HAMPTON HILL
Mining NL

ABN 60 060 628 524

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11 October 2016

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

Annual Report

Attached is the 2016 Annual Report for Hampton Hill Mining NL.

Peter Ruttledge
Company Secretary

HAMPTON HILL
Mining NL
ABN 60 060 628 524

Annual Report 2016

CONTENTS

CORPORATE DIRECTORY

Directors	Joshua Pitt Executive Chairman Neil Tomkinson Non-executive Director Wilson Forte Non-executive Director
Company Secretary	Peter Ruttledge
Registered and Business Office	Level 2 9 Havelock Street West Perth WA 6005 Telephone: 08 9481 8444 Facsimile: 08 9481 8445 Email: info@hamptonhill.com.au
Auditor	HLB Mann Judd (WA Partnership) Level 4 130 Stirling Street Perth WA 6000
Home Exchange	Australian Securities Exchange
ASX Code	HHM
Share Registry	Security Transfer Registrars Pty Ltd 770 Canning Highway Applecross WA 6153 Telephone: 08 9315 2333 Facsimile: 08 9315 2233 Email: registrar@securitytransfer.com.au
Webpage	www.hamptonhill.com.au
Corporate Governance Statement	http://www.hamptonhill.com.au/CorpGov.htm

Hampton Hill Mining NL (ABN 60 060 628 524) is a public listed company incorporated and domiciled in Australia

CHAIRMAN'S LETTER

Dear Shareholders,

The Millennium Zinc Project joint venture, in which Hampton Hill Mining NL (Hampton Hill) is currently earning a 25% interest, continued as the major exploration focus for your Company during the year. It is situated within the richly endowed Paterson Province of the Eastern Pilbara of Western Australia.

Drilling to date has outlined a target zone relating to over three kilometres of the major Tabletop Fault where broad intervals of highly anomalous zinc mineralisation has been intersected. This mineralisation is of oxidized zinc of no direct economic value but is an exciting indication that significant primary zinc sulphide mineralisation may be discovered at depth.

The project manager, Encounter Resources Limited (Encounter), has recently completed an intensive remodelling effort applying all the drilling information derived to date, as well as detailed gravity and seismic surveying, to determine the most effective pattern for the next drilling phase. The remodelling indicates that a significant body of massive zinc sulphide mineralisation may be present at depth and adjacent to the Tabletop Fault. The joint venture plans to commence a 2,000 metre diamond drilling program to test this model imminently.

Hampton Hill's other major asset is a 5% gross overriding royalty on all gold production in excess of the first one million ounces from the Apollo Hill Gold Project owned by Peel Mining Limited (Peel).

Your board is intent on progressing the Company's exploration interests without regress to shareholders for additional capital. We intend to maintain this policy until a clearer picture of the significance of our Millennium Zinc Project and Apollo Hill Gold Royalty interests are established. Accordingly, during the course of the twelve months to the date of this report, Hampton Hill sold 1.65 million fully paid shares in Peel realising $277,380. The Company retains 11 million shares in Peel.

On behalf of all shareholders, we would like to express our appreciation to the teams at Encounter and Peel for their on-going efforts in advancing both Millennium and Apollo Hill. We anticipate significant drilling campaigns at both projects for the coming year.

Joshua Pitt
Chairman
3 October 2016

REPORT ON OPERATIONS

Exploration activity involving Hampton Hill during the year was limited to the Millennium Zinc Project and the Apollo Hill Gold Project. Hampton Hill is earning a 25% interest in Millennium by contributing two thirds of the first $3 million of joint venture expenditure. Hampton Hill holds a royalty interest over the Apollo Hill tenements.

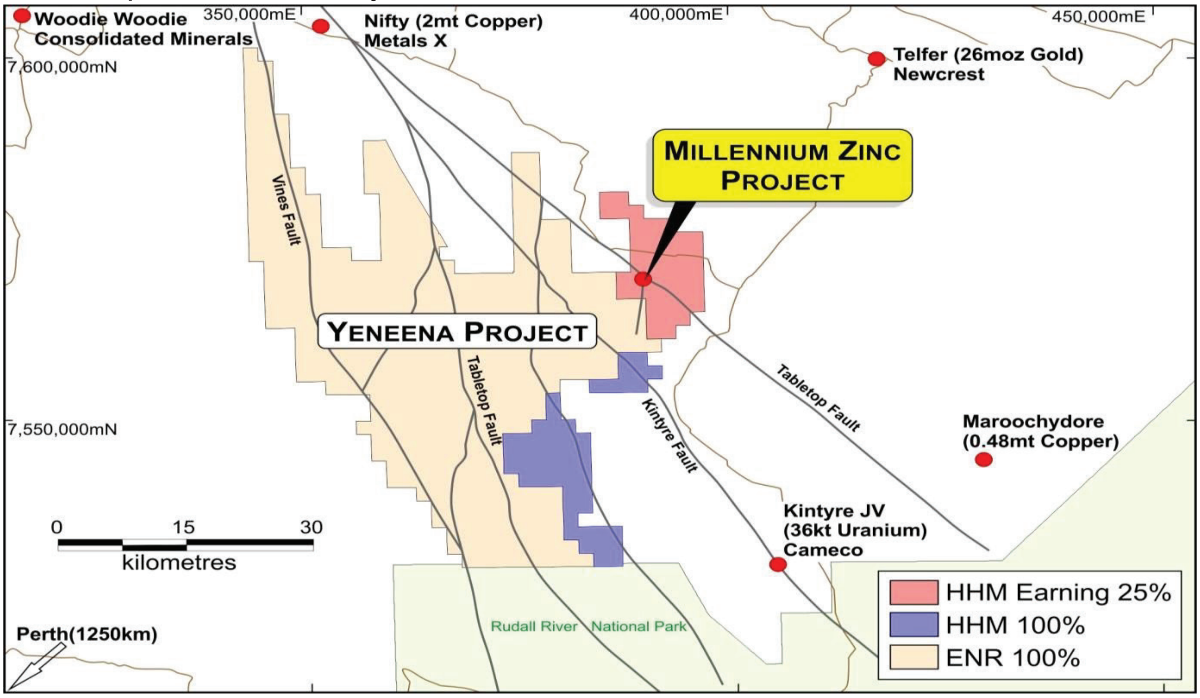
THE MILLENNIUM ZINC PROJECT

This project is majority owned and managed by Encounter and forms the most eastern portion of what that company refers to as their Yeneena Project. Hampton Hill was attracted to the project because of the strong indications of zinc mineralisation which Encounter had already recorded and the proximity of that mineralisation to the major Tabletop Fault, which was viewed as a potential controlling structure to significant ore development. Also, it's location within the Paterson Province, well known for the Telfer gold mine and Nifty copper mine, was seen as a positive.

Early in the year, results from diamond drill holes EPT 2201 and 2203 extended the known strike length of the oxidised target zone with broad widths of highly anomalous zinc assays. However, a subsequent hole targeting zinc mineralisation some one hundred metres below the depth of oxidation failed to intersect any significant sulphides.

A follow up drilling campaign was carried out during the December quarter to test for a south east plunge to the outlined target zone and to trace the zone to the south east. This drilling confirmed the significant dimensions of the highly anomalous target zone. The zone extends over at least 3 kilometres, is generally over 50 metres in width and has a content of zinc in oxidised form commonly in excess of 1%. The program did not confirm a south east plunge but a significant width containing modest levels of zinc sulphides intersected in EPT 2261 near the southern extent of the zone was encouraging *(Hampton Hill ASX announcement 28 January 2016)*.

Location map of Millennium Zinc Project



The joint venture exploration effort to date has confirmed and delineated a large and strong near surface zinc anomaly associated with the major south east trending Tabletop Fault but has not located evidence of the volumes of sulphide mineralisation at depth that one might anticipate given the size, location and strength of the anomaly.

REPORT ON OPERATIONS

A full review of the Millennium target zone, supported by further gravity and passive seismic surveying, has been completed allowing remodelling and the siting of a set of diamond drill holes designed to test newly projected targets for the possibility of significant massive sulphide zinc mineralisation at depth. This drilling programme is planned to commence imminently.

THE APOLLO HILL GOLD PROJECT

This project was sold to Peel in 2011 for the consideration of a significant shareholding in that company plus a 5% gross overriding royalty pertaining to all gold produced from the project in excess of one million ounces. Peel has focused its project exploration efforts on expanding the open cut targeted resources that are situated on the north west margin of Apollo Hill which outcrops adjacent to salt lake flats of the Lake Rebecca salt lake system that extends southwards from near the Western Australian gold mining centre of Leonora. Peel has reported a 2004 compliant JORC inferred mineral resource of 17.2 million tonnes grading 0.9 grams per tonne gold for 505,000 ounces at Apollo Hill *(Peel ASX announcement 9 Sept 2011).*

Peel carried out further metallurgical testing of the gold resources with very promising results *(Peel ASX announcement 16 June 2015)* and during the reported year completed a limited drill program which returned some significant gold intersections including 8 metres grading 6.4 grams per tonne gold from 74 metres and 10 metres grading 4.2 grams per tonne from 94 metres down hole in drill hole PARC 036 *(Peel ASX announcement 28 April 2016)*. With the improving gold price it is anticipated that Peel will move to enhance the funding for and exploration of the project in the coming year.

