ASX Release

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JUNE 2008
QUARTERLY ACTIVITIES REPORT

HIGHLIGHTS

ANDREW ZINC DEPOSIT

- **105 drill holes for more than 18,500m completed since April 2008**
- **Continuity of mineralisation confirmed within proposed start up open pit**
- **Exceptional thick high grade mineralisation intersected beyond the proposed start up open pit**
- **Open pit and/or underground expansion potential confirmed**
- **Analytical results for 59 diamond drill holes include:**
  - **55.3m at 11.2% Zn and 3.9% Pb from 216.4m**
  - **21.2m at 19.6% Zn from 272.8m**
  - **36.3m at 8.0% Zn and 6.7% Pb from 221.3m**
  - **17.0m at 14.6% Zn and 0.3% Pb from 29.5m**
  - **12.9m at 14.8% Zn and 8.4% Pb from 148.2m**
  - **26.7m at 11.0% Zn and 1.4% Pb from 96.8m**
  - **38.0m at 5.8% Zn and 2.6% Pb from 136.2m**
  - **25.4m at 5.5% Zn and 4.5% Pb from 62.5m**
  - **30.4m at 7.2% Zn from 115.8m**
  - **19.2m at 5.8% Zn and 3.2% Pb from 150.9m**
  - **13.0m at 10.4% Zn from 55.8m**
  - **10.3m at 14.5% Zn and 1.3% Pb from 259.8m**
- **Drilling commenced on "proximal" regional targets**
- **Environmental base line study underway**

CORPORATE

- **$10 million capital raising completed**
- **Strategic partnership with Glencore International AG established**

Summary of June 2008 Quarter Activities

Overland Resources Limited (ASX:OVR and "Overland Resources" or the "Company") is fast tracking the development of the Andrew Zinc Deposit in the Yukon Territory, Canada, towards production.

An economic mining study into the potential development of the Andrew Zinc Deposit completed during the April 2008 quarter provided a positive financial outcome. This highlighted the potential to establish a low capital cost (US$60 million) and low production cost mining operation at the Andrew Zinc Deposit.

The economic mining study identified an optimised start up open pit mining operation that would provide 2.9Mt at 5.9% Zn, 3.3% Pb, 10.1g/t Ag and 27.0g/t Ge[1] of processing plant feed with considerable potential for the operation to be expanded through underground operations or cut backs of the designed open pit operation.

Second phase drilling programme

Overland Resources commenced a second phase of diamond drilling at the Yukon Base Metal Project in April 2008 to advance the Andrew Zinc Deposit towards production.

There are three objectives to the drilling programme; firstly validating the continuity of mineralisation within the proposed initial start up open pit; secondly evaluating the depth and quality of mineralisation at the Andrew Zinc Deposit beyond the bounds of the proposed start up open pit and thirdly testing multiple high quality targets near the Andrew Zinc Deposit.

To date the Company has completed 105 holes for approximately 18,500m. Analytical results have been reported for 59 holes, with results for 46 holes pending.

