

31 July 2018

Company Announcements Office
ASX Limited
Level 4, 20 Bridge Street
SYDNEY NSW 2000

ACTIVITIES REPORT FOR THE QUARTER ENDED 30 JUNE 2018

No field exploration activity was undertaken during the quarter at the Millennium Zinc Project which is in joint venture with Encounter Resources Limited and the Company's only current exploration project. The Company instigated negotiations to enter two new base metal joint ventures during the quarter but without reaching agreement. It will retain an active program seeking exploration opportunities.

Hampton Hill Mining NL's (Hampton Hill) key assets remain a significant shareholding in Peel Mining Limited (Peel) and a 5% gross overriding royalty interest in the Central Tenements of the Apollo Hill Gold Project located near Leonora in the Western Australian goldfields that is owned by Saturn Metals Ltd (Saturn)..

Hampton Hill holds investments of 10.35 million shares in Peel and 1.25 million shares in Saturn which, as at the date of this report, have a total market value of approximately \$5.2 million. Peel continues to report significant exploration success from its base metal projects in the Cobar district of NSW which include the Southern Nights, Mallee Bull and Wirlong projects. Peel also holds a 36% interest in Saturn.

Saturn completed 9 diamond drill holes during the quarter and has 2 RC drilling rigs active in an effort to expand on and better define the Apollo Hill gold deposit resources which has a stated JORC 2012 compliant inferred resource of 17.2 million tonnes grading 0.9 grams /tonne gold which is based only on all drilling up to end of calendar 2011 (Refer Agricola Mining Consultants Pty Ltd Independent Geologist's Report, Saturn Prospectus dated 10 January,2018)

Shareholders are referred to the June 2018 quarterly reports of both Peel and Saturn for further details relating to these assets.

Hampton Hill also holds a 0.98% net smelter royalty plus claw back rights over the Northlander tenements owned by Evolution Mining Ltd as a minor part of their Kunanalling Project and situated about 8 kilometres east of their Mungari Processing Plant (Refer Figure 2). It has an aggressive exploration program underway in the region seeking

increased reserves for Mungari which may ultimately result in mineable resources at Northlander. The claw back rights will only be triggered in the event that a gold resource of greater than 500,000 ounces is defined (currently considered unlikely), but the royalty could well provide a useful cash flow for Hampton Hill in the future.