SUMMARY

These two project involvements provide your Company with significant exposure to both base metals and gold in regions well known for their high endowment.

Competent Person Statements

The information in this report that relates to Exploration Results from the Millennium project is based on information compiled by Mr Peter Bewick who is a Member of the Australasian Institute of Mining and Metallurgy. Mr Bewick holds shares in Hampton Hill Mining Limited. Mr Bewick is a full time employee of Encounter Resources Ltd, managers of the Millennium Joint Venture, and has sufficient experience which is relevant to the style of mineralisation under consideration 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 Bewick consents to the inclusion in the report of the matters based on the information compiled by him, in the form and context in which it appears

The information in this report that relates to mineral resource estimation for Apollo Hill, and reported by the Company in compliance with the then JORC 2004 in a market release dated 9 September 2011, is based on work completed by Mr Jonathon Abbott. Mr Abbott 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 2004 Edition of the ‘Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves’. Mr Abbott consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

The information in this report that relates to the validity/quality of the Apollo Hill sampling database and Apollo Hill exploration results, densities, cut off grades, potential for eventual economic extraction and comments on the resource estimates and project background is based on information compiled by Rob Tyson, who is a Member of The Australasian Institute of Mining and Metallurgy. Rob Tyson is a full-time employee of Peel and 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 then 2004 Edition of the ‘Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves’. Rob Tyson consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

DIRECTORS' REPORT

Hampton Hill Mining NL (the Company or Hampton Hill) is an Australian company listed on the Australian Securities Exchange. The registered office and principle place of business of the Company is Level 2, 9 Havelock Street, West Perth, Western Australia.

The directors of the Company present their report on the Company for the year ended 30 June 2016.

DIRECTORS

The names of the directors of the Company during the whole of the financial year and up to the date of this report are:

Joshua Pitt

Neil Tomkinson

Wilson Forte

PRINCIPAL ACTIVITIES

The principal activity of the Company consisted of base metal exploration. There has been no significant change in the company's activities during the financial year.

DIVIDENDS

No dividends were paid during the year and the directors do not recommend the payment of a dividend.

REVIEW OF OPERATIONS AND LIKELY DEVELOPMENTS

The Millennium Zinc Project

Hampton Hill's exploration activity during the year was confined to the advancement of the Millennium Zinc Project, located in the Paterson Region of the East Pilbara, in joint venture with Encounter Resources Limited acting as project manager. Hampton Hill is in the process of earning a 25% interest in the project by contributing $2 million of the first $3 million of project joint venture funding. At year end, the Company had contributed almost $1.5 million of project expenditure.

Exploration at Millennium has been directed to determining the structural and lithological factors that control the Millennium Zinc Target mineralization. A zone of gossanous zinc mineralization has been outlined that is hosted by a portion of the Tabletop Fault. The zone has substantial dimensions and is highly anomalous in zinc but, to date, the joint venture has not encountered the economic mineralization which it is hoped exists at depth.

The joint venture has reviewed all past drilling data and applied new geophysical processing techniques to refine its modelling and determine diamond drill locations for the next phase, which will test the target for zinc sulphide mineralization at depth below the gossanous zone. Drilling is expected to commence in October.

Investment in Peel Mining Limited

Hampton Hill has a substantial shareholding in the listed exploration company, Peel Mining Limited (Peel). During the year, the Company sold 1.355 million shares reducing its Peel holding to 11.3 million shares and raising $225,550. These funds will be applied to the ongoing working capital of the Company including contributions to the Millennium joint venture.

Peel is very active in the Cobar region of New South Wales exploring for base metals. The results of exploration efforts to date have been very encouraging and Hampton Hill is confident that its shareholding will continue to have significant value.

Royalties

Hampton Hill holds a 5% gross overriding royalty over all gold production in excess of 1 million ounces on the Apollo Hill Gold Project located near Leonora in the Western Australian goldfields. This project is owned by Peel, which continued drilling at the project during the year, seeking an expansion of resources, and carried out further metallurgical testwork. Further exploration is anticipated in the coming year.

Hampton Hill also holds other royalty interests, the most significant of which is a 2% FOB royalty on any iron ore production from the Hampton-SinoMidwest tenements in the Weld Ranges of Western Australia. No production from these tenements appears likely in the foreseeable future.

SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

Other than the operating results for the year, there were no significant changes in the state of affairs of the Company during the financial year.

MATTERS SUBSEQUENT TO THE END OF THE FINANCIAL YEAR

To the best of the directors' knowledge and belief, there were no material items, transactions or events subsequent to the end of the financial year which, although they do not relate to conditions existing at that date, have not been dealt with in these financial statements and which would cause reliance on the information shown in this report to be misleading.

ENVIRONMENTAL REGULATIONS

The mining leases, exploration licences and prospecting licences granted to the Company pursuant to the Mining Act (1978) (WA) are granted subject to various conditions which include standard environmental requirements. The Company adheres to these conditions and the directors are not aware of any contraventions of these requirements. The directors have considered compliance with the National Greenhouse and Energy Reporting Act 2007 which requires entities to report annual greenhouse gas emissions and energy use. For the period 1 July 2015 to 30 June 2016 the directors have assessed that there are no current reporting requirements, but that the Company may be required to report in the future.

INFORMATION RELATING TO THE DIRECTORS

Executive Chairman

Joshua Pitt BSc, MAusIMM, MAIG

Mr Pitt is a geologist with extensive exploration experience who has, for more than thirty five years, been a director of exploration and mining companies in Australia. Mr Pitt is involved in private mineral exploration and also in substantial resource investments. He is a non-executive director of Red Hill Iron Limited (appointed June 2005), Traka Resources Limited (appointed July 2003) and Red Metal Limited (appointed July 2003).

Non-executive Directors

Neil Tomkinson LLB Hons

Mr Tomkinson has extensive experience extending over the last thirty five years in the administration of and investment in exploration and mining companies, and is an investor in private mineral exploration and in resources in general in Australia. He is the executive chairman of Red Hill Iron Limited (appointed chairman April 2008) and non-executive chairman of Traka Resources Limited (appointed September 2003).

DIRECTORS' REPORT

Wilson Forte BSc Hons (UWA), MAusIMM, MAIG

Mr Forte is a Western Australian geologist with more than thirty years' experience in mineral exploration in Australia, Southern Africa and Iran. For the past thirty years he has mainly worked on the evaluation of gold and base metal projects in Western Australia.

INFORMATION RELATING TO THE COMPANY SECRETARY

Peter Ruttledge BSc, CA, FFin

Mr Ruttledge is a Chartered Accountant and a Fellow of the Financial Services Institute of Australasia and has over thirty years' experience as company secretary of a number of listed mining and exploration companies.

DIRECTORS' INTERESTS IN SHARES IN THE COMPANY

The number of shares in the Company held directly and indirectly by the directors as at the date of this report is set out below:

Director	Ordinary shares fully paid	Ordinary shares partly paid to 0.1 cents
J N Pitt	77,752,045	-
N Tomkinson	11,982,954	-
WS Forte	3,406,419	1,900,000

MEETINGS OF DIRECTORS

The following table sets out the number of meetings of directors held during the year ended 30 June 2016 and the number of meetings attended by each director:

Director	Meetings of directors whilst a director	Number of meetings attended
J N Pitt	8	8
N Tomkinson	8	8
W S Forte	8	8

The Company does not have any committees.

AUDITED REMUNERATION REPORT

The information provided in this remuneration report has been audited as required by section 308(3C) of the Corporation Act 2001.

(a) Principles used to determine the nature and amount of remuneration

The objective of the Company's remuneration policy for directors and other key management personnel is to ensure that:

- remuneration packages properly reflect the duties and responsibilities of the persons concerned, and
- remuneration is competitive in attracting, retaining and motivating people of the highest quality.

The remuneration framework has regard to shareholders' interests by:

- focusing on sustained growth in share price, as well as focusing the executives on key non-financial drivers of value, and
- attracting and retaining high calibre executives.

The remuneration framework has regard to executives' interests by:

- rewarding capability and experience,
- providing a clear structure for earning rewards, and
- providing recognition for contribution.

AUDITED REMUNERATION REPORT (continued)

The remuneration policy is not linked to the Company's performance and is linked to shareholder wealth only in so far as partly paid shares or options have been included in remuneration.

Remuneration is reviewed by the board on an annual basis having regard to performance and market competitiveness.

The remuneration of executive personnel is determined by the non-executive directors and comprises a base salary or fee and, by way of an incentive, the opportunity to take up partly paid shares or options in the Company and thereby participate in the future success of the Company.

All remuneration paid to key management personnel is valued at the cost to the Company and either capitalised as exploration and evaluation expenditure or expensed.

The Executives' remuneration is reviewed annually with regard to competitiveness and performance.

There are no guaranteed salary increases fixed in any senior executives' contracts.

Company Performance

It is not possible at this time to evaluate the Company's financial performance using generally accepted measures such as profitability and total shareholder return as the Company is an exploration company with no significant revenue stream. This assessment will be developed if and when the Company moves from explorer to producer.

The table below shows key company performance indicators for the last five years for the Company (2012 to 2016):

		2016	2015	2014	2013	2012
Revenue and other income	$	240,987	118,848	245,779	286,462	89,826
Net profit/(loss)	$	(483,489)	284,056	(1,019,936)	(2,719,554)	(1,537,131)
Profit/(Loss) per share	cents	(0.2)	0.2	(0.7)	(1.9)	(1.1)
Share price at year end	cents	2.5	5.1	2.3	3.0	4.0

No dividends have been declared during these periods.

