



Niuminco Group Limited

Level 8, 139 Macquarie Street, Sydney NSW 2000 Australia
Tel: (02) 8231 7048 Fax: (02) 9241 5818 Email: info@niuminco.com.au
ABN 44 009 163 919

QUARTERLY ACTIVITIES REPORT

DECEMBER QUARTER 2013

**WORLD CLASS
GEOLOGICAL PROVINCES**

Papua New Guinea

Tasmania

HIGHLIGHTS AND SIGNIFICANT EVENTS

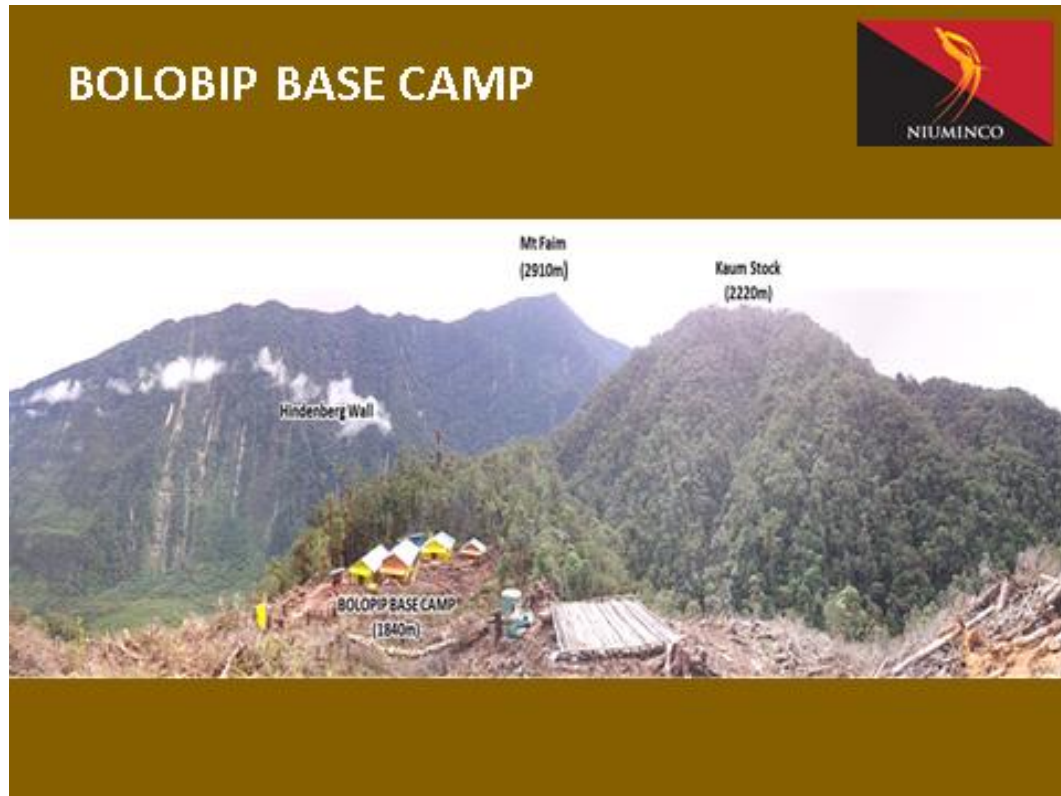
During the December Quarter the Company announced, and completed, three significant events:

- The off-market market take-over offer for TNT Mines Limited which closed on 7 November, 2013 with 72.55% acceptances from 3392 shareholders;
- The termination of the Farm-in and Joint Venture agreements with Mincor Resources NL in respect of the May River and Bolobip Exploration Licences in Papua New Guinea, and the acquisition of 100% interests in these licences; and,
- The listing of the Company's shares on the Port Moresby Stock Exchange on 31 October, 2013.

Your directors were also encouraged by another significant event which was the acquisition of GlencoreXstrata's 80% interest in the Frieda River copper-gold project in Papua New Guinea, which adjoins our May River prospect, by PanAust Limited and their stated intention of moving to near term development of this world class deposit.

