



ASX Release

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OVERLAND RESOURCES LIMITED

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Issued Capital:

194.1 million shares
15.8 million unlisted options

ASX Symbol: OVR

DECEMBER 2011 QUARTERLY ACTIVITIES REPORT

HIGHLIGHTS

- **Final analytical assay results received from recently completed 10,500 metre drilling programme at the Yukon Base Metal Project.**
- **High grade mineralisation intersected at the Andrew Zinc Deposit extending the strike length of the mineralisation by 150 metres. Results include:**
 - **6.0 metres at 15.4% zinc**
 - **4.0 metres at 10.9% zinc**
 - **3.0 metres at 12.5% zinc**
 - **2.0 metres at 11.0% zinc**
- **Additional high grade mineralisation confirmed at the Darcy Zinc Deposit, including:**
 - **6.0 metres at 12.5% zinc**
 - **7.0 metres at 6.9% zinc**
- **Mineralisation at both deposits remains open at depth.**
- **Exclusive option and due diligence period extended for the Anyox Copper Project, British Columbia, Canada.**
- **\$4.5 million cash at bank**

During the December 2011 quarter Overland Resources Limited (ASX: OVR and "Company") received analytical results for the final 14 holes completed during the Company's recently completed 10,437 metre diamond drilling program at the Yukon Base Metal Project.

The expansion drilling portion of this programme targeted vertical and lateral extensions of the high grade Andrew and Darcy Zinc Deposits, where mineralisation at both deposits remained open in all directions. The results of the drilling programme indicate that while both deposits appear closed off to the west, mineralisation of significant grade and thickness continues at depth and to the east of the Andrew Zinc Deposit.

The results from the drilling programme will now be utilised to revise the JORC Code compliant resource for the Project.

Geotechnical and hydrological information collected from the drilling programme will be combined with the new JORC Code compliant resource estimate to establish open pit designs, mine schedules and development plans. This information, combined with environmental base line data, heritage survey information and socio-economic information collected throughout the quarter will be utilised to prepare and submit a mine permit application in 2012.

During the quarter the Company announced an extension to exclusive option and due diligence period for the acquisition of 100% of the Anyox Copper Project in British Columbia, Canada. The Anyox Copper Project comprises 72 Crown Granted Claims (approximately 2,500 hectares) centred on the historical Hidden Creek Copper Mine, where previous production from underground mining totaled 21.8Mt at 1.57% Cu, 0.17g/t Au and 9.5 g/t Ag.

In anticipation of the successful completion of the due diligence and execution of a definitive agreement, the Company has applied to Energy and Mines of British Columbia for an exploration permit. The granting of this permit will allow field operations and a drilling programme to commence shortly after a definitive agreement is executed.

YUKON BASE METAL PROJECT

Andrew Zinc Deposit

The results from the recent drilling provide the Company with encouragement that the mineralisation at the Andrew Zinc Deposit extends beyond the bounds of the current drilling. Considerable potential exists to continue to extend the resource base at depth, although deeper drilling is likely to be undertaken only once the Project is in production.

A total of eleven holes were completed at the Andrew Zinc Deposit as part of the 2011 drilling programme. Results from the final three holes designed to test for the continuation of mineralisation at depth and to the east of the known resource were returned during the quarter. Significant high grade mineralisation was reported, with results including:

- 2.0 metres at 11.0% zinc from 293.0 metres in AN11-137
- 3.0 metres at 12.5% zinc from 256.0 metres, and
- 6.0 metres at 15.4% zinc from 266.0 metres in AN11-138
- 4.0 metres at 10.9% zinc from 336.0 metres in AN11-139

The Company is very encouraged by the result from AN11-139 (Figure 1) as it indicates the mineralised system continues beyond the bounds of the current resource at the Andrew Zinc Deposit, by approximately 150 metres to the east. This extends the strike of mineralisation at the Andrew Zinc Deposit from 500 metres to 650 metres, a 30% increase.

Darcy Zinc Deposit

A key focus for the Company during the 2011 drilling programme was the definition of the strike extent of the mineralisation at the Darcy Zinc Deposit. Analytical results were received for the final seven holes during the quarter. Better intercepts included:

- 6.0 metres at 12.5% zinc from 178.0 metres in DY11-043
- 7.0 metres at 6.9% zinc from 100.0 metres in DY11-049

The results from the 2011 drilling indicate that mineralisation of economic thickness and grade continues to a vertical depth of at least 170 metres at the Darcy Zinc Deposit, with mineralisation remaining open at depth. The lateral extent of the mineralisation at this deposit is now defined to be 450 metres, an increase of 150 metres since 2010.

These results provide encouragement that the open pit development at the Darcy Zinc Deposit can be extended deeper than previously proposed. Design of a new pit shell will commence once a new JORC Code compliant resource estimate is completed.

