



PAN AUSTRALIAN
RESOURCES LIMITED

ABN 17 011 065 160

Quarterly Report for the three months ending 31 December 2005

Highlights

Phu Bia Gold Mine

- First gold was poured from the Phu Bia Gold Mine on 1st November 2005.
- On schedule to produce over 60,000oz of gold in 2006. Gold production is ramping up in accordance with expectations with 516oz poured in November and 2,902oz poured in December.
- Gold sales totalled 2,096oz at an average realised gold price of US\$515/oz, compared with an average price for the quarter of US\$487/oz.
- Mining and stacking operations exceeded target by the end of the quarter, with annualised rates of over 2.0 million tonnes and nearly 1.6 million tonnes respectively being achieved in the month of December.

Phu Kham Copper-Gold Project

- Full feasibility study is on schedule for completion in March 2006.
- Revised process plant location will lead to a simplified process flowsheet and reduction in capital cost.
- Board approval received to commence pioneering works to facilitate the fast-tracking of the development.

Exploration

- High-grade exploration results returned from the Phu He epithermal gold-silver prospect:
 - **10m grading 14.6g/t gold and 198g/t silver from 52m down hole**

Corporate

- Pan Australian secures a 100% interest in its Lao assets, following the acquisition of Newmont South East Asia Pte Limited's 20% interest in Phu Bia Mining Limited.
- At 31 December, Pan Australian had cash and bullion of A\$3.4 million and debt of A\$5.3 million from an expanded US\$10 million debt facility.

Phu Bia Gold Mine, Laos

(Pan Australian 100%, GoL 10% option¹)

The Phu Bia Gold Mine represents the first phase of a planned two phase development of Pan Australian's assets in Laos.

Processing

The first gold pour from the Phu Bia heap leach mine occurred on 1 November 2005, following the commencement of irrigation on 6 October. By the end of the quarter the ramp-up to full production was progressing well and ahead of the revised schedule, due to better than anticipated mining and stacking rates. Gold production for the two months to 31 December was 3,418oz with 516oz poured in November and 2,902oz poured in December.

The Phu Bia Gold Mine is on schedule to produce in excess of 60,000oz of gold in 2006.

At the end of the quarter 382,123 tonnes of ore had been crushed and stacked, with an average grade of 1.5g/t for a contained gold inventory of over 18,000oz. It is envisaged that ore tonnes under irrigation on the leach pad will reach the 500,000 tonne level during the March 2006 quarter. This represents the required quantity of ore being actively leached at any one time to achieve steady state gold output, given a leach cycle of up to 90 days.

Gold leach rates have been consistent with the very fast kinetics identified in laboratory testwork for ore from the Phu Kham gold cap deposit. It is not yet possible to determine metallurgical recoveries for the ore since the pregnant solution derived from the initial ore cell continues to yield economic quantities of gold in solution. However, a 90% terminal recovery is expected based on results observed to date.

Mining

Oxide ore mining advanced from the Phu Kham north pit into the Phu Kham south pit in December, providing additional operating flexibility. By the end of the quarter, less than

8,000 tonnes of waste had been mined giving a negligible waste to ore ratio. All material mined to date has been free-dig.

Mining rates started to exceed budget in November and by December annualised rates in excess of 2.0 million tonnes were consistently being achieved, with the use of conventional road haul trucks to augment the mining fleet. This compares with a target rate of 1.5 million tonnes per annum at this point in the schedule.

Upgrade works on the primary haul road occurred throughout the reporting period and will continue into 2006. An expansion of the ROM pad to a capacity of 150,000 tonnes started late in the quarter. These initiatives will greatly improve the ability to sustain crushing operations during the wet season.

Table 1: Quarterly Production Statistics

Phu Bia Gold Mine	Units	December 05 Quarter	Year to Date
Waste Mined	Tonnes	7,929	7,929
Ore Mined	Tonnes	338,390	403,099
Waste: Ore Ratio		0.02	0.02
Ore Crushed & Stacked	tonnes	325,568	382,123
Head Grade	AU g/t	1.5	1.5
Gold Recovery	%	Na	Na
Gold Poured	Ounces	3,418	3,418

Costs

Once ramp-up is complete and steady state production achieved cash operating costs will be reported in accordance with the Gold Institute Standard (the first full quarter of steady state production for cash cost determination will be the June 2006 period).

