north-northeast of the township of Tullah, on the west coast of Tasmania (Figure 1). Access to the area is via the Murchison Highway and tracks which access the 220kv transmission lines which traverse the area. Access within the tenement is via a limited number of 4wd tracks and ATV-only tracks.

The licence area can be found Charter 1:25,000 topographic map sheet and the Sophia 1:100,000 LTIS map sheet.

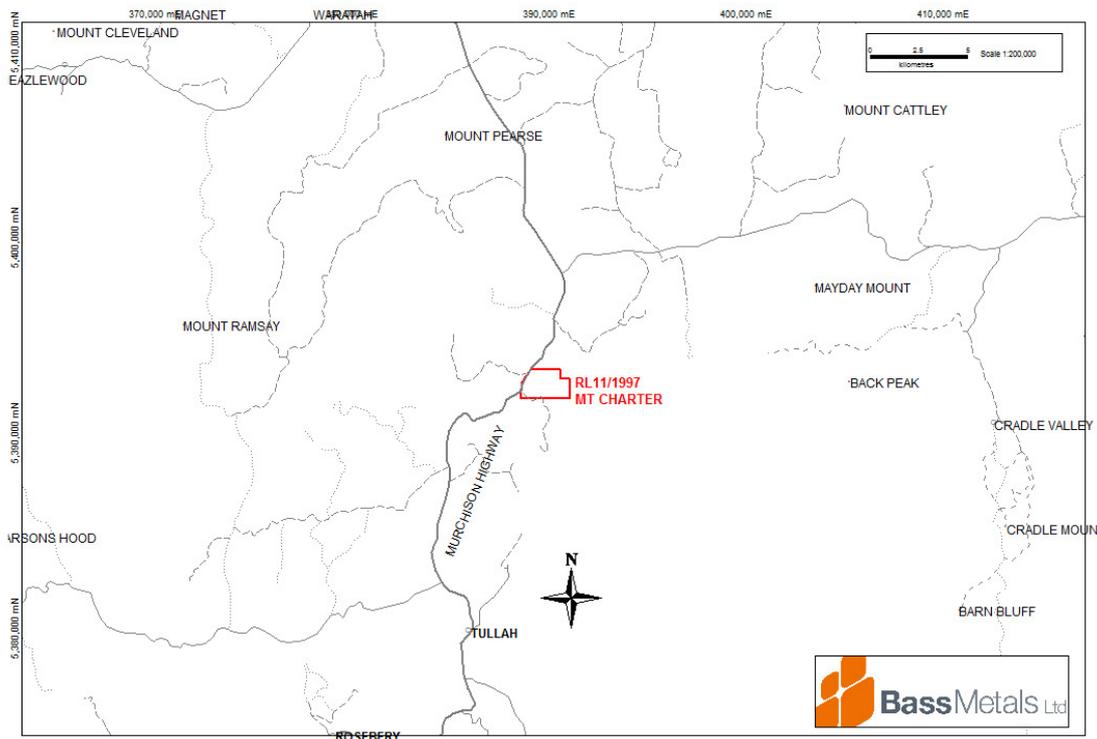


Figure 1. Mt Charter Retention Licence (RL11/1997) location plan

1.2 Geology Overview

The base and precious metal deposits of the Hellyer-Que River-Mt Charter area lie above the main Central Volcanic Complex of the Mt Read Volcanics as it passes into a sequence of volcanics and sediments, which near Hellyer and Que River is called the Mt Charter Group. Within the Mt Charter Group is a volcanic package called the Que Hellyer Volcanics (QHV) comprising a group of andesitic to dacitic volcanics and sediments (Figure 2). Que River, Hellyer and Mt Charter are hosted by the highly variable 'Mixed Sequence', sandwiched between basaltic to andesitic volcanics. Volcanic-related and marine sediments cover the volcanics.

