

ANNOUNCEMENT

QUARTERLY ACTIVITIES REPORT FOR THE QUARTER ENDING 31 MARCH 2024



Highlights



The Mt Chalmers Pre-Feasibility Study is now complete;



Study demonstrates Mt Chalmers is a technically and financially robust project;



Highlights from the study include:

- Supports stand-alone 1Mtpa process plant;
- Capital cost estimate of A\$191 million;
- Initial mine life estimate of 10.4 years;
- Life of mine revenue of A\$1.64 billion;
- Life of mine free cashflow of A\$636 million; and
- Net Present Value (NPV⁸) of \$373 million, 54% IRR.



Metal produced during the initial life of mine include:

- 65,000t copper;
- 160,000oz gold;
- 30,600t zinc;
- 1.8Moz silver; and
- 583,000t pyrite.



Mt Chalmers Maiden Ore Reserve of 9.6Mt (Proved & Probable) also declared; and



Significant growth options identified with the Sulphide City, Scorpion and Woods Shaft deposits not currently in the mine plan.

Cautionary Statement

The Pre-Feasibility Study (PFS) is based on the material assumptions outlined below. These include assumptions about the availability of funding. While QMiners considers all of the material assumptions to be based on reasonable grounds, there is no certainty that they will prove to be correct or that the range of outcomes indicated by this PFS will be achieved. To achieve the range of outcomes indicated in the PFS, funding in the order of \$191 million will likely be required. Investors should note that there is no certainty that QMiners will be able to raise that amount of funding when needed. It is also possible that such funding may only be available on terms that may be dilutive to or otherwise affect the value of QMiners existing shares. It is also possible that QMiners could pursue other 'value realisation' strategies such as a sale, partial sale or joint venture of the project. If it does, this could materially reduce QMiners proportionate ownership of the project. Given the uncertainties involved, investors should not make any investment decisions based solely on the results of the PFS.



Overview

QMiner Limited (ASX:QML) (QMiner or Company) is exceptionally pleased to provide shareholders with the following Activities Report for the quarter ending 31st March 2024. QMiner is a Queensland based copper and gold development company. The Company has rights to a 100% interest in two advanced projects covering a total area of 603.7km². The Company's flagship project, Mt Chalmers, is located 17km northeast of Rockhampton (Figure 1).

Mt Chalmers is a high-grade historic mine that produced 1.2Mt @ 3.6g/t Au, 2.0% Cu and 19g/t Ag between 1898-1982. In March 2024, QMiner delivered

its sixth Mineral Resource Estimate (MRE) to include sulphur being one of the marketable elements of the pyrite concentrate.

Work on the Mt Chalmers Pre-Feasibility Study (PFS) was completed during the quarter ending 31 March 2024, with final compilation and reporting occurring after quarter end. As a result of this work, a **Maiden Ore Reserve Estimate of 9.6Mt @ 0.63%Cu, 0.48g/t Au, 0.29% Zn, 5.5g/t Ag and 4.3% S (Proved and Probable)** was declared. This is based on the MRE of 11.3Mt @ 0.75% Cu, 0.42g/t Au, 0.23% Zn, 4.8g/t Ag and 4.28% S. Importantly the conversion from the MRE Measured and Indicated categories to the Proved and Probable Ore Reserve categories is 91% with only 9% of the Production Target from Inferred resources.