PAPUA NEW GUINEA PROPERTIES

Bolobip and May River

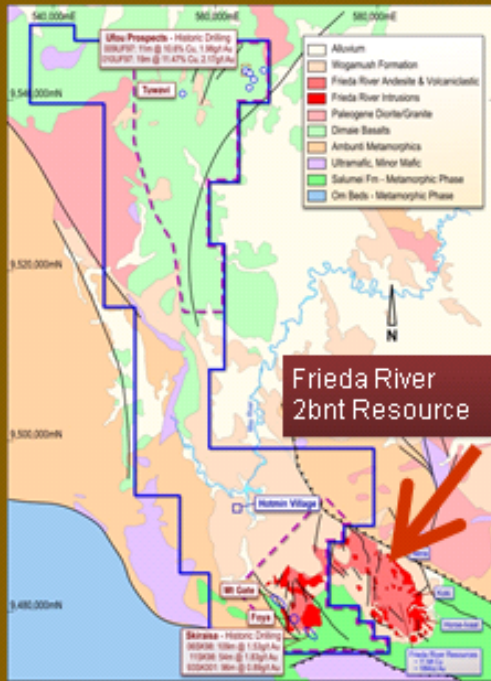


Camp maintenance and community affairs work was carried out in the tenements and Warden's Hearings were successfully held at both May River and Bolobip for renewal of the Exploration Licences for a further 2 years through to September 2015.

As stated above agreement was reached with Mincor Resources NL whereby the Company acquired 100% interests in each of the May River and Bolobip Joint Venture tenements, in return for entering into a Royalty Deed which entitles Mincor to a 5% net smelter return royalty from any future production or sales on the current tenements. Over the past 2 years Mincor has spent over \$6,400,000 on valuable exploration on these tenements.

The Company is now in a position to control both the pace and direction of future exploration on these highly prospective properties and to this end commissioned Mr John Nethery to undertake a review of all historical geological work, and to prepare reports and recommendations on the prospectivity and "next steps" on these tenements.

MAY RIVER



SKIRASIA HISTORIC DRILLING:

06SK98
109m @ 1.53g/t Au

11SK98
54m @ 1.83g/t Au

93SK001
96m @ 0.89g/t Au

UFOU PROSPECTS:
009UF97
11m @ 10.6% Cu, 1.98g/t Au

010UF97
19m @ 11.47% Cu, 2.17g/t Au

Mr Nethery's reports confirmed the significant potential of the tenements. He has recommended the drilling of the three target drill holes at Bolobip to a depth of 300m to 350m each, and further field examination of the South May River anomalies and structures, where "the range of alteration, mineralisation and geological settings is very similar to the Frieda River deposits". An assessment of the remote sensing and geological surveys lends encouragement to the concept that the South May River anomalies share the same structural geological setting as the Frieda River deposits.

Eddie Creek



The Board investigated options for the recommended Stage 2 Drilling Program of 10 holes to 200m each, but carried out no drilling during the quarter. Subject to further capital raising and general market conditions, the Company will consider drilling these 10 holes in the current quarter. Contingent upon successful Stage 2 results and then general market conditions, the Stage 3 Drilling Program may follow with the aim of establishing a JORC resource as soon as practicable.

