

22 July 2014

Company Announcements Office  
ASX Limited  
PO Box H224, Australia Square  
Sydney NSW 2000

## **ACTIVITIES REPORT FOR THE QUARTER ENDED 30 JUNE 2014**

### **THE PEEL MINING INVESTMENT**

Hampton Hill is a substantial shareholder in Peel Mining Limited ("Peel") owning 12.65 million shares in that company, representing approximately 9.5% of the issued capital.

Peel's primary asset is the Mallee Bull project, south of Cobar, New South Wales, in a 50% contributing joint venture with CBH Resources Limited, where drilling has encountered highly encouraging copper-dominant intersections. During the quarter, Peel released a Maiden Mineral Resource Estimate for Mallee Bull of 3 million tonnes grading 2.6% copper, 35 grams/tonne silver and 0.4 grams/tonne gold using a 1.8% copper equivalent cut off (Peel ASX announcement 27 May 2014)

Peel is also actively exploring its separate, large, wholly owned tenement package in the vicinity of Mallee Bull and has gold and tungsten exploration projects elsewhere. At the Apollo Hill gold project, Peel undertook regional exploration and a full data review with the aim of reinvigorating exploration at that project.

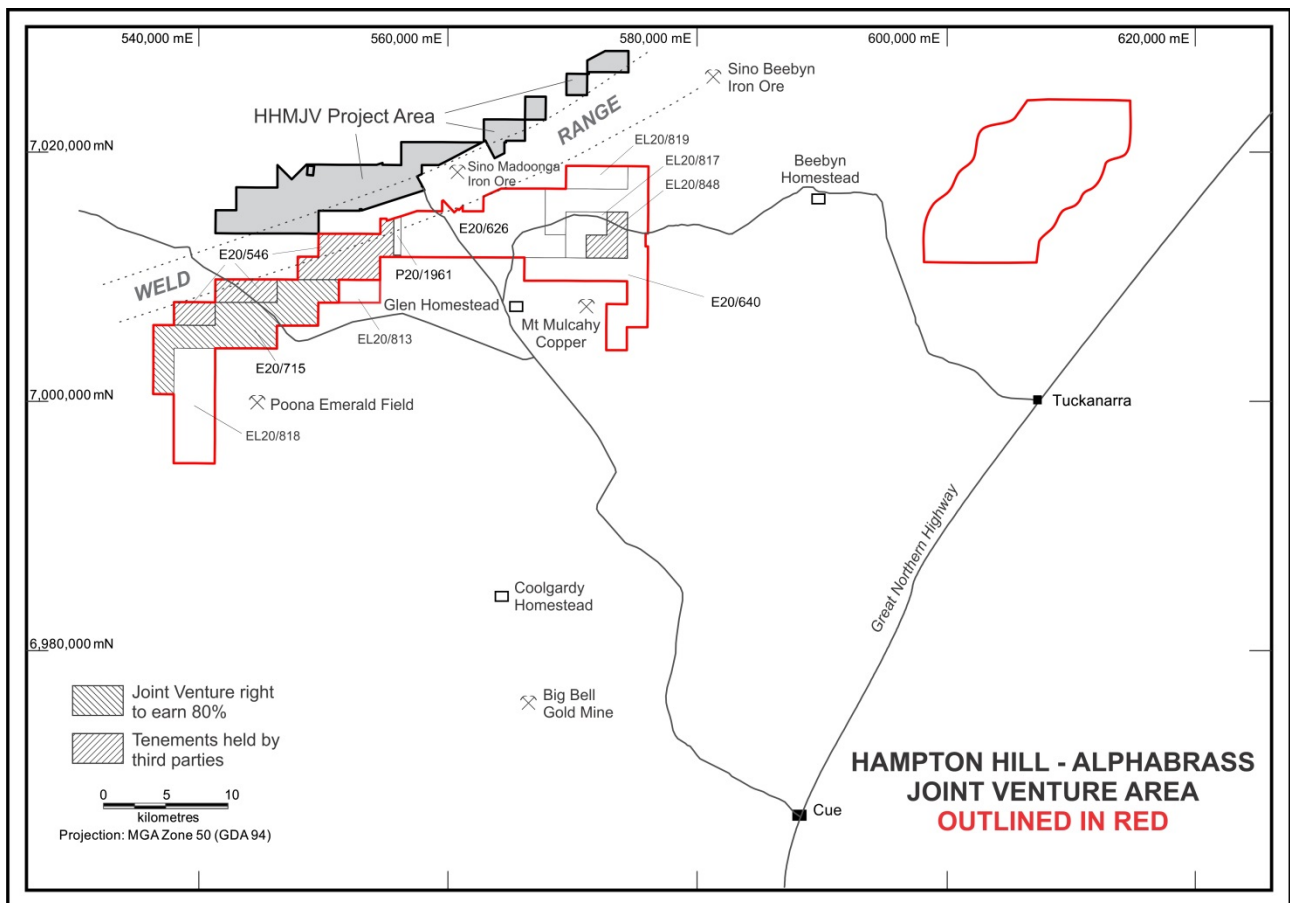
Shareholders are referred to the Peel website (ASX: PEX) for further information on this exciting investment.