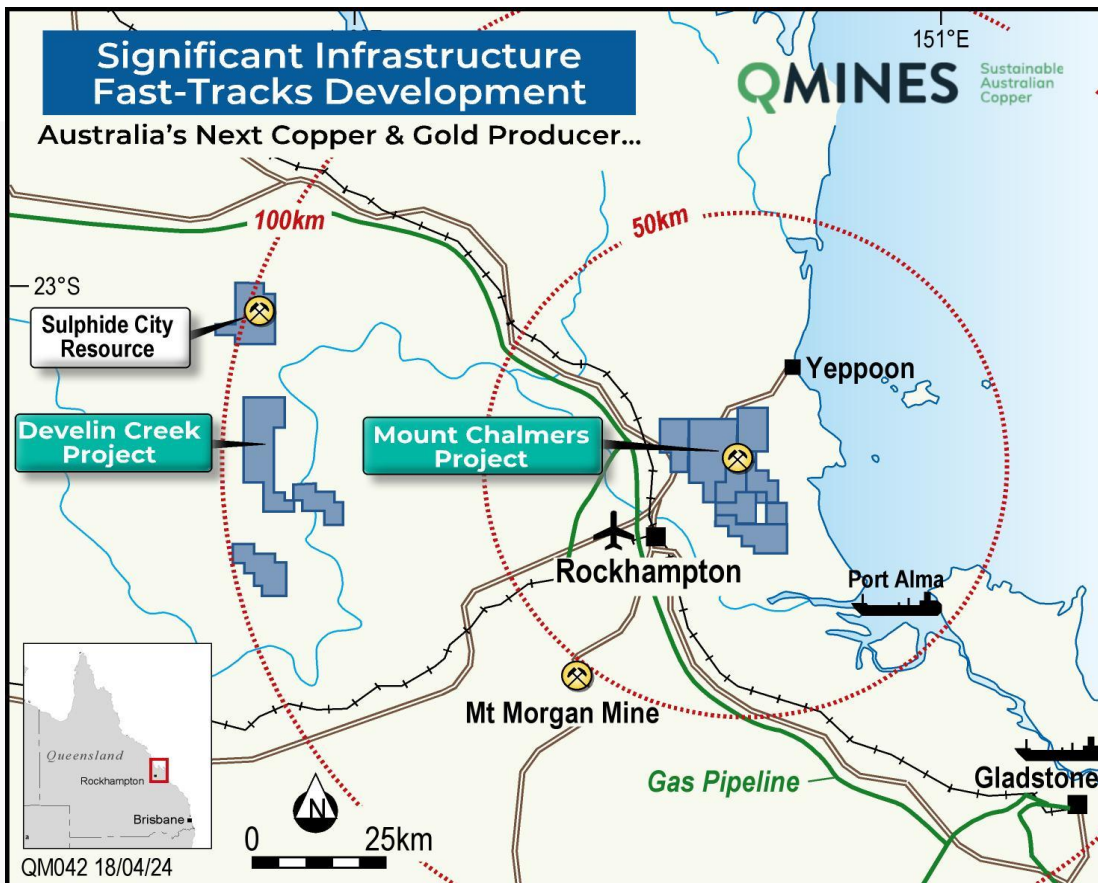


Figure 1: Location and Infrastructure at the Mt Chalmers Project.

Additionally, the Company's satellite Woods Shaft deposit hosts an MRE of **0.54Mt @ 0.54% Cu and 0.95g/t Au** while the Sulphide City and Scorpion deposits located at the Company's Develin Creek Project, contain **3.2Mt @ 1.05% Cu, 1.22% Zn, 0.17g/t**

Au and 5.9g/t Ag. These projects are not currently included in the Mt Chalmers mine plane, demonstrating the significant growth potential for the Mt Chalmers project. The three project areas constitute a combined Measured, Indicated and



Inferred MRE (JORC 2012) of 15.1Mt @ 1.3% CuEq for 195,800t of contained base and precious metal.

During the first quarter of 2024, the Company substantially completed the Mt Chalmers PFS, announced on the 29th April. The study assesses mining the mineral resources from a three-stage open pit operation and processing that material onsite at Mt Chalmers. COMO Engineers have designed a flow sheet and process facility to treat one million tonnes of ore per annum. The process plant design uses industry standard crushing, grinding and flotation circuits producing three concentrate types being copper/gold, zinc/silver and pyrite/gold.

The conclusions drawn from the PFS are the Mt Chalmers project is a technically achievable and commercially viable project. The proposed development of Mt Chalmers presents an opportunity for QMiner to establish itself as a project developer and deliver a critical mineral mining and processing business with an attractive risk-return profile and clear potential to further enhance project returns through the expansion of production rates and the addition of other known deposits, including Sulphide City, Scorpion (Develin Creek) and Woods Shaft, into the projects mine plan.

Table 1: Mt Chalmers PFS outcomes and assumptions.

