



HAMPTON HILL
Mining NL

ABN 60 060 628 524

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29 April 2019

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

ACTIVITIES REPORT FOR THE QUARTER ENDED 31 MARCH 2019

EXPLORATION

Millennium Zinc Project

There was no field work carried out during the quarter at the Millennium Zinc Project (E45/2501, E45/2561 and part E45/2500 as outlined in Figure1), in which Hampton Hill Mining (Hampton Hill) holds a 25% interest.

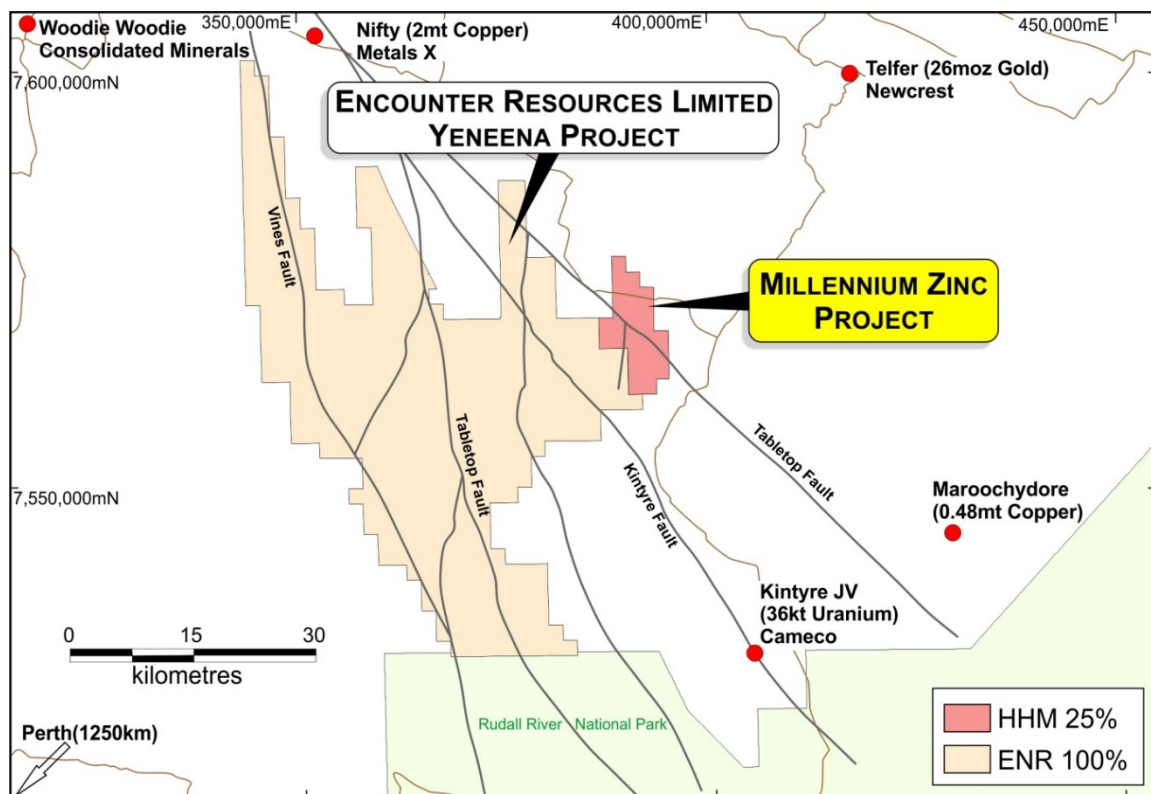


Figure1

The project manager, Encounter Resources Limited (Encounter), has provided the following quarterly report:

The Millennium Project is comprised of the eastern portion of Encounter's Yeneena Project. Previous aircore and RC drilling has defined a plus three kilometre long zinc regolith anomaly that remains open to the south east. Diamond drilling at Millennium has intersected a thick zinc ironstone gossan at the contact between a brecciated carbonatite unit and a thick sequence of carbonaceous shales of the Broadhurst Formation.

During April, one regional Magnetotellurics (MT) geophysical survey line will be completed at the project. A more detailed follow up Audio-frequency Magnetotellurics (AMT) survey will be considered following its completion if the survey looks effective. The planned survey lines are shown in Figure 2 on gravity data.

Magnetotellurics is an advanced, relatively low-cost electromagnetic geophysics tool with deep penetration and high sensitivity to conductive targets which is ideal for imaging sandstone/crystalline basement interface conductive shale horizons and potentially mineralisation. It is being applied at Millennium to investigate the structure ('architecture') of the Yeneena Basin and particularly the Tabletop Fault at Millennium and to investigate geological controls on previously identified mineralization.