Joshua Pitt
Chairman

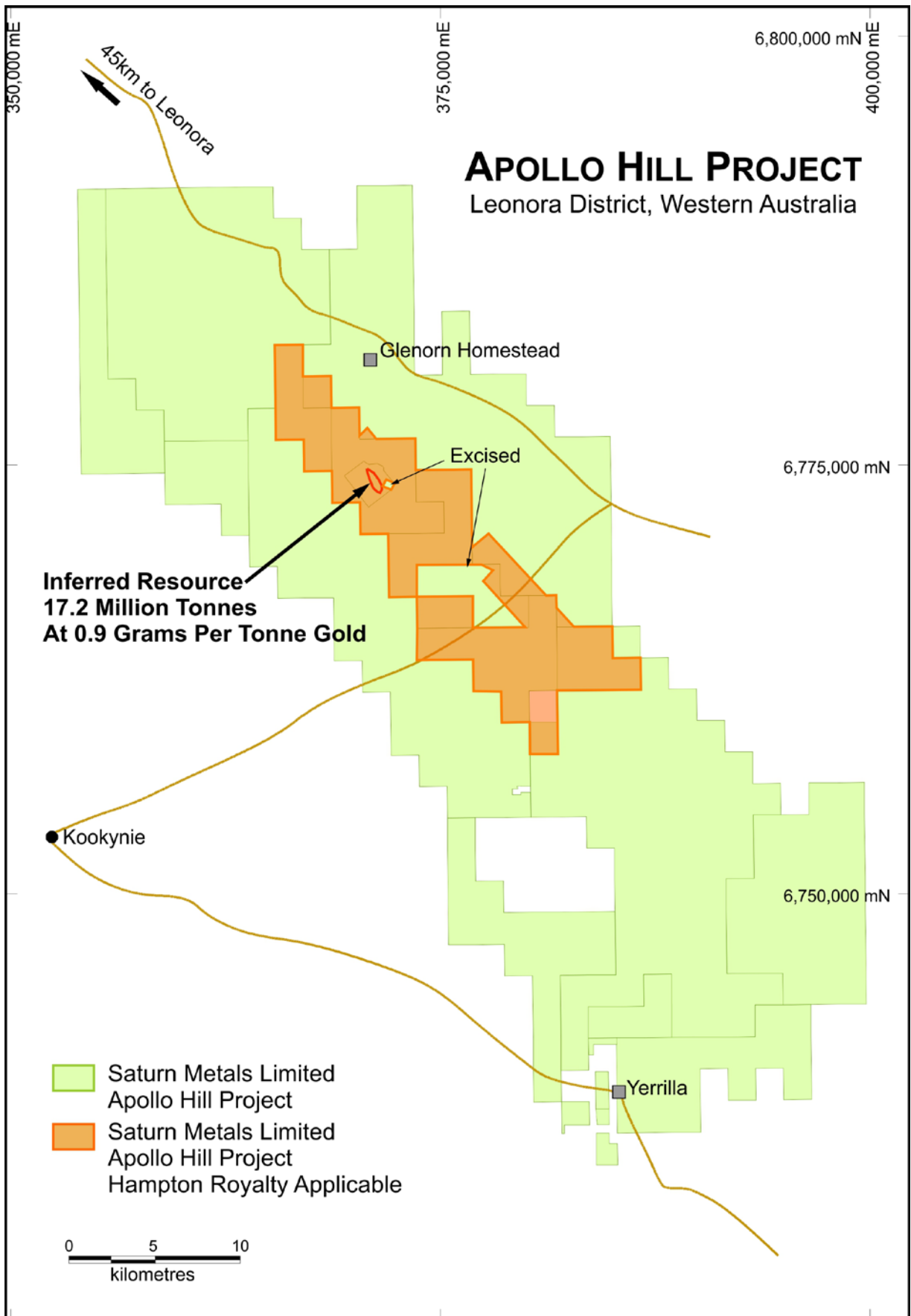


Figure 1: Saturn Metals Limited Apollo Hill Project (Hampton Hill Royalty applicable)

