

ASX Release

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OVERLAND RESOURCES LIMITED

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Issued Capital:

194.1 million shares
 10.8 million unlisted options

ASX Symbol: OVR

ACQUISITION OF COLOMBIAN COPPER GOLD PROJECT

- Agreement signed to acquire a 90% interest in the highly prospective, 2,245 hectare, Rio Negro Project in northern Colombia
- Rock sampling has returned anomalous gold assays of up to 23g/t Au
- Limited geological mapping and traversing has identified large zones of silica-sericite and potassic feldspar-magnetite-biotite alteration, indicative of porphyry related intrusive activity
- No previous drilling within the Project area
- Project interpreted to lie at the junction of a deep suture and the structural corridor that hosts the 12 Moz Au "California" gold fields in Colombia
- Early stage low cost exploration program to commence shortly
- Other Colombian assets are being evaluated
- \$1.8 million cash reserves

Overland Resources Limited (ASX:OVR, "Overland", "Company") is pleased to announce it has entered into an agreement with Colombian Mines Corporation ("Colombian Mines"; TSXV:CMJ) that provides the Company the right to earn a 90% interest in the Rio Negro Project located in the Santander Department of the Republic of Colombia (see Figure 1).

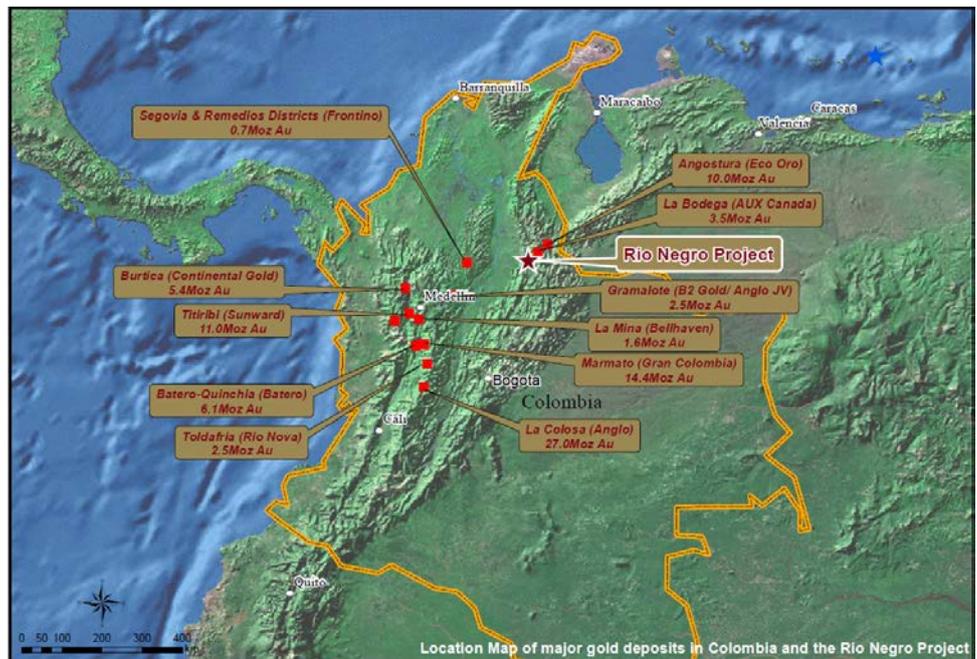


Figure 1. Location map showing major gold deposits in Colombia relative to the Rio Negro Project

The Rio Negro Project comprises 3 contiguous concession contracts together with 3 pending concession applications covering approximately 2,245 hectares of highly prospective ground along the Bucaramunga Fault Zone. The Project is interpreted to lie at the intersection of this major fault zone and another oblique north-west trending structure that hosts the 10 Moz Au Angostura and the 3.5 Moz Au La Bodega deposits in the California gold fields of Colombia (Figure 1). The deep seated Bucaramunga Fault Zone is believed to be the primary control for the concentration of the gold bearing magmas and fluids that resulted in the creation of the California field.

Modern mineral exploration activity at the Rio Negro Project area has been limited to rudimentary geological mapping and rock chip sampling at exposures along road cuts and within incised drainage areas through the northern and central portion of the Project, all of which was undertaken by Colombian Mines between 2009 and 2012. This early stage exploration has highlighted significant gold and copper results, with gold assays of up to 23g/t Au from rock chip and channel samples (Figure 2 & 3) being reported. Mapping has identified zones of intense sericite-silica alteration and potassic feldspar-magnetite-biotite alteration in intrusive rocks (Figure 4) across the Project. This is characteristic of porphyry related intrusive and epithermal mineralisation.