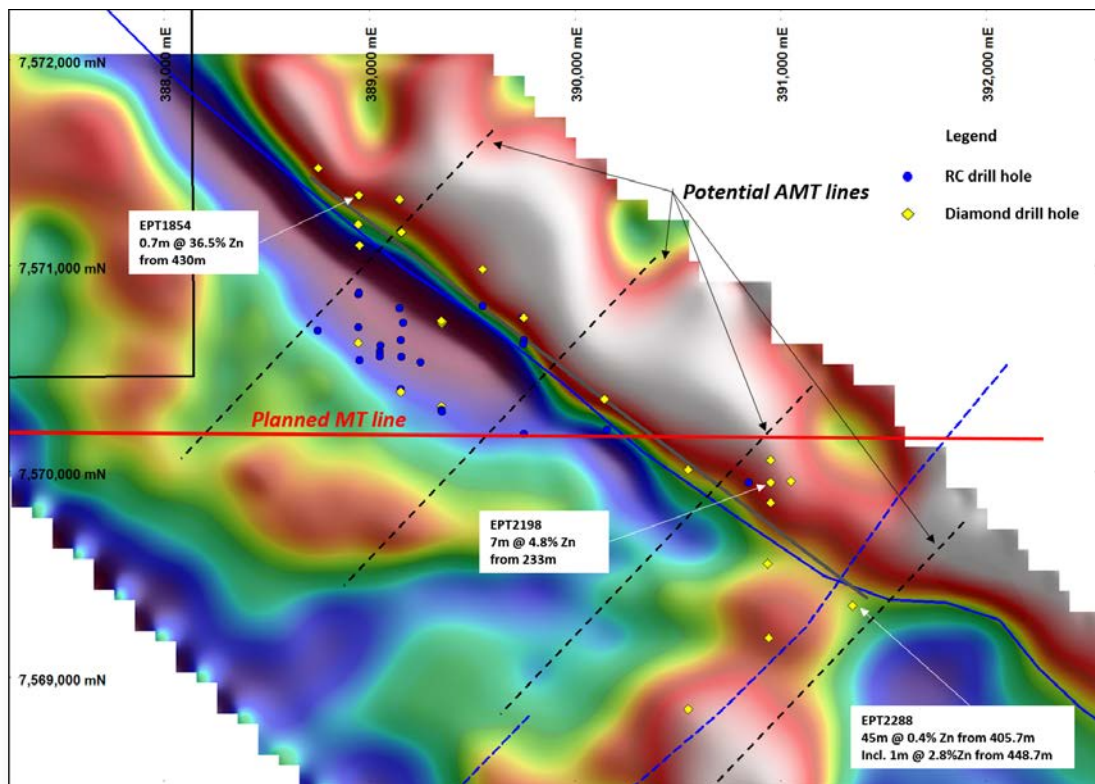


Figure 2

Other exploration

The Company retains an active program seeking new exploration opportunities.

ROYALTY INTERESTS

Hampton Hill holds a 5% gross overriding royalty over all gold production in excess of 1 million ounces from the Central Leases of the Apollo Hill Project owned by ASX listed Saturn Metals Limited (Saturn) (Refer Figure 3).

Saturn announced a new Mineral Resource statement for the Central Leases late last calendar year (Refer Saturn ASX announcement of 19 November 2018). The project Resource now stands at 685,000 ounces grading 1.0 grams/tonne of which the majority is in the Inferred category. Exploration drilling continues apace both on the Central leases and on the rest of the project. The Apollo Hill central gold system has been extended by 0.5 kilometres to 1.7 kilometres since the last resource calculations with some of the best results to date located beyond the stated resource outline. It remains open in most directions. The plan is to factor the results from the current programs into a resource upgrade. Shareholders are referred to the Saturn March 31 Quarterly Report for more details.