Personnel

In October 2005, Dr Fred Hess joined Pan Australian as General Manager Operations, based in Vientiane, Laos.

Safety & Environment

No safety or environment incidents were reported during the quarter.

¹ Government of Laos 10% option, refer Page 6.

Phu Kham Copper-Gold Project, Laos (Pan Australian 100%, GoL 10% option²)

The second phase of the Company's plan for a two phase development of its Lao assets will be the development of the Phu Kham copper-gold deposit. The development of an open pit mining operation with conventional flotation processing to produce a copper-gold concentrate is subject to the outcome of a feasibility study.

In October 2005 the Company decided to extend the Project feasibility study so as to incorporate additional infill drill results, complete further metallurgical work and review the location of the process plant. This additional work was captioned as the Feasibility Extension Program.

Feasibility Extension Program

The infill drill program over the central area (identified as the initial mining area) of the Phu Kham copper-gold deposit was completed on schedule in late October. The program comprised 23,978 metres from 106 drill holes with 2,457 metres drilled in the December quarter.

Results from the infill drill program will be used to increase the confidence level of the mineral resource in the central area of the deposit, by infilling the existing 100 metre spaced holes at 50 metre intervals on existing sections and drilling at 100 metre intervals on new sections.

All assay data from this drilling were returned in December (Table 2) and confirmed the presence of broad and often high-grade intervals previously reported from the first phase of drilling.

The Phu Kham Feasibility Extension Program remains on schedule for completion in March 2006.

Revised geology and mineralisation models have now been completed and a new mineral resource estimate is well advanced.

Other feasibility study activities completed during the December 2005 quarter:

- Geotechnical investigation has confirmed that the revised location for the process plant is favourable. The new location will result in a capital cost saving because of a reduced earthworks requirement.
- The revised process plant location has also resulted in a simplification of the process flow-sheet. There will no longer be a requirement for a tailings thickener and some of the associated pumps and piping, as tailings will be gravity fed to the storage facility.
- Engineering design and location for the tailings storage facility was completed during the quarter. The design allows for considerable additional capacity should the mine life be extended.
- Final metallurgical testwork on transitional ores continued into January. It is anticipated this will support previously reported copper and gold recovery expectations.

Development of a construction camp for the Phu Kham Copper-Gold Project began during the quarter. In January 2006, the Board approved the commencement of initial pioneering works for Phu Kham. These include earthworks for the camp and process facility sites, together with the construction of a 7 kilometre link road from the Phu Kham site to a recently constructed access road to the main highway to Vientiane, funded by the Asian Development Bank. The Board also approved Front End Engineering Design (FEED) activities, as a precursor to the procurement of long lead time items. Works will commence before the end of January.

Ausenco Limited has been awarded the FEED contract and will also be awarded an EPCM contract once the Board has given its final sign-off to the development of the Project, expected by the end of March 2006.

² Government of Laos 10% option, refer Page 6.

Development Approvals

In parallel with the Feasibility Extension Program, the government approval process began during the quarter with:

- i. submission of the Environment and Social Impact Assessment (ESIA) to the Government of Laos; and
- ii. lodgement of a Provisional Feasibility Study report to the Government of Laos for its approval.

Personnel

Mr John Adams was appointed as a Project Development Manager during the quarter to commence pre-development infrastructure works, as well as oversee the FEED and EPCM contracts for the Phu Kham Copper-Gold development.

