



ASX RELEASE 29 JANUARY 2016

Quarterly Activities Report for the Period ended 31 December 2015

Highlights

Llahuin/Llanos marketing and Low Cost Structure

- With its foothold on the Llanos properties secured, the Company continued its due diligence processes with potential joint venture partners to the Llahuin/Llanos Project.
- The Company's focus is obtaining a joint venture partner for the Llahuin/Llanos Project and the Company will announce any material developments in this regard.
- Cost reductions have been implemented to further reduce both administrative and operational costs.
- Mr Andres Hevia stepped down from the Board and the Company thanks him for his contribution.
- Subsequent to period end, the Company secured a non-recourse loan of up to \$50,000 from its Managing Director Mr Trevor Tennant. This loan will be repaid subject to relevant approvals.

Projects

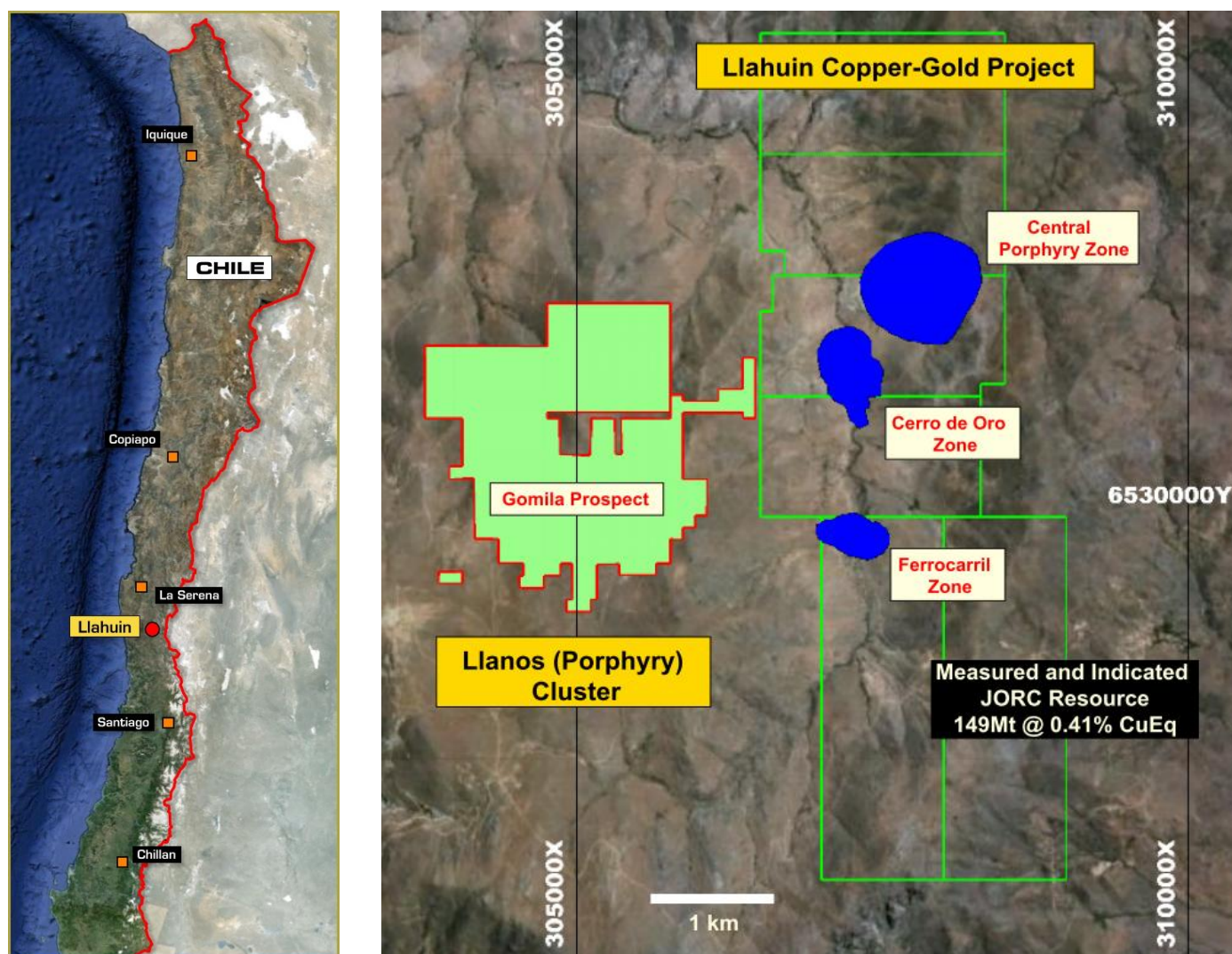
Llahuin Copper-Gold Project (~250km north of Santiago)

The **Llahuin Project** is located in the Coquimbo region of Central Chile.