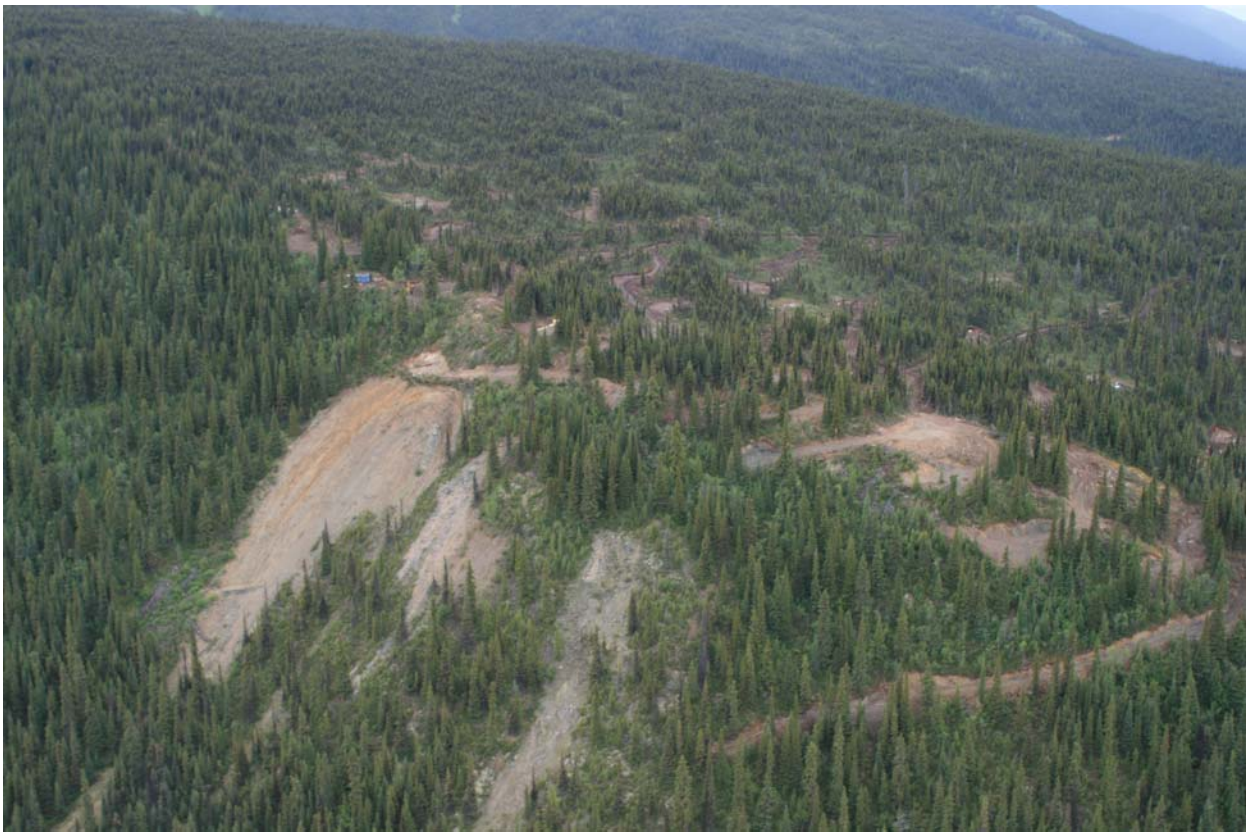

Figure 1. Diamond drill rigs on the outcropping Andrew Zinc Deposit

[1] Cut-off grade of 3% zinc applied

Mineralisation intersected within the proposed start up open pit

Drilling conducted within the bounds of the proposed start up open pit has intersected exceptional thicknesses of high grade mineralisation. Exceptional analytical results returned from these holes include:

- **17.0m at 14.6% Zn and 0.3% Pb from 29.5m in AN08-087**
- **7.8m at 13.8% Zn and 2.3% Pb from 60.4m in AN08-052**
- **26.7m at 11.0% Zn and 1.4% Pb from 96.8m in AN08-066**
- **13.0m at 10.4% Zn from 55.8m in AN08-064**
- **38.0m at 5.8% Zn and 2.6% Pb from 136.2m in AN08-082**
- **25.4m at 5.5% Zn and 4.5% Pb from 62.5m in AN08-054**
- **15.0m at 5.4% Zn and 2.4% Pb from 51.2m in AN08-074**
- **19.2m at 5.8% Zn and 3.2% Pb from 150.9m in AN08-088**

These analytical results provide the Company with confidence in the continuity and robust nature of the shallow mineralisation at the Andrew Zinc Deposit. The Company anticipates combining this latest information with geotechnical data currently being collected to enable upgrading the resource to a higher level of confidence at the conclusion of the current drilling program.

Figure 2. Diamond drill rig at the Andrew Zinc Deposit

Mineralisation intersected beyond the bounds of the proposed start up open pit

Considerable high grade mineralisation has been intersected in holes drilled to evaluate the expansion potential of the initial start up open pit with exceptionally thick, high grade mineralisation intersected up to 100 metres beneath the lower limits of the proposed open pit. Significant intersections include:

- **55.3m at 11.2% Zn and 3.9% Pb from 216.4m in AN08-045**
- **21.2m at 19.6% Zn from 272.8m in AN08-047**
- **36.3m at 8.0% Zn and 6.7% Pb from 221.3m in AN08-048**
- **10.3m at 14.5% Zn and 1.3% Pb from 259.8m in AN08-053**

- **21.0m at 6.4% Zn from 96.3m in AN08-100**
- **30.4m at 7.2% Zn from 115.8m in AN08-034**
- **12.9m at 14.8% Zn and 8.4% Pb from 148.2m in AN08-046**

The Company believes these results reinforce the considerable expansion potential of the mining operation at the Andrew Zinc Deposit through additional open pit and/or underground development. This highlights the robust nature of the project and its potential to be bought into production in the near term.