Table 2: Selected infill drill data Phu Kham copper-gold

Hole No. (hole depth)	Interval (m)	Depth From (m)	Copper Grade (%)	Gold Grade (g/t)	Peak Copper-Gold (Cu-Au) Intervals
GDD177 (338m)	30	44	0.5	0.1	28m at 1.5% Cu and 0.8 g/t Au from 100m and 12m at 2.0% Cu and 0.5 g/t Au from 134m 12m at 1.5% Cu and 1.0 g/t Au from 226m
	52	94	1.4	0.6	
	74	154	0.8	0.3	
GDD179 (192.2m)	112	18	0.5	0.1	
	14	132	0.4	0.1	
GRD180 (122.6m)	34	56	1.1	0.4	
GRD182 (191.3m)	10	30	0.6	0.1	
	16	64	0.8	1.1	
	10	142	0.6	0.1	
GDD183 (177.4m)	52	32	0.7	0.3	8m at 1.0% Cu and 0.5 g/t Au from 76m
	60	94	0.6	0.1	
GDD184 (446.1m)	16	42	0.8	0.5	38m at 1.0% Cu and 0.3 g/t Au from 72m and 26m at 1.2% Cu and 0.2 g/t Au from 116m
	106	72	0.9	0.2	
	46	188	0.8	0.3	
	10	240	0.6	0.2	
GRD186 (373.5m)	16	262	2.0	0.5	4m at 2.2% Cu and 1.4 g/t Au from 72m 48m at 1.0% Cu and 0.6 g/t Au from 160m
	62	72	0.8	0.3	
	70	138	0.8	0.4	
	10	238	0.5	0.3	
GDD187 (154.6m)	10	254	0.5	0.1	
	26	28	0.5	0.2	
	26	100	0.7	0.2	
GDD189 (381.5m)	138	32	0.9	0.3	8m at 1.3% Cu and 0.4 g/t Au from 118m 24m at 1.6% Cu and 0.6 g/t Au from 32m, 4m at 1.2% Cu and 0.7 g/t Au from 66m and 4m at 1.4% Cu and 0.5 g/t Au from 86m
GRD190 (516m)	12	38	0.3	0.1	58m at 1.5% Cu and 0.6 g/t Au from 166m
	158	146	0.9	0.3	
	18	362	0.6	0.2	
	22	400	0.6	0.1	
	12	430	0.3	0.1	
	10	494	0.5	0.3	
GRD192 (39m)	29	10	1.5	0.5	Mineralised at end of hole
GRD194 (451.1m)	20	156	0.5	0.2	
	16	226	0.4	0.1	
	42	344	0.7	0.1	
GDD195 (247m)	82	8	1.3	0.5	26m at 1.4% Cu and 0.4 g/t Au from 16m and 18m at 2.3% Cu and 1.1 g/t Au from 48m
	12	110	0.5	0.1	

All depth intervals represent down-hole distance drilled at an angle of 60° from horizontal except where noted

Exploration, Laos

(Pan Australian 100%, GoL 10% option³)

Northern Exploration Area

An 11-hole drill program started in October at the Phu He epithermal gold prospect (see Figure 1) near the town of Phonsavan. (In the mid-1990's scout drilling and trenching undertaken by the previous Joint Venture had encountered anomalous shallow gold values (see Table 3)).

The purpose of the new program was to follow-up on recent geochemical results as well as on historical work, with broad spaced drilling covering more than 2 kilometres of strike. Three drill holes (Table 3) demonstrate the presence of high-grade gold-silver mineralisation at the western end of the Phu He anomaly corridor, including the following spectacular result in PHR002:

10m grading 14.6g/t gold and 198g/t silver from 52m down-hole

Southern Exploration Area

Onset of the dry season in October allowed drilling to resume at the Long Chieng Track (LCT) deposit (Figure 1), a high priority target located in more topographically challenging terrain that is impractical to explore in the wet season.

LCT is one of two satellite deposits hosting ore reserves for the Phu Bia Gold Mine. The 34-hole reverse circulation program completed in December was targeted at adding mineral resources, improving confidence in identified mineral resources and defining additional ore reserves. Assay results from this program are pending.

Preparation of access and drill pads for a 141 hole drill program at the Ban Houauxai gold deposit (the other satellite ore reserve for the Phu Bia Gold Mine) started late in the December quarter. It is planned that drilling will start in the June 2006 quarter, with the aim of expanding the oxide gold mineral resource and defining additional ore reserves.