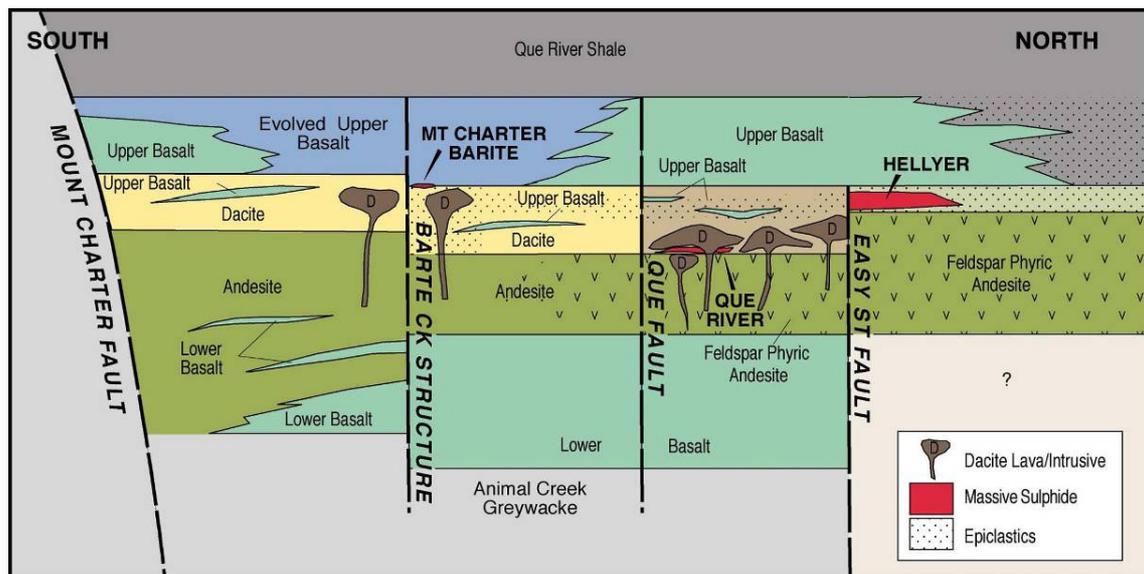


Figure 2. Schematic stratigraphic long-section of the Mt Charter - Hellyer area

The QHV is up to 1000m thick near Que and Hellyer, but wedges out to less than 50m to the north west of Hellyer. The units of the QHV are summarized below:

- The Upper or Hellyer Basalt consists of massive to pillowed amygdaloidal basalt lava and volcanoclastic rocks.
- The Mixed Sequence host to the Que River, Hellyer and Mt Charter systems is comprised of epiclastics, dacitic lavas and breccias.
- The Feldspar Phyrlic Andesite, a porphyritic andesite lava which is the footwall unit to the Hellyer and Que River deposits and subsequently altered to Silica-Sericite-Pyrite mineralogy at these locations, which in turn is underlain by
- The Lower Basalt, a sequence of basaltic pillow lavas and volcanoclastics, which form the immediate footwall at Que River and Hellyer.

Overlying the QHV is the Que River Shale (Figure 2), which is in turn overlain by rhyolite, felsic volcanoclastics, greywacke and shale of the Southwell subgroup (Figure 3). The Southwell subgroup is overlain by the Mt Cripps subgroup (a correlate of the Tyndall beds at the Henty mine) which is a sequence of volcanoclastics, siltstones and conglomerates only outcropping along the eastern boundary of the Hellyer area tenements.

Beneath the QHV are the Animal Creek Greywacke and Black Harry Beds (Figure 3), a sequence of sediments defining the base of the Mt Charter Group.