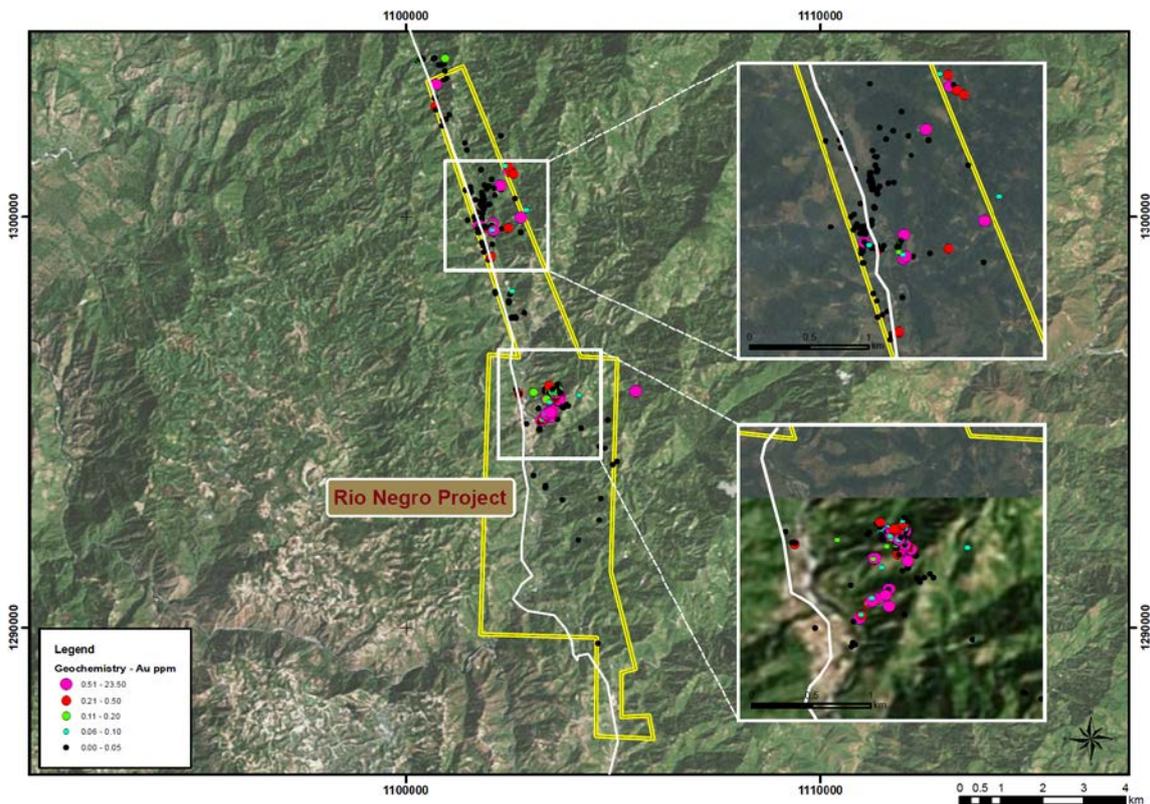


Figure 2. Rock geochemistry samples from the Rio Negro Project showing cluster of high tenor, >0.5g/t Au, gold assay results.

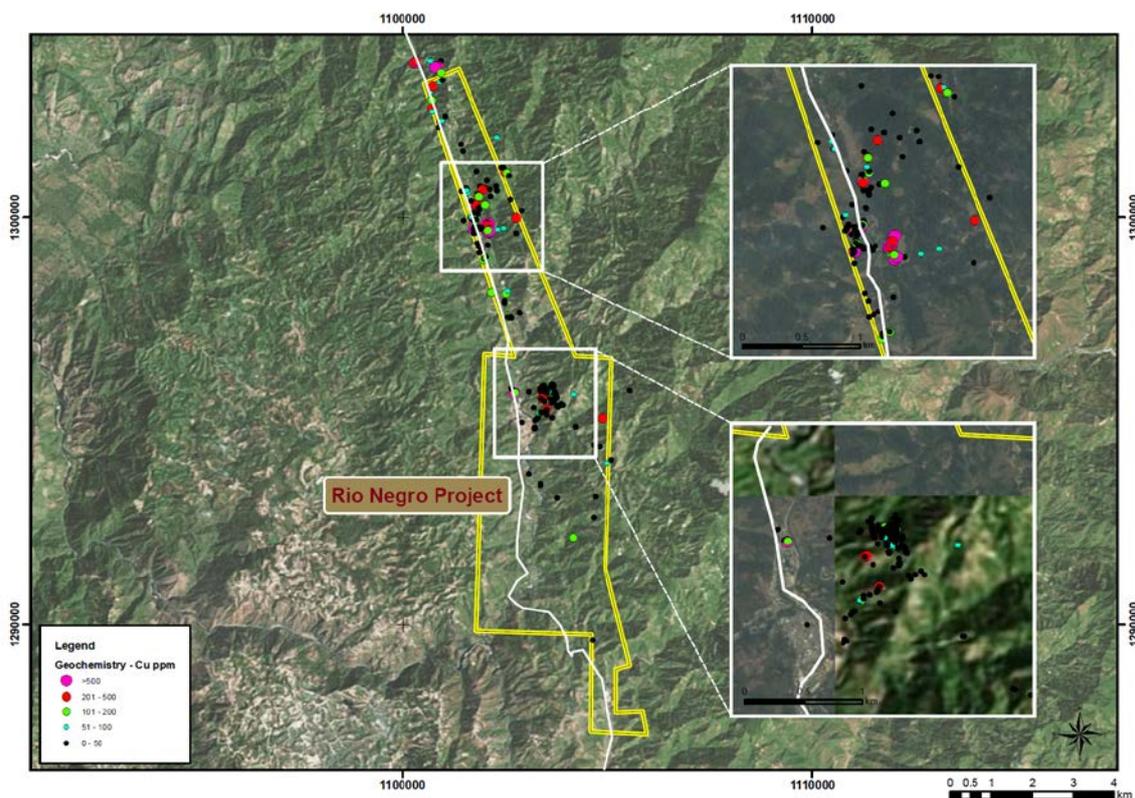


Figure 3. Rock geochemistry samples from the Rio Negro Project showing cluster of high tenor, >500ppm Cu, copper assay results.