The Company previously announced a JORC compliant resource for the Llahuin Project based on 54,520m of drilling. Refer News Release dated 3 July 2013 (and see inset to Figure 1).

On 11 May 2015, the Company announced a significant breakthrough in the development of the Llahuin Project: the securing of the adjacent **Gomila Prospect ("Gomila")**. Gomila is part of the **Llanos Cluster** of concessions centred 4km south-west of the Llahuin Central Porphyry Zone. The position of the Gomila Prospect in relation to the Llahuin Project is shown below:

Figure 1: Gomila Prospect in relation to the Llahuin Copper-Gold Project



By adding the potential of the Llanos Cluster to the established Llahuin resource, the **newly combined Llahuin/Llanos Project** is an excellent proposition for a large company wanting to develop a long life, low elevation mine in a low sovereign risk mining jurisdiction.

The Company is marketing the **Llahuin/Llanos Project** to potential farm-in partners to fund large scale exploration. As a result, the Llahuin/Llanos Project is currently the subject of multiple confidentiality agreements signed with globally diversified resource companies. The Company continues to pursue these opportunities.

Other Projects

Rincon Copper-Gold Project

During the current quarter, the Rincon exploration project concessions were over-pegged and to retain the Project, the Company needed to elevate the concessions from exploration level to exploitation (or mining) level. As Rincon (along with Llahuin) is a key project for the Company, it was decided to elevate the concession holding. The bulk of exploration spending incurred during the quarter (\$57,000) related to the one-off costs of converting Rincon into a mining concession.

Future Developments

The main focus of the Company will be to secure a partner at the combined Llahuin/Llanos Project who will fund large scale exploration works. Minimal costs are being incurred with final one off costs paid during the current quarter.

Separately, the Company will continue to market its other prospective concession holdings as well as considering other opportunities.

Competent Person / Qualified Person Statement

The information in this report that relates to copper and gold Exploration Results for the Company's Projects is based on information compiled by Mr Trevor Tennant, who is a Fellow of The Australasian Institute of Mining and Metallurgy. Mr Tennant has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration, and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2012 Edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves". Mr Tennant is a full time employee and Managing Director of the Company and consents to the inclusion in the report of the matters based on his information in the form and context in which it appears. For further information, please refer to the Technical Reports and News Releases on the Company's website at www.shmining.com.au.

Concession (tenement) Holdings

During the Quarter, there were no reductions to the Company's concession holdings.

Relinquishments, if any, are detailed in section 6.2 of the attached Appendix 5B.

As at 31 December 2015, the Company held a total 148 concessions within 11 defined Projects. Belen, Chitigua, El Arrayan, Las Santas, Llahuin, Los Pumas, Mantos Grandes, Rincon, Romeral and Santa Gracia are 100% held by the Company via its subsidiaries.

The Los Rulos Project is subject to a 50/50 joint venture arrangement with Lundin Mining. The Company beneficially holds 50% of this Project via a 50% holding in JV company Minera Los Rulos. As well as concessions, Minera Los Rulos holds share purchase option arrangements to acquire 100% equity in the Polvareda 2 Prospect.

The Minera Llahuin entity holds an option agreement to acquire 100% equity in the Gomila Prospect concessions (shown under Llahuin Option Agreements).

The concessions held or under option* and their locations are set out below:

Belen (Putre, Chile)	Llahuin (Combarbala, Chile)	Los Pumas (Putre, Chile)
BELEN 9 BELEN1, 1 AL 10 BELEN 2, 1 AL 20 BELEN 3, 1 AL 30 BELEN 4, 1 AL 20 BELEN 5, 1 AL 30 BELEN 6, 1 AL 8 BELEN II, 1 AL 10 BELEN II, 11 AL 20	EL ESPINO 11 EL ESPINO 12 EL ESPINO 13 EL ESPINO 14 EL ESPINO 15 AMAPOLA III AMAPOLA IV EL ESPINO 1 1 AL 300 EL ESPINO 2 1 AL 200 EL ESPINO 3 1 AL 200 EL ESPINO 4 1 AL 200 EL ESPINO 5 1 AL 300 EL ESPINO 6 1 AL 300 EL ESPINO 1 AL 9 AMAPOLA 1, 1 AL 20 AMAPOLA 2, 1 AL 20 AMAPOLA 3, 1 AL 20 AMAPOLA 4, 1 AL 18 COLINA 2, 1 AL 30 AMAPOLA I, 1 AL 300 AMAPOLA II, 1 AL 300	EMANUEL 1 AL 20 LLUTA I 1 AL 54 LLUTA II 1 AL 285 PUTRE 5, 1 AL 10 PUTRE 6, 1 AL 11 PUTRE I 1 AL 20 PUTRE 2 I AL 20 MG 3, 1 AL 30
Chitigua (Calama, Chile)		Los Rulos (Canela, Chile)
LEO III 20 LEO III 21 LEO III 33 LEO III 38 CHITIGUA SUR ESTE 1 AL 5 CHITIGUA 27, 1 AL 60 CHITIGUA 1, 1 AL 30 CHITIGUA 2, 1 AL 30		COLIHUE 10 COLIHUE 11 COLIHUE12 COLIHUE 13 COLIHUE 14 COLIHUE 15 COLIHUE 22 COLIHUE 24 COLIHUE 25 COLIHUE 26 EL COLIHUE 1 1 AL 113 EL COLIHUE 1 41 AL 154 EL COLIHUE 1 155 AL 210 EL COLIHUE 8 1 AL 6
El Arrayan (Vicuna, Chile)		Los Rulos, Option Agreements*
SIMON II 1 SAN JOSE II TRES SAN ALFONSO II CUATRO SAN JORGE TRES 1 AL 36 SAN JORGE CUATRO 1 AL 60 SUSAN 2, 1 AL 49	Llahuin, Option Agreements* LA ENCANTADORA I, 1 AL 36 LA ENCANTADORA II, 1 AL 18 LA ENCANTADORA III, 1 AL 12 LA ENCANTADORA III A, 1 AL 8 LA ENCANTADORA IV, 1 AL 11 LA ENCANTADORA V 1 LA ENCANTADORA VI, 1 AL 8 LA ENCANTADORA DE LLAHUIN AL 19	POLVAREDA SEGUNDA 1 AL 48
Las Santas (Salamanca, Chile)		Mantos Grandes (Monte Patria, Chile)
SANTA GUADALUPE 1 AL 39 SANTA MACARENA 1 AL 40 SANTA CAMILA 1 AL 27 SANTA ANA 17		MANTIS 1 MANTIS 2 MANTIS 3 MANTIS 4 MANTIS 5 MANTIS 6 MANTIS 7
Llahuin (Combarbala, Chile)	Los Pumas (Putre, Chile)	
EL ESPINO 8 EL ESPINO 9	LOS PUMAS 5 AWAHOU 1 AL 20	

Mantos Grandes (Monte Patria, Chile)	Mantos Grandes (Monte Patria, Chile)	Rincon (Salamanca, Chile)
MANTIS 8	MANTOS 7, 1 AL 178	RINCON 1 1 AL 30
MANTIS 9	MANTOS 8, 1 AL 95	RINCON 2 1 AL 30
MANTIS 10	MANTOS 9, 1 AL 30	RINCON 3 1 AL 30
MANTIS 11	MANTOS 10, 1 AL 136	RINCON 5 1 AL 30
MANTIS 12	MANTOS 11, 1 AL 51	RINCON 6 1 AL 30
MANTIS 13	MANTOS 12, 1 AL 268	RINCON 7 1 AL 30
MANTOS II 2	MANTOS 13, 1 AL 99	RINCON 9 1 AL 20
MANTOS II 4	MANTOS 16, 1 AL 10	RINCON 10 1 AL 20
MANTOS II 24	MANTOS 17, 1 AL 10	Romeral (La Higuera, Chile)
MANTOS III 16	MANTOS 21, 1 AL 20	SOLADO II 1
MANTOS III 17	MANTOS 21, 21 AL 30	SOLADO II 2
MANTOS III 18	MANTOS 22, 1 AL 20	SOLADO II 3
MANTOS III 19	FUTURO 5, 1 AL 60	SOLADO II 4
MANTOS III 20	MANTOS GRANDES 1 AL 11	SOLADO 1, 1 AL 20
MANTOS III 21	MANTOS CHICOS 1 AL 20	Santa Gracia (La Serena, Chile)
MANTOS 1, 1 AL 10	LA ESCONDIDA 1 AL 20	LA CUYANA 1 AL 5
MANTOS 2, 1 AL 20	Rincon (Salamanca, Chile)	SAN SEBASTIAN 1 AL 6
MANTOS 3, 1 AL 15	RINCON 4	LAS PERDICES II 10
MANTOS 4, 1 AL 20	RINCON 8	LEONOR II 2
MANTOS 5, 1 AL 20	RINCON 11	
MANTOS 6, 1 AL 30	RINCON 12	