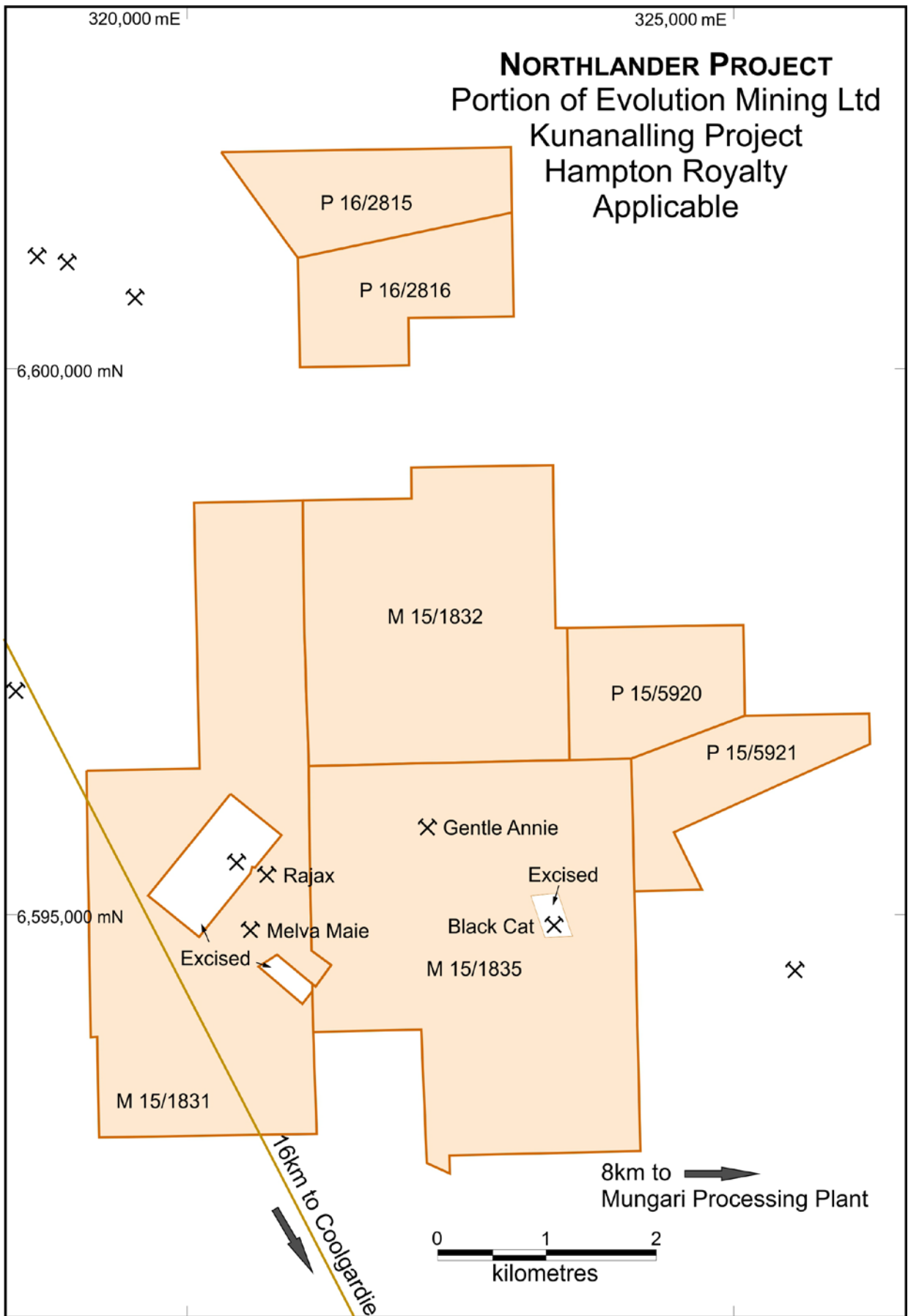


Figure 2: Evolution Mining Ltd Northlander Project (Hampton Hill Royalty applicable)