### **THE HAMPTON-ALPHABRASS RYANSVILLE JOINT VENTURE**

This joint venture relates to tenements situated along the southern flank of the Weld Ranges in the Murchison area of Western Australia. The area of influence of the joint venture is outlined in red on the map below.

The agreement provides for Alphabrax Resources Pty Ltd (Alphabrax) to become entitled to up to 75% of all joint venture assets within the Project Area by providing the first \$4 million of project funding. Should Alphabrax complete the earning of a 75% interest, Hampton Hill may then either contribute to further costs at the 25% level or elect to revert to a 15% free carry until a decision to mine is taken. The joint venture assets comprise 100% of 7 tenements plus rights to earn up to 80% of the base metals within tenement E20/715 from a private company, State Resources Pty Ltd.

Hampton Hill has been advised that, during the quarter, Alphabrax carried out 8 RC drill holes at 3 targets for a total of 532 metres. No mineralisation of economic significance was intersected.



## WELD RANGE IRON ORE PROJECT - HHMJV

The manager of this joint venture, Sino-Midwest Corporation Limited, has reported no exploration activity for the quarter but has planned a small drilling program of four holes for 600 metres for next quarter. The project is dependent on rail access to the proposed new port at Oakajee.

## THE HAMPTON HILL NON-FERROUS JOINT VENTURE

Hampton Hill has the right to 100% ownership of any non-ferrous ores defined within the HHMJV tenements and the SinoMidwest wholly owned tenements in the Weld Ranges. Hampton Hill will pay a 1.5% net smelter royalty on any ore mined from the SinoMidwest tenements, but is not required to pay any royalty to SinoMidwest on any non-ferrous ore found on the HHMJV tenements. No field work was carried out during the quarter.

## ROYALTIES

The Company also has several Royalty entitlements which will provide cash flow if and when the projects to which they attach are put into production.

The primary royalty is a 5% gross production royalty on all gold recovered in excess of 1 million ounces from the Apollo Hill Project located near Leonora, Western Australia. The project is owned by Peel Mining Limited. Peel has previously announced an inferred near-surface resource at Apollo Hill of over 500,000 ounces grading 0.9 grams per tonne gold.

Joshua Pitt  
Chairman

## 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

Name of entity

**HAMPTON HILL MINING NL**

ABN

**60 060 628 524**

Quarter ended ("current quarter")

**30 June 2014**

### Consolidated statement of cash flows

Cash flows related to operating activities		Current quarter \$A'000	Year to date (12 months) \$A'000
1.1	Receipts from product sales and related debtors	-	-
1.2	Payments for (a) exploration & evaluation	-	(5)
	(b) development	-	-
	(c) production	-	-
	(d) administration	(59)	(348)
1.3	Dividends received	-	-
1.4	Interest and other items of a similar nature received	-	-
1.5	Interest and other costs of finance paid	-	-
1.6	Income taxes paid	-	-
1.7	Other (provide details if material)	28	122
<b>Net Operating Cash Flows</b>		<b>(31)</b>	<b>(231)</b>
<b>Cash flows related to investing activities</b>			
1.8	Payment for purchases of: (a) prospects	-	-
	(b) equity investments	-	-
	(c) other fixed assets	-	-
1.9	Proceeds from sale of: (a) prospects	-	-
	(b) equity investments	-	164
	(c) other fixed assets	-	-
1.10	Loans to other entities	-	-
1.11	Loans repaid by other entities	-	-
1.12	Other (provide details if material)	-	-
<b>Net investing cash flows</b>		<b>-</b>	<b>164</b>
1.13	Total operating and investing cash flows (carried forward)	<b>(31)</b>	<b>(67)</b>

+ See chapter 19 for defined terms.