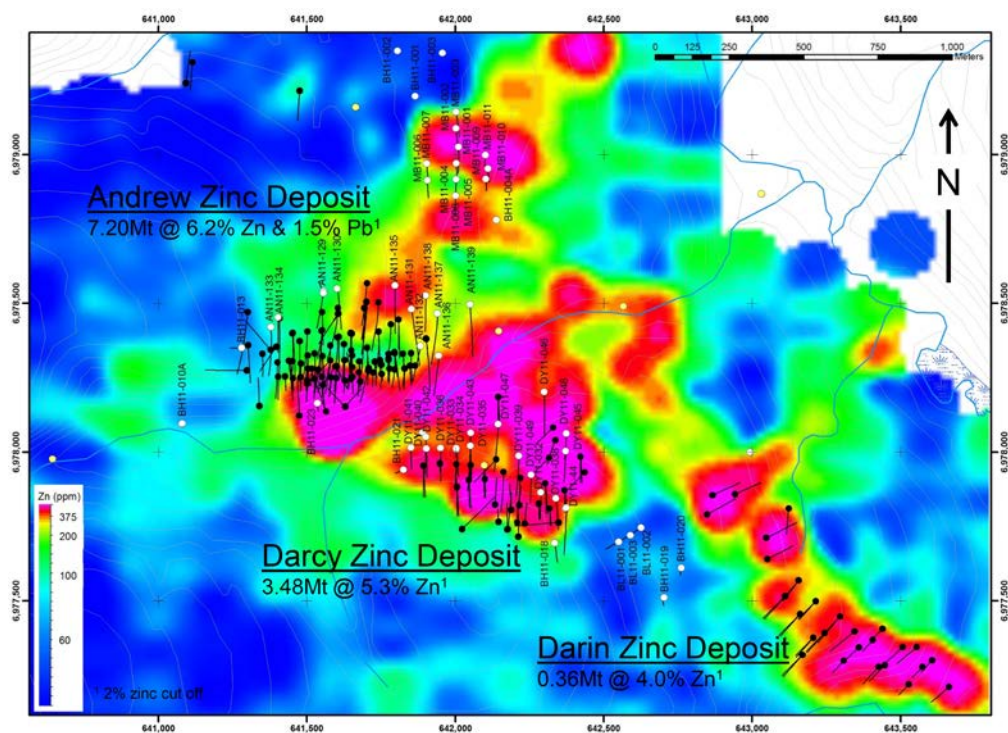


Figure 1. Andrew, Darcy and Darin Zinc Deposits hosted in a 2,500 metre long anomalous zinc in soil geochemistry corridor.

Andrew Northeast Prospect

Inaugural drill testing of the zinc in soil geochemistry anomaly that extends some 2,000 metres to the north east of the Andrew Zinc Deposit was undertaken to explore for additional shallow resources. Analytical results received for all eleven holes drilled in this area indicated the presence of shallow low grade mineralisation in this area.

Other Prospects and Ongoing Drilling Programme

During the quarter work was undertaken compiling and analysing the significant data collected during 2011 to advance the highly prospective Riddell, Pinnacle and Hugo Creek Prospects. This work included examining the soil geochemistry results obtained from the expanded grid surrounding the Andrew, Darcy and Darin Zinc Deposits. This work will generate drill targets to be tested in 2012.

Yukon Base Metal Project – JORC Resource

With the receipt of the final analytical results from the 2011 drilling the Company is now reviewing the JORC Code compliant resource for the Yukon Base Metal Project. The present JORC Code compliant resource stands at:

11.0 Mt at 5.8% zinc and 1.0% lead

Table 1. JORC Code compliant resource for the Yukon Base Metal Project (2% zinc cut off)

Deposit	Measured			Indicated			Inferred			Total		
	Tonnes	Zinc (%)	Lead (%)	Tonnes	Zinc (%)	Lead (%)	Tonnes	Zinc (%)	Lead (%)	Tonnes	Zinc (%)	Lead (%)
Andrew	1,610,000	5.5	1.7	4,690,000	6.2	1.6	900,000	7.0	0.7	7,200,000	6.2	1.5
Darcy				884,000	5.3	0.1	2,601,000	5.3	0.0	3,485,000	5.3	0.0
Darin							360,000	4.0	0.2	360,000	4.0	0.2
Total	1,610,000	5.5	1.7	5,570,000	6.1	1.3	3,865,000	5.6	0.2	11,045,000	5.8	1.0

Yukon Base Metal Project - Mine Permitting

Several regulatory bodies are involved in the Yukon Mine permitting and approval process, including the Yukon Environment and Socio-economic Assessment Board (YESAB), the Department of Energy, Mines and Resources (EMR) and the Yukon Water Board (see Figure 2). The entire permitting process is expected to take between 18 and 24 months.