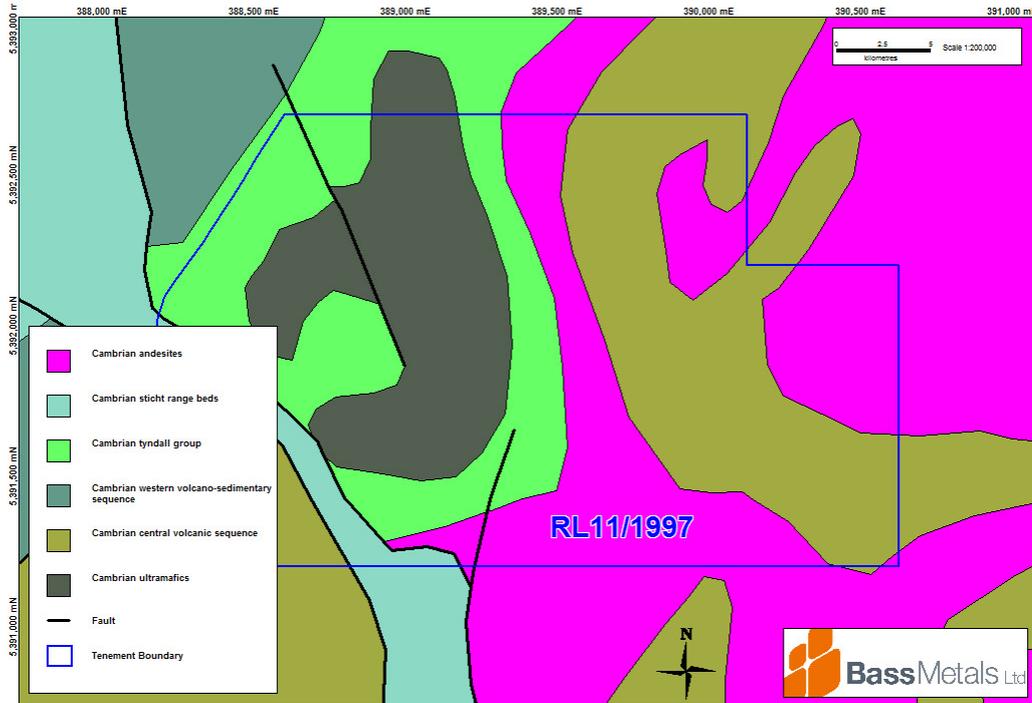


Figure 3. Regional Geology showing Licence Area boundary

1.3 Exploration Rationale

The Mt Charter area has been a focus of exploration since the 1970's due to the extensive Silica-Sericite-Pyrite-(Barite) alteration exposed at surface. This alteration is similar to the footwall alteration associated with the nearby Hellyer and Que River Volcanogenic Hosted Massive Sulphide (VHMS) Zn-Pb-Ag-Au deposits.

Given this, early work at Mt Charter aimed at testing the lower contact of the altered Dacite to test the equivalent of the Hellyer/Que River orebody stratigraphic position. In doing so, significant Au-Ag-Ba mineralization was intersected from surface.

Bass Metals Ltd intends to fully evaluate the shallow gold-silver mineralization while also testing any deeper Hellyer/Que River style VHMS targets.

2. REVIEW OF PREVIOUS WORK – Prior to current tenement

2.1 Historic Mining

Modern exploration of the Que Hellyer Volcanics (QHV) was carried out almost exclusively by Aberfoyle Resources Ltd (Aberfoyle). Only deep QHV beneath Southwell Subgroup cover, west of the Murchison Highway, have been explored by other companies (CSR, Placer, BHP, Pasmaico).

Aberfoyle's involvement began in 1970 with the granting of EL 2/70 and in 1971 the prospectivity of "acid volcanic belts" in the west of the exploration licence was recognised. At this time a regional mapping and stream sediment sampling programme covering west of the Mackintosh River was carried out. In early 1972 a combined airborne electromagnetic (EM) and magnetic survey was flown and one of the six anomalies recommended for follow up was coincident with anomalous stream sediment geochemistry. A follow up ground EM and soil sampling survey in 1973 discovered the outcropping S Lens mineralisation at Que River. The first diamond drill hole (QR1) in April 1974 intersected 11m of massive sulphide mineralisation and was followed by 25,000m of ore resource delineation drilling, which defined the main PQ lens and the P North, QR32 and S lenses. The Que River reserve was defined as containing 3.3Mt @ 13.6% Zn, 7.4% Pb, 0.7% Cu, 3.3 g/t Au and 195 g/t Ag.

The Que River lenses were mined mainly underground, using a shaft, with small opencuts, from February 1981 until 1990, with 2.46Mt of material trucked to and processed at Rosebery. The S lens was the final orebody mined, with its relatively lower grade Pb/Zn material blended with and processed at Hellyer.

Following the discovery at Que River, exploration was heavily focused on testing along strike from the known mineralisation. This led to step out diamond drill testing, on approximately 100m centres, for about 1.5km north and 1km south of the orebody. These holes were relatively shallow (< 500m) and resulted in definition of the linear (footwall) alteration zone which hosts the Que River orebodies and extends north to eventually underlie the Hellyer orebody.