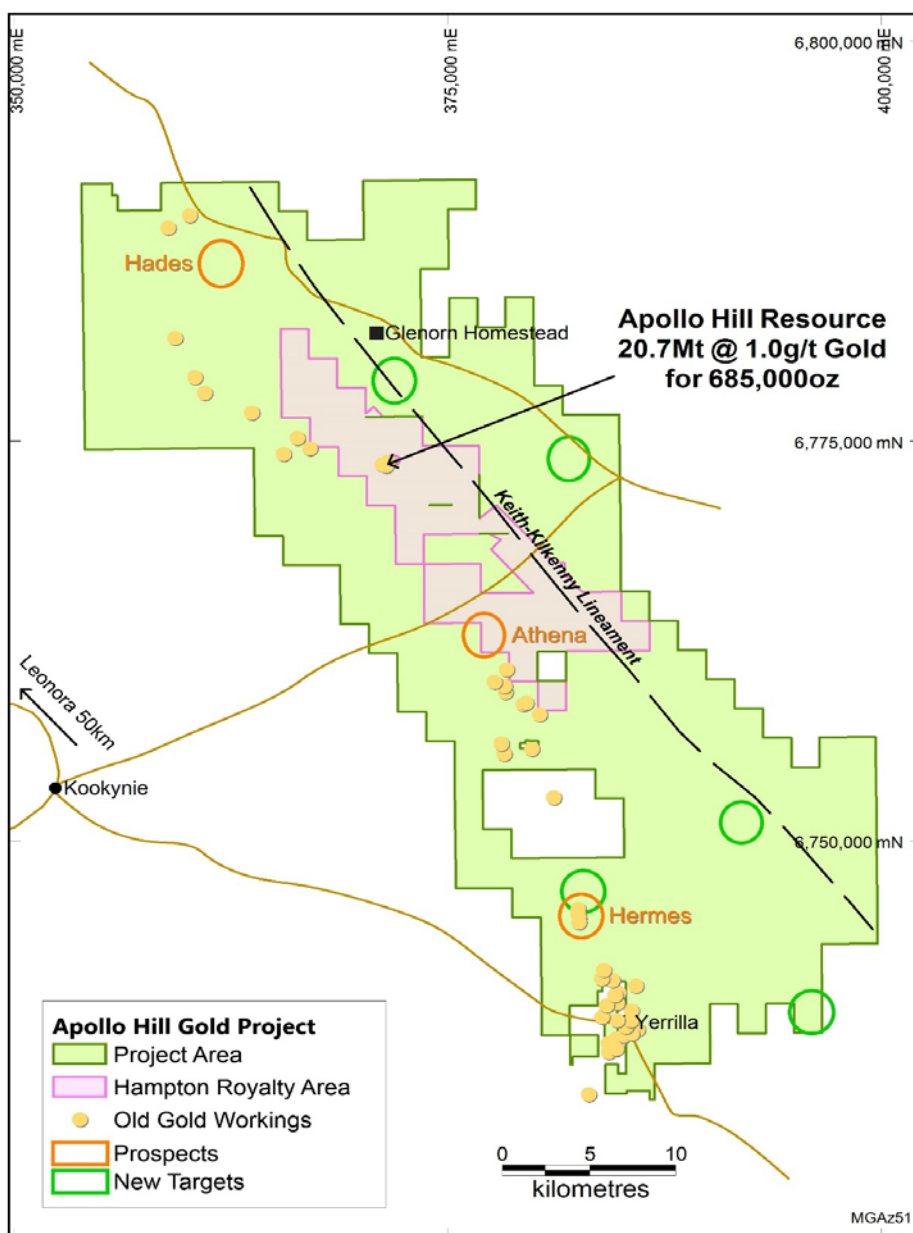


Figure 3

Hampton Hill also holds a 0.98% net smelter gold royalty and certain other rights in relation to the five tenements of the Northlander Project owned by Evolution Mining Limited (Refer Figure 4). No updated exploration report has been provided to Hampton during the quarter.