Appendix 5B

Mining 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, 01/05/2013

Name of entity

SOUTHERN HEMISPHERE MINING LIMITED

ABN

17 140 494 784

Quarter ended ("current quarter")

31 December 2015

Consolidated statement of cash flows

		Current quarter \$A'000	Year to date (6 months) \$A'000
Cash flows related to operating activities			
1.1	Receipts from product sales and related debtors		
1.2	Payments for (a) exploration & evaluation	(57)	(118)
	(b) development		
	(c) production		
	(d) administration	(151)	(483)
1.3	Dividends received		
1.4	Interest and other items of a similar nature received	2	4
1.5	Interest and other costs of finance paid		
1.6	Income taxes paid		
1.7	Other (provide details if material)		
Net Operating Cash Flows		(206)	(597)
Cash flows related to investing activities			
1.8	Payment for purchases of: (a) prospects	-	-
	(b) equity investments		
	(c) other fixed assets	17	17
1.9	Proceeds from sale of: (a) prospects	-	-
	(b) equity investments		
	(c) other fixed assets		
1.10	Loans to other entities	-	-
1.11	Loans repaid by other entities	-	-
1.12	Other (provide details if material)	-	-
Net investing cash flows		-	-
1.13	Total operating and investing cash flows (carried forward)	(189)	(580)

+ See chapter 19 for defined terms.

1.13	Total operating and investing cash flows (brought forward)	(189)	(580)
Cash flows related to financing activities			
1.14	Proceeds from issues of shares, options, etc.	100	515
1.15	Proceeds from sale of forfeited shares	-	-
1.16	Proceeds from borrowings		
1.17	Repayment of borrowings		
1.18	Dividends paid		
1.19	Other (provide details if material)		
	Net financing cash flows	100	515
	Net increase (decrease) in cash held	(89)	(65)
1.20	Cash at beginning of quarter/year to date	117	92
1.21	Exchange rate adjustments to item 1.20	0	1
1.22	Cash at end of quarter*	28*	28*

* Subsequent to quarter-end the Company entered into a Non-recourse loan for up AUD\$50,000. In addition, the Company is considering the sale of its remaining concessions as well as other opportunities.

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

		Current quarter \$A'000
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	
	Payments made for director's fees, salaries and superannuation.	

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

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	-	-
3.2 Credit standby arrangements	-	-

Estimated cash outflows for next quarter

	\$A'000
4.1 Exploration and evaluation	-
4.2 Development	-
4.3 Production	-
4.4 Administration	30
Total	30

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	28	117
5.2 Deposits at call	-	-
5.3 Bank overdraft	-	-
5.4 Other (provide details)	-	-
Total: cash at end of quarter (item 1.22)	28	117

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	n/a		
6.2	Interests in mining tenements and petroleum tenements acquired or increased	n/a		

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 Preference ⁺securities	-	-	-	-
7.2 Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs, redemptions				
7.3 ⁺Ordinary securities	21,292,561	21,292,561	-	-
7.4 Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs	Pre Consolidation 12,646,000 Pre Consolidation 16,666,667 During the quarter, the capital of the Company was consolidated on a 1 for 15 basis reducing the number of shares on issue from 319,385,165 to 21,292,561	Pre Consolidation 12,646,000 Pre Consolidation 16,666,667	1 cent per share 0.6 cents per share	Fully paid Fully paid
7.5 ⁺Convertible debt securities (description)	-	-	-	-
7.6 Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted				

+ See chapter 19 for defined terms.

7.7	Options (description and conversion factor)	2,521,423	2,521,423	Exercise price 67.5 cents	Expiry date 7 March 2016
		During the quarter, the capital of the Company was consolidated on a 1 for 15 basis reducing the number of options on issue from 37,820,208 to 2,521,423			
7.8	Issued during quarter	-	-	-	-
7.9	Exercised during quarter	-	-	-	-
7.10	Expired during quarter	-	-	-	-
7.11	Debentures	-	-		
7.12	Unsecured notes	-	-		

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: 
(Company secretary)

Date: 29 January 2016

Print name: Derek Hall

- 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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