The period from the mid 1970's to the discovery of Hellyer in 1983 was one in which the main surface geological, geochemical and geophysical programmes were carried out over the QHV. The prospective stratigraphy was mapped at 1:2500 scale and covered with -80# C-horizon soil sampling on 50 or 100m spaced lines.

Geophysical programmes during this period were heavily influenced by the fact that surface EM testing at Que River failed to detect the main PQ lens, which came close to surface at the southern end of the orebody. This ultimately would be shown to be due to lack of electrical connectivity owing to the disrupted nature of the southern end of the orebody. At the time, this feature was taken to indicate that surface EM was not the best geophysical technique for application to the surrounding volcanics.

Induced Polarisation (IP) however did provide a strong anomalous response at Que River and IP was chosen as a drill targeting tool and widely applied throughout the QHV. However, IP was responding to the strongly pyritic footwall alteration zone enclosing the Que River orebodies rather than the ore itself. During this period, many drill holes were targeted at coincident soil geochemical and IP anomalies, only to intersect geochemically anomalous alteration.

Failure of IP to discover new deposits led to trialling of a new fixed loop time domain EM system - UTEM, at Que River mine in 1983. This time UTEM detected PQ Lens and it was therefore decided to completely cover all prospective volcanics with this system. Only one conductor as strong as Que River was detected; on the most northern line of the survey. The survey was extended to the north and indicated a deep moderately conductive body over a strike length of 400m, open to the north, where it plunged under conductive Que River Shale. The UTEM anomaly was coincident with weakly anomalous soil geochemistry, barite veining and fuchsite alteration.

In August 1983 the first hole intersected 24m of massive sulphide in the Hellyer orebody. By November 1984 approximately 22,000m of delineation drilling had been completed and in June 1986 a 1.3km adit was driven to intersect the orebody. The Hellyer reserve was defined as 16.9Mt @ 13.8% Zn, 7.2% Pb, 0.4% Cu, 167 g/t Ag and 2.5 g/t Au.

Production commenced in December 1986, using underground methods, with production peaking at around 1.3mt pa until the orebody was mined out in June 2000. Material was processed at the newly constructed 1.3Mt pa Hellyer mill, purpose built to accommodate the fine grinding necessary to liberate the sulphides via flotation.

2.2 Exploration Prior to Current Licence Area

The earliest known exploration in the Hellyer area was prospecting carried out around 1920 leading to the discovery of alluvial gold and boulders containing zinc and lead sulphides in a creek draining the area of Que River S lens.

Exploration of the Mt Charter area by Aberfoyle Resources Ltd occurred over a 20 year period from the mid-1970's. The significant surface alteration zone comprised of barite+silica+pyrite has been an alluring exploration target for Hellyer and Que River style VHMS mineralization.

Of the drilling to test the VHMS ore positions, six historic holes (MAC and MC prefix) intersect the Mt Charter Au-Ag-(Zn) mineralization. These holes are drilled on varying

orientations and are generally deeper than recent drill-programs. The holes were systematically assayed for the same suite of metals as the BSM recent programs however, as the focus was not on gold at the time, a core-grind method was employed over intervals ranging from 4 to 10 metres to obtain indicative geochemical data only. Bass Metals Ltd have cut and sampled sections of these earlier holes to obtain valid and representative geochemical information. The attached database includes a field indicating whether the sample represents a core-grind or half-core sample.

Some of the intercepts from the early phases of drilling, pre-BSM, at Mt Charter have included:

- 56.4m @ 1.6g/t Au, 38g/t Ag
- 64m @ 0.8g/t Au, 7g/t Ag
- 22m @ 1.0g/t Au, 46g/t Ag

A significant amount of quality mapping, rock-chip sampling, and soil sampling was conducted by Aberfoyle Resources over the Mt Charter area. This has been integral in focusing BSM exploration efforts. Aberfoyle geologists recognized several major structures in the area and interpreted these as growth faults due to changes in thickness of stratigraphic units across the structures. The Barite-silica-pyrite alteration was interpreted as strongest at the intersection of these Cambrian faults. It was also recognized that the Mt Charter Au-Ag Barite-associated mineralization was located in the upper part of the Mixed Sequence as opposed to the Hellyer and Que River deposits which are located at the base of this unit.