Table 3: Selected drill data Phu He gold prospect

Hole No. (hole depth)	Interval (m)	Depth From (m)	Gold Grade (g/t)	Silver Grade (g/t)	Peak Gold, Silver (Au, Ag) Intervals / Comment
Scout drill results 1995-1996 program					
PSD008 (101m)	16	49	2.9	na	85% core recovery in mineralised zone
PSD009 (98m)	4	94	3.2	na	
PSD019 (72m)	11	62	3.0	na	
PDD01 (125m)	7	118	2.1	na	
PSD031 (6m)	15	2	1.9	na	
PDD03 (85m)	4	81	4.3	na	
1,235m W trench	5 10		62 16	na	
1,485m trench	4.5 5		225 10.5	na	
Pan Australian 2005/06 program					
PHD001 (261m)	16	170	1.7	36	inc. 4m at 4.7g/t Au and 108g/t Ag from 170m
PHR002 (110m)	2 10	44 52	5.9 14.6	87 198	Vertical hole
PHR003 (100m)	4 4	4 48	3.4 1.3	25 22	

³ Government of Laos 10% option, refer Page 6.

Community Affairs, Laos

The Company is funding a program of infrastructure works in villages close to the Phu Bia Gold Mine and Phu Kham deposit. These include a new water supply for the village of Ban Nam Mo and a primary school and market place for the village of Ban Nam Ngone, where Pan Australian recently funded a new community centre and commercial centre.

The Company is also expanding its contribution to the development of essential regional services through the provision of health clinics and the connection of mains electricity to the Moug Cha Hospital located in the Provincial capital 30km east of the mine. Pan Australian has also committed to funding a village rice bank to ensure that there is a year-round reliable source of this staple food. The total committed cost of this direct assistance to the community in the 12 months to June 2006 is US\$300,000.

The role of Community Affairs will continue to increase as development works on the Phu Kham Copper-Gold Project proceed. The Company is the major employer in the Xaisomboun Province and is an equal opportunity employer in terms of gender and ethnicity. The Company now employs 514 Lao personnel on a full-time (199) or casual (315) basis, of which 194 are from Hmong communities (a minority and one of the poorest ethnic groups).

Corporate

Phu Bia Mining Ltd Ownership

During the December 2005 quarter the acquisition of Newmont South East Asia Pte Limited's 20% interest in Phu Bia Mining Limited was finalised at a cost of US\$5.3 million. The consideration paid was equivalent to the call option and deferred payment amounts agreed between the parties in September 2000, when Pan Australian first acquired its 80% interest in Phu Bia Mining Ltd. Pan Australian now owns 100% of Phu Bia Mining Limited, a Lao-registered company that holds all of the Company's minerals interests in Laos.

In addition, the Government of Laos has indicated that it will exercise its option to acquire a 10% interest in Phu Bia Mining. Pan Australian will then own a 90% interest in Phu Bia Mining and thereby 90% of the Phu Bia Gold Mine and the Phu Kham Copper-Gold Project.

Cash Position and Share Capital

At 31 December 2005, Pan Australian had cash and bullion of A\$3.4 million.

In December 2005, the Company expanded an US\$8.0 million two-year term revolving corporate loan facility with ANZ Investment Bank to a US\$10 million facility, of which US\$6.2 million remained undrawn at the end of December 2005.

The issued capital of the Company at 31 December 2005 was made up as follows:

754,469,646	Ordinary fully paid shares
36,500,000	Unlisted options

Hedging

As part of its finance arrangements the Company has a modest gold hedge obligation between January and June 2006.

A maximum of 4,000oz gold will be hedged at any one time under this program, equivalent to less than 1% of gold ore reserves.