(b) Details of remuneration

The key management personnel of the Company are the directors.

The remuneration of key management personnel and other specified executives for the year is summarised below:

		Short term benefits	Post-employment benefits	Total	Performance related
	Year	Salary & fees	Superannuation		
		$	$	$	%
Executive Director					
J N Pitt (Chairman)	2016	-	-	-	-
	2015	-	-	-	-
Non-executive Directors					
N Tomkinson	2016	-	-	-	-
	2015	-	-	-	-
W S Forte	2016	20,000	1,900	21,900	-
	2015	20,000	1,900	21,900	-

DIRECTORS' REPORT

AUDITED REMUNERATION REPORT (continued)

With the exception of a non-executive director's fee paid to Mr W S Forte, no other directors' fees are paid. Non-executive directors may be paid all travelling and other expenses properly incurred by them in the business of the Company. The executive chairman, appointed on 30 April 2012, has elected not to receive a remuneration package.

No part of the remuneration of directors and other specified executives is contingent upon the performance of the Company.

(c) Service agreements

Non-executive director

Commencing 1 May 2012, Mr Forte took on a non-executive director role in the Company. As from 1 July 2012 Mr Forte has been paid a director's fee of $20,000 per annum plus statutory superannuation. No fixed terms or notice period applies and there is no provision for termination benefits.

No other service agreements are in place for directors.

(d) Share based compensation

The Company has not paid during the year, and does not anticipate paying, share based compensation as it has no remaining employees.

No options have been issued to, or exercised by, directors or any other key management personnel during the year. No options are held by key management personnel.

(e) Equity held by key management personnel

The numbers of shares held during the year by key management personnel, including those held by their personally related entities are set out below:

	Balance at 1 July 2015	Net changes	Balance at 30 June 2016
Fully paid shares			
Directors			
J N Pitt	77,736,045	16,000	77,752,045
N Tomkinson	11,982,954	-	11,982,954
W S Forte	3,406,419	-	3,406,419
	93,125,418	16,000	93,141,418
Partly paid shares			
Directors			
W S Forte			
Issued for 10 cents paid to 0.1cent	200,000	-	200,000
Issued for 20 cents paid to 0.1cent	1,200,000	-	1,200,000
Issued for 25 cents paid to 0.1cent	500,000	-	500,000
	1,900,000	-	1,900,000

AUDITED REMUNERATION REPORT (continued)

Net changes relate to shares purchased or sold during the financial year.

There were no shares granted as compensation to key management personnel during the reporting period.

There were no shares granted on the exercise of options by key management personnel during the reporting period.

No other key management personnel hold partly paid shares. No partly paid shares were paid up or forfeited during the year.

None of the shares are held nominally.

(f) Transactions with key management personnel

Income from related parties

During the financial year the Company received $89,493 (2015: $87,211) from Red Hill Iron Limited, a listed company of which Mr Pitt and Mr Tomkinson are directors and shareholders, for rental of office space and administration services supplied by the Company on normal commercial terms and conditions determined on an arms-length basis between the companies.

During the financial year the Company received $1,170 (2015: $812) from Traka Resources Limited, a listed company of which Mr Pitt and Mr Tomkinson are directors and shareholders, for staff amenities and venue hire paid by the Company on normal commercial terms and conditions determined on an arms-length basis between the companies.

Borrowings from directors

During the financial year, the Company drew down a further $400,000 on a loan facility provided by companies associated with directors Mr Pitt and Mr Tomkinson. The amount of the facility was increased to $650,000, comprising two loans of up to $325,000 each, and the term was extended to 31 October 2017. The loans are unsecured and otherwise on normal commercial terms and conditions, bearing interest at a rate of 3.5% per annum.

The total amount drawn down on the facility at balance date was $600,000 - $300,000 on each loan. The total interest payable on the loans for the financial year was $11,968 (2015: $5,787) of which $8,372 remained payable at balance date.

Loans to key management personnel

The Company has not made any loans to key management personnel during the year.

There were no other transactions with key management personnel and other related parties during the year.

(g) Additional information

Voting and comments at the Company's 2015 Annual General Meeting (AGM)

The Company received a majority of votes in favour of its remuneration report for the 2015 financial year. The Company did not receive any specific comments on its remuneration practices at the AGM or throughout that year.

Engagement of remuneration consultants

The Company has not engaged remuneration consultants to make a remuneration recommendation in respect of any of the key management personnel.

The audited remuneration report ends here.

DIRECTORS' REPORT

SHARES UNDER OPTION

No options were issued or expired during the year and no options are on issue at the date of this report.

INSURANCE OF OFFICERS

During or since the end of the financial year the Company has not given an indemnity to, nor has it entered into any agreement to indemnify, nor has it paid or agreed to pay insurance premiums to insure any director or other officer of the Company against liabilities for costs and expenses incurred by them in defending any legal proceedings arising out of their conduct while acting in the capacity of director of the Company.

PROCEEDINGS ON BEHALF OF THE COMPANY

No person has applied to the court pursuant to section 237 of the Corporations Act 2001 for leave to bring proceedings on behalf of the Company or intervene in any proceedings to which the Company is a party for a purpose of taking responsibility on behalf of the Company for all or any part of those proceedings. The Company was not party to any such proceedings during the year.

AUDIT COMMITTEE

The Company is not of a size nor are its financial affairs of such complexity to justify a separate audit committee of the board of directors. All matters that might properly be dealt with by such a committee are the subject of scrutiny at full board meetings.

CHANGE OF AUDITOR

BDO Audit (WA) Pty Ltd (BDO), with the consent of the Australian Securities Investments Commission, resigned as the Company's auditor on 19 May 2016 and HLB Mann Judd (WA Partnership) (HLB) was appointed by the directors in accordance with Section 327C(1) of the Corporations Act 2001. HLB holds office in accordance with section 327C(2) of the Corporations Act 2001 until the Company's next annual general meeting.

NON-AUDIT SERVICES

Neither BDO nor HLB performed any non-audit services for the Company for the year ended 30 June 2016.

AUDITOR'S INDEPENDENCE DECLARATION

A copy of the auditor's independence declaration as required by Section 307C of the Corporations Act 2001 is included in this Annual Report.

Signed in Perth in accordance with a resolution of directors on 15 September 2016.

J N Pitt

Chairman

AUDITOR'S INDEPENDENCE DECLARATION

HLB Mann Judd

Accountants | Business and Financial Advisers

AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the audit of the financial report of Hampton Hill Mining NL for the year ended 30 June 2016, I declare that to the best of my knowledge and belief, there have been no contraventions of:

a) the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and

b) any applicable code of professional conduct in relation to the audit.

Perth, Western Australia	**B McVeigh**
15 September 2016	**Partner**

HLB Mann Judd (WA Partnership) ABN 22 193 232 714
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Email: hlb@hlbwa.com.au. Website: http://www.hlb.com.au

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED 30 JUNE 2016

	Note	2016	2015
		$	$
Revenue from continuing operations	2	8,779	1,167
Other income	2	232,208	117,681
Impairment of exploration expenditure	9	(11,894)	(3,694)
Administration expenses	3	(378,308)	(343,626)
Loss before income tax		(149,215)	(228,472)
Income tax (expense)/benefit	4	(334,274)	512,528
(Loss)/Profit for the year		(483,489)	284,056
Other comprehensive income			
Items that may be realised through profit or loss			
Change in the fair value of available-for-sale financial assets	8	(1,065,655)	1,708,425
Income tax on other comprehensive income	4	334,274	(512,528)
Other comprehensive income for the year net of tax		(731,381)	1,195,897
Total comprehensive (loss)/income for the year attributable to the ordinary equity holders of the Company		(1,214,870)	1,479,953
(Loss)/Profit per share from continuing operations attributable to the ordinary equity holders of the Company		cents	cents
Basic and diluted (loss)/profit per share	5	(0.21)	0.19

The above Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the accompanying notes.

STATEMENT OF FINANCIAL POSITION

AS AT 30 JUNE 2016

	Note	2016	2015
		$	$
Assets			
Current Assets			
Cash and cash equivalents	6	126,471	725,241
Trade and other receivables	7	413,914	17,187
Financial assets available for sale	8	1,921,000	3,100,475
Total Current Assets		2,461,385	3,842,903
Non-Current Assets			
Exploration assets	9	2,343,317	1,952,301
Plant and equipment	10	991	352
Total Non-Current Assets		2,344,308	1,952,653
Total Assets		4,805,693	5,795,556
Liabilities			
Current Liabilities			
Trade and other payables	11	109,762	284,755
Borrowings	12	600,000	200,000
Total Current Liabilities		709,762	484,755
Total Liabilities		709,762	484,755
Net Assets		4,095,931	5,310,801
Equity			
Issued capital	13	21,790,489	21,790,489
Reserves	14	901,102	1,632,483
Accumulated losses		(18,595,660)	(18,112,171)
Total Equity		4,095,931	5,310,801

The above Statement of Financial Position should be read in conjunction with the accompanying notes.

