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ABN 60 060 628 524

30 April 2020

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

ACTIVITIES REPORT FOR THE QUARTER ENDED 31 MARCH 2020

This has been a very active quarter for your Company bearing in mind particularly that the resource expansion activities at the Apollo Hill Gold Project have been proceeding at a rapid rate.

CORPORATE

On 18 February 2020 the ASX suspended our Company from trading, acting under the provisions of Clause 12.1 of the ASX Listing Rules which allow the ASX to use its discretion in deciding whether or not to suspend a company from trading based on a review of the level of activity in the Company's stated business. Hampton Hill has a stated business of being an exploration company and the ASX took the view that its activity in exploration was insufficient to warrant its continued trading on the ASX.

Your board made a series of unsuccessful submissions to the ASX seeking to convince the ASX not to apply their discretion and suspend trading in the Company's shares. It was pointed out that our shareholders were fully informed through recent Quarterly Reports and Annual Reports of the decision of the board to constrain expenditure on field exploration and fundraising activities while we awaited progress on, and the anticipated enhancement in value of, our primary assets. From the almost unanimous support of our shareholders for the resolutions at the AGM it was apparent that shareholders supported the direction of the Company.

Your board also explained to the ASX that the Company was close to completing the sale of investment securities that would net the Company substantial funds and that this was linked to our current plans to carry out field work at our Glenview Base Metal Project and secure a further exploration joint venture that was at that time being negotiated. Subsequently, both the new joint venture negotiations and the sale of securities have been successfully completed.

On 30 March, Hampton Hill executed a Joint Venture Heads of Agreement with the unlisted Metal Hawk Limited that gives our Company the opportunity to earn a 30% interest in what your board considers a prime nickel sulphide project with a drill ready target – the Clinker Hill Project.

EQUITY INVESTMENTS

During the quarter, the Company realised a net cash inflow of \$118,888 from the disposal of Saturn Metals Limited (STN) shares and, shortly after the quarter end, the Company completed the disposal of its investment in STN shares resulting in a further cash inflow of \$71,756. This brings the total cash inflow from disposal of STN shares during this financial year to \$535,840. This investment was secured upon the listing of STN in 2018 and has resulted in a net gain to the Company of approximately \$285,000.

Hampton Hill retains 10.35 million fully paid shares in Peel Mining Limited (PEX), which at today's date have a market value of over \$1.5 million, and also has an undrawn loan facility of \$1 million.

ROYALTY INTERESTS

Some 18 years ago Hampton Hill purchased the Apollo Hill Gold Project from private interests and carried out an intensive exploration effort over a four year period. Then, in 2006, it attracted Apex Minerals NL to expend \$3 million to earn a 51% interest on the project. Early in 2009 Apex withdrew from the joint venture and Hampton Hill then introduced Teck Cominco Aust Pty Ltd (Teck) to further exploration, concentrating on the tenements peripheral to Apollo Hill itself. In 2010, with the withdrawal of Teck, Hampton Hill decided to seek a royalty arrangement by which to advance exploration activities. The project was sold to PEX in consideration for shares in PEX and a 5% royalty on all gold produced in excess of 1 million ounces from the project tenements. PEX subsequently sold the project to a newly formed subsidiary, Saturn Metals Limited (STN), which carried out a successful IPO in 2018 and became listed, dedicating its effort to the project resulting in a dramatic increase in activity.

Since 2018, the Apollo Hill Project has taken shape with a continued expansion in outlined gold resources under the management of STN. It became clear to your board that this project had become a primary asset of the Company and that the Hampton Hill Royalty was likely to be perceived as of significant value in the future.

The STN March 2020 Quarterly Report (*STN ASX release 21 April 2020*) reported high grade gold intercepts sitting outside the current Apollo Hill Mineral Resource of 24.5 million tonnes containing 781,000 ounces of gold and stated that this indicated the potential to increase the grade, quality and scale of the resource. The Report goes on to explain that the wide mineralized corridor is providing new opportunities for additional discovery with significantly higher grades being intersected.

The Report adds that, after raising a further \$3 million from a recent placement, STN can continue progressing work. Shareholders are referred to the STN ASX release for details and to the attached Apollo Hill Royalty Area Map.

Hampton Hill holds other royalties notably a 2% FOB iron ore royalty over the HHMJV tenements situated in the Weld Ranges of Western Australia and a 0.98% NSR over the Northlander Project tenements near Coolgardie. Production is not imminent on any of these.