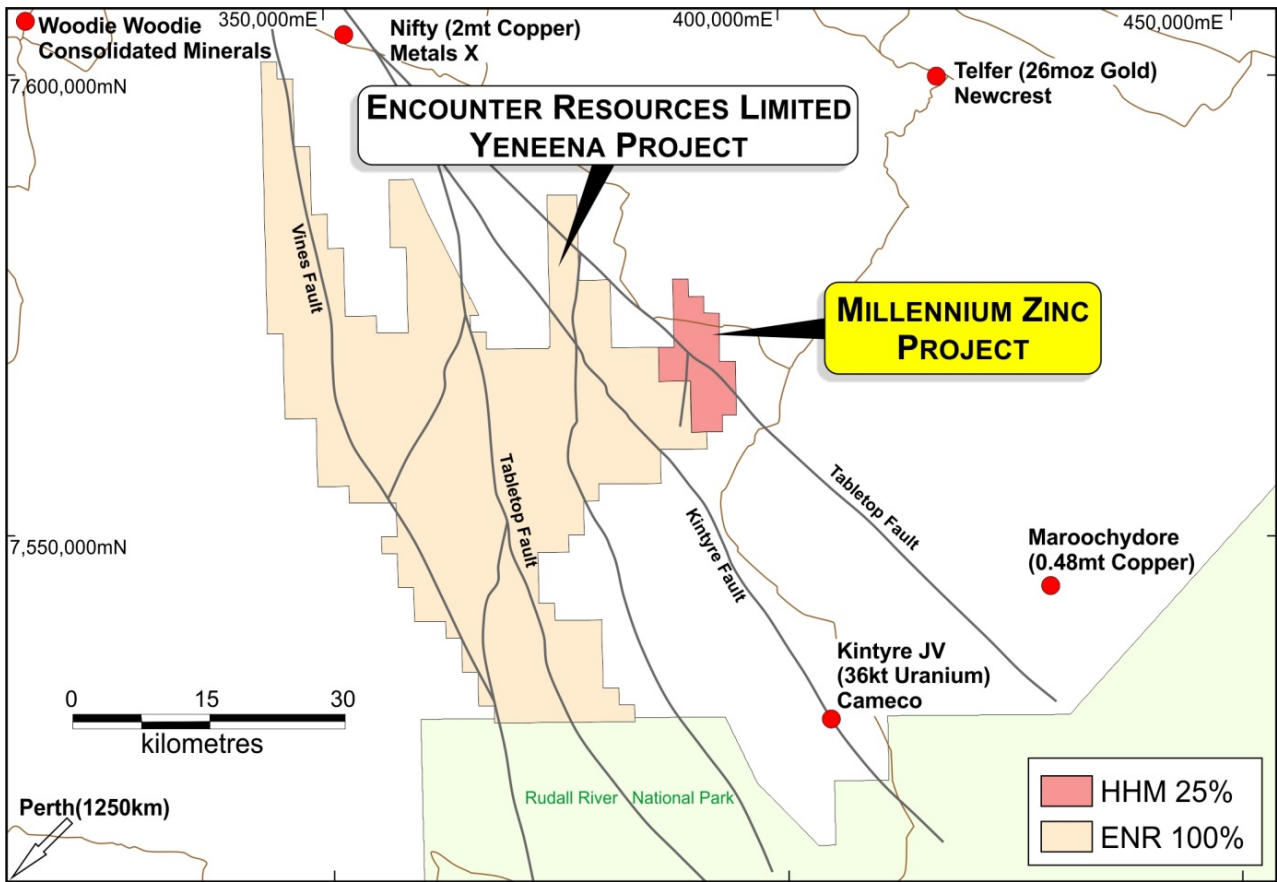


Figure 3: Millenium Zinc Project

Appendix 5B

Mining exploration entity and oil and gas exploration entity quarterly report

Introduced 01/07/96 Origin Appendix 8 Amended 01/07/97, 01/07/98, 30/09/01, 01/06/10, 17/12/10, 01/05/13, 01/09/16

Name of entity

HAMPTON HILL MINING NL

ABN

60 060 628 524

Quarter ended ("current quarter")

30 June 2018

Consolidated statement of cash flows	Current quarter \$A'000	Year to date (12 months) \$A'000
1. Cash flows from operating activities		
1.1 Receipts from customers	-	-
1.2 Payments for		
(a) exploration & evaluation	(2)	(112)
(b) development	-	-
(c) production	-	-
(d) staff costs	-	-
(e) administration and corporate costs	(68)	(316)
1.3 Dividends received (see note 3)	-	-
1.4 Interest received	2	4
1.5 Interest and other costs of finance paid	(9)	(22)
1.6 Income taxes paid	-	-
1.7 Research and development refunds	-	-
1.8 Other : Rent received	26	109
1.9 Net cash from / (used in) operating activities	(51)	(337)

2. Cash flows from investing activities		
2.1 Payments to acquire:		
(a) property, plant and equipment	-	(1)
(b) tenements (see item 10)	-	-
(c) investments	-	(430)
(d) other non-current assets	-	-