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 JUNE 2016

	Issued capital	Reserve – share based payment	Reserve – asset available for sale	Accumulated losses	Total equity
	$	$	$	$	$
2016					
Balance at 1 July 2015	21,790,489	206,265	1,426,218	(18,112,171)	5,310,801
Comprehensive loss					
Net loss for the year	-	-	-	(483,489)	(483,489)
Other comprehensive income net of tax	-	-	(731,381)	-	(731,381)
Total comprehensive loss for the year	-	-	(731,381)	(483,489)	(1,214,870)
Transaction with equity holders in their capacity as equity holders:	-	-	-	-	-
Balance at 30 June 2016	21,790,489	206,265	694,837	(18,595,660)	4,095,931
2015					
Balance at 1 July 2014	19,324,649	206,265	230,321	(18,396,227)	1,365,008
Comprehensive income					
Net profit for the year	-	-	-	284,056	284,056
Other comprehensive income net of tax	-	-	1,195,897	-	1,195,897
Total comprehensive income for the year	-	-	1,195,897	284,056	1,479,953
Transaction with equity holders in their capacity as equity holders	-	-	-	-	-
Issue of ordinary fully paid shares, net of issue costs	2,465,840	-	-	-	2,465,840
Balance at 30 June 2015	21,790,489	206,265	1,426,218	(18,112,171)	5,310,801

The above Statement of Changes in Equity should be read in conjunction with the accompanying notes

STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 30 JUNE 2016

	Note	2016	2015
		$	$
Cash flows from operating activities			
Payments to suppliers and employees		(344,076)	(340,805)
Interest received		2,802	647
Interest paid		(3,596)	(8,501)
Rent received		120,478	117,681
Net cash outflows from operating activities	15	(224,392)	(230,978)
Cash flows from investing activities			
Payments for exploration expenditure		(998,838)	(505,400)
Payment for plant and equipment		(1,090)	(910)
Proceeds from sale of equity investments		225,550	-
Net cash outflows from investing activities		(774,378)	(506,310)
Cash flows from financing activities			
Proceeds from shares issued		-	1,266,633
Loans received		400,000	600,000
Loans repaid		-	(500,000)
Net cash inflows from financing activities		400,000	1,366,633
Net (decrease)/increase in cash and cash equivalents		(598,770)	629,345
Cash and cash equivalents at the beginning of the financial year		725,241	95,896
Cash and cash equivalents at the end of the financial year	6	126,471	725,241

The above Statement of Cash Flows should be read in conjunction with accompanying notes.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2016

NOTE 1 SEGMENT INFORMATION

Management has determined that the Company has one reportable segment, being mineral exploration within Australia. The Board of Directors monitors the Company based on actual versus budgeted exploration expenditure. This reporting framework is the most relevant to assist the Board with making decisions regarding its ongoing exploration activities.

	2016	2015
	$	$
Reportable segment assets	2,343,317	1,952,301
Reportable segment liabilities	(24,672)	(252,569)
Reconciliation of reportable segment liabilities:		
Reportable segment liabilities	(24,672)	(252,569)
Unallocated corporate liabilities	(685,090)	(232,186)
Total liabilities	(709,762)	(484,755)
Reportable segment profit/(loss)	(11,894)	(3,694)
Reconciliation of reportable segment profit/(loss):		
Reportable segment loss	(11,894)	(3,694)
Other profit	240,987	118,848
Unallocated corporate expenses	(378,308)	(343,626)
Loss before tax	(149,215)	(228,472)

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the members of the board of directors.

NOTE 2 REVENUE AND OTHER INCOME

Revenue from continuing operations		
Interest income	8,779	1,167
Other income		
Rent	120,478	117,681
Gain on disposal of available for sale financial assets	111,730	-
	232,208	117,681

NOTE 2 REVENUE AND OTHER INCOME (continued)

Revenue is measured at the fair value of the consideration received or receivable. Interest income is brought to account as income over the term of each financial instrument using the effective interest rate basis. All other revenue is recognised as it accrues.

NOTE 3 ADMINISTRATION EXPENSES	Note	2016	2015
		$	$
Profit/(Loss) before income tax includes the following specific administration expenses:			
Personnel expenses			
Salaries, director fees and other employment		21,940	21,996
Superannuation		1,900	1,900
		23,840	23,896
Depreciation	10	451	1,280
Other administration expenses			
Accounting		64,328	64,328
Audit		23,632	26,973
Consulting		30,669	-
Finance costs	12	11,968	7,859
Listing fees		14,954	15,262
Office operating lease		132,684	123,570
Secretarial services		38,455	38,455
Other		37,327	42,003
		378,308	343,626

NOTE 4 INCOME TAX

(a) Income tax (benefit)/expense

The components of income tax expense/(benefit) comprise:		
Current tax	-	-
Deferred tax	334,274	(512,528)
	334,274	(512,528)

(b) Reconciliation of income tax expense/(benefit) to prima facie tax payable on accounting loss

Operating loss before income tax	(149,215)	(228,472)
Tax at the Australian tax rate of 28.5% (2015: 30%)	(42,526)	(68,542)
Adjusted for tax effect of the following amounts:		
Non-taxable items	(14,823)	(1,188)
Adjustment for change in tax rate	230,980	-
Derecognition/(Recognition) of deferred for assets as a result of movement in deferred tax liability	334,274	(512,528)
Tax benefits not brought to account	(173,631)	69,730
Income tax expense/(benefit)	334,274	(512,528)

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2016

NOTE 4 INCOME TAX (continued)

The charge for current income tax expenses is based on the loss for the year adjusted for any non-assessable or disallowed items. It is calculated using tax rates that have been enacted or are substantively enacted by the balance date.

The income tax rate for small business entities was reduced from 30% to 28.5% effective from 1 July 2015. Hampton Hill Mining NL currently satisfies the conditions to be a small business entity.

(c) Income tax relating to other comprehensive income	**2016**	**2015**
	$	**$**
Change in fair value of available for sale assets	334,274	(512,528)
	334,274	(512,528)

(d) Deferred tax assets and liabilities not brought to account

The directors estimate that the potential deferred tax assets and liabilities carried forward but not brought to account at year end, at the Australian corporate tax rate of 28.5% (2015:30%) are made up as follows:

On income tax account:		
Carried forward losses	4,665,569	4,843,220
Deductible temporary differences	3,990	3,382
Taxable temporary differences	(351,582)	(227,004)
Taxable temporary difference (equity)	(276,963)	(611,237)
Unrecognised net deferred tax assets	4,041,014	4,008,361

In the June 2015 year, an income tax benefit of $512,528 was recognised from previously unrecognised carried forward tax losses in respect of the net credit balance of the Available-for-Sale Asset Reserve. In the 30 June 2016 year, an income tax expense of $334,274 has been recognised in relation to derecognition of carried forward tax losses in respect of the movement in the balance of the Available-for-Sale Asset Reserve. The deferred tax asset arising from this recognition has been offset against the deferred tax liability in respect of the net credit balance of the Available-for-Sale Asset Reserve.

Deferred tax is accounted for using the liability method in respect of temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. No deferred income tax will be recognised from the initial recognition of an asset or liability, excluding a business combination, where there is no effect on accounting or taxable comprehensive income.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or liability is settled. Deferred tax is credited in the Statement of Profit or Loss and Other Comprehensive Income except where it relates to items that may be credited directly to equity or comprehensive income, in which case the deferred tax is adjusted directly against equity.

NOTE 4 INCOME TAX (continued)

Deferred tax assets are recognised to the extent that it is probable that future tax profits will be available against which deductible temporary differences can be utilised.

Deferred tax liabilities and assets are not recognised for temporary differences between the carrying amount and tax bases of investments in controlled entities where the parent entity is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

The amount of benefits brought to account or which may be realised in the future is based on the assumption that no adverse change will occur in income taxation legislation and the anticipation that the economic entity will derive sufficient future assessable income to enable the benefit to be realised and comply with the conditions of deductibility imposed by the law.

NOTE 5 BASIC AND DILUTED (LOSS)/PROFIT PER SHARE	**2016 Cents**	**2015 Cents**
From continuing operations attributable to the ordinary equity holders of the Company	(0.21)	0.19
Reconciliation of (loss)/profit	**$**	**$**
The (loss)/profit used in calculating the basic and diluted (loss)/profit is equal to the (loss)/profit attributed to ordinary equity holders of the Company in the Statement of Profit or Loss and Other Comprehensive Income	(483,489)	284,056
	No. of shares	**No. of shares**
Weighted average number of ordinary fully paid shares	235,741,595	146,432,125
Weighted average number of ordinary share equivalents – partly paid shares	12,885	12,885
Weighted average number of ordinary shares outstanding during the year used in the calculation of basic and diluted (loss)/profit per share	235,754,480	146,445,010

Basic (loss)/profit per share is determined by dividing the operating (loss)/profit after income tax by the weighted average number of ordinary shares outstanding during the financial year. The weighted average number of ordinary shares used in calculating basic and diluted profit/(loss) per share is derived from the fully paid and partly paid ordinary shares on issue.