EXPLORATION

Glenview Base Metal Project

Travel and gathering restrictions related to the COVID-19 virus pandemic have unfortunately obliged the Company to postpone planned heritage meetings and electromagnetic surveying for our Glenview project. The timetable for resumption is uncertain.

Millennium Zinc Project

No field work was carried out during the quarter and, as is common throughout the industry, all exploration activity on this project has been suspended indefinitely.

Clinker Hill Nickel Project

During the quarter Hampton Hill negotiated a joint venture with the unlisted Metal Hawk Limited whereby Hampton Hill may earn a 30% interest in the Clinker Hill Sulphide Nickel Project located 30 kms south east of Kalgoorlie WA. (*HHM ASX release 20 April 2020*). This agreement represents an excellent entry into a drill-ready target that HHM believes shows strong similarities to the high-grade Silver Swan nickel deposit situated some 50 kms to the north. The joint venture tenements are depicted on the Map and Attachment A below.

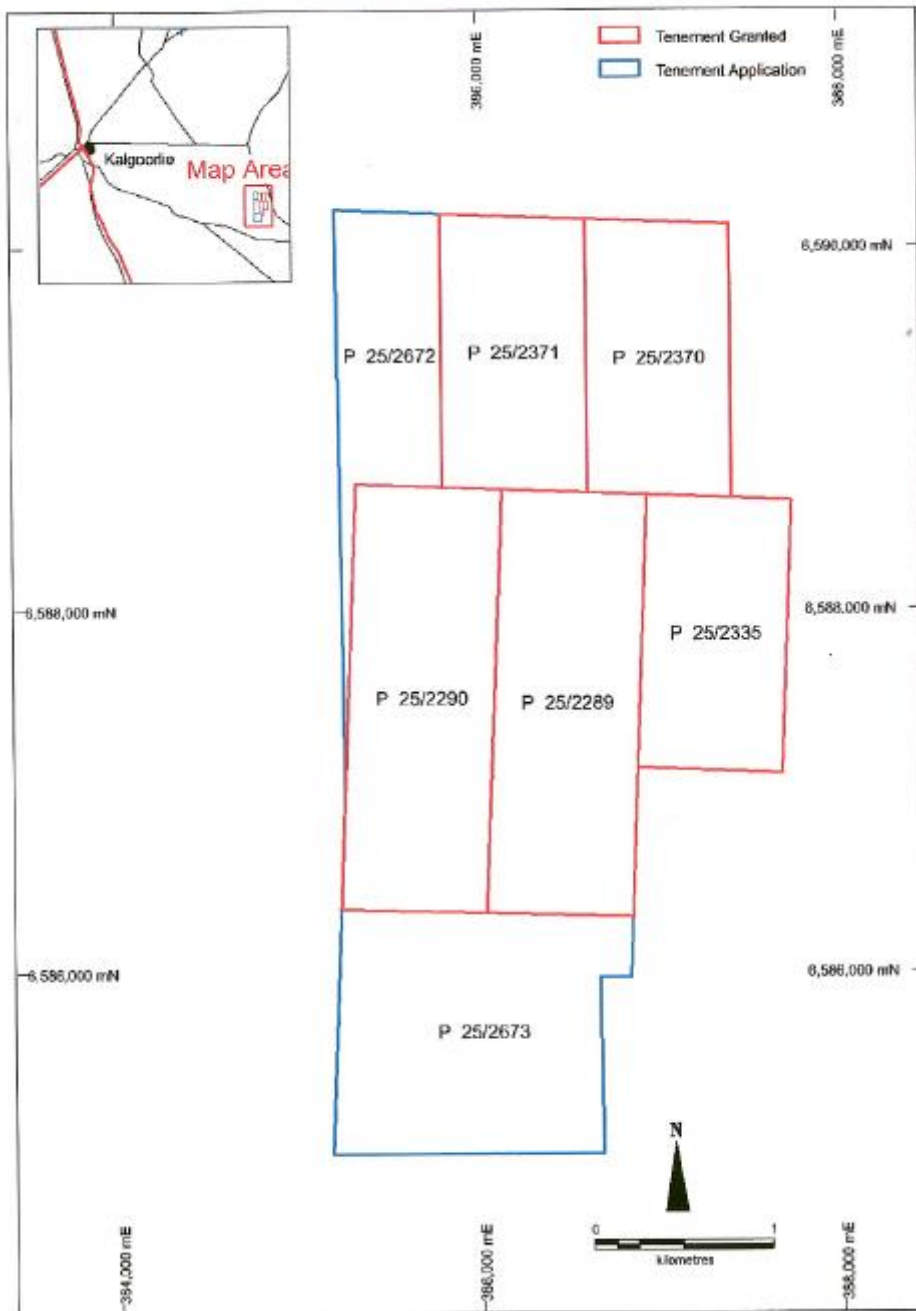
The terms of the joint venture earn-in require Hampton Hill to complete, as a commitment, a diamond drill hole of 300 metres minimum length within 4 months. Should it result in a nickel sulphide intersection of greater than 3 metres assaying over 3% nickel, then Hampton Hill will be required to complete a further hole of 450 metres minimum length within a further 2 month period. After completion of this drill hole Hampton Hill will have the right, but shall not be committed, to complete the acquisition of the 30% interest by completing a total project expenditure of \$1 million within 2 years of commencement. The joint venture will then continue with each party making pro-rata contributions to expenditure.