Figure 3. Stockwork veining within potassic altered intrusive host at the Rio Negro Project area.

The Rio Negro Project is located in north-eastern Colombia, 20 km north of Bucaramanga, a city with a population of over 1 million people and an international airport. A major sealed highway runs the 16km length of the Project providing outstanding year round access. The town of Rio Negro lies within the western limits of the Project area and provides a base for operations, with basic accommodation, food and fuel available. Electrical energy from the National Power Grid is readily available throughout the property.

Aside from the initial reconnaissance exploration, no systematic exploration, including geochemistry, geophysics or drilling, has been conducted at Rio Negro. The Company believes this represents an exciting opportunity to make a new major discovery in an area displaying all the traits of a major mineralised field. The Company anticipates commencing systematic exploration activities involving detailed geological mapping, rock and soil geochemical sampling in the coming month.

Terms of the Rio Negro Agreement

Overland Resources Limited has entered into an exclusive agreement with Colombian Mines Corporation to acquire 90% of the Rio Negro Project (the "Agreement") in accordance with the following terms:

Payments to Colombian Mines Corporation (CMJ):

1. *US\$75,000 cash upon execution of the Agreement.*
2. *Within six months of signing the Agreement, issuing US\$75,000 worth of Overland shares, at an issue price based on the 30 day VWAP preceding the date of signing or 30 day VWAP preceding the date of the issuance, whichever is lower.*
3. *On the first anniversary of signing: US\$150,000 cash or at Overland's discretion, US\$75,000 cash and US\$75,000 worth of Overland shares based on the 30 day VWAP immediately prior to the issue of the shares. Greater than US\$75,000 worth of Overland shares may be issued with CMJ's consent.*
4. *On the second anniversary of signing: US\$150,000 cash or at Overland's discretion, US\$75,000 cash and US\$75,000 worth of Overland shares based on the 30 day VWAP immediately prior to the issue of the shares. Greater than US\$75,000 worth of Overland shares may be issued with CMJ's consent.*

Work Commitments on the Rio Negro Project:

1. *Year 1 – US\$150,000 irrevocable*
2. *Year 2 – US\$250,000*
3. *Years 3-7 – Minimum of US\$200,000 per annum*

Vesting to 90%

Exploration expenditure not less than US\$5,000,000 and completion of a Feasibility Study.

Other

Once OVR has earned its 90% interest in the Project, CMJ will retain a free carried 10% interest in the Project that Overland has first right of refusal purchase should CMJ elect to sell.

Overland may not assign its interest until >US\$1,000,000 of exploration expenditure has been incurred; however Overland may withdraw from the Agreement at any time without penalty (other than the irrevocable Year 1 work commitment).

Background on the Republic of Colombia

The Republic of Colombia is Latin America's oldest and most stable democracy. Colombia has never defaulted on a foreign loan or expropriated foreign assets. The country has a history of mining and mining developments, however less than 10% of the country has been explored using modern exploration techniques.

Colombia, once the world's largest gold producer, is host to numerous multi-million ounce gold deposits, with over 75Moz of gold having been discovered in the past 6 years. The country lies on the northern extension of the minerals rich Andes Cordillera and is considered prospective for porphyry style copper-gold deposits and epithermal gold deposits. Additionally Colombia was once a leading platinum producer.

While the Rio Negro Project is the first asset Overland has secured in Colombia, the Company views this jurisdiction as highly prospective and rapidly emerging, and as such it intends to continue to expand its presence and project portfolio in Colombia, with a particular focus on early stage copper and gold exploration opportunities that have potential to lead to major discoveries.

Overland Resources Limited currently has approximately \$1,800,000 cash at hand, low overheads and a commitment to seek value for shareholders through discovery of economic mineral resources.

Hugh Bresser

Managing Director

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 2012 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.

Caution Regarding Forward Looking Statements

This announcement contains forward looking statements which involve a number of risks and uncertainties. These forward looking statements are expressed in good faith and believed to have a reasonable basis. These statements reflect current expectations, intentions or strategies regarding the future and assumptions based on currently available information. Should one or more risks or uncertainties materialise, or should underlying assumptions prove incorrect, actual results may vary from the expectations, intentions and strategies described in this announcement. The forward looking statements are made as at the date of this announcement and the Company disclaims any intent or obligation to update publicly such forward looking statements, whether as the result of new information, future events or results or otherwise.