Knowledge gained from the Hellyer drillout showed that a clear relationship exists between the orebody and the stratigraphic contact between footwall andesite and hangingwall basalt. This horizon, the Mixed Sequence, became a key target throughout the QHV. Comparison with Que River indicated the similar stratigraphic position of the Que River orebodies within a thicker Mixed Sequence. The Mt Charter mineralization is also hosted by this unit.

From 1984 to around 1992 exploration focussed on drill testing three styles of target:

1. continued drill testing of surface EM anomalies
2. testing of targets at the Hellyer ore position at various prospective structural locations and in some cases a slightly deeper Que River ore position and
3. testing of the Hellyer ore position, on top of the Hellyer footwall alteration zone, down plunge, north of the Hellyer orebody.

Generally, targets of the first and second categories intersected barren ore positions with no significant alteration. All holes were surveyed with downhole EM. North of Hellyer, a barren ore position underlain by strong footwall alteration and overlain by thick strongly fuchsite-carbonate altered basalt was followed north to 11400N in step-outs of up to 200m.

By 1992 it became clear that surface EM had effectively sterilised the QHV down to 200m for a Que River sized target and 400m for a Hellyer sized target. Exceptions to this were unusually oriented targets (eg steeply plunging) that could still remain undetected

by the largely out-of-loop surveys that had been conducted. Any future discovery would be deep and a new method of target generation was required.

In 1992 Etheridge and Henley (now SRK) were approached and a regional structural model was devised to generate conceptual, deep, structural/stratigraphic targets. The aim was to integrate geological, geophysical and geochemical data to develop a three-dimensional structural model of the entire QHV basin and to delineate the synvolcanic fault network within the basin.

The structural study proposed a syndepositional fault network of linked NE trending normal faults and NW trending transfer faults. In addition, important NNE trending structures such as the Que - Hellyer structure (reflected by the Que River to Hellyer footwall alteration zone) were recognised and seen as reactivated basement faults, which had undergone oblique extension.

Localised dilation and subsidence, at or near structural intersections, were thought to allow focussed hydrothermal fluid flow, which could lead to orebody formation. Prospective stratigraphy, adjacent to these structures, below surface EM range, was seen as a valid deep drill target. A total of 26 target areas were defined and these were prioritised for drilling using geophysical, alteration, geochemistry and stratigraphic indicators.

During the period 1992 to 1994 supporting data was gathered, such as close spaced aeromagnetics and additional gravity data. The structural / stratigraphic targets began to be tested from 1993 as the structural model evolved and targets became evident.

At this time reinterpretation of Mount Read Volcanics raised the possibility that the Rosebery orebody may be younger than Hellyer (rather than older as previously thought) and hosted by correlates of the Southwell Subgroup. Prospectivity of felsic volcanic sequences north of Hellyer was increased and these rocks were surveyed with surface EM. Only one anomaly worthy of follow up was located and drill tested. It was found to be due to Tertiary sediment.

The main period of drill testing from 1995 to 1996 identified structural / stratigraphic targets, with nine of the highest ranked areas being tested by at least one hole. Some targets provided sufficient encouragement for further drilling which was also carried out during this period. Of note was the "rediscovery" of the Hellyer alteration system down-plunge from the orebody on section 12000N, where from earlier drilling it was thought to have died out. Although deep, the system remains open to the north.

Partial digest or Mobile Metal Ion (MMI) geochemistry was used in the Hellyer area in 1996. In-house research showed that partial digest soil geochemistry detected an anomalous response 300m above the Hellyer orebody. Given this potential it was decided to survey approximately 10km along strike north from Hellyer mine to the exploration licence boundary. The aim of the survey was to detect a body of massive sulphide buried beneath barren cover rocks. The target body could be hosted by deep QHV or overlying felsic sequences.

The survey only detected one coherent anomaly, which coincided with the highly ranked Mayday structural target, 4km north of Hellyer which was drill-tested in 1997 with a

1500m vertical diamond hole but it failed to intersect the QHV or a source for the anomalous soil geochemistry.