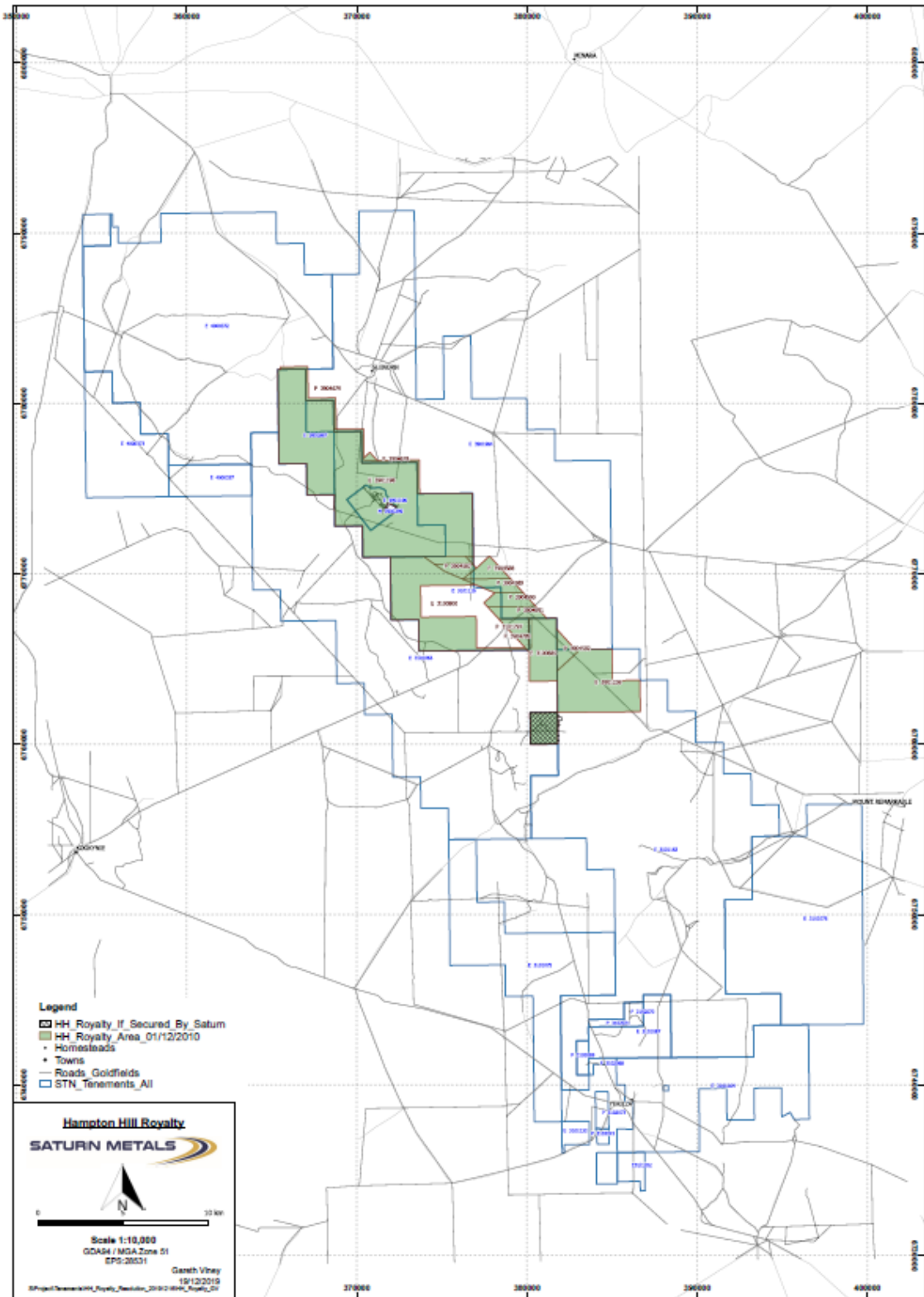
The Clinker Hill tenements are subject to two success fee payments to Spartan Exploration Pty Ltd, the private company that originally owned the tenements and with which Hampton Hill and its directors have no association:

- (i) \$100,000 should Hampton Hill and Metal Hawk Limited make a drill hole intersection of greater than 20 metre-percent nickel equivalent; and
- (ii) a further \$500,000 if a deposit is defined with greater than 15,000 tonnes of contained nickel.