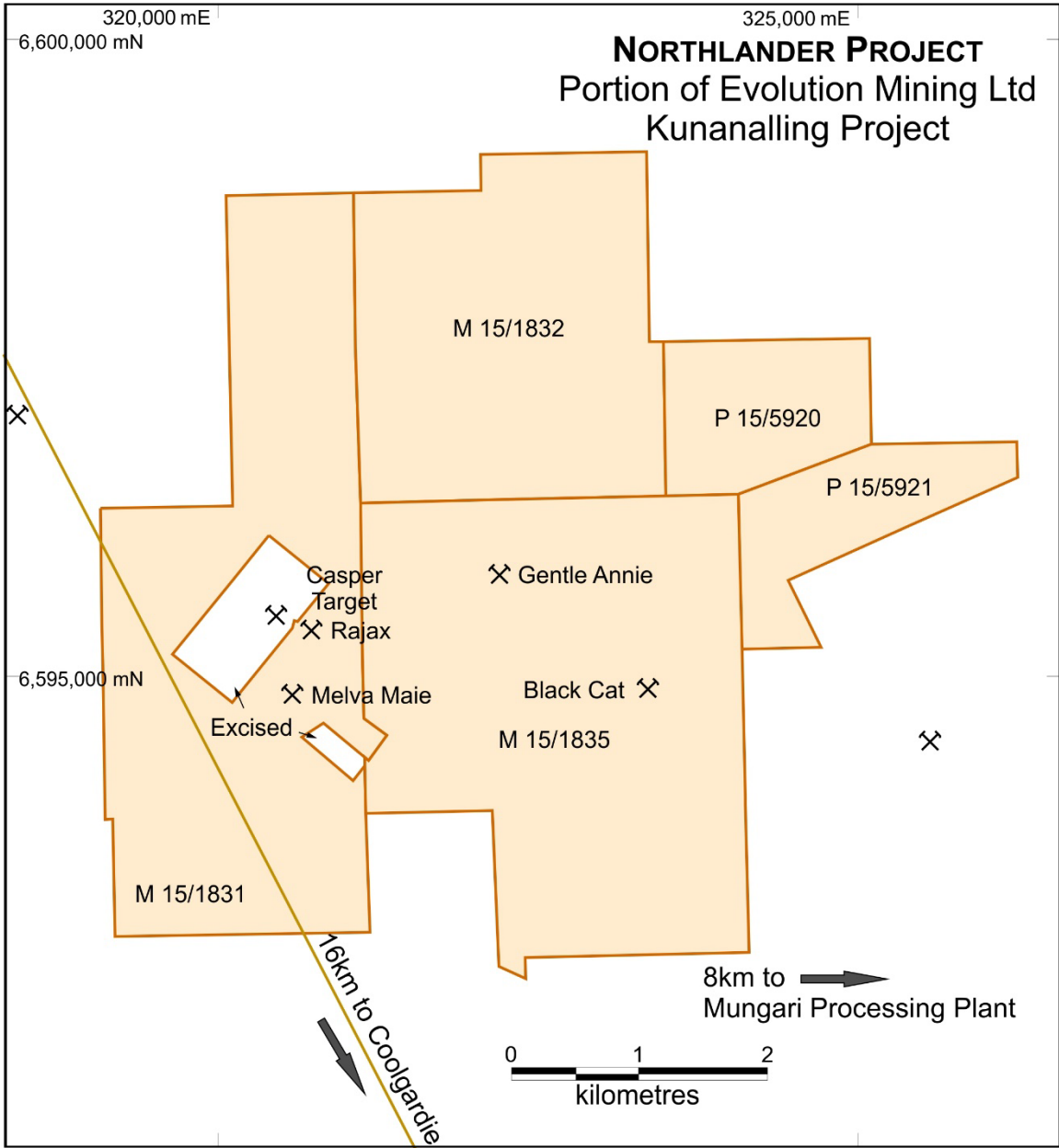


Figure 4

EQUITY INVESTMENTS

Hampton Hill holds investments of 10.35 million shares in Peel Mining Limited (Peel) and 1.25 million shares in Saturn, which, as at the date of this report, have a total market value of approximately \$5 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.

Shareholders are referred to the March 31 quarterly reports of both Peel and Saturn for further details relating to these assets.

Joshua Pit
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, 01/09/16

Name of entity

HAMPTON HILL MINING NL

ABN

60 060 628 524

Quarter ended ("current quarter")

31 March 2019

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	-	(1)
(b) development	-	-
(c) production	-	-
(d) staff costs	-	-
(e) administration and corporate costs	(66)	(249)
1.3 Dividends received (see note 3)	-	-
1.4 Interest received	1	7
1.5 Interest and other costs of finance paid	-	(9)
1.6 Income taxes paid	-	-
1.7 Research and development refunds	-	-
1.8 Other : Rent received	25	83
1.9 Net cash from / (used in) operating activities	(40)	(169)

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

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (9 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	-	-

3.	Cash flows from financing activities		
3.1	Proceeds from issues of shares	-	-
3.2	Proceeds from issue of convertible notes	-	-
3.3	Proceeds from exercise of share options	-	-
3.4	Transaction costs related to issues of shares, convertible notes or options	-	-
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	287	666
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(40)	(169)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	-	-
4.4	Net cash from / (used in) financing activities (item 3.10 above)	-	(250)
4.5	Effect of movement in exchange rates on cash held	-	-
4.6	Cash and cash equivalents at end of period	247	247

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	72	37
5.2 Call deposits	-	-
5.3 Bank overdrafts	-	-
5.4 Other : Term deposits	175	250
5.5 Cash and cash equivalents at end of quarter (should equal item 4.6 above)	147	287

6. Payments to directors of the entity and their associates

- 6.1 Aggregate amount of payments to these parties included in item 1.2
- 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

Current quarter \$A'000
5
-

6.1 Director remuneration

7. Payments to related entities of the entity and their associates

- 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

Current quarter \$A'000
-
-

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	Amount drawn at quarter end
		\$A'000	\$A'000
8.1	Loan facilities	1,000	250
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 2018 Annual Report. During prior quarters, \$250,000 was repaid (\$125,000 on each loan) and the term of the facility extended to 30 April 2020.

9.	Estimated cash outflows for next quarter	\$A'000
9.1	Exploration and evaluation	54
9.2	Development	-
9.3	Production	-
9.4	Staff costs	-
9.5	Administration and corporate costs (net of recoveries)	44
9.6	Other (provide details if material)	-
9.7	Total estimated cash outflows	98

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: 29 April 2019
(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 31 MARCH 2019

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	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	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	M70/266SA	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 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