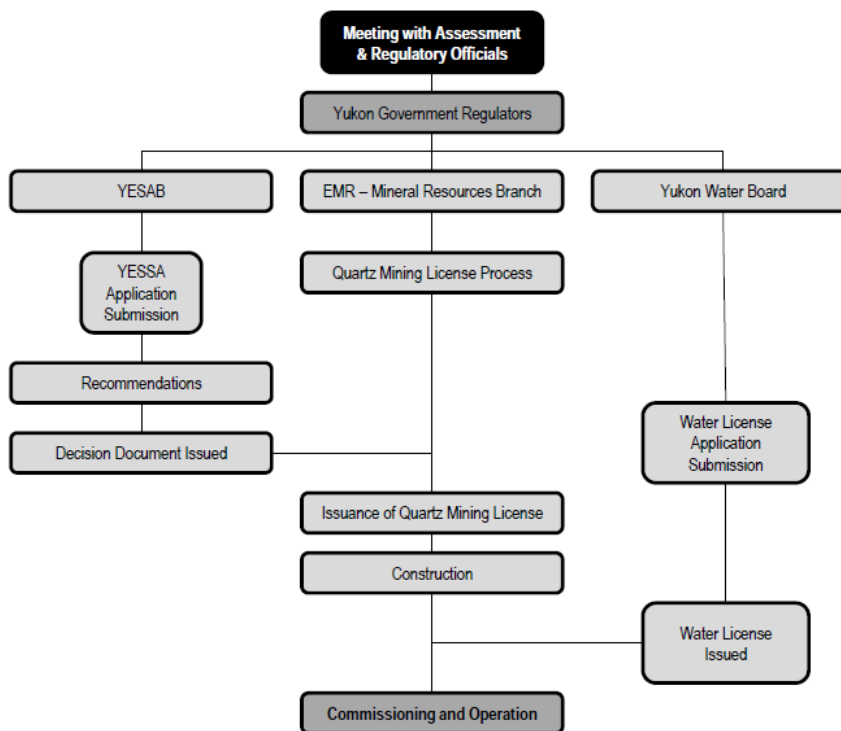


Figure 2. Simplified mine permitting process chart outlining the key steps and main regulatory bodies involved in securing an operating mine license as provided by the Yukon Government.

During the quarter the Company continued to work towards submitting a mine permit application in 2012 with meetings being held with Energy Mines and Resources, Yukon Highways, the Port of Skagway and the YESAB executive committee to provide updates on the project pathway.

Environmental base line, heritage survey and socio-economic information collected throughout the quarter is being collated and prepared for inclusion into a mine permit application.

ANYOX COPPER PROJECT

During the quarter Overland Resources announced an extension until 18 March 2012 for the exclusive option and due diligence period for the acquisition of 100% of the Anyox Copper Project. The extension is to provide sufficient time to satisfactorily complete due diligence on the Project.

The Anyox Copper Project is located in northern British Columbia, Canada and comprises 72 Crown Granted Claims (approximately 2,500 hectares) centred on the historical Hidden Creek Copper Mine (Figure 3). Previous production from 1910 to 1936 at the underground Hidden Creek mining operation totalled 21.8Mt at 1.57% Cu, 0.17g/t Au and 9.5 g/t Ag.

In anticipation of the successful completion of the due diligence and execution of a definitive agreement the Company has applied to Energy and Mines of British Columbia for an exploration permit. This permit is expected to be granted in late March. It will allow field operations, including drilling, to commence shortly after a definitive agreement is executed.



Figure 3. Location of the Anyox Copper Project, British Columbia, Canada.

Hugh A Bresser
Managing Director

Table 1. Recently completed diamond drill holes and significant intercepts from the Yukon Base Metal Project