The Clinker Hill target lies within favourable ultramafic host rocks which were the subject of drill testing several decades ago. However, recent reinterpretation of down-hole electromagnetic surveying has concluded that this early drilling was parallel to the projected dip of the target and therefore was a totally ineffective test. The first commitment hole is planned to commence shortly with the aim of intersecting the target horizon at an approximate depth of 200 metres.

Attachment A; Clinker Hill Project tenements





RELATED PARTY PAYMENTS

(as reported in Section 6 of the Appendix 5B Quarterly Cash Flow Report)

The \$5,000 cash outflow reported under Section 6.1 of the Appendix 5B Quarterly Cash Flow Report relates to director fees paid to a non-executive director during the quarter.

Authorised by the Board

Joshua Pitt

Chairman

Appendix 5B

Mining exploration entity or oil and gas exploration entity quarterly cash flow report

Name of entity

HAMPTON HILL MINING NL

ABN

60 060 628 524

Quarter ended ("current quarter")

31 March 2020

Consolidated statement of cash flows	Current quarter \$A'000	Year to date (..9.months) \$A'000
1. Cash flows from operating activities		
1.1 Receipts from customers	-	-
1.2 Payments for		
(a) exploration & evaluation (if expensed)	-	-
(b) development	-	-
(c) production	-	-
(d) staff costs	-	-
(e) administration and corporate costs	(107)	(290)
1.3 Dividends received (see note 3)	-	-
1.4 Interest received	-	1
1.5 Interest and other costs of finance paid	-	(2)
1.6 Income taxes paid	-	-
1.7 Government grants and tax incentives	-	-
1.8 Other (provide details if material)	22	82
1.9 Net cash from / (used in) operating activities	(85)	(209)

2. Cash flows from investing activities		
2.1 Payments to acquire:		
(a) entities	-	-
(b) tenements	-	-
(c) property, plant and equipment	(11)	(11)
(d) exploration & evaluation (if capitalised)	(5)	(9)
(e) investments	-	-
(f) other non-current assets	-	-

Mining exploration entity or oil and gas exploration entity quarterly cash flow report

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (..9.months) \$A'000
2.2	Proceeds from the disposal of:		
	(a) entities	-	-
	(b) tenements	-	-
	(c) property, plant and equipment	-	-
	(d) investments	119	464
	(e) 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	103	444
3.	Cash flows from financing activities		
3.1	Proceeds from issues of equity securities (excluding convertible debt securities)	-	-
3.2	Proceeds from issue of convertible debt securities	-	-
3.3	Proceeds from exercise of options	-	-
3.4	Transaction costs related to issues of equity securities or convertible debt securities	-	-
3.5	Proceeds from borrowings	-	-
3.6	Repayment of borrowings	-	(250)
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	-	(250)
4.	Net increase / (decrease) in cash and cash equivalents for the period		
4.1	Cash and cash equivalents at beginning of period	148	181
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(85)	(209)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	103	444
4.4	Net cash from / (used in) financing activities (item 3.10 above)	-	(250)

Mining exploration entity or oil and gas exploration entity quarterly cash flow report

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (..9.months) \$A'000
4.5	Effect of movement in exchange rates on cash held	-	
4.6	Cash and cash equivalents at end of period	166	166

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	91	73
5.2	Call deposits	-	-
5.3	Bank overdrafts	-	-
5.4	Other – Term deposit	75	75
5.5	Cash and cash equivalents at end of quarter (should equal item 4.6 above)	166	148

6. Payments to related parties of the entity and their associates

- 6.1 Aggregate amount of payments to related parties and their associates included in item 1
- 6.2 Aggregate amount of payments to related parties and their associates included in item 2

Current quarter \$A'000
5.5
-

Note: if any amounts are shown in items 6.1 or 6.2, your quarterly activity report must include a description of, and an explanation for, such payments

Mining exploration entity or oil and gas exploration entity quarterly cash flow report