Parameter	Units	Base Case
Production		
Mill throughput	ktpa	1,000
Life of Mine	years	10.4
Ore Mined and Processed	kt	10.39
Cu grade	%	0.63
Au grade	g/t	0.48
Zn grade	%	0.29
Ag grade	g/t	5.4
Py Mass Pull	%	5.6
Contained Metal		
Cu contained	kt	65.3
Au contained	koz	160
Zn contained	kt	30.6
Ag contained	koz	1,821
Py contained	kt	583
Metal Recovered for Sale		
Cu	kt	62.9
Au	koz	130
Zn	kt	28
Ag	koz	1,612
Py/S/Fe	kt	583
Metallurgical Recovery		
Cu	%	96.4
Au	%	81.1
Zn	%	91.7

Ag	%	88.5
Py/S/Fe	%	62.0
Financial		
Mining & Processing	A\$M	649.2
Treatment & Refining	A\$M	35.1
Concentrate Transport	A\$M	12.6
General & Administration	A\$M	40.0
Royalty	A\$M	72.3
C1 Cost (Copper Equivalent)	US\$/lb	2.14
CAPEX	A\$M	191.9
OPEX	A\$/t	32.85
Revenue	A\$M	1,639
Pre-Tax Cash Flow	A\$M	827.7
Cumulative Cash Flow	A\$M	635.8
Net Present Value (8%) Discounted	A\$M	373.4
IRR	%	54
Payback	Years	1.84
Metal Price Assumptions		
Cu price	US\$/t	9,850
Au price	US\$/t	2,350
Zn price	US\$/t	2,850
Ag price	US\$/t	28
Py/S/Fe price	US\$/t	200
Exchange Rate	\$AU/\$US	0.63

Key Outcomes

The QMines Mt Chalmers Pre-Feasibility Study, announced on 29th April, took just over nine months to complete. The study demonstrated that a mining and processing operation at Mt Chalmers is both technically feasible and economically viable. Key outcomes and assumptions from the study can be seen in Table 1. The proposed Mt Chalmers mining and processing operation is low cost, high margin and a long-life project.

Low Cost

COMO Engineers designed a 1Mtpa processing plant that includes a flotation and concentrate leaching (CIL) circuit. The CAPEX of the project was estimated at just **A\$191.9 million** with an OPEX estimate of just **\$32.85/t**. This equates to C1 costs of just **US\$4,709/t CuEq** or **US\$2.14/lb CuEq** over the Life of Mine (LOM).

Upside Potential

The Study demonstrates significant upside potential with three additional deposits at Sulphide City, Scorpion and Woods Shaft yet to be incorporated into the PFS. The study also identified an additional 3.7Mt of optimised open pit material has not been incorporated.

Background

The geology of the Mt Chalmers area is relatively well-known with the Mt Chalmers mineralisation being identified as a well-preserved, volcanic-hosted massive sulphide (VHMS) mineralised system containing copper, gold, zinc, lead, and silver. The mineralisation is understood to have been deposited from hydrothermal fumaroles, or direct chemical sediments or sub-seafloor massive sulphide replacement zones and layers, together with footwall disseminated and stringer zones within the host volcanic and sedimentary rocks.

The deposit was discovered in 1860, with modern exploration commencing in 1960 and leading to open pit mining by Geopeko Ltd between 1979-1982.

High Margin

The pre-tax Net Present Value (NPV) for the project, using an 8% discount rate, delivered **A\$373.4M** with an Internal Rate of Return (IRR) of an impressive **54%**, demonstrating the benefits of shallow, open pit mining.

Long Life

The proposed Mt Chalmers mining operation is supported by a Maiden Ore Reserve Statement of 9.6Mt (Proved and Probable) and 837,011t of Possible mining material. This demonstrates the Mt Chalmers project has an initial 10.4 years of operations for the process plant.

The metals price assumptions used for the PFS were based on Spot priced derived from April 2024. As we march toward the forecast high metals demand associated with the energy transition, the Mt Chalmers project provides significant leverage to increasing metals prices.

Subsequent exploration culminated in the April 2021 acquisition by QMines, producing an additional 41,000m of infill and step-out resource definition drilling for a total of 59,000m. QMines has applied rigorous QAQC standards from the outset, with offsite database management, accurate topographic and downhole surveying, conventional sample QAQC and a substantial amount of drilling completed by the Company-owned RC drilling rig.

Multiple inputs into the PFS are summarised below. All involved site visits with the project being substantially managed by QMines General Manager of Operations, James Anderson.



