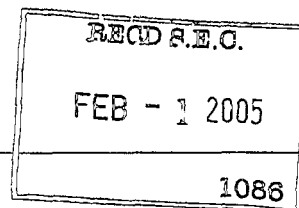


# ShawPittman LLP

A Limited Liability Partnership Including Professional Corporations



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February 1, 2005



05005590

By Hand Delivery

SUPPL

U.S. Securities and Exchange Commission  
450 Fifth Street, N.W.  
Washington, D.C. 20549-0302

**Re: QRSciences Holdings Limited  
U.S. Securities and Exchange Commission File Number 082-34852  
Monthly Submission Under Exchange Act Rule 12g3-2(b)**

Ladies and Gentlemen:

Attached please find QRSciences Holdings Limited's Rule 12g3-2(b) submission for the period of January 22, 2005, to January 31, 2005, together with an index of the information attached.

Should you have any questions regarding this submission, please feel free to contact me.

Very truly yours,

Thomas J. Plotz

PROCESSED

FEB 08 2005

THOMSON  
FINANCIAL

Attachments

cc: The Bank of New York  
Kevin Russeth

Page 1 of 10  
Exhibit Index on Page 2

Exhibit A – Exhibit Index

QRSciences Holdings Limited – Filings with the Australian Stock Exchange from January 22, 2005 to January 31, 2005

<u>Doc. date</u>	<u>Price sens.</u>	<u>Headline</u>	<u>#pgs.</u>	<u>Page Number</u>
31/01/2005	!	Commitments Test Entity - Second Quarter Report	6	3
24/01/2005		Results of General Meeting	2	9

## ASX LODGEMENT COVER PAGE

**Company: QRSCIENCES HOLDINGS LIMITED**  
**Code: QRS**  
**HOMEX: Perth**  
**Document Date: 31/01/05**  
**Document Ref (QRS Holdings Reference): 215**  
**Release Time: Immediate**  
**Subject Line: Appendix 4C – Quarterly Report**

**Appendix 4C**  
**Quarterly report for entities**  
**admitted on the basis of commitments**

Rule 4.7B

**Appendix 4C**  
**Quarterly report**  
**for entities admitted**  
**on the basis of commitments**

Introduced 31/3/2000. Amended 30/9/2001

Name of entity

QRSciences Holdings Limited

ABN

27 009 259 876

Quarter ended ("current quarter")

31 December 2004

**Consolidated statement of cash flows**

<b>Cash flows related to operating activities</b>	<b>Current quarter \$A'000</b>	<b>Year to date (6months) \$A'000</b>
1.1 Receipts from customers	37	123
1.2 Payments for		
(a) staff costs	(819)	(1,574)
(b) advertising and marketing	-	-
(c) research and development	(703)	(1,205)
(d) leased assets	-	-
(e) other working capital	(704)	(1,207)
1.3 Dividends received	-	-
1.4 Interest and other items of a similar nature received	34	73
1.5 Interest and other costs of finance paid	-	-
1.6 Income taxes paid	-	-
1.7 Other (provide details if material)	-	-
<b>Net operating cash flows</b>	<b>(2,155)</b>	<b>(3,790)</b>

+ See chapter 19 for defined terms.

**Appendix 4C**  
**Quarterly report for entities**  
**admitted on the basis of commitments**

		Current quarter \$A'000	Year to date (6months) \$A'000
1.8	Net operating cash flows (carried forward)	(2,155)	(3,790)
<b>Cash flows related to investing activities</b>			
1.9	Payment for acquisition of:		
	(a) businesses (item 5)	-	-
	(b) equity investments	-	-
	(c) Intellectual property	-	-
	(d) Physical non-current assets	-	-
	(e) other non-current assets	(16)	(16)
1.10	Proceeds from disposal of:		
	(a) businesses (item 5)	-	-
	(b) equity investments	-	-
	(c) intellectual property	-	-
	(d) physical non-current assets	-	-
	(e) other non-current assets	-	-
1.11	Loans to other entities	-	-
1.12	Loans repaid by other entities	-	-
1.13	Other (provide details if material)	-	-
	<b>Net investing cash flows</b>	(16)	(16)
1.14	<b>Total operating and investing cash flows</b>	(2,171)	(3,806)
<b>Cash flows related to financing activities</b>			
1.15	Proceeds from issues of shares, options, etc.	313	5,985
1.16	Proceeds from sale of forfeited shares	-	-
1.17	Proceeds from borrowings	-	-
1.18	Repayment of borrowings	-	-
1.19	Dividends paid	-	-
1.20	Other (provide details if material)	-	-
	<b>Net financing cash flows</b>	313	5,985
	<b>Net increase (decrease) in cash held</b>	(1,858)	2,179
1.21	Cash at beginning of quarter/year to date	6,741	2,704
1.22	other adjustments	4,883	4,883
1.23	<b>Cash at end of quarter</b>	4,883	4,883

+ See chapter 19 for defined terms.

**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
1.24	Aggregate amount of payments to the parties included in item 1.2	Nil
1.25	Aggregate amount of loans to the parties included in item 1.11	Nil

1.26 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 businesses in which the reporting entity has an interest

**Financing facilities available**

*Add notes as necessary for an understanding of the position. (See AASB 1026 paragraph 12.2).*

		Amount available \$A'000	Amount used \$A'000
3.1	Loan facilities	-	-
3.2	Credit standby arrangements	-	-

+ See chapter 19 for defined terms.



**Appendix 4C**  
**Quarterly report for entities**  
**admitted on the basis of commitments**

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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 definitions in, and provisions of, *AASB 1026: Statement of Cash Flows* apply to this report except for the paragraphs of the Standard set out below.
  - 6.2 - reconciliation of cash flows arising from operating activities to operating profit or loss
  - 9.2 - itemised disclosure relating to acquisitions
  - 9.4 - itemised disclosure relating to disposals
  - 12.1(a) - policy for classification of cash items
  - 12.3 - disclosure of restrictions on use of cash
  - 13.1 - comparative information
3. **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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+ See chapter 19 for defined terms.