Figure 3. High grade zinc mineralisation (sphalerite) in diamond core from hole AN08-034

Proximal regional targets

In addition to the further evaluation of the Andrew Zinc Deposit the Company commenced drill evaluation of numerous high quality "regional" targets proximal to the Andrew Zinc Deposit during May 2008. At the Lad Prospect holes LD08-01 and LD08-02 intersected sporadic mineralisation including galena (lead sulphide) and sphalerite (zinc sulphide) over short but uneconomic widths.

Three holes, RB08-001, RB08-002, RB08-003 were drilled to follow up historical soil geochemistry (cira 1969) to the north west of the Andrew Zinc Deposit. These holes intersected brecciated sandstones and mudstones similar to those at the Andrew Zinc Deposit. Only minor traces of mineralisation were observed.

Three holes DN08-001, DN08-002 and DN08-003 have been completed to follow up the soil geochemistry anomaly at the Darin Zone, located approximately 2,000m to the south east of the Andrew Zinc Deposit. Whilst no economic mineralisation was intersected further drilling will be conducted to fully evaluate the potential of the soil anomaly.

Evaluation of the regional targets continues with the focus on further testing of the poorly evaluated 2,500 metre long high tenor zinc in soil anomaly located immediately to the south east of the Andrew Zinc Deposit. Numerous other high quality regional targets are also being evaluated in preparation for drilling.

Ongoing work

Drilling at the project continues, with two diamond drilling rigs currently operating to increase the confidence in the resource, to test for expansions of the resource and to collect further geotechnical information at the Andrew Zinc Deposit. In addition evaluation of numerous high quality "regional" targets proximal to the Andrew Zinc Deposit continues.

During the June quarter the Company held meetings with Yukon and Canadian regulators, assessors and community groups to provide updates on the Yukon Base Metal Project and to assist in streamlining the mining approvals and permitting process.

Figure 4. Regulators and assessors meeting Whitehorse, Yukon Territory

Corporate

During the June 2008 quarter Overland entered into subscription agreements with institutional, sophisticated and industry investors to raise $10 million through the issue of 20 million new shares at $0.50 per share.

As part of this placement the Company entered into a life of mine concentrate off take agreement with Glencore International AG ("Glencore"), whereby Glencore agree to undertake the sales and marketing of all concentrates produced from the Andrew Zinc Deposit.

Overland welcomes the strategic partnership with Glencore International AG. This partnership provides the Company with access to the resources and knowledge of a major industry institution that has global mining, marketing, freight and smelting operations.

Hugh A Bresser
Managing Director

Overland Resources Limited has not yet reported any ore reserves from the Andrew Zinc Deposit. While the Company remains optimistic it will report reserves in the future, any discussion in relation to production targets is only conceptual in nature and there has been insufficient work to define a Mineral Reserve and it is uncertain if further work will result in the determination of a Mineral Reserve.

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 Australian 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 'Australian 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 Australian 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 'Australian 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.