## Appendix 5B

### Mining exploration entity and oil and gas exploration entity quarterly report

1.13	Total operating and investing cash flows (brought forward)	(31)	(67)
	<b>Cash flows related to financing activities</b>		
1.14	Proceeds from issues of shares, options, etc.	-	-
1.15	Proceeds from sale of forfeited shares	-	-
1.16	Proceeds from borrowings	50	100
1.17	Repayment of borrowings	-	-
1.18	Dividends paid	-	-
1.19	Other (provide details if material)	-	-
	<b>Net financing cash flows</b>	<b>50</b>	<b>100</b>
	<b>Net increase (decrease) in cash held</b>	<b>19</b>	<b>33</b>
1.20	Cash at beginning of quarter/year to date	77	63
1.21	Exchange rate adjustments to item 1.20	-	-
1.22	<b>Cash at end of quarter</b>	<b>96</b>	<b>96</b>

### Payments to directors of the entity, associates of the directors, related entities of the entity and associates of the related entities

		Current quarter \$A'ooo
1.23	Aggregate amount of payments to the parties included in item 1.2	5
1.24	Aggregate amount of loans to the parties included in item 1.10	-
1.25	Explanation necessary for an understanding of the transactions	
	<b>1.9</b> Proceeds from sale of equity investments held in financial assets available for sale.	
	<b>4.4</b> Estimated administration cash flows are net of expected recovery of rent expenses.	
	<b>1.16 &amp; 3.1</b> Short term unsecured working capital loan on normal commercial terms and conditions received from companies related to directors.	

### 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	N/A
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	N/A

+ See chapter 19 for defined terms.

### 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	<b>100</b>	<b>100</b>
3.2 Credit standby arrangements	<b>Nil</b>	<b>Nil</b>

### Estimated cash outflows for next quarter

	\$A'000
4.1 Exploration and evaluation	<b>1</b>
4.2 Development	<b>-</b>
4.3 Production	<b>-</b>
4.4 Administration	<b>70</b>
<b>Total</b>	<b>71</b>

### 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	<b>46</b>	<b>77</b>
5.2 Deposits at call	<b>50</b>	<b>0</b>
5.3 Bank overdraft	<b>-</b>	<b>-</b>
5.4 Other (provide details)	<b>-</b>	<b>-</b>
<b>Total: cash at end of quarter (item 1.22)</b>	<b>96</b>	<b>77</b>

### Changes in interests in mining tenements and petroleum tenements

	Tenement reference and location	Nature of interest (note (2))	Interest at beginning of quarter	Interest at end of quarter
6.1 Interests in mining tenements and petroleum tenements relinquished, reduced or lapsed	E52/1830	Relinquished	1.1% Royalty	0%
6.2 Interests in mining tenements and petroleum tenements acquired or increased				

+ See chapter 19 for defined terms.

## Appendix 5B

### Mining exploration entity and oil and gas exploration entity quarterly report

#### 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	<b>Preference securities</b> (description)				
7.2	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs, redemptions				
7.3	<b>+Ordinary securities</b>	<b>140,670,887</b> <b>200,000</b> <b>1,750,000</b> <b>700,000</b>	<b>140,670,887</b>	<b>10 cents</b> <b>20 cents</b> <b>25 cents</b>	<b>Fully Paid</b> <b>Part Paid to 0.1 cent</b> <b>Part Paid to 0.1 cent</b> <b>Part Paid to 0.1 cent</b>
7.4	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs				
7.5	<b>+Convertible debt securities</b> (description)				
7.6	Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted				
7.7	<b>Options</b> (description and conversion factor)			<i>Exercise price</i>	<i>Expiry date</i>
7.8	Issued during quarter				
7.9	Exercised during quarter				
7.10	Expired during quarter				
7.11	<b>Debentures</b> (totals only)				
7.12	<b>Unsecured notes</b> (totals only)				

+ See chapter 19 for defined terms.

## Compliance statement

- 1 This statement has been prepared under accounting policies which comply with accounting standards as defined in the Corporations Act or other standards acceptable to ASX (see note 5).
- 2 This statement does give a true and fair view of the matters disclosed.