7. Financing facilities	Total facility amount at quarter end \$A'000	Amount drawn at quarter end \$A'000
<i>Note: the term "facility" includes all forms of financing arrangements available to the entity. Add notes as necessary for an understanding of the sources of finance available to the entity.</i>		
7.1 Loan facilities	1,000	-
7.2 Credit standby arrangements	-	-
7.3 Other (please specify)	-	-
7.4 Total financing facilities	1,000	-

7.5 **Unused financing facilities available at quarter end** 1,000

7.6 Include in the box below a description of each facility above, including the lender, interest rate, maturity date and whether it is secured or unsecured. If any additional financing facilities have been entered into or are proposed to be entered into after quarter end, include a note providing 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 2019 Annual Report. Previous drawdowns on the facility were repaid in full (\$125,000 on each loan) in a prior quarter. The term of the facility has been extended to 15 October 2021.

8. Estimated cash available for future operating activities	\$A'000
8.1 Net cash from / (used in) operating activities (Item 1.9)	(85)
8.2 Capitalised exploration & evaluation (Item 2.1(d))	(5)
8.3 Total relevant outgoings (Item 8.1 + Item 8.2)	(90)
8.4 Cash and cash equivalents at quarter end (Item 4.6)	166
8.5 Unused finance facilities available at quarter end (Item 7.5)	1,000
8.6 Total available funding (Item 8.4 + Item 8.5)	1,166
8.7 Estimated quarters of funding available (Item 8.6 divided by Item 8.3)	13.0

8.8 If Item 8.7 is less than 2 quarters, please provide answers to the following questions:

1. Does the entity expect that it will continue to have the current level of net operating cash flows for the time being and, if not, why not?

N/A

2. Has the entity taken any steps, or does it propose to take any steps, to raise further cash to fund its operations and, if so, what are those steps and how likely does it believe that they will be successful?

N/A

3. Does the entity expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?

N/A

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.

Date: 30 April 2020

Authorised by: The Board of Directors
(Name of body or officer authorising release – see note 4)

Notes

1. This quarterly cash flow report and the accompanying activity report provide a basis for informing the market about the entity's activities for the past quarter, how they have been financed and the effect this has had on its cash position. An entity that wishes to disclose additional information over and above the minimum required under the Listing Rules is encouraged to do so.
2. If this quarterly cash flow 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 cash flow 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.
4. If this report has been authorised for release to the market by your board of directors, you can insert here: "By the board". If it has been authorised for release to the market by a committee of your board of directors, you can insert here: "By the [name of board committee – eg Audit and Risk Committee]". If it has been authorised for release to the market by a disclosure committee, you can insert here: "By the Disclosure Committee".
5. If this report has been authorised for release to the market by your board of directors and you wish to hold yourself out as complying with recommendation 4.2 of the ASX Corporate Governance Council's *Corporate Governance Principles and Recommendations*, the board should have received a declaration from its CEO and CFO that, in their opinion, the financial records of the entity have been properly maintained, that this report complies with the appropriate accounting standards and gives a true and fair view of the cash flows of the entity, and that their opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.

**HAMPTON HILL MINING NL
MINERAL TENEMENT INFORMATION
AS AT 31 MARCH 2020**

Mining tenements and beneficial interests held, and their location

Project	Tenement	Location	Registered holding	Beneficial interest – refer Notes
Millennium	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	M31/486	Yilgarn, WA	0%	2
	E31/1063 (part of)	Yilgarn, WA	0%	2
	E31/1116 (part of)	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 - Glenview	M20/311	Murchison, WA	0%	3
	M20/518 (northern part)	Murchison, WA	0%	3
	M51/869 (minor part)	Murchison, WA	0%	3
	E20/625	Murchison, WA	0%	3
	E20/641	Murchison, WA	0%	3
	ELA20/957	Murchison, WA	100%	
Northlander	P15/5920 & 5921	Yilgarn, WA	0%	4
	M15/1831	Yilgarn, WA	0%	4
	M15/1832	Yilgarn, WA	0%	4
	M15/1835	Yilgarn, WA	0%	4
Sylvania	M266SA	East Pilbara, WA	0%	5

Interests in mining tenements acquired or increased during the quarter, and their location:

None

Interests in mining tenements lapsed, relinquished or reduced during the quarter, and their location:

None

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 owns the non-ferrous rights and is entitled to a 2% FOB Royalty on iron ore mined.
- 4) The Company retains a 0.98% net smelter return royalty on all gold produced from these tenements.
- 5) The Company retains a royalty of \$1 per tonne of iron ore mined up to 100,000 tonnes, and \$2 per tonne thereafter.

Key:

E: Exploration licence P: Prospecting licence M: Mining lease
ELA: Exploration licence application