Diluted (loss)/profit per share adjusts the figures used in the determination of basic (loss)/profit per share to take into account the after income tax effect of interest and other financing costs associated with dilutive potential ordinary shares and the weighted average number of shares assumed to have been issued for no consideration in relation to dilutive potential ordinary shares. The diluted (loss)/profit per share is the same as the basic (loss)/profit per share on account of the Company's potential ordinary shares (in the form of partly paid shares to the extent that they are

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2016

NOTE 5 BASIC AND DILUTED (LOSS)/PROFIT PER SHARE (continued)

not entitled to participate in dividends) not being dilutive because their conversion to fully paid ordinary shares would not increase the profit/(loss) per share.

NOTE 6 CASH AND CASH EQUIVALENTS	**2016**	**2015**
	$	**$**
Cash at bank and on hand	126,471	725,241

Cash includes deposits at call, short term deposits and bills of exchange which are readily convertible to cash on hand and which are used in the cash management function on a day-to-day basis, net of outstanding bank overdrafts.

Information about the Company's exposure to interest rate risk and sensitivity analysis for financial assets and liabilities is disclosed in Note 24.

NOTE 7 TRADE AND OTHER RECEIVABLES

Other	45,881	17,187
Research and development incentive	368,033	-
	413,914	17,187

Other receivables are expected to be recovered within 30 days of balance date. Information about the Company's exposure to interest rate risk and sensitivity analysis for financial assets and liabilities is disclosed in Note 24.
Due to the short term nature of these receivables, their carrying value is assumed to approximate their fair value.
No trade and other receivables are considered impaired, or are past due.

NOTE 8 FINANCIAL ASSETS AVAILABLE FOR SALE

Opening balance	3,100,475	1,392,050
Disposals during the year	(113,820)	-
Revaluation	(1,065,655)	1,708,425
Closing balance	1,921,000	3,100,475

Available-for-sale financial assets, comprising principally marketable equity securities, are non-derivatives that are either designated in this category or not classified in any of the other categories. They are included in non-current assets unless the investment matures or management intends to dispose of the investment within 12 months of the end of the reporting period. Investments are designated as available for sale if they do not have fixed maturities and fixed or determinable payments and management intends to hold them for the medium to long term. They are recognised at fair value with movements in fair value recognised in other comprehensive income.

NOTE 8 FINANCIAL ASSETS AVAILABLE FOR SALE (continued)

The securities are traded in an active market, being the ASX, and consequently they are measured as a Level 1 instrument on the fair value hierarchy. The quoted market price, used to determine the value of these securities is the bid price at balance date. There has been no transfer between measurement levels during the year. If there is objective evidence of impairment of available-for-sale financial assets, the cumulative loss, measured as the difference between the acquisition cost and the current fair value less any impairment loss on that financial asset previously recognised in profit or loss, is removed from equity and recognised in profit or loss. Impairment losses on equity instruments that were recognised in profit or loss are not reversed through profit or loss in a subsequent period.

The maximum exposure to equity price risk at the end of the reporting period is the value of shares noted above. Refer to Note 24 for further details.

NOTE 9 EXPLORATION ASSETS	**2016**	**2015**
	$	**$**
Costs brought forward in respect of areas of interest in exploration and evaluation phase	1,952,301	-
Expenditure incurred during the period on exploration of tenements	770,943	756,788
Research and development incentive	(368,033)	-
Acquisition of exploration rights	-	1,199,207
Impairment of exploration expenditure	(11,894)	(3,694)
	2,343,317	1,952,301

Acquisition of exploration rights in the prior year relates to the Company securing the right to earn a further 15% in the Millennium Project by issuing 30,748,903 ordinary shares to its project partner as consideration for that right. As the fair value of the assets acquired was unable to be reliably measured, the market value of the equity instruments on the date of issue has been used as a reasonable estimate of fair value.

The Company has $2,343,317 (2015: $1,952,301) capitalised exploration and evaluation expenditure on the basis that the directors consider there to be no facts or circumstances suggesting that the carrying amount of the exploration and evaluation asset may exceed its recoverable amount.

Exploration and evaluation expenditure for each area of interest is carried forward where rights to the tenure of the area of interest are current and costs are expected to be recouped through revenue derived from the area of interest or sale of that area of interest, or exploration and evaluation activities have not reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves and active or significant operations in, or in relation to, the area of interest are continuing. Exploration and evaluation expenditure for an area of interest which does not satisfy the above policy is not carried forward as an asset and is written off in profit or loss.

Exploration and evaluation expenditure incurred is accumulated separately for each identifiable area of interest. Such expenditure comprises net direct costs, and an appropriate portion of related overhead expenditure, but does not include general overheads or administration expenditure not having a specific nexus with a particular area of interest. Accumulated costs in relation to an abandoned area are written off in full in the Statement of Profit or Loss and Other Comprehensive Income in the year in which the decision to abandon the area is made.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2016

NOTE 9 EXPLORATION ASSETS (continued)

When production commences, the accumulated costs for the relevant area of interest are amortised over the life of the area according to the rate of depletion of the economically recoverable reserves.

A regular review is undertaken of each area of interest to determine the appropriateness of continuing to carry forward costs in relation to that area of interest.

Research and Development Incentives

Any incentive receipts for eligible research and development (R & D) activities are offset against ongoing expenditure incurred on that area of activities. Where the activities relate to exploration expenditure that has been capitalised, the incentive receipt is offset against Exploration Assets in the Statement of Financial Position.

NOTE 10 PLANT AND EQUIPMENT	**2016**	**2015**
	$	**$**
Office and field equipment – at cost	8,923	66,774
Accumulated depreciation	(7,932)	(66,422)
Total office and field equipment	991	352
Total plant and equipment	991	352
Office and field equipment		
Carrying amount at 1 July	352	722
Additions during the year	1,090	910
Depreciation charge	(451)	(1,280)
Carrying amount at 30 June	991	352

Gains and losses on disposals are determined by comparing proceeds with the carrying amount. These gains and losses are included in the statement of profit or loss and other comprehensive income.

Recognition and measurement

Plant and equipment items are measured on the cost basis less accumulated depreciation and impairment losses. Cost includes expenditure that is directly attributable to the acquisition on the items.

The carrying amount of plant and equipment is reviewed annually by directors to ensure it is not in excess of the recoverable amount from these assets.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the statement of comprehensive income during the financial period in which they are incurred.

NOTE 10 PLANT AND EQUIPMENT (continued)

Depreciation

The depreciable amount of all fixed assets is depreciated on a straight line basis over their useful lives to the Company commencing from the time the asset is held ready for use.

The depreciation rates used for office and field equipment is 13% to 27% straight line.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each balance date.

NOTE 11 TRADE AND OTHER PAYABLES

	2016 $	2015 $
Trade creditors and accruals	109,762	284,755

These amounts represent liabilities for goods and services provided to the Company prior to the end of the financial year and which are unpaid. The amounts are unsecured and are usually paid within 30 days or recognition.

Non-derivative financial liabilities are recognised initially at fair value and subsequently at amortised cost, comprising original debts less principal payments and amortisation. Due to the short term nature of these payables, their carrying value is assumed to approximate their fair value. Information about the Company's exposure to interest rate risk and sensitivity analysis for financial assets and liabilities is disclosed in Note 24.

NOTE 12 BORROWINGS

Current and unsecured loans – related	600,000	200,000
Finance costs – related party loans	11,968	7,859

During the financial year, the Company drew down a further $400,000 on a loan facility provided by companies associated with directors Mr Pitt and Mr Tomkinson. The amount of the facility was increased to $650,000, comprising two loans of up to $325,000 each, and the term was extended to 31 October 2017.

The loans are unsecured and otherwise on normal commercial terms and conditions, bearing interest at a rate of 3.5% per annum. The purpose of the loans is to provide the Company with the flexibility not to have to depend solely on the sale of tranches of its significant listed investment to meet short term working capital requirements including cash calls in respect of its exploration joint venture.

The total amount drawn down on the facility at balance date was $600,000 - $300,000 on each loan. The total interest payable on the loans for the financial year was $11,968 (2015: $5,787) of which $8,372 remained payable at balance date.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2016

NOTE 12 BORROWINGS (continued)

Borrowings are short term and initially recognised at fair value. There are no transaction costs associated with the borrowings. Interest on borrowings is accrued daily using the effective interest rate method and recognised in profit or loss over the period of the borrowings. Due to the short term nature of these borrowings, their carrying value is assumed to approximate their fair value

NOTE 13 ISSUED CAPITAL	**2016**	**2015**
	$	**$**
(a) Share capital		
235,741,595 (2015: 235,741,595) ordinary shares fully paid	21,787,839	21,787,839
2,650,000 (2015: 2,650,000) ordinary shares paid to 0.1 cent	2,650	2,650
	21,790,489	21,790,489

Ordinary shares are classified as equity. Incremental costs directly attributed to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds. Incremental costs directly attributed to the issue of new shares or options for the acquisition of a business are not included in the cost of the acquisition as part of the purchase consideration.

(b) Rights attached to each class of shares

Ordinary shares

The ordinary shares have no par value. Ordinary shares entitle the holder to participate in dividends and in the proceeds on winding up of the Company in proportion to the number of and amounts paid on the shares held. On a show of hands every holder of ordinary shares present at a meeting in person or by proxy is entitled to one vote and upon a poll each share is entitled to one vote. The fully paid ordinary shares are listed on the ASX and carry no trade restrictions.

