

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

PIONEER RESOURCES LIMITED

ABN

Quarter ended ("current quarter")

44 103 423 981

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	1,721	1,721
1.2	Payments for		
	(a) exploration, evaluation and development	(366)	(1,237)
	(b) production	(3,745)	(7,737)
	(c) unallocated staff costs	(267)	(813)
	(d) administration and corporate costs	(229)	(865)
1.3	Dividends received (see note 3)	-	-
1.4	Interest received	9	42
1.5	Interest and other costs of finance paid	-	-
1.6	Income taxes paid	-	-
1.7	Research and development refunds	192	373
1.8	Other (Receipt of Kangan JV up-front fee – refer ASX Release dated 18 September 2018)	-	200
1.9	Net cash from / (used in) operating activities	(2,685)	(8,316)
2	Cash flows from investing activities		
2.1	Payments to acquire:		
	(a) property, plant and equipment	(38)	(73)
	(b) tenements (see item 10)	-	-
	(c) investments	-	-
	(d) other non-current assets	-	-
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	(38)	(73)

3	Cash flows from financing activities		
3.1	Proceeds from issues of shares	-	1,000
3.2	Proceeds from issue of convertible notes	-	-
3.3	Proceeds from exercise of share options	-	4
3.4	Transaction costs related to issues of shares, convertible notes or options	-	-
3.5	Proceeds from borrowings	-	6,573
3.6	Repayment of borrowings	-	-
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	-	7,577

4	Net increase / (decrease) in cash and cash equivalents for the period	(2,723)	(812)
4.1	Cash and cash equivalents at beginning of period	4,682	2,771
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(2,685)	(8,316)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	(38)	(73)
4.4	Net cash from / (used in) financing activities (item 3.10 above)	-	7,577
4.5	Effect of movement in exchange rates on cash held	-	-
4.6	Cash and cash equivalents at end of period	1,959	1,959

5	Reconciliation of cash and cash equivalents	Current quarter	Previous quarter
	at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts	\$A'000	\$A'000
5.1	Bank balances	359	2,682
5.2	Term deposits	1,600	2,000
5.3	Bank overdrafts	-	-
5.4	Other (provide details)	-	-
5.5	Cash and cash equivalents at end of quarter (should equal item 4.6 above)	1,959	4,682

NB: The sales proceeds from the February 2019 shipment of US\$0.73 million was received in April.

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	121
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	

Items in 6.1: Managing Director and Non-Executive Directors' 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	

N/A

8	Financing facilities available	Total facility amount at quarter end \$A'000	Amount drawn at quarter end \$A'000
	<i>Add notes as necessary for an understanding of the position</i>		
8.1	Loan facilities	4,939	4,939
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.		

A binding Offtake and Loan Agreement was entered into with Cabot Specialty Fluids Limited (**CabotSF**) on 20 June 2018. As part of the Agreement, CabotSF provided funding in the form of an interest-free US\$4.8 million loan to Pioneer to be solely used for the development and mining of the Sinclair Mine. The Loan will be offset by Pioneer against sales of DSO pollucite from the Sinclair Mine, or by cash settlement subject to certain conditions. Pioneer has agreed to provide CabotSF with security, limited to caesium rights, over the Sinclair Mine as collateral for the Loan. Upon repayment of the US\$4.8 million loan this security will be removed. The Loan was drawn down in August 2018.

During the quarter ended 31 March 2019, sales of pollucite product worth US\$1.3 million were offset against the loan, reducing the outstanding balance to US\$3.5 million at 31 March 2019. On 1 April, the outstanding loan balance of US\$3.5 million was repaid via Pioneer selling pollucite ore to that same value to CabotSF. A quantity and grade of pollucite to the value of US\$3.5 million is now owned by CabotSF and is co-mingled with Pioneer's owned pollucite at the Sinclair Mine.

9	Estimated cash outflows for next quarter	\$A'000
9.1	Exploration and evaluation	160
9.2	Development	-
9.3	Production/royalties	610
9.4	Staff costs	280
9.5	Administration and corporate costs	140
9.6	Mining capital expenditure	-
9.7	Total estimated cash outflows	1,190

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				
		<u>Acra JV with Northern Star Resources Ltd (NST)</u>	NST achieving additional 55% interest as part of earn-in/joint venture.		
		E27/278		80%	25%
		E27/438		80%	25%
		E27/491		80%	25%
		E27/520		80%	25%
		E27/548		80%	25%
		E27/579		80%	25%
		E28/1746		80%	25%
		E28/2483		80%	25%
10.2	Interests in mining tenements and petroleum tenements acquired or increased				
		E26/211	Granted on 11/2/19	0%	100%
		E27/575	PIO earning-in for 80% interest	0%	0%

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: 30 April 2019

(Company Secretary)

Print name: Timothy Spencer

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.