Pan Australian will enter into zero-cost put-call option collars on a rolling one month basis for 50% of forecast production for each month from January to June 2006, with a floor price (put strike) set at a minimum of US\$450/oz. On the expiry date of each contract at the end of the calendar month new hedge positions for half the next month's forecast production will be established. At 31 December 2005, the Company had zero cost put-call option collar positions, to cover 50% of the forecast January 2006 production as follows:

	Put Option	Call Option
Hedged Oz	1,848	1,848
Strike US\$/oz	450	559
Expiry	27 Jan 06	27 Jan 06

Corporate Information

Directors

Robert Bryan.....Non-executive Chairman
Gary Stafford.....Managing Director
Nerolie Withnall.....Non-executive Director
Andrew Daley.....Non-executive Director

Registered & Principal Office

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Stock Exchange Listing

Australian Stock Exchange Code: PNA

Indexation

Pan Australian is a constituent of the S&P/ASX 300 Index and the benchmark S&P/ASX Small Resources Index.

For Further Information Contact:

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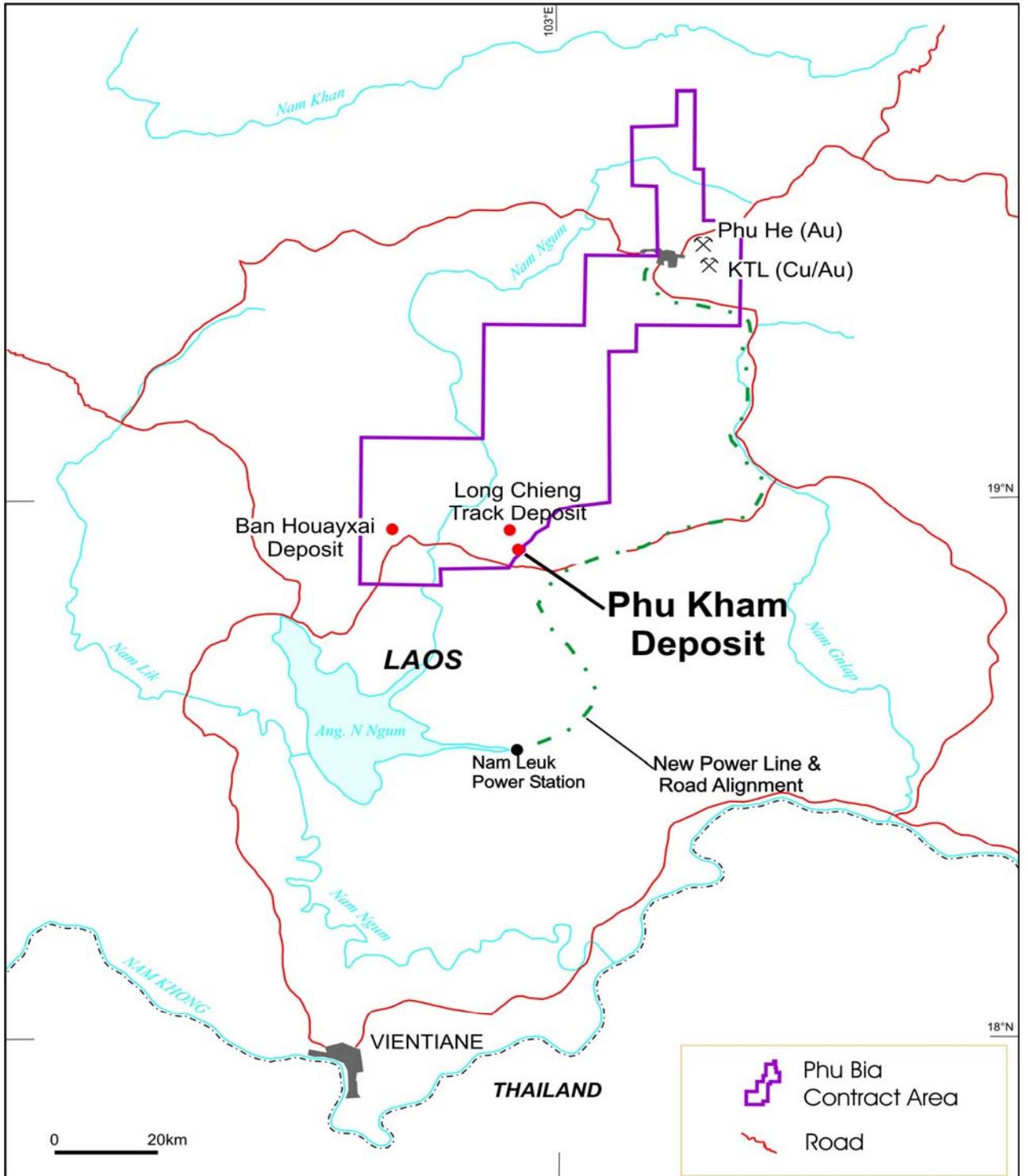
The information in this report that relates to Exploration Results is based on information compiled by Dr. Ralph Child, who is a Fellow of The Australasian Institute of Mining and Metallurgy. Dr. Child is a full-time employee of Pan Australian.