Updated Mineral Resource Estimate

As at April 2024, the Mt Chalmers project Mineral Resource Estimate based on a 0.3% Cu lower cut-off contains a combined **11,290,000t @ 0.75% Cu, 0.42g/t Au, 0.23% Zn, 4.6g/t Ag and 4.3% S** (Table 2). The MRE was determined by Hyland Geological and Mining Consultants (**HGMC**) and is reported in

accordance with the JORC code (JORC 2012). It updates the MRE announced in November 2022 to include drilling undertaken in 2023 and also includes a new sulphur (S) resource, the Company's sixth since listing in May 2021.

Table 2: Mt Chalmers Deposit – Updated Mineral Resource Estimate as at March 2024 with sulphur (0.30% Cu lower cut-off).

Mt Chalmers	Tonnes (Mt)	Grade(s)					Contained Metal(s)				
		Cu (%)	Au (g/t)	Ag (g/t)	Zn (%)	S (%)	Cu (kt)	Au (kOz)	Ag (kOz)	Zn (kt)	S (kt)
Measured	4.2	0.89	0.69	4.97	0.23	5.37	38	94	675	10	226
Indicated	5.8	0.69	0.28	3.99	0.19	3.77	40	51	742	11	218
Inferred	1.3	0.6	0.19	5.41	0.27	2.02	8	8	228	3	39
Total	11.3	0.75	0.42	4.6	0.23	4.3	86	153	1,645	24	483

Geotechnical Study

In late 2023 and early 2024 a site geotechnical study was conducted by PSM Geotechnical to develop a geotechnical model and to undertake slope stability analysis and design recommendations. Three geotechnical diamond drillholes were completed for geotechnical, structural, geomechanical and hydrogeological studies.

As a result, slope design parameters were developed considering the geotechnical model, failure mechanisms, slope stability analyses, slope heights and engineering experience. The design has been developed for four slope design sectors, which have since been incorporated into the pit model.

Ore Reserve Estimate

The Mt Chalmers open pit has been designed as a three-stage mining operation, with each stage of the mine schedule delivering between 2.8Mt and 3.9Mt to the proposed process plant located at site. The Mt Chalmers open pit was designed by Minecomp Pty Ltd (Minecomp) and factors Measured, Indicated and Inferred material in the design parameters for the production target inventory (Table 3).

Table 3: Mt Chalmers optimised pit shell 15 open pit design including Measured, Indicated and Inferred material.

Mt Chalmers Open Pit Design	Production Target Inventory Mt Chalmers Project						
	Volume	Tonnes	Cu Grade	Zn Grade	Au Grade	Ag Grade	S Grade
	(BCM)	(t)	(%)	(%)	(g/t)	(g/t)	(%)
Stage 1	1,020,318	3,364,715	0.91	0.24	0.76	6.3	5.3
Stage 2	586,630	1,929,355	0.45	0.52	0.48	7.0	4.6
Stage 3	1,615,102	5,115,931	0.50	0.25	0.27	4.3	3.6
Total	3,222,050	10,410,001	0.65	0.28	0.49	5.4	4.3



An Ore Reserve was estimated (Table 4) by converting only Measured and Indicated material from the Mineral Resource Estimate to the Proved and Probable category as required by the JORC 2012 Mineral Code for reporting.

Table 4: Mt Chalmers JORC 2012 Ore Reserve Estimate, Proved and Probable category contained material and grades.

Reserve Category	Tonnes (Mt)	Cu (t)	Cu Grade (%)	Zn (t)	Zn Grade (%)	Au (oz)	Au Grade (g/t)	Ag (oz)	Ag Grade (g/t)	S (t)	S Grade (%)
Proved	5.1	37,000	0.72	12,700	0.25	95,000	0.58	763,000	4.7	246,000	4.8
Probable	4.5	25,600	0.57	13,000	0.29	52,600	0.37	790,500	5.5	172,300	3.6
Total:	9.6	62,600	0.63	25,700	0.29	147,600	0.48	1,553,500	5.5	418,300	4.3

The Mt Chalmers Ore Reserve has been calculated by Minecomp using a diluted, payable copper equivalent (**CuEq**) grade of 0.32% CuEq. It should be noted that the MRE is reported at a copper cut-off grade of 0.30% Cu. The modifying effect of applying a CuEq

grade draws material from the optimised pit shell grading below the MRE reporting cut-off grade of 0.30% and may form part of the Ore Reserve due to payable calculation for gold, zinc, silver and sulphur.