Sign here:           **Peter Rutledge**  
Company secretary

Date: **22 July 2014**

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 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 and petroleum 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 or petroleum 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 6: Exploration for and Evaluation of Mineral Resources* and *AASB 107: Statement of Cash Flows* apply to this report.
- 5 **Accounting Standards** ASX will accept, for example, the use of International Financial Reporting 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.

**HAMPTON HILL MINING NL**  
**MINERAL TENEMENT INFORMATION (ASX Listing Rule 5.3.3)**  
For the quarter ending 30 June 2014

Mining tenements and beneficial interests held at quarter end, and their location:

Tenement	Location	Registered Holding	Beneficial Interest
E20/626	Murchison, WA	100%	100%
E20/640	Murchison, WA	100%	100%
P20/1961	Murchison, WA	100%	100%
E20/715	Murchison, WA	0%	Note 1
E20/817	Murchison, WA	0%	Note 2
E20/819	Murchison, WA	0%	Note 2
M20/311	Murchison, WA	0%	100%
MLA20/503	Murchison, WA	0%	100%
MLA20/518	Murchison, WA	0%	100%
MLA51/869	Murchison, WA	0%	100%
E20/625	Murchison, WA	0%	100%
E20/641	Murchison, WA	0%	100%
P51/2581	Murchison, WA	0%	100%
P20/2016	Murchison, WA	0%	100%
P20/2077	Murchison, WA	0%	100%
P20/2078	Murchison, WA	0%	100%
P20/2080	Murchison, WA	0%	100%
E20/457	Murchison, WA	0%	Note 3
E20/459	Murchison, WA	0%	Note 3
E20/492	Murchison, WA	0%	Note 3
E20/595	Murchison, WA	0%	Note 3
E51/ 907	Murchison, WA	0%	Note 3
M20/419	Murchison, WA	0%	Note 3
P20/2082-2086	Murchison, WA	0%	Note 3
P51/2605-2613	Murchison, WA	0%	Note 3
E39/1198	Yilgarn, WA	0%	5% Royalty
E39/1236	Yilgarn, WA	0%	5% Royalty
E31/0800	Yilgarn, WA	0%	5% Royalty
P31/1797	Yilgarn, WA	0%	5% Royalty
P39/4586-4592	Yilgarn, WA	0%	5% Royalty
P39/4677-4679	Yilgarn, WA	0%	5% Royalty
P39/4789	Yilgarn, WA	0%	5% Royalty
P26/3426	Yilgarn, WA	0%	Note 4
P15/4891-4901	Yilgarn, WA	0%	0.98% Royalty
P15/5022-5025	Yilgarn, WA	0%	0.98% Royalty



**HAMPTON HILL MINING NL**  
**MINERAL TENEMENT INFORMATION (ASX Listing Rule 5.3.3)**  
**For the quarter ending 30 June 2014**

Mining tenements and beneficial interests held at quarter end, and their location: (cont)

Tenement	Location	Registered Holding	Beneficial Interest
P16/2415-2418	Yilgarn, WA	0%	0.98% Royalty
P16/2815 & 2816	Yilgarn, WA	0%	0.98% Royalty
P15/4658 & 4659	Yilgarn, WA	0%	0.98% Royalty
M15/696	Yilgarn, WA	0%	0.98% Royalty

Mining tenements and beneficial interests acquired during the quarter, and their location:

None

Mining tenements and beneficial interests disposed of during the quarter, and their location:

Tenement	Location	Registered Holding		Beneficial Interest	
		Before	After	Before	After
E52/1830	East Pilbara, WA	0%	0%	1.1% Royalty	0%

Notes:

- 1) This tenement is held by a third party subject to an agreement whereby the Company's JV partner may earn an interest of up to 80% in it. In the event that the Company's JV partner earns an interest in the JV of 51%, the Company will become entitled to a 49% interest in that right to earn up to 80% in this tenement.
- 2) These licences are held in the name of an entity farming into a JV with the Company. In the event that such entity earns an interest in the JV of 51%, the Company will become entitled to a 49% interest in these tenements.
- 3) The Company has the right to explore for and develop base metals, gold and platinum group metals on all these tenements subject to paying a net smelter return royalty of 1.5% to the tenement holder.
- 4) 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 licence  
MLA: Mining licence application