Dr. Child has sufficient experience 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 Exploration Results, Mineral Resources and Ore reserves" (the JORC Code). This report is issued with Dr. Child's consent as to the form and context in which the Exploration Results appear.

Forward-Looking Statements

This announcement includes certain "Forward-Looking Statements". All statements, other than statements of historical fact, included herein, including without limitation, statements regarding potential mineralisation and reserves, exploration results and future plans and objectives of Pan Australian Resources Ltd. are forward-looking statements that involve various risks and uncertainties. There can be no assurance that such statements will prove to be accurate and actual results and future events could differ materially from those anticipated in such statements.

Figure 1. Project location map and tenement area, Laos.



Appendix 5B

Mining exploration entity quarterly report

Introduced 1/7/96. Origin: Appendix 8. Amended 1/7/97, 1/7/98.

Name of entity

PAN AUSTRALIAN RESOURCES LIMITED.

ACN or ARBN

011 065 160

Quarter ended ("current quarter")

DECEMBER 2005

Consolidated statement of cash flows

Cash flows related to operating activities	Current quarter \$A'000	Year to date (6 months) \$A'000
1.1 Receipts from product sales and related debtors	1,453	1,453
1.2 Payments for (a) exploration and evaluation (b) development (c) production (d) administration	(3,785) (1,321) (2,229) (1,993)	(9,675) (4,001) (4,278) (3,019)
1.3 Dividends received	-	-
1.4 Interest and other items of a similar nature received	181	272
1.5 Interest and other costs of finance paid	(191)	(240)
1.6 Income taxes paid	-	-
1.7 Other (provide details if material)	-	-
Net Operating Cash Flows	(7,885)	(19,488)
Cash flows related to investing activities		
1.8 Payment for purchases of: (a)prospects (Acquisition 20% interest in Phu Bia Mining Limited from Newmont SEA Pte Ltd) (b)equity investments (c) other fixed assets	- (3,617) (459)	- (6,976) (621)
1.9 Proceeds from sale of: (a)prospects (b)equity investments (c)other fixed assets	- - -	- - -
1.10 Loans to other entities	-	-
1.11 Loans repaid by other entities	-	-
1.12 Other (provide details if material)	-	-
Net investing cash flows	(4,076)	(7,597)
1.13 Total operating and investing cash flows (carried forward)	(11,961)	(27,085)

1.13	Total operating and investing cash flows (brought forward)	(11,961)	(27,085)
Cash flows related to financing activities			
1.14	Proceeds from issues of shares, options, etc.	(68)	23,972
1.15	Proceeds from sale of forfeited shares	-	-
1.16	Proceeds from borrowings	-	3,938
1.17	Repayment of borrowings	-	(167)
1.18	Dividends paid	-	-
1.19	Other (provide details if material)	-	-
	Net financing cash flows	(68)	27,743
	Net increase (decrease) in cash held	(12,029)	658
1.20	Cash at beginning of quarter/year to date	15,457	2,770
1.21	Exchange rate adjustments to item 1.20		
1.22	Cash at end of quarter	3,428	3,428

**Payments to directors of the entity and associates of the directors
Payments to related entities of the entity and associates of the related entities**

		Current quarter \$A'000
1.23	Aggregate amount of payments to the parties included in item 1.2	129
1.24	Aggregate amount of loans to the parties included in item 1.10	-

1.25 Explanation necessary for an understanding of the transactions

Non-cash financing and investing activities

2.1 Details of financing and investing transactions which have had a material effect on consolidated assets and liabilities but did not involve cash flows

2.2 Details of outlays made by other entities to establish or increase their share in projects in which the reporting entity has an interest

Financing facilities available

Add notes as necessary for an understanding of the position.