Mine Design

Open pit optimisations were carried out using modifying factors and estimated mining, processing and administration costs. Figure 2 shows the resulting three-staged optimized pit shell.

The Mt Chalmers deposit is proposed to be mined as a three-stage open pit using conventional mining

methods. The final pit is designed to a nominal vertical depth of 220m and incorporates 60-70° batter angles and 7m berm widths. Ramps are either 15m wide (single lane) or 24m wide (double lane) and have a gradient of 1 in 9. The PFS proposes a conventional drill and blast, load and haul open pit mining operation.



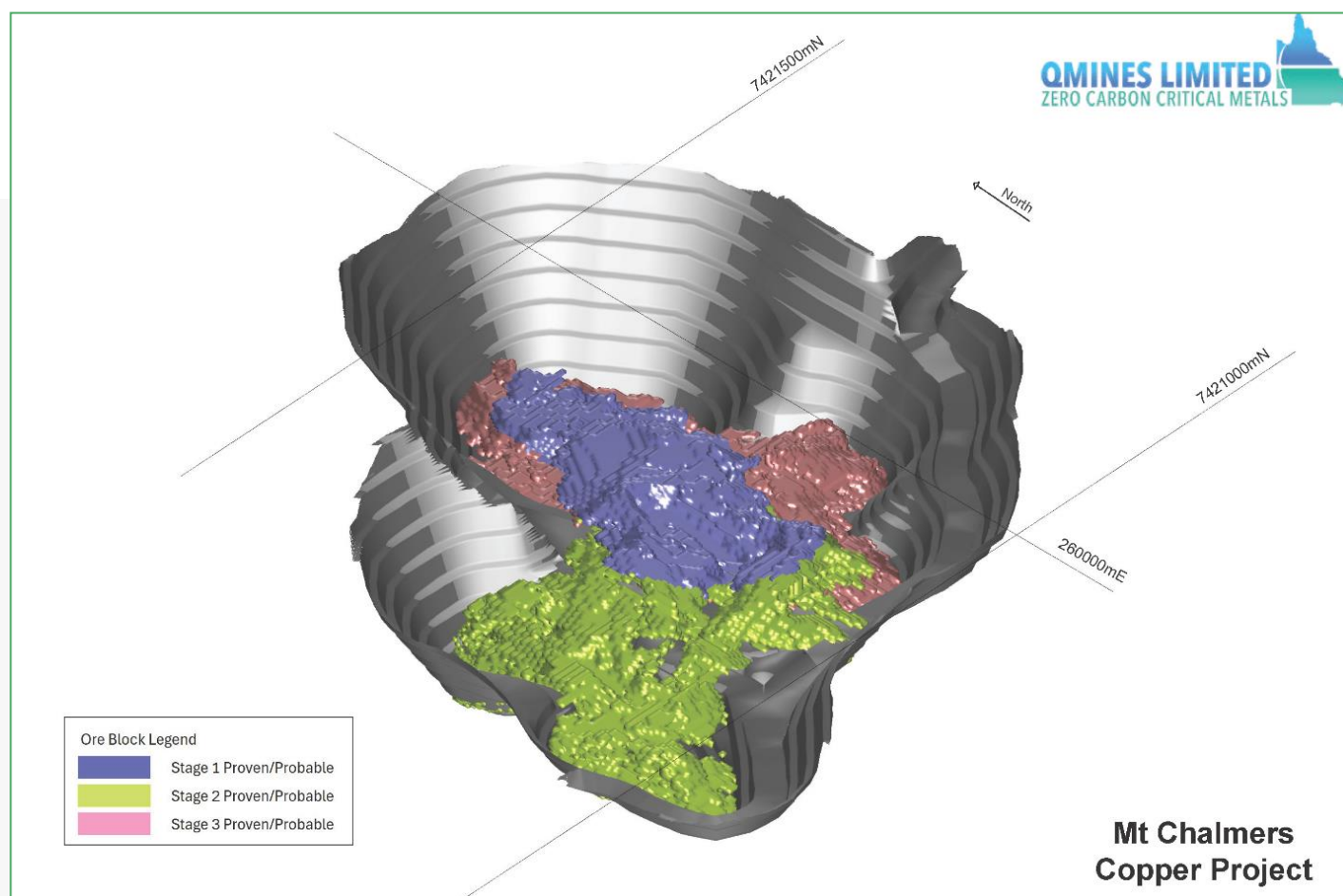


Figure 2: Isometric view of the three-staged open pit at Mt Chalmers.