Mining exploration entity and oil and gas exploration entity quarterly report

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (12 months) \$A'000
2.2	Proceeds from the disposal of:		
	(a) property, plant and equipment	-	-
	(b) tenements (see item 10)	-	-
	(c) investments	-	-
	(d) other non-current assets	-	-
2.3	Cash flows from loans to other entities	-	-
2.4	Dividends received (see note 3)	-	-
2.5	Other (provide details if material)	-	-
2.6	Net cash from / (used in) investing activities	-	(431)
3.	Cash flows from financing activities		
3.1	Proceeds from issues of shares	-	1,474
3.2	Proceeds from issue of convertible notes	-	-
3.3	Proceeds from exercise of share options	-	2
3.4	Transaction costs related to issues of shares, convertible notes or options	-	(18)
3.5	Proceeds from borrowings	-	400
3.6	Repayment of borrowings	-	(500)
3.7	Transaction costs related to loans and borrowings	-	-
3.8	Dividends paid	-	-
3.9	Other (provide details if material)	-	-
3.10	Net cash from / (used in) financing activities	-	1,358
4.	Net increase / (decrease) in cash and cash equivalents for the period		
4.1	Cash and cash equivalents at beginning of period	716	75
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(51)	(337)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	-	(431)
4.4	Net cash from / (used in) financing activities (item 3.10 above)	-	1,358
4.5	Effect of movement in exchange rates on cash held	-	-
4.6	Cash and cash equivalents at end of period	665	665

5. Reconciliation of cash and cash equivalents at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts	Current quarter \$A'000	Previous quarter \$A'000
5.1 Bank balances	165	216
5.2 Call deposits	-	-
5.3 Bank overdrafts	-	-
5.4 Other : Term deposits	500	500
5.5 Cash and cash equivalents at end of quarter (should equal item 4.6 above)	665	716

6. Payments to directors of the entity and their associates	Current quarter \$A'000
6.1 Aggregate amount of payments to these parties included in item 1.2	5
6.2 Aggregate amount of cash flow from loans to these parties included in item 2.3	-
6.3 Include below any explanation necessary to understand the transactions included in items 6.1 and 6.2	

6.1 Director remuneration

7. Payments to related entities of the entity and their associates	Current quarter \$A'000
7.1 Aggregate amount of payments to these parties included in item 1.2	-
7.2 Aggregate amount of cash flow from loans to these parties included in item 2.3	-
7.3 Include below any explanation necessary to understand the transactions included in items 7.1 and 7.2	

Mining exploration entity and oil and gas exploration entity quarterly report

8. Financing facilities available <i>Add notes as necessary for an understanding of the position</i>	Total facility amount at quarter end \$A'000	Amount drawn at quarter end \$A'000
8.1 Loan facilities	1,000	500
8.2 Credit standby arrangements	-	-
8.3 Other (please specify)	-	-
8.4 Include below a description of each facility above, including the lender, interest rate and whether it is secured or unsecured. If any additional facilities have been entered into or are proposed to be entered into after quarter end, include details of those facilities as well.		

The loan facility of \$1,000,000 is an unsecured working capital facility provided by companies associated with two directors on normal commercial terms and conditions at an interest rate of 3.5% per annum – further details are set out in the 2017 Annual Report.

9. Estimated cash outflows for next quarter	\$A'000
9.1 Exploration and evaluation	10
9.2 Development	-
9.3 Production	-
9.4 Staff costs	-
9.5 Administration and corporate costs (net of recoveries)	72
9.6 Other (provide details if material)	-
9.7 Total estimated cash outflows	83

10. Changes in tenements (items 2.1(b) and 2.2(b) above)	Tenement reference and location	Nature of interest	Interest at beginning of quarter	Interest at end of quarter
10.1 Interests in mining tenements and petroleum tenements lapsed, relinquished or reduced		None		
10.2 Interests in mining tenements and petroleum tenements acquired or increased		None		

Compliance statement

- 1 This statement has been prepared in accordance with accounting standards and policies which comply with Listing Rule 19.11A.
- 2 This statement gives a true and fair view of the matters disclosed.