Table 1. Diamond Drilling at the Yukon Base Metal Project

Hole ID	Type	NAD 83 Zone 8 EAST	NAD 83 Zone 8 NORTH	Azimuth	Dip	Total Depth	Comments
AN08-034	Diamond	641795	6978333	180	-62	178.4m	30.4m @ 7.2% Zn from 115.8m Including 14.5m @ 13.3% Zn from 124.5m
AN08-035	Diamond	641550	6978315	180	-63	238.4m	36.5m @ 3.1% Zn & 1.2% Pb from 134.33m Including 11.6m @ 6.7% Zn & 1.9% Pb from 149.12m 5.2m @ 2.1%Zn & 3.4% Pb from 197.2m 4.2m @ 9.2% Zn & 25.2% Pb from 219.6m
AN08-036	Diamond	641795	6978333	180	-70	192m	14.8m @ 5.2% Zn from 125.4m 14.9m @ 6.8% Zn from 157.8m
AN08-037	Diamond	641800	6978445	180	-64	298.7m	2.2m @ 4.2% Zn from 223m 1.9m @ 24.3% Zn from 236.2m
AN08-038	Diamond	641550	6978315	180	-73	245.4m	4.6m @ 8.2% Zn & 10.1% Pb from 167.5m 2.0m @ 16.1% Zn from 180m 3.7m @ 4.5% Zn from 194.7m 4.3m @ 2.2% Pb from 201.3m
AN08-039	Diamond	641700	6978350	180	-55	158.5m	4.8m @ 1.5% Zn from 133.7m
AN08-040	Diamond	641549	6978406	180	-61	275.8m	3.4m @ 8.8%Zn from 206.5m 10.6m @ 6.2%Zn from 220m
AN08-041	Diamond	641800	6978445	180	-70	291.7m	4.5m @ 2.7% Zn from 237.7m
AN08-042	Diamond	641700	6978350	180	-70	192.0m	5.0m @ 20% Zn from 117.5.8m 27.5m @ 4.2% Zn from 128.0m Including 9.3m @ 6.7% Zn from 146.3m
AN08-043	Diamond	641400	6978300	180	-60	260.7m	NSM
AN08-044	Diamond	641708	6978273	180	-70	166.1m	3.0m @ 2.1% Zn from 102.3m 3.0m @ 1.0% Zn from 122.7m
AN08-045	Diamond	641548	698407	180	-70	298.4m	55.3m @ 11.2% Zn & 3.9% Pb from 216.4m Including 35.4m @ 13.0% Zn & 6% Pb from 236.2m
AN08-046	Diamond	641450	6978305	180	-65	222.5m	3.6m @ 3.6% Zn & 1.1% Pb from 133.4m 12.9m @ 14.8% Zn & 8.4% Pb from 148.2m
AN08-047	Diamond	641700	6978505	180	-70	335.3m	21.2m @ 19.6% Zn from 272.8m Including 16.2m @ 25.5% Zn from 272.8m
AN08-048	Diamond	641451	6978401	180	-60	284.9m	36.3m @ 8.0% Zn & 6.7% Pb from 221.3m Including 18.2m @ 11.5% Zn & 9.4% Pb from 232.1m
AN08-049	Diamond	641496	6978241	180	-50	112.8m	7.0m@ 4.6% Zn & 2.5% Pb from 78.2m 5.5m @ 1.5%Pb from 90.7m
AN08-050	Diamond	641550	6978470	180	-72	345.9m	3.8m @ 1.2% Zn from 270.1m
AN08-052	Diamond	641496	6978241	180	-55	129.7m	7.8m @ 13.8% Zn & 2.3% Pb from 60.4m
AN08-053	Diamond	641699	6978504	180	-60	352.0m	10.3m @ 14.5%Zn & 1.3% Pb from 259.8m Including 5.9m @ 24% Zn & 1.3% Pb from 264.1m
AN08-054	Diamond	641450	6978248	180	-70	160.0m	25.4m @ 5.5% Zn & 4.5% Pb from 62.5m Including 9.4m @ 5.1% Zn & 0.4% Pb from 62.5m And 8.7m @ 10.2% Zn & 12.6% Pb from 79.2m
AN08-055	Diamond	641501	6978321	180	-70	240.7m	22.9m @ 3.4% Zn & 2.4% Pb from 173.8m Including 5.7m @ 12.5% Zn & 2.9% Pb from 173.8m
AN08-057	Diamond	641748	6978293	180	-60	114.6m	2.0m @ 2.2% Zn from 86.8m
AN08-063	Diamond	641677	6978303	180	-55	149.4m	4.4m @ 6.1% Zn & 0.5% Pb from 126.2m
AN08-064	Diamond	641598	6978249	180	-70	132.3m	6.0m @ 5.2% Zn from 41.8m 13.0m @ 10.4% Zn from 55.8m
AN08-066	Diamond	641600	6978287	180	-62	149.4m	26.7m @ 11.0% Zn & 1.4% Pb from 96.8m
AN08-069	Diamond	641577	6978355	180	-70	225.6m	4.5m@ 7.1% Zn & 0.9% Pb from 158.1m 4.5m @ 0.2% Zn & 8.2%Pb from 162.6m
AN08-074	Diamond	641575	6978250	180	-55	112.8m	15.0m @ 5.4% Zn & 2.4% Pb from 51.2m
AN08-077	Diamond	641649	6978324	180	-60	78.3m	Geotechnical hole NSM
AN08-078	Diamond	641477	6978298	180	-70	175.3m	6.0m @ 1.3% Zn & 0.8% Pb from 140.4
AN08-079	Diamond	641575	6978305	178	-60	225.6m	52.3m @ 3.4% Zn & 0.4% Pb from 116.6m Including 3.0m @ 5.7% Zn from 116.6m And 3.8m @ 4.8% Zn from 124.0m