Western Metals took ownership in late 1998 and drilled four holes prior to the completion of mining at Hellyer. The Tasmanian Government (MRT), together with AMIRA completed a regional seismic traverse in 1996, with data available in 1998, across the Hellyer area to improve regional understanding. This was complemented in 2002-03 when the MRT flew close spaced airborne magnetics, radiometrics and EM across the entire Mt Read Volcanics belt.

3.CURRENT WORK

3.1 Bass Metals Ltd - 2005 to 2006

A 362 sample infill soil-sampling program was conducted and results indicated the broad geometry and orientation of the mineralized zone. The highest soil sample assay returned was 4669ppb Au and the highest Ag assay was 87.6ppm. The defined soil anomaly is continuous at grades of ~1g/t Au.

Bass Metals Ltd has completed a five hole diamond-drilling program in late 2005 which totalled 541.9m. This program was designed to follow-up on the successful soil sampling campaign. The program was successful in delineating significant mineralization including:

- 56.4m @ 1.6g/t Au, 38g/t Ag
- 64m @ 0.8g/t Au, 7g/t Ag
- 22m @ 1.0g/t Au, 46g/t Ag

A follow-up program was underway at the end of the 2005-06 reporting period and seven diamond-drillholes had been completed for a total of 929.9m. Results have shown the mineralization to be laterally and vertically continuous and some of the better results returned include:

- 113m @ 1.4g/t Au, 49g/t Ag
- 49.4m @ 1.4g/t Au, 22g/t Ag, and 2.6% Zn

Mineralization was found to be closely associated with barite±quartz veins which are found to be sub-vertical and NNW striking. The veins are hosted within the 'Mixed Sequence' of felsic volcanic rocks including dacitic lava and volcanoclastic sediments. The vein package has an enveloping surface which is steeply west-dipping to subvertical and strikes NNE.

The barite-rich veins also host sphalerite and galena mineralization. The single vein set was therefore interpreted to host Au, Ag, Zn, and Ba mineralization at Mt Charter. Pre-existing sericite-pyrite VHMS-style alteration of the dacitic rocks upon which the barite vein package is superimposed, does not host mineralization.

3.2 Bass Metals Ltd – 2006 to 2007

Modeling and targeting

Bass Metals Ltd engaged Geoinformatics Exploration Inc to undertake geological modeling and targeting work over all of the Bass Metals Ltd tenements as an initial

phase to the exploration effort in Tasmania. This work involved integration of all historic data plus new interpretation of the data so as to give BSM geologists the most robust database to use as a platform for exploration work. Monte Carlo Analysis targeting exercises were run in order to focus geologists' attention on areas where there is higher probability of finding mineralization. This process was summarized in Appendix 3 for the prior reporting period. The Mt Charter deposit was 're-discovered' using this process during the Hellyer-Rosebery VHMS run of the analysis

Soil Geochemistry Program

An approved sampling program to better define the extents of a surface Pb-Zn-Au-Ag-Ba soil anomaly and to infill the existing work conducted by Aberfoyle was completed.

The assay results returned a gold maxima of 4669ppb and the highest Ag assay was 87.6ppm. The soil anomaly was both contiguous across grid lines and gave a representation of the NNE strike of the mineralization (Figure 5).

The soil anomaly justified a five hole diamond-drilling program later in 2005 which systematically tested the +1ppm soil anomaly while also attempting to gain an understanding on the geometry and orientation of the mineralization.

Phase 1 - Diamond drilling

The 2005 program aimed to test the near surface Au-Ag mineralization and 5 diamond-drill-holes were completed for 541.9m on sections ~4640mN and 4740mN on the local grid (Grid Nth is 10 degrees east of Mag Nth and 22 degrees east of AMG Nth). These holes were named MCD020-24. This program was successful and intersected wide zones of mineralization spatially associated with zones of intense barite-quartz veining. The barite veins are generally in the order of 2cm to breccia zones of ~3m and also carry sphalerite and galena.

Mineralization was interpreted to be related to the upper stratigraphic contact of the Dacite and a sub-vertical feeder zone was hypothesized. Some of the intercepts obtained included:

- 113m @ 1.4g/t Au, 49g/t Ag; and
- 49.4m @ 1.4g/t Au, 22g/t Ag, and 2.6% Zn

Higher Zn grades in the Au-Ag system correspond with increased amounts of sphalerite in the host barite-rich vein set as opposed to the more typical VHMS pyrite-sericite-silica alteration assemblage.