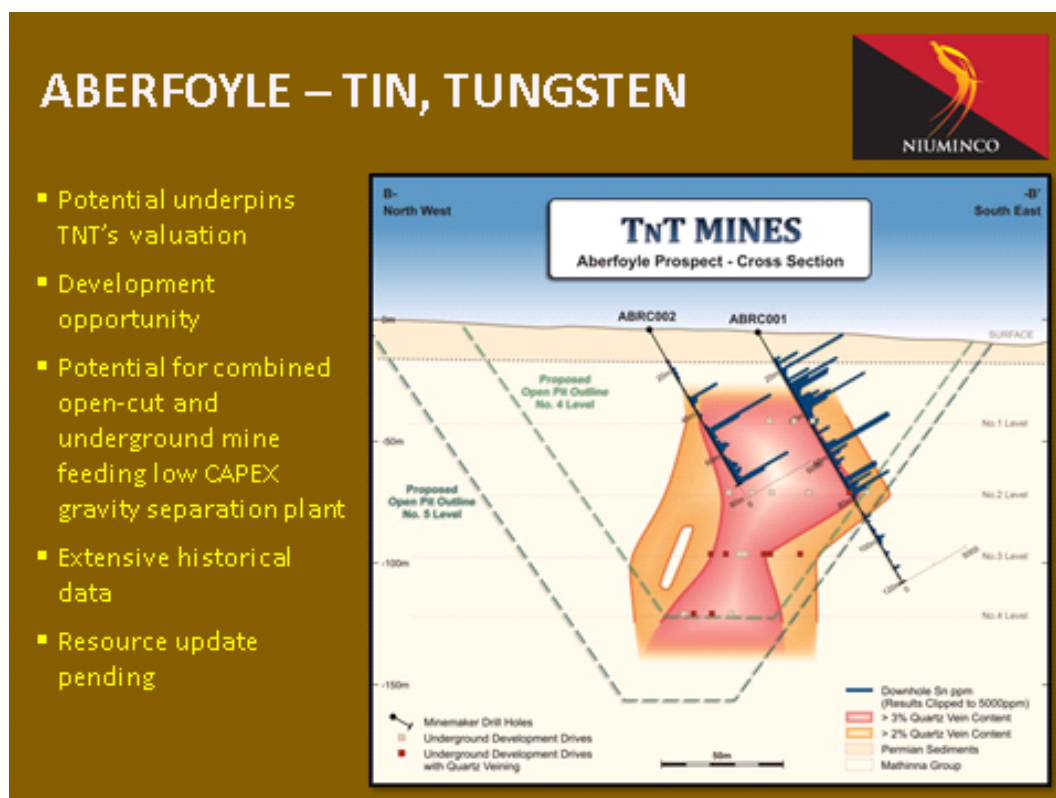
The Board continues to review all options for the Edie Creek Mining Leases, whilst further reducing the cost of operations. Preliminary investigations and costings of more efficient processing plant and equipment for lower grade bulk tonnage ore bodies are continuing.

Additional excess plant and equipment was disposed of, and costs were cut further during the quarter.

OFF MARKET TAKEOVER OFFER FOR TNT MINES LIMITED

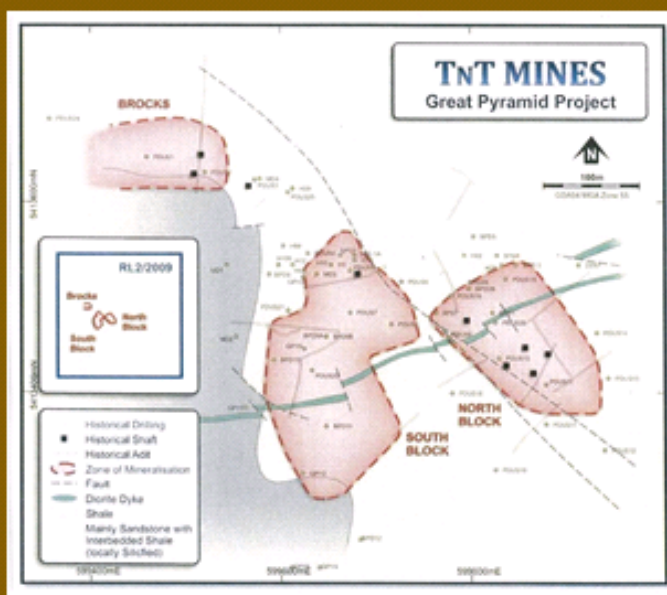
On 7 November, 2013 the off-market takeover offer for TNT Mines Limited closed with 72.55% acceptances from 3392 shareholders.

TNT Mines Limited holds a suite of six exploration areas in northern Tasmania, prospective for tin, tungsten, magnetite and fluorspar. An independent valuation of the TNT Mines Limited projects/assets undertaken during the takeover valued them at \$4,000,000.



Four of these areas are classified as “Advanced Exploration Areas” and a report was commissioned to complete 3D modelling and compile extensive historical data across the four sites, with the aim of upgrading the exploration targets/historical estimates to JORC 2012 Inferred Resources. An interim report has been received with a final report due in February. The interim report indicates that approximately 60% of the historical estimates/exploration targets (representing 20,000 tonnes contained tin) will be able to be upgraded to 2012 JORC Inferred Resource status without further drilling, and that drill targets will be identified for the balance of the current exploration targets.