	Amount available \$A'000	Amount used \$A'000
3.1 Loan facilities	13,696	5,251
3.2 Credit standby arrangements	-	-

Estimated cash outflows for next quarter

	\$A'000
4.1 Exploration and evaluation	3,400
4.2 Development	2,500
Total	5,900

Reconciliation of cash

Reconciliation of cash at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts is as follows.	Current quarter \$A'000	Previous quarter \$A'000
5.1 Cash on hand and at bank	1,295	12,852
5.2 Deposits at call	864	2,605
5.3 Bank overdraft	-	-
5.4 Other (provide details)	-	-
Total: cash at end of quarter (item 1.22)	2,159	15,457

Changes in interests in mining tenements

	Tenement reference	Nature of interest (note (2))	Interest at beginning of quarter	Interest at end of quarter
6.1	Interests in mining tenements relinquished, reduced or lapsed	NIL		
6.2	Interests in mining tenements acquired or increased	NIL		

Issued and quoted securities at end of current quarter

Description includes rate of interest and any redemption or conversion rights together with prices and dates.

	Total number	Number quoted	Issue price per security (see note 3) (cents)	Amount paid up per security (see note 3) (cents)
7.1 Preference +securities (description)				
7.2 Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs, redemptions				
7.3 +Ordinary securities	754,469,646	749,469,646	NA	NA
7.4 Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs	3,448,114	3,448,114	NA	NA
7.5 +Convertible debt securities (description)				
7.6 Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted				
7.7 Options (description and conversion factor)	36,500,000	0	<i>Exercise price</i> See Attached	<i>Expiry date</i> See Attached
7.8 Issued during quarter	7,000,000	0	23 cents	13 October 2008
7.9 Exercised during quarter	3,200,000	0	4 cents	31 March 2006
7.10 Expired during quarter				
7.11 Debentures (totals only)				
7.12 Unsecured notes (totals only)				

Compliance statement

1 This statement has been prepared under accounting policies which comply with accounting standards as defined in the Corporations Law or other standards acceptable to ASX (see note 4).

2 This statement does give a true and fair view of the matters disclosed.

Sign here: Date: 23 January 2006
(Company Secretary)

Print name:David Hairsine.....

Notes

1 The quarterly report provides a basis for informing the market how the entity's activities have been financed for the past quarter and the effect on its cash position. An entity wanting to disclose additional information is encouraged to do so, in a note or notes attached to this report.

2 The "Nature of interest" (items 6.1 and 6.2) includes options in respect of interests in mining tenements acquired, exercised or lapsed during the reporting period. If the entity is involved in a joint venture agreement and there are conditions precedent which will change its percentage interest in a mining tenement, it should disclose the change of percentage interest and conditions precedent in the list required for items 6.1 and 6.2.

3 **Issued and quoted securities** The issue price and amount paid up is not required in items 7.1 and 7.3 for fully paid securities.

4 The definitions in, and provisions of, *AASB 1022: Accounting for Extractive Industries* and *AASB 1026: Statement of Cash Flows* apply to this report.

5 **Accounting Standards** ASX will accept, for example, the use of International Accounting Standards for foreign entities. If the standards used do not address a topic, the Australian standard on that topic (if any) must be complied with.

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**PAN AUSTRALIAN RESOURCES LIMITED
QUARTERLY REPORT
FOR THE QUARTER ENDING 31 DECEMBER 2005**

ISSUED OPTIONS AT 31 DECEMBER 2005

NUMBER ISSUED	EXERCISE PRICE CENTS	EXPIRY DATE
3,000,000	4.00	31/03/2006
2,000,000	9.74	30/11/2006
14,000,000	17.00	01/07/2007
7,000,000	23.00	13/10/2008
10,000,000	25.00	23/09/2006
500,000	27.00	02/02/2007
36,500,000		