Phase 2 - Diamond drilling

A more aggressive approach to the evaluation of the Mt Charter resource occurred in mid-2006 when a twelve hole program was initiated. At the end of this reporting period, seven holes were completed for 929.9m. The holes completed to date were named MCD025-31. This program reduced the drill-hole spacing to approximately 50mx50m and aimed to extend the area of known mineralization as well as to establish continuity of the system through drilling of infill sections.

Consistent with the initial program, Au-Ag-(Zn) mineralization was observed to be associated with barite-dominant veins. The enveloping surface of the vein package is sub-vertical to steeply west-dipping and strikes NNE with respect to the local mine-grid.

The zone of veining was found to be continuous over approximately 225m of strike and 200m down-dip also. Grade variation in intersections was directly proportional to the frequency of barite+sphalerite+galena veins.

Some of the intersections obtained during this program included:

- 51m @ 1.1g/t Au, 32.9g/t Ag, and 1.25% Zn
- 92m @ 1.3g/t Au, 32.8g/t Ag
- 51.7m @ 1.1g/t Au, 22g/t Ag
- 78m @ 1.7g/t Au, 70g/t Ag

The initial interpretation of the results to date suggest that the mineralization occurs as a NNE-striking, sub-vertical package of en-echelon Barite±Galena±Sphalerite veins and the Gold-Silver mineralization is not intrinsically related to the Mixed Sequence/Hellyer Basalt (equiv.) contact. the drill-hole MCD025 was designed to test this contact at a deeper level to intersect contact-related mineralization in MCD020 and 021. MCD025 intersected the pyrite-sericite-silica alteration but no veining was observed and no significant assay results were returned from the hole. This indicates that the mineralization is associated with the east-west and north-northeast faults, and particularly where these intersect.

Based on the results of the first phase of drilling and initial results of this current program, metallurgical testwork is ongoing to establish whether technical advancements can be made which will improve on historical recoveries of the Mt Charter mineralization.

3.3 Bass Metals Ltd – 2007 to 2008

Geological Map

Preparation has been underway to produce a modified geological map of Mt Charter based on the surface mapping/verification work and drill hole data. Once complete this map is to be incorporated in the ongoing geological interpretation work.

Drill Program

Preliminary drill hole planning to test the northern extension of the Mt Charter Au-Ag-Ba system is underway. Topographic features extending 500m north of the limits of drilling at Mt Charter suggests a NNE trending structural corridor. This is consistent with geological models and warrants testing to grow the existing Mt Charter Resource. A reconnaissance site visit was made to assess access and site preparation requirements for drill-testing. Old access track utilized by Aberfoyle Exploration are generally still in good condition.

Water Sampling Regime

A monthly water sampling regime has been designed to cover a number of BSM's exploration areas taking into consideration the environmental factors whilst drilling in remote areas. A total of 2 areas are sampled around the Mt Charter retention licence (access permitting). Refer to Appendix 1 for results.

Sample localities –

MC1 Once the locked gate is opened, travel along the road for 700m and you will come across a fork in the road, take the left branch and travel for another 300m where upon you will come across a small pond like water system on your right hand side. On approaching the system you will discover that two small creeks (one on the left and one

on the right hand side) from this water chamber. Sample is take from the exit trench. Extremely high in Myrtle re-growth. GPS Co-ordinate 53922023 mN, 389217mE.

MC2 South Mount Charter, the location point is a further 700m down the Murchison Highway (Towards Tullah from the 'Highest Point' sign). You will find a TRANSEND gate on the eastern side. Once through the gate, drive for 1.4kms and you will come across a steep down-hill section of the road, park the vehicle and proceed on foot 100m to the sampling station. Vegetation abundantly thick in this area, Native Laurel plants at base of sampling spot. GPS Co-ordinate 5390965mN, 389051mE.