Partly paid ordinary shares

The partly paid ordinary shares are not transferable and may participate in pro-rata entitlements only to the extent of the capital paid up. They may be converted to fully paid shares at any time on payment of the amount unpaid upon which application will be made for listing of the shares on the ASX. The resulting fully paid ordinary shares have the same rights as other ordinary shares. The shares are subject to calls on uncalled capital at the discretion of the directors.

The Company's capital risk management policy is set out in Note 24.

NOTE 13 ISSUED CAPITAL (continued)

(c) Movements in ordinary share capital during the past two years

Fully paid shares

Date	Details	Number of shares	Amount $
2016			
1 July	Balance	235,741,595	21,787,839
	No movement	-	-
30 June	Balance	235,741,595	21,787,839
2015			
1 July	Balance	140,670,887	19,321,999
4 June	Issue of ordinary fully paid shares arising from pro-rata entitlement offer at 2 cents per share	64,321,805	1,286,436
	Cost of share issue	-	(19,803)
16 June	Placement of ordinary fully paid shares at 3.9 cents per share	30,748,903	1,199,207
30 June	Balance	235,741,595	21,787,839

Partly paid shares

Date	Details	Number of shares	Weighted average issue price (cents)	Amount outstanding $	Paid up per share (cents)	Total paid up $
2016						
1 July	Balance	2,650,000	20.6	542,350	0.1	2,650
	No movement	-		-		-
30 June	Balance	2,650,000		542,350		2,650
2015						
1 July	Balance	2,650,000	20.6	542,350	0.1	2,650
	No movement	-		-		-
30 June	Balance	2,650,000	20.6	542,350	0.1	2,650

The Company's policy on share based payments, partly paid shares and share options is set out in Note 25(d).

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2016

NOTE 14 RESERVES	Note	2016	2015
		$	$
Available for sale financial assets		694,837	1,426,218
Share based payments		206,265	206,265
		901,102	1,632,483

The share based payments reserve records items recognised as expenses on valuation of partly paid shares and options issued to employees.

The available for sale financial asset reserve arises from changes in the fair value of equities classified as available-for-sale financial assets net of tax. The changes in value are recognised in other comprehensive income as described in Note 8 and accumulated in a separate reserve within equity. Amounts are reclassified to profit or loss when the associated assets are sold or impaired.

NOTE 15 CASH FLOW INFORMATION

Reconciliation of (loss)/profit after income tax to net cash flow from operating

(Loss)/Profit after income tax		(483,489)	284,056
Depreciation	10	451	1,280
Exploration expenditure written off	9	11,894	3,694
Tax on fair value gain on available-for-sale asset	4(b)	334,274	(512,528)
Net gain on disposal of available-for-sale asset		(111,730)	-
Change in operating assets and liabilities:			
(Increase)/Decrease in debtors		(8,445)	10,842
Increase/(Decrease) in creditors		52,902	(16,244)
Increase in GST receivable		(20,249)	(2,078)
Net cash outflows from operating activities		(224,392)	(230,978)

NOTE 16 CONTINGENCIES

Contingent liabilities

There are no contingent liabilities for termination benefits under service agreements with directors or executives at 30 June 2016.

The directors are not aware of any other contingent liabilities at 30 June 2016.

NOTE 17 COMMITMENTS

(a) Mineral tenements

In order to maintain the mineral tenements in which the Company and other parties are involved, the minimum annual expenditure conditions under which the tenements are granted, need to be fulfilled. This represents potential expenditure which may be avoided by relinquishment of tenure. Exploration expenditure commitments beyond twelve months cannot be reliably determined.

The current year minimum estimated expenditure in accordance with the requirements of the Western Australian Department of Mines and Petroleum for the next financial year is nil (2015: nil).

NOTE 17 COMMITMENTS (continued)

(b) Exploration

The Company has expended $487,900 of the $2 million required as it works towards increasing its interest in the Millennium Project from 10% to 25%.

As at year end, expenditure committed, but not yet spent amounted to $512,100 (2015: $247,431).

(c) Operating Leases

Commitment for minimum lease payments in relation to a non-cancellable operating lease of the Company's premises are payable as follows:

	2016	2015
	$	$
Within one year	109,450	112,240
Later than one year, but not longer than five years	109,450	-
	218,900	112,240

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Company as lessee are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease.

NOTE 18 RELATED PARTY TRANSACTIONS

(a) Key management personnel

Directors of the Company during the financial year were:

JN Pitt

N Tomkinson

WS Forte

(b) Key management personnel compensation

Short-term employee benefits	20,000	20,000
Post-employment benefits	1,900	1,900
	21,900	21,900

Further details regarding the directors' remuneration are provided in the Audited Remuneration Report contained in the Directors' Report accompanying these financial statements.

(c) Loans from director-related entities

During the financial year the amount and the term of a related party loan facility comprising loans from companies associated with directors Mr Tomkinson and Mr Pitt were amended. Details of these loans and of the Company's exposure to risks from current borrowings are included in Note 12.

(d) Other transactions with director-related entities

During the financial year the Company received $89,493 (2015: $87,211) from Red Hill Iron Limited, a listed company of which Mr Pitt and Mr Tomkinson are directors and shareholders, for rental of office space and administration services supplied by the Company on normal commercial terms and conditions determined on an arms-length basis between the companies.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2016

NOTE 18 RELATED PARTY TRANSACTIONS (continued)

During the financial year the Company received $1,170 (2015: $812) from Traka Resources Limited, a listed company of which Mr Pitt and Mr Tomkinson are directors and shareholders, for staff amenities and venue hire paid by the Company on normal commercial terms and conditions determined on an arms-length basis between the companies.

NOTE 19 INTERESTS IN JOINT ARRANGEMENTS

The Company had interests in the following mineral exploration joint arrangements as at 30 June 2016:

Name of Project	Interest	Activities	Other parties
Weld Range - Ferrous	2% FOB Royalty	Iron Ore	Sinosteel Midwest Corporation Ltd
Weld Range - Non Ferrous	0% [1]	Gold and platinum group metals	Sinosteel Midwest Corporation Ltd
Millennium	10% [2]	Zinc	Encounter Resources Ltd

[1] Hampton has the right to explore for these metals subject to royalty

[2] Hampton has the right to increase its interest to 25%

The Company's joint arrangements with third parties do not constitute separate legal entities. They are contractual agreements between the participants for the sharing of costs and output and do not in themselves generate revenue and profit. The joint arrangements are of the type where initially one party contributes tenements with the other party earning a specified percentage by funding exploration activities; thereafter the parties often share exploration and development costs in proportion to their ownership of joint venture assets. The parties to the agreement do not hold any assets other than their title to the mineral tenements and accordingly the Company's share of exploration expenditure is accounted for in accordance with the policy set out in Note 9.

NOTE 20 EVENTS OCCURRING AFTER BALANCE DATE

To the best of the directors' knowledge and belief, there were no material items, transactions or events subsequent to the end of the financial year which, although they do not relate to conditions existing at that date, have not been dealt with in these financial statements and which would cause reliance on the information shown in this report to be misleading.

NOTE 21 SHARE-BASED PAYMENTS

The Company from time to time issues partly-paid ordinary shares and options to key management personnel and other employees as part of their remuneration. To date 2,650,000 partly-paid shares and 500,000 options have been issued in terms of this remuneration practice and details of these partly paid shares and options, including movements over the past two years, are set out in Note 13. No options were issued during the year.

NOTE 22 REMUNERATION OF AUDITORS	2016	2015
	$	$
Amounts received, or due and receivable, by BDO Audit (WA) Pty Ltd for:		
Auditing and review of the financial statements of the Company	9,632	26,973
Other services	-	-
Amounts received, or due and receivable, by HLB Mann Judd (WA Partnership) for:		
Auditing and review of the financial statements of the Company	14,000	-
Other services	-	-
	23,632	26,973

NOTE 23 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

The directors evaluate estimates and judgements incorporated into the financial statements based on historical knowledge and best available current information. Estimates assume a reasonable expectation of future events and are based on current trends and economic data, obtained both externally and within the Company.

Key estimates - impairment

The Company assesses impairment at each reporting date by evaluating conditions specific to the Company that may lead to impairment of exploration and evaluation assets, and plant and equipment. Where an impairment trigger exists, the recoverable amount of the asset is determined. Value-in-use calculations performed in assessing recoverable amounts incorporate a number of key estimates.

Capitalisation of exploration and evaluation expenditure

The Company has $2,343,317 (2015: $1,952,301) capitalised exploration and evaluation expenditure on the basis that the directors consider there to be no facts or circumstances suggesting that the carrying amount of the exploration and evaluation assets may exceed its recoverable amount.

Share-based payments – acquisition of exploration asset

As the fair value of assets acquired was unable to be reliably measured, the market value of the equity instruments has been used as a reasonable estimate of the fair value of the 30,748,903 ordinary fully paid shares issued in the prior year.

NOTE 24 FINANCIAL RISK MANAGEMENT

The Company, in its normal course of business, is exposed to financial risks comprising market risk (essentially interest rate risk), credit risk and liquidity risk.

The directors have overall responsibility for the Company's management of these risks and seek to minimise these risks through ongoing monitoring and review of the adequacy of the risk management framework in relation to the risks encountered by the Company.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2016

NOTE 24 FINANCIAL RISK MANAGEMENT (continued)

(a) Market risk

Security price risk

The Company is exposed to equity securities price risks. This arises from an investment held and classified in the statement of financial position as available for sale.