Sign here: Date: 31 July 2018
(Company secretary)

Print name: Peter Rutledge

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 that wishes to disclose additional information is encouraged to do so, in a note or notes included in or attached to this report.
2. If this quarterly report has been prepared in accordance with Australian Accounting Standards, the definitions in, and provisions of, AASB 6: Exploration for and Evaluation of Mineral Resources and AASB 107: Statement of Cash Flows apply to this report. If this quarterly report has been prepared in accordance with other accounting standards agreed by ASX pursuant to Listing Rule 19.11A, the corresponding equivalent standards apply to this report.
3. Dividends received may be classified either as cash flows from operating activities or cash flows from investing activities, depending on the accounting policy of the entity.

**HAMPTON HILL MINING NL
MINERAL TENEMENT INFORMATION
AS AT 30 JUNE 2018**

MINING TENEMENTS AND BENEFICIAL INTERESTS HELD, AND THEIR LOCATION

Millennium:

Tenement	Location	Registered holding	Beneficial interest – refer Notes
E45/2501	East Pilbara, WA	0%	1
E45/2561	East Pilbara, WA	0%	1
E45/2500 (part of)	East Pilbara, WA	0%	1

Apollo Hill:

Tenement	Location	Registered holding	Beneficial interest – refer Notes
M31/486	Yilgarn, WA	0%	2
E31/1063 (part of)	Yilgarn, WA	0%	2
E31/1116	Yilgarn, WA	0%	2
E31/1163 (part of)	Yilgarn, WA	0%	2
E39/1198	Yilgarn, WA	0%	2
E39/1887	Yilgarn, WA	0%	2
E39/1984 (part of)	Yilgarn, WA	0%	2

Weld Range:

Tenement	Location	Registered holding	Beneficial interest – refer Notes
M20/311	Murchison, WA	0%	3
M20/503	Murchison, WA	0%	3
M20/518	Murchison, WA	0%	3
M51/869	Murchison, WA	0%	3
E20/625	Murchison, WA	0%	3
E20/641	Murchison, WA	0%	3
E20/457	Murchison, WA	0%	3
E20/492	Murchison, WA	0%	3

Northlander:

Tenement	Location	Registered holding	Beneficial interest – refer Notes
P15/4896-4898	Yilgarn, WA	0%	4
P15/4900	Yilgarn, WA	0%	4
P15/5022-5024	Yilgarn, WA	0%	4
P16/2815 & 2816	Yilgarn, WA	0%	4
P15/5920 & 5921	Yilgarn, WA	0%	4
M15/1831	Yilgarn, WA	0%	4
M15/1832	Yilgarn, WA	0%	4

**HAMPTON HILL MINING NL
MINERAL TENEMENT INFORMATION
AS AT 30 JUNE 2018**

MINING TENEMENTS AND BENEFICIAL INTERESTS HELD, AND THEIR LOCATION (continued)

Sylvania: Tenement	Location	Registered holding	Beneficial interest – refer Notes
M70/266SA	East Pilbara, WA	0%	5

Notes:

- 1) Millennium Zinc Project JV - The Company has earned a 25% beneficial interest.
- 2) The Company retains a 5% gross overriding royalty on all gold production exceeding one million ounces.
- 3) The Company has elected to convert its interest to a 2% FOB Royalty on iron ore and retains a 100% interest in non-ferrous metals.
- 4) The Company retains a 0.98% net smelter return royalty on all ore produced from these tenements.
- 5) The Company retains a royalty of \$1 per tonne of ore mined up to 100,000 tonnes, and \$2 per tonne thereafter.

Key:

- E: Exploration licence
P: Prospecting licence
M: Mining lease