Deep diamond hole – Zinifex

Zinifex are proposing to drill two deep (+1000m) diamond drill holes to test targets at High Point, approximately 6 kilometres southwest of the Hellyer mine; one of which will fall on the boundary of the Mt Charter RL. This drilling is part of a series of holes in a Joint Venture between Bass Metals Ltd and Zinifex Ltd (Hellyer Exploration Alliance, HEA) throughout the Hellyer-Que River-Mt Charter corridor. (See figure 4)

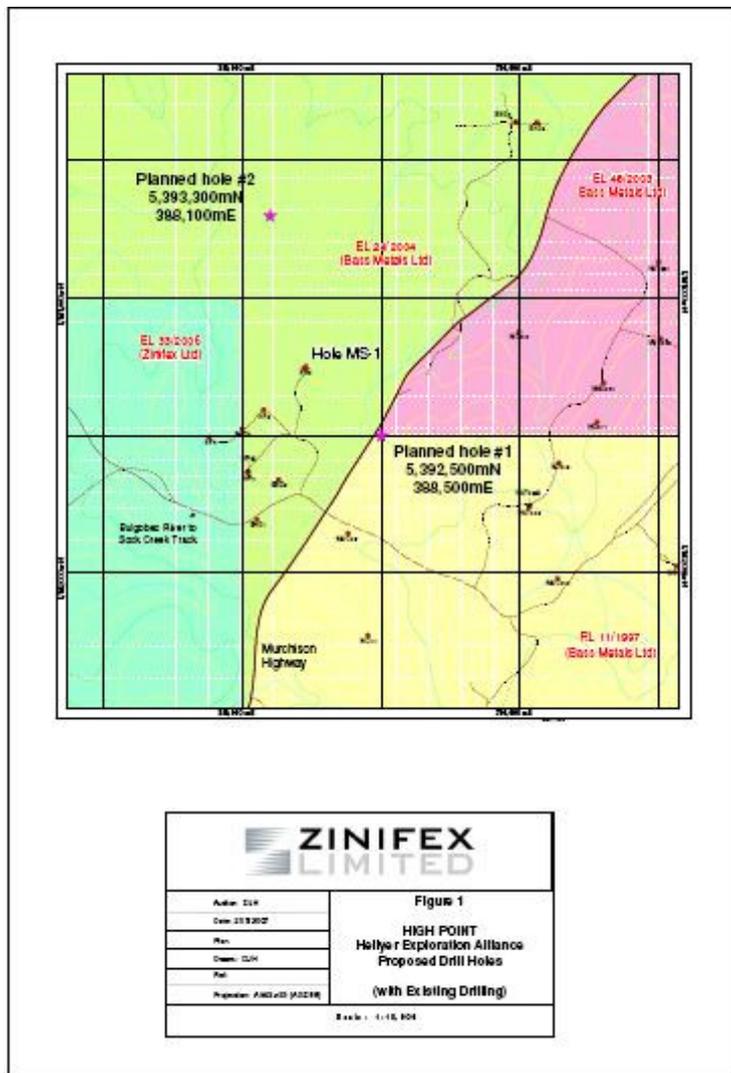


Figure 4. Proposed drill hole locations - Zinifex

4. PROPOSED EXPLORATION

Proposed exploration over the next year includes;

- Execution of proposed infill and extension drilling program upon finalization of program and MRT approval.
- Completion of proposed deep hole drill program by Zinifex Limited

5. ENVIRONMENT

The company has environmental policies in place that minimise the impact that exploration activities have on the environment. The policies include guidelines on how to minimise the impact on the environment during track-development and how to reduce the risk of spreading plant diseases and weeds as a result of day-to-day exploration tasks.

6. EXPENDITURE

June 2007 to June 2008		
Geoscientific Costs	Geology	9,775.64
	Geochemistry	1,587.14
	Geophysics	
	Remote Sensing	
Drilling & Gridding Costs	Gridding	
	Drilling	
	Land Access Costs	
	Rehabilitation Costs	
	Feasibility Study Costs	
	Other Costs	
	Admin Costs	5,000.00
	Total - eligible	\$16,362.78

Table 1. Expenditure 6th June 2007 to 5th June 2008

Expenditure for the twelve months between 6th June 2007 and 5th June 2008, has primarily been taken up with drill-hole data compilation and section generation to produce a comprehensive geological model for further drill testing; increasing the resource at Mt Charter.

7. REFERENCES

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APPENDIX 1
WATER SAMPLING DATA