The investment is in ordinary shares in an ASX listed exploration company. The shares are typically subject to relatively high price volatility, and, based on the recent historic share price, the table below summarises the sensitivity of the value of the investment to an increase or decrease in the share price of the investment:

	Overall impact of change in price		Impact on post-tax profit		Impact on other components of equity	
	2016	2015	2016	2015	2016	2015
	$	$	$	$	$	$
Change in share price:						
- 50%	(960,500)	(1,550,238)	(273,743)	(465,071)	(686,758)	(1,085,166)
- 25%	(480,250)	(775,119)	(136,871)	(232,536)	(343,379)	(542,583)
- 10%	(192,100)	(310,048)	(54,749)	(93,014)	(137,352)	(217,033)
+ 10%	192,100	310,048	54,749	93,014	137,352	217,033
+ 25%	480,250	775,119	136,871	232,536	343,379	542,583
+ 50%	960,500	1,550,238	273,743	465,071	686,758	1,085,166

The impact of a downward change in price below cost on other components of equity is based on the assumption that the change in price is not both significant and sustained.

Interest rate risk

The Company is exposed to Australian money market interest rates in respect of its cash assets. The risk is managed by monitoring the interest rate yield curve out to 120 days to ensure a balance is maintained between the liquidity of its cash assets and interest rate return. The weighted average rate of interest to which the Company was exposed on its cash assets as at the year end was 0.01% (2015: 1.72%).

The table below summarises the sensitivity of the Company's cash assets to interest rate risk. The Company has no interest rate risk associated with any of its other financial assets or liabilities. This analysis reflects the effect of a 0.5% decline and 0.5% increase in interest rates as recent Australian Treasury announcements and press reports would indicate that movements in interest rates of this magnitude are possible over the next 12 months.

	Carrying amount of cash assets		Effect of decrease or increase of interest rate on			
			Post tax profit		Equity	
	2016	2015	2016	2015	2016	2015
			$	$	$	$
Cash and cash equivalents	126,471	725,241				
Change in interest rate:						
- 0.5%			(632)	(3,626)	(632)	(3,626)
+ 0.5%			632	3,626	632	3,626

NOTE 24 FINANCIAL RISK MANAGEMENT (continued)

(b) Liquidity risk

The Company has no significant exposure to liquidity risk as the Company's only debt, other than related party loans (Note 12), is that associated with trade creditors in respect of which the Company's policy is to ensure payment within 30 days. The related party loans are not considered to be a significant liquidity risk as the magnitude and term of the loans are such that the Company has adequate time to manage their repayment funded by raising additional capital or realising financial assets available for sale. The Company manages its liquidity by monitoring forecast cash flows.

(c) Credit risk

The Company does not have any significant exposure to credit risk. The minimal exposure to credit risk that could arise is from having its cash assets all deposited at one bank. Whilst the risk of the bank failing is considered minimal, the Company manages this exposure by ensuring its funds are deposited only with a major bank with high security ratings, currently AA-.

(d) Capital risk management

The Company's objective in managing capital which consists primarily of equity capital is to safeguard its ability to continue as a going concern, so that it can continue to explore for minerals with the ultimate objective of providing returns for shareholders whilst maintaining an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Company may issue new shares, sell assets, or joint venture its projects. The Company considers working capital to consist of cash, receivables, and available-for-sale financial assets less trade creditors and current borrowings.

(e) Fair value of financial instruments

AASB 7 (Financial Instruments: Disclosures) require disclosure of fair value measurements by level of the following fair value measurement hierarchy:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The following table accordingly presents the Company's assets and liabilities measured and recognised at fair value at 30June 2016 and 30 June 2015:

	Year	Level 1	Level 2	Level 3	Total
Assets					
Financial assets available for sale	2016	1,921,000	-	-	1,921,000
	2015	3,100,475	-	-	3,100,475
Liabilities					
Current and unsecured loans – related parties	2016	-	-	600,000	600,000
	2015	-	-	200,000	200,000

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2016

NOTE 25 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Hampton Hill Mining NL is a public company, incorporated and domiciled in Australia and listed on the ASX.

The accounting policies adopted in the preparation of the financial report that relate specifically to matters dealt with in the preceding notes, are set out in the relevant notes. The more general accounting policies not already set out above, are listed below.

The accounting policies have been consistently applied to all the years presented unless otherwise stated.

(a) Statement of compliance and basis of preparation

The financial report was authorised for issue on 15 September 2016.

The financial report complies with the Corporations Act 2001 and Australian Accounting Standards, which include Australian equivalents to International Financial Reporting Standards (AIFRS). Compliance with AIFRS ensures that the financial report, comprising the financial statements and notes thereto, complies with International Financial Reporting Standards (IFRS). The Company is a for–profit entity for the purpose of applying these standards.

The financial statements have been prepared on an accruals basis and are based on historical costs.

(b) Impairment of assets

At each reporting date, the Company reviews the carrying values of its tangible and intangible assets to determine whether there is any objective evidence that those assets have been impaired. If such an indication exists, the recoverable amount of the asset, being the higher of the asset's fair value less costs to sell and value in use, is compared to the asset's carrying value. Any excess of the asset's carrying value over its recoverable amount is expensed to profit or loss.

Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

(c) Financial assets and liabilities

Financial instruments are initially recognised and measured at cost on trade date, which includes transaction costs, when the related contractual rights or obligations exist. Subsequent to initial recognition, these instruments are measured as set out in the relevant notes.

(d) Employee benefits

Wages and salaries, annual leave and sick leave

Liabilities for wages and salaries, including non-monetary benefits, annual leave and accumulating sick leave expected to be settled within 12 months of the reporting date are recognised in other payables in respect of employees' services up to the reporting date and are measured at the amounts expected to be paid when the liabilities are settled.

NOTE 25 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Retirement benefits obligations

Contributions are made by the Company to employee superannuation funds and are charged as expenses when incurred.

Share based payments

Share-based compensation benefits are provided to directors and other personnel of the Company.

The fair value of partly paid shares and options granted to directors and other personnel is recognised as an employee benefit expense with a corresponding decrease in comprehensive income. The fair value is measured at grant date and recognised over the period during which the directors and/or other personnel become unconditionally entitled to the partly paid shares or options.

The fair value at grant date is independently determined using a call option pricing model that takes into account the price, term, vesting and performance criteria, impact of dilution of the partly paid share or option, share price at grant date, expected price volatility of the underlying share, expected dividend yield and the risk-free interest rate for the term.

(e) Goods and Services Tax (GST)

Revenues, expenses and assets are recognised net of the amount of GST, except where the amount of GST incurred is not recoverable from the Australian Taxation Office. In these circumstances the GST is recognised as part of the cost of acquisition of the asset or as part of an item of the expense. Receivables and payables in the balance sheet are shown inclusive of GST. The net amount of GST recoverable from, or payable to, the Australian Taxation Office is included with other receivables or payable in the Statement of Financial Position.

Cash flows are presented in the statement of cash flows on a gross basis, except for the GST component of investing and financing activities, which are disclosed as operating cash flows.

(f) Accounting standards and interpretation

New accounting standards adopted

There were no new Australian Accounting Standards mandatory for the first time in the current financial period for adoption in the preparation of the financial statement.

New accounting standards and interpretations not yet adopted

The following Australian Accounting Standards have been issued and/or amended and are applicable to the Company but are not yet effective. They have not been adopted in the preparation of the financial statements at reporting date.

The application date of the standard is for the annual reporting periods beginning on or after the date shown in the table below.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 JUNE 2016

NOTE 25 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Reference and title	Nature of change to accounting policy and impact on initial application	Application date
AASB 2014-4 Depreciation and amortisation	Revenue based depreciation for property, plant and equipment cannot be used. The Company does not calculate the deprecation of its property, plant and equipment based on revenue. The adoption of this statement will have no impact on the financial statements.	1 Jan 2016
AASB 9 Financial Instruments	Amends the requirement for classification and measurement of financial assets. The available-for-sale and held-to-maturity categories of financial assets in AASB 139 have been eliminated. Upon adoption, the Company's financial assets classified as available-for-sale will be reclassified into the fair value through profit and loss category. The cumulative fair value changes in the available-for-sale reserve will be reclassified into retained earnings and subsequent fair value changes recognised in profit and loss. The Company does not have any financial liabilities measured at fair value through profit or loss.	1 Jan 2018
AASB 15 Revenue from contracts with customers	Revenue will be recognised when control of goods or services is transferred, rather than on transfer of risks and rewards as is currently the case under IAS 18 Revenue. Due to the recent release of this standard, the Company has not yet made a detailed assessment of the impact of this standard.	1 Jan 2018
AASB 16 Leases	Removes the classification of leases as either operating or finance leases for the lessee. Leases which are less than 12 months and leases on low-value assets are exempt. Due to the recent release of this standard the Company has not yet made a detailed assessment of the impact of this standard.	1 Jan 2019

DIRECTORS' DECLARATION

1. In the opinion of the Directors of the Company

    a. the accompanying financial statements are in accordance with the Corporations Act 2001 and

        (i) give a true and fair view of the Company's financial position as at 30 June 2016 and of its performance for the year then ended; and

        (ii) comply with Australian Accounting Standards, the Corporations Regulations 2001, professional reporting requirements and other mandatory requirements.

    b. there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

    c. The financial statements and notes thereto are in accordance with International Financial Reporting Standards issued by the International Accounting Standards Board.