GREAT PYRAMID – TIN



- Exploration target of \approx 3.0m tonnes @ 0.22% Sn.
- Shallow, near surface deposit with low stripping ratio.
- Excellent infrastructure and access to site.
- Low CAPEX as planned operation is a satellite mine to Aberfoyle.

RIGHTS ISSUE and SHARE PURCHASE PLAN

On 13 November, 2013 Niuminco Group Limited announced a renounceable pro-rata rights issue at an issue price of \$0.007 for each new ordinary share on the basis of one new share for every four shares held on the record date, to raise up to the sum of \$862,182, and an offer to subscribe for a maximum of \$15,000 worth of fully paid ordinary shares at \$0.007 per share through a Share Purchase Plan to raise up to \$1,034,619.

The rights issue closed on 6 December, 2013 with 28,805,770 shares issued to raise \$201,640.39.

The Share Purchase Plan closed on 13 December, 2013 with 43,628,614 shares issued to raise \$305,400.30.

EXPENDITURE AND FUTURE FUNDING

The Board and Management are continuing to reduce the cash costs incurred by the Group and pursuing funding strategies to advance the Group's Papua New Guinea and TNT Mines Limited projects, including asset disposals where appropriate.

Managing Director Mr Tracey Lake has offered to take a \$100,000 reduction in the fees his company is paid for the provision of services for the next 12 months, effective from 1 March 2014, and the non-executive Directors continue to draw no cash remuneration.

The Board will make further announcements in the near future on current debt and equity raising initiatives.

Mark Ohlsson
Company Secretary
31 January 2014

SCHEDULE OF TENEMENTS

Permit Type	Permit Number	Location	Held Via	Beneficial %	Agreement Type
NIUMINCO GROUP LIMITED – PAPUA NEW GUINEA ASSETS					
Exploration licence	EL 1438	Bolobip	Niuminco (ND) Limited	100	
Exploration licence	EL 2087	Hotmin	Niuminco (ND) Limited	100	
Exploration licence	EL 2088	Ama	Niuminco (ND) Limited	100	
Exploration licence	EL 2089	Wameimin	Niuminco (ND) Limited	100	
Exploration licence	EL 2090	Fagobip	Niuminco (ND) Limited	100	
Exploration licence	EL 1441	May River	Niuminco (ND) Limited	100	
Mining lease	ML 144	Edie Creek	Niuminco Edie Creek Limited	83	Joint venture
Mining lease	ML 380	Edie Creek	Niuminco Edie Creek Limited	83	Joint venture
Mining lease	ML 384-392	Edie Creek	Niuminco Edie Creek Limited	83	Joint venture
Mining lease	ML 402-410	Edie Creek	Niuminco Edie Creek Limited	83	Joint venture
Mining lease	ML 444-446	Edie Creek	Niuminco Edie Creek Limited	83	Joint venture
Mining lease	ML 462	Edie Creek	Niuminco Edie Creek Limited	83	Joint venture
TNT MINES LIMITED – TASMANIAN ASSETS*					
Retention licence	RL10/1988	Moina	Geotech International P/L	0	Option to acquire 80%
Exploration licence	EL27/2004	Aberfoyle Storeys Creek Royal George	TNT Mines Limited	100	
Retention licence	RL2/2009	Great Pyramid	TNT Mines Limited	100	
Retention licence	RL1/2009	Anchor	TNT Mines Limited	100	
Exploration licence	EL63/2004	Oonah	Geoinformatics	75	Joint venture

* Niuminco Group Limited has a 72.54% interest in TNT Mines Limited.

The information in this report that relates to exploration results is based on Information reviewed by Ian Plimer (BSc [Hons], PhD) who is a Fellow of the Australasian Institute of Mining and Metallurgy. Professor Plimer is a director of Niuminco Group Limited and has sufficient experience relevant to the style of mineralisation and type of deposit under consideration and to the activity 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. He consents to the inclusion in the report of the matters based on this information in the form and context in which it appears.