

ASX Announcement

The directors of Tikforce Ltd (formerly Palace Resources Ltd (“TikForce”, “TKF” or the “Company”) have pleasure in presenting their quarterly report for the period ended 31 March 2016.

The quarterly report is in respect to the quarter preceding the completion of the acquisition by Palace Resources Ltd of Tikforce Operations Pty Ltd and Min – Trak Pty Ltd, as approved by Shareholders on 12 August 2016 and the completion of the Prospectus, dated 1 October 2015, and Supplementary Prospectus dated 8 January 2016, and other offers as outlined.

Operations Report

March Quarter 2016

Activity

With respect to the Acquisition of TikForce and Min Trak, the Company sought shareholder’s approval for this, and other matters, at a meeting of shareholders on 12 August 2015.

The combined resolutions were overwhelmingly approved by shareholders and the Company has completed the capital raising associated with the acquisitions and other matters as approved by shareholders.

The prospectus was lodged with ASIC on 1 October 2015.

Due to the effluxion of time, a supplementary prospectus was lodged on 8 January 2016,

The aforementioned completion of the capital raising associated with the acquisitions and other matters as approved by shareholders resulted in the Company re – entering the ASX quotation market on 8 April 2016, with the commencement of share trading of the Company on 12 April 2016.

TikForce Limited

Suite 2
16 Ord Street
West Perth
Western Australia

PO Box 1779
West Perth, WA 6879

p 1800 732 543
w tikforce.com

abn 74 106 240 475

Capital Structure

Options

A total of 2,098,775 options, at an exercise price of \$0.20 each, were due to expire on 28 February 2016.

Of these options, 1,250 options were converted to fully paid ordinary shares, and the balance, on 28 February 2016, expired.

As a result, the Capital structure as at 31 March 2016 was

- FPO 11,929,229; and
- Options nil

Subsequent event

As a result of the completion of the Capital raising and completion of the other offer agreements as outlined in the Prospectus and Supplementary prospectus, and following 31 March 2016 the Capital structure of the Company is:

FPO	117,767,564
Options	20,450,000
Performance Shares	
Class A	8,000,000
Class B	12,000,000
Class C	16,000,000
Class D	2,000,000
Class E	2,000,000
Class F	1,000,000

Roland Berzins
Company Secretary
28 April 2016

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Schedule as per **ASX Listing Rule 5.3.3**

Tenement Status

Project	Tanami
Location	Australian Northern Territory
Tenement	EL25207
Blocks	244
Holders	Palace Resources Ltd
Beneficial percentage interest held in farm out arrangements at the end of the quarter	10%
Beneficial percentage interest held in farm out arrangements acquired or disposed of during the quarter	Nil

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Appendix 5B

Mining exploration entity quarterly report

Introduced 1/7/96. Origin: Appendix 8. Amended 1/7/97, 1/7/98, 30/9/2001, 01/06/10.

Name of entity

PALACE RESOURCES LIMITED

ABN

74 106 240 475

Quarter ended ("current quarter")

31 March 2016

Consolidated statement of cash flows

Cash flows related to operating activities		Current quarter \$A'ooo	Year to date (9 months) \$A'ooo
1.1	Receipts from product sales and related debtors	-	-
1.2	Payments for:		
	(a) exploration & evaluation	-	(2)
	(b) development	-	-
	(c) production	-	-
	(d) administration	(262)	(466)
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)	-	-
Net Operating Cash Flows		(262)	(468)
Cash flows related to investing activities			
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	-	-
	(c) other fixed assets	-	-
1.10	Loans to other entities	(180)	(338)
1.11	Loans from other entities	-	-
1.12	Other (Unsecured Loans)	-	-
Net investing cash flows		(180)	(338)
1.13	Total operating and investing cash flows (carried forward)	(442)	(806)

+ See chapter 19 for defined terms.

Appendix 5B
Mining exploration entity quarterly report

1.13	Total operating and investing cash flows (brought forward)	(442)	(806)
	Cash flows related to financing activities		
1.14	Proceeds from issues of shares, options, etc.	2	2
1.15	Proceeds from convertible notes	110	458
1.16	Proceeds from borrowings	155	367
1.17	Repayment of borrowings	-	-
1.18	Dividends paid	-	-
1.19	Other (prospectus costs) (Share applications)	194	-
		1,070	4,523
	Net financing cash flows	1,531	5,350
	Net increase (decrease) in cash held	1,089	4,544
1.20	Cash at beginning of quarter/year to date	3,463	8
1.21			
1.22	Cash at end of quarter	4,552	4,552

Payments to directors of the entity and associates of the directors
Payments to 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	-
1.24 Aggregate amount of loans to the parties included in item 1.10	-

1.25 Explanation necessary for an understanding of the transactions

All directors' fees, salaries and superannuation were accrued, no cash payment during the quarter – 1.2

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

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

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+ 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	-	-
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	45
Total	45

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	29	10
5.2 Deposits at call	-	-
5.3 Bank overdraft	-	-
5.4 Other (provide details) – Share application	4,523	3,453
Total: cash at end of quarter (item 1.22)	4,552	3,463

Changes in interests in mining tenements

	Tenement reference	Nature of interest (note (2))	Interest at beginning of quarter	Interest at end of quarter
6.1 Interests in mining tenements relinquished, reduced or lapsed				
6.2 Interests in mining tenements acquired or increased				

+ See chapter 19 for defined terms.

Appendix 5B
Mining 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	Preference securities (description)				
7.2	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs, redemptions				
7.3	+Ordinary securities	11,929,229	11,929,229		
7.4	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs (consolidation)	1,250	1,250		
7.5	+Convertible debt securities (description)				
7.6	Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted				
7.7	Options (description and conversion factor)			<i>Exercise price</i>	<i>Expiry date</i>
7.8	Issued during quarter				
7.9	Exercised during quarter	1,250	1,250	\$0.20	28/02/2016
7.10	Expired during quarter	2,097,525	2,097,525	\$0.20	28/02/2016
7.11	Debentures (totals only)				

+ See chapter 19 for defined terms.

7.12	Unsecured notes (<i>totals only</i>)		
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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 4).
- 2 This statement does give a true and fair view of the matters disclosed.

Sign here: Roland Berzins

(Company secretary)

Date: 28 April 2016

Print name: Roland Berzins

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 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, 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 1022: Accounting for Extractive Industries* and *AASB 1026: Statement of Cash Flows* apply to this report.
- 5 **Accounting Standards** ASX will accept, for example, the use of International Accounting 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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