2. This declaration has been made after receiving the declarations required be made to the Directors in accordance with Section 295A of the Corporations Act 2001 for the financial year ended 2016

This declaration is signed in accordance with a resolution of the Board of Directors on 15 September 2016 and is signed for and on behalf of the directors by:

J N Pitt
Chairman
15 September 2016

INDEPENDENT AUDITOR'S REPORT

HLB Mann Judd

Accountants | Business and Financial Advisers

INDEPENDENT AUDITOR'S REPORT

To the members of Hampton Hill Mining NL

Report on the Financial Report

We have audited the accompanying financial report of Hampton Hill Mining NL ("the company"), which comprises the statement of financial position as at 30 June 2016, the statement of profit or loss and other comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration, for the company.

Directors' responsibility for the financial report

The directors of the company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In Note 25(a), the directors also state, in accordance with Accounting Standard AASB 101: *Presentation of Financial Statements*, the financial statements of Hampton Hill Mining NL comply with International Financial Reporting Standards.

Auditor's responsibility

Our responsibility is to express an opinion on the financial report based on our audit. We conducted our audit in accordance with Australian Auditing Standards. Those standards require that we comply with relevant ethical requirements relating to audit engagements and plan and perform the audit to obtain reasonable assurance about whether the financial report is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial report. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial report, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the company's preparation of the financial report that gives a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the financial report.

Our audit did not involve an analysis of the prudence of business decisions made by directors or management.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Independence

In conducting our audit, we have complied with the independence requirements of the *Corporations Act 2001*.

INDEPENDENT AUDITOR'S REPORT

HLB Mann Judd

Auditor's opinion

In our opinion:

(a) the financial report of Hampton Hill Mining NL is in accordance with the *Corporations Act 2001*, including:

 (i) giving a true and fair view of the company's financial position as at 30 June 2016 and its performance for the year ended on that date; and

 (ii) complying with Australian Accounting Standards and the *Corporations Regulations 2001*; and

(b) the financial report also complies with International Financial Reporting Standards as disclosed in Note 25(a).

Report on the Remuneration Report

We have audited the Remuneration Report included in the directors' report for the year ended 30 June 2016. The directors of the company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

Auditor's opinion

In our opinion the Remuneration Report of Hampton Hill Mining NL for the year ended 30 June 2016 complies with section 300A of the *Corporations Act 2001*.

HLB Mann Judd

HLB Mann Judd
Chartered Accountants

B G McVeigh
Partner

Perth, Western Australia
15 September 2016

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MINERAL TENEMENT INFORMATION

AS AT 15 SEPTEMBER 2016

MINING TENEMENTS AND BENEFICIAL INTERESTS HELD, AND THEIR LOCATION

Tenement	Location	Registered holding	Beneficial interest – refer Notes
E45/2501	East Pilbara, WA	0%	1
E45/2561	East Pilbara, WA	0%	1
E45/2500 (part of)	East Pilbara, WA	0%	1
ELA45/4797	East Pilbara, WA	0%	2
ELA45/4835	East Pilbara, WA	0%	2
M20/311	Murchison, WA	0%	3
MLA20/503	Murchison, WA	0%	3
MLA20/518	Murchison, WA	0%	3
MLA51/869	Murchison, WA	0%	3
E20/625	Murchison, WA	0%	3
E20/641	Murchison, WA	0%	3
P51/2581	Murchison, WA	0%	3
P20/2016	Murchison, WA	0%	3
P20/2077	Murchison, WA	0%	3
P20/2078	Murchison, WA	0%	3
P20/2080	Murchison, WA	0%	3
E20/457	Murchison, WA	0%	4
E20/459	Murchison, WA	0%	4
E20/492	Murchison, WA	0%	4
E20/595	Murchison, WA	0%	4
E51/907	Murchison, WA	0%	4
M20/419	Murchison, WA	0%	4
P20/2082-2086	Murchison, WA	0%	4
P51/2605-2613	Murchison, WA	0%	4
E39/1198	Yilgarn, WA	0%	5
P39/4588	Yilgarn, WA	0%	5
P39/4590	Yilgarn, WA	0%	5
P39/4591	Yilgarn, WA	0%	5
P39/4592	Yilgarn, WA	0%	5
M31/486	Yilgarn, WA	0%	5
E31/1063	Yilgarn, WA	0%	5
E39/1887	Yilgarn, WA	0%	5
P39/4677	Yilgarn, WA	0%	5
P39/4678	Yilgarn, WA	0%	5
P39/4679	Yilgarn, WA	0%	5
E39/1236	Yilgarn, WA	0%	5
E31/1116	Yilgarn, WA	0%	5
E39/1984	Yilgarn, WA	0%	5

MINERAL TENEMENT INFORMATION

AS AT 15 SEPTEMBER 2016

P26/3426	Yilgarn, WA	0%	6
P15/4891-4901	Yilgarn, WA	0%	7
P15/5022-5025	Yilgarn, WA	0%	7
P16/2415-2418	Yilgarn, WA	0%	7
P16/2815 & 2816	Yilgarn, WA	0%	7
P15/5920 & 5921	Yilgarn, WA	0%	7
M15/696	Yilgarn, WA	0%	7

Notes:

1) Millennium Zinc Project JV - The Company has earned a 10% beneficial interest and holds the right to earn a total of 25%.
2) Beneficial interest 100%
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 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 of 1.5% to the tenement holder.
5) The Company retains a 5% gross overriding royalty on all gold production exceeding one million ounces.
6) The Company retains a royalty of $1 per tonne of ore mined up to 100,000 tonnes, and $2 per tonne thereafter.
7) The Company retains a 0.98% net smelter return royalty on all ore produced from these tenements.

Key:

E: Exploration licence
ELA: Exploration licence application
P: Prospecting licence
M: Mining lease
MLA: Mining lease application

SHAREHOLDER INFORMATION

AS AT 15 SEPTEMBER 2016

NUMBER AND DISTRIBUTION OF SHARES

Shares	No. listed	No. not listed	Total
Ordinary shares fully paid	235,741,595	-	235,741,595
Ordinary shares paid to 0.1 cents per share	-	2,650,000	2,650,000

Distribution by holding			No. of shareholders Fully paid	No. of shareholders Partly paid
1	-	1,000	30	-
1,001	-	5,000	77	-
5,001	-	10,000	83	-
10,001	-	100,000	304	4
100,001	+		184	4
			678	8

MARKETABLE PARCEL

There were 283 holders of less than a marketable parcel of fully paid ordinary shares.

EMPLOYEE INCENTIVE SCHEMES

The partly paid shares were issued under an employee incentive scheme.

SUBSTANTIAL SHAREHOLDERS

The following shareholders are substantial shareholders of the Company:

Name	No. of shares	%
Perth Capital Pty Ltd, Elohpool Pty Ltd, J N Pitt and associates	89,734,999	38.06
Encounter Resources Limited	30,748,903	13.04

VOTING RIGHTS

Subject to any rights or restrictions for the time being attached to any class or classes of shares (at present there are none), at a general meeting every shareholder or class of shareholder present in person or by proxy, attorney or representative has one vote on a show of hands and, on a poll, one vote for each fully paid share which that member holds or represents and, in respect of partly paid shares, voting rights pro-rata to the amount paid up or credited as paid up on each such share.

Any vendor securities which are or might be in breach of the Australian Securities Exchange Listing Rules or any escrow agreement entered into by the Company shall not be entitled to any votes for as long as the breach exists.

HAMPTON HILL Mining NL

SHAREHOLDER INFORMATION

AS AT 15 SEPTEMBER 2016

TOP 20 SHAREHOLDERS

	Shareholders	No. of shares	%
1	Perth Capital Pty Ltd	56,273,104	23.87
2	Encounter Resources Limited	30,748,903	13.04
3	Pitt, J N	21,478,941	9.11
4	Elohpool Pty Ltd	11,891,954	5.06
5	Hughes, J & L <Inkese Super A/c>	8,600,000	3.65
6	Haynes, K	8,000,001	3.39
7	Trayburn Pty Limited	4,691,451	1.99
8	Nalmor Pty Ltd <John Chappell Super Fund A/c>	3,600,900	1.53
9	Rupert Clarke & Co Pty Ltd	3,557,500	1.51
10	Wudina Pty Ltd <Forte Family Retirement Fund A/c>	3,368,890	1.43
11	Evergem Pty Ltd	2,810,958	1.19
12	Vermar Pty Ltd <CAP A/c>	2,646,813	1.12
13	Nalmor Pty Ltd <Basil Family A/c>	2,476,520	1.05
14	Kelly, O & B <O&B Kelly Superfund A/c>	2,475,016	1.05
15	Bluejay Enterprises Pty Ltd <Rage Superfund A/c>	1,801,241	0.76
16	Mansfield, M & H <Mansfield Family SF A/c>	1,797,953	0.76
17	TE & CG McMahon Nominees Pty Ltd <McMahon SF No 2 A/c>	1,521,712	0.65
18	Basin Beach Investments Pty Ltd	1,500,000	0.64
19	Enders KL	1,279,098	0.54
20	Polarity B Pty Ltd	1,209,999	0.51
		171,730,954	72.85

NOTES

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