	Hole ID	Easting	Northing	Azimuth	Dip	Total Depth	Comments
Andrew Zinc Deposit	AN11-129	641550	6978540	180	-70	399	NSR
	AN11-130	641600	6978550	180	-70	379	NSR
	AN11-131	641850	6978480	180	-60	372	4.0m @ 1.8% Pb from 57.0m 1.0m @ 9.5% Zn from 179.0m 3.0m @ 2.2% Zn from 200.0m 2.0m @ 3.6% Zn from 249.0m 2.0m @ 4.4% Zn from 268m 6.5m @ 1.9% Zn from 274m
	AN11-132	641875	6978333	180	-60	247	3.2m @ 1.7% Zn & 2.7% Pb from 93.1m 3.3m @ 9.7% Zn from 112.7m 12.0m @ 3.5% Zn from 123.0m 3.0m @ 8.4% Zn from 140.0m 6.0m @ 4.0% Zn from 157.0m
	AN11-133	641375	6978420	180	-60	334	NSR
	AN11-134	641400	6978450	180	-70	326	NSR
	AN11-135	641794	6978555	180	-70	479	4.0m @ 2.4% Zn from 236.0m
	AN11-136	641950	6978333	180	-50	213	NSR
	AN11-137	641950	6978480	180	-60	344	4.0m @ 1.0% Zn from 282.0m 2.0m @ 11.0% Zn from 293.0m
	AN11-138	641900	6978525	180	-70	342	3.0m @ 12.5% Zn from 256.0m 6.0m @ 15.4% Zn from 266.0m
AN11-139	642050	6978500	180	-60	349	4.0m @ 10.9% Zn from 336.0m	
Darcy Zinc Deposit	DY11-032	642287	6977860	180	-60	178	6.3m @ 9.1% Zn from 9.7m 5.0m @ 1.7% Zn from 23.0m 3.0m @ 1.5% Zn from 33.0m 16.0m @ 8.0% Zn from 49.0m
	DY11-033	642000	6978012	180	-50	143	4.0m @ 2.0% Zn from 43.0m 2.0m @ 10.7% Zn from 105.0m 13.0m @ 4.7% Zn from 111.0m
	DY11-034	642000	6978012	180	-70	90	NSR
	DY11-035	642050	6978018	180	-60	228	9.9m @ 8.1% Zn from 144.3m 10.5m @ 6.1% Zn from 157.0m
	DY11-036	641950	6978015	180	-50	174	24.0m @ 5.0% Zn from 84.0m
	DY11-037	641950	6978015	180	-70	152	3.0m @ 10.0% Zn from 85.0m 11.0m @ 5.8% Zn from 101.0m
	DY11-038	642337	6977840	180	-50	165	3.0m @ 2.1% Zn from 21.0m
	DY11-39	642210	6977985	180	-50	214	4.0m @ 1.2% Zn from 113m 7.0m @ 2.2% Zn from 122m
	DY11-040	641900	6978011	180	-60	183	NSR
	DY11-041	641850	6978016	180	-60	156	NSR

	DY11-042	641900	6978050	180	-62	258	NSR
	DY11-043	642050	6978068	180	-60	276	6.0m @ 12.5% Zn from 178.0m
	DY11-044	642370	6977810	180	-50	249	NSR
	DY11-045	642370	6978000	180	-50	165	NSR
	DY11-046	642300	6978200	180	-60	287	NSR
	DY11-047	642150	6978100	180	-60	331	NSR
	DY11-048	642370	6978055	180	-50	137	NSR
	DY11-049	642250	6977930	180	-50	151	7.0m @ 6.9% Zn from 100.0m
Andrew Northeast	MB11-001	642006	6979026	180	-60	178	7.0m @ 0.5% Zn & 0.3% Pb from 67.0m
	MB11-002	642000	6979083	180	-60	168	2.0m @ 0.6% Zn & 1.6% Pb from 52.0m
	MB11-003	642000	6979138	180	-60	169	2.0m @ 0.7% Zn & 1.0% Pb from 111.0m
	MB11-004	642000	6978970	180	-60	120	1.0m @ 1.1% Zn & 0.5% Pb from 65.0m 9.0m @ 1.0% Zn & 1.1% Pb from 69.0m
	MB11-005	642000	6978915	180	-60	123	4.0m @ 0.8% Zn & 9.9% Pb from 65.0m
	MB11-006	641900	6978915	180	-60	124	NSR
	MB11-007	641900	6978970	180	-60	123	3.0m @ 1.7% Zn & 0.4% Pb from 114.0m
	MB11-008	642000	6978860	180	-60	123	NSR
	MB11-009	642100	6978915	180	-60	73	NSR
	MB11-010	642100	6978955	180	-60	88	NSR
	MB11-011	642100	6978995	180	-60	66	4.0m @ 1.2% Zn from 51.0m
BL Area	BL11-001	642550	6977698	240	-50	81	NSR
	BL11-002	642626	6977745	240	-50	64	NSR
	BL11-003	642590	6977720	240	-50	80	NSR

The information in this report that relates to Mineral Resources or Ore Reserves is based on information compiled by Mr Peter Ball who is a Member of the Australasian Institute of Mining and Metallurgy. Mr Peter Ball is the Manager of Data Geo. Mr Peter Ball has sufficient experience which is relevant to the style of mineralisation 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 Peter Ball consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

The information in this report that relates to Exploration Result is based on information compiled by Mr Hugh Alan Bresser who is a Member of the Australasian Institute of Mining and Metallurgy. Mr Hugh Alan Bresser is a Director of Overland Resources Limited, he has sufficient experience which is relevant to the style of mineralisation 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'. Hugh Alan Bresser consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.