							And 5.0m @ 4.7% Zn from 131.1m And 18.7m @ 5.7% Zn and 0.8% Pb from 140.8m 11.5m @ 2.3% Zn and 3.6% Pb from 191.7m
AN08-080	Diamond	641676	6978302	180	-70	178.3m	NSM
AN08-082	Diamond	641575	6978305	180	-70	233.2m	38.0m @ 5.8% Zn & 2.6% Pb from 136.2m Including 23m @ 8.4% Zn & 3.4% Pb from 140.2m
AN08-083	Diamond	641650	6978340	180	-55	189.0m	12.3m @ 1.4% Zn & 1.3% Pb from 155.5m Including 4.9m @ 1.7% Zn & 3.2% Pb from 155.5m
AN08-085	Diamond	641539	6978277	180	-60	159.2m	9.4m @ 0.9% Zn & 3.7% Pb from 120.7m
AN08-086	Diamond	641626	6978307	180	-60	161.5m	3.0m @ 4.2%Zn from 125.9m
AN08-087	Diamond	641624	6978239	180	-60	93.0m	17.0m @ 14.6% Zn & 0.3% Pb from 29.5m 4.7m @ 0.4% Zn and 1.8% Pb from 47.0m
AN08-088	Diamond	641539	6978277	180	-70	206.7m	18.1m @ 6.5% Pb from 105.1m 19.2m @ 5.8% Zn & 3.2% Pb from 150.9m
AN08-089	Diamond	641725	6978304	180	-55	144.8m	7.6m @ 3.2% Zn & 1.9% Pb from 88.0m
AN08-093	Diamond	641607	6978386	180	-60	243.8m	4.0m @ 2.7% Zn & 0.9% Pb from 157.5m 5.0m @ 1.9% Zn from 169.5m 2.0m @ 4.1% Zn from 181.5m 2.6m @ 4.1% Zn and 1.0% Pb from 189.5m 2.0m @ 5.3% Zn & 0.5% Pb from 211.4m
AN08-094	Diamond	641524	6978332	180	-60	253.6m	57.6m @ 3.1% Zn & 0.9% Pb from 147.9m
AN08-095	Diamond	641726	6978302	180	-70	160.0m	2.8m @ 1.9% Zn & 0.7% Pb from 91.7m
AN08-096	Diamond	641793	6978278	180	-55	109.4m	5.4m @ 4.9% Zn & 0.8% Pb from 51.3m
AN08-098	Diamond	641778	6978280	180	-60	102.1m	5.8m @ 5.8% Zn from 54.1m
AN08-099	Diamond	641644	6978244	333	-45	128.0m	Geotechnical hole NSM
AN08-100	Diamond	641774	6978311	180	-70	150.9m	21.0m @ 6.4% Zn & 0.2 % Pb from 96.3m Including 4.5m @ 17.4% Zn & 1.1% Pb from 96.3m
AN08-101	Diamond	641720	6978266	180	-60	97.5m	4.1m @ 0.3% Zn & 5.8% Pb from 74.4m
AN08-102	Diamond	641378	6978343	315	-45	182.9m	Geotechnical hole NSM
AN08-104	Diamond	641821	6978328	178	-70	196.6m	6.4m @ 7.3% Zn & 0.1% Pb 141.7m 8.0m @ 6.7% Zn & 0.1% Pb from 153.8m 2.3m @ 6.5% Zn from 170.0m
AN08-107	Diamond	641297	6978273	270	-45	199.6m	Geotechnical hole NSM
AN08-113	Diamond	641427	6978253	180	-55	85.3m	NSM
AN08-121	Diamond	641301	6978359	180	-60	258.8m	Geotechnical hole NSM
LD08-001	Diamond	639536	6982350	45	-45	120.4m	Disseminated prryhotite trace pyrite
LD08-002	Diamond	639519	6982364	45	-45	94.5m	NSM
RB08-001	Diamond	641092	6979240	06	-45	150.9m	Brecciated mudstone/sandstone
RB08-002	Diamond	641115	6979310	190	-50	148.7m	Brecciated mudstone/sandstone
RB08-003	Diamond	641475	6979215	190	-50	155.5m	Brecciated mudstone/sandstone
DN08-001	Diamond	643506	6977344	225	-60	143.3m	Brecciated sandstone with qtz with minor sulphides
DN08-002	Diamond	643663	6977211	230	-60	153.6m	Brecciated sandstone with qtz with minor sulphides
DN08-003	Diamond	643554	6977344	230	-60	176.8m	Brecciated sandstone with qtz with minor sulphides