Tailings Storage Facility

Land & Marine Geological Services Pty Ltd was engaged by QMiner to prepare a PFS Concept Design of the Tailings Storage Facility (TSF) and Water Storage Facility (WSF) for the Mt Chalmers project.

The TSF comprises a valley storage which is to be constructed by downstream techniques. It is designed to accommodate pit dewatering as well as current and future tailings solids.

Topsoil materials, where present, will be removed and stockpiled for rehabilitation works with the underlying residual soil and weathered rock materials removed from the TSF footprint and mine waste will be utilised in the construction of the TSF and WSF embankments.

Preliminary water balance studies indicate that it is unlikely that external water resources will be required for the project.

Metallurgy

Both the massive sulphide and stringer mineralisation are amenable to the proposed flotation concentrate flowsheet shown in Figure 3. Froth flotation recoveries of 100% Au, Ag, Cu and Zn from blends have now been consistently achieved from a 75-micron grind size. Copper recovery to rougher concentrate is

consistently in the range of 90-95% for all samples tested.

Lead was found to be the only deleterious metal, reporting to the copper concentrate. Strategies have been designed to manage this via feed ratios and the use of a suppressant.

Production of a pyrite concentrate from the Cu-Zn flotation tailings is potentially economically viable with the sulphur concentration in the pyrite concentrate sufficiently high in sulphur to be regarded as an energy source, and a potential feedstock for sulphuric acid production.

Processing Plant

The project comprises a single site for the crushing and processing facilities with crushing, milling ore and concentrate production adjacent to the Mt Chalmers mine.

Mine Schedule

The Mt Chalmers mine schedule and planning was delivered by independent mining consultants, Aurelia Mining Pty Ltd, based on the open pit and mine design

Exploration

No exploration was undertaken during the quarter as attention focused on the PFS. With the commencement of the dry season, plans are

Corporate

During the quarter, the Company announced the execution of two loan agreements for a total of \$1,500,000 with Jayleaf Holding Pty Ltd and Olgen Pty Ltd, two long term shareholders of the Company. The loans sought to minimise the dilution associated with an equity raising, allowing the Company to fund the completion of its Pre-Feasibility Study.

The Company's Executive Chairman, Andrew Sparke, and Non-Executive Director, Peter Caristo, attended the Brisbane Mining Conference on the 13th March where they presented an update on the Company. The Company also presented at the Whairo Capital Investor Lunch in Brisbane on the 14th March.

Tailings sulphur grades of consistently less than 1% sulphur demonstrating a low environmental risk in terms of potential acid mine drainage.

The processing flowsheet (Figure 3) comprises three-stage crushing, ball milling, and separate copper, zinc and pyrite flotation to produce three concentrates for dispatch. To minimise noise levels and environmental emissions, the crushers, screen and mill will be located within buildings.

undertaken by Mr. Gary McCrae from Minecomp which formed the basis for the Company's financial modelling.

underway to accelerate drilling at the Develin Creek Volcanic Hosted Massive Sulphide (VHMS) project and to expand exploration across several fronts.

During the quarter, the Company continued to receive interest from multiple groups including royalty, private equity and metals traders. The Company has opened up a data room to assist these groups to better understand the Company.

Payments made to, or an associate of, a related party to the entity that have been included in the 5B for the quarter were for directors' and related parties remuneration, fees and consultancy expenses.

Tenement Table

In accordance with Listing Rule 5.3.3, QMiners provides the following information in relation to its tenements as of 31 March 2024.

Table 5: Tenements Table.

Project	Tenement	Status	Registered Holder	Location	Interest	Sub-Blocks	Km ²
Mt Chalmers	EMP 25935	Granted	Dynasty Gold Pty Ltd	Queensland	100%	13.0	41.00
Mt Chalmers	EMP 27428	Granted	Rocky Copper Pty Ltd	Queensland	100%	4.0	12.61
Mt Chalmers	EMP 27697	Granted	Rocky Copper Pty Ltd	Queensland	100%	12.0	37.87
Mt Chalmers	EMP 27726	Granted	QMiners Limited	Queensland	100%	37.0	116.70
Mt Chalmers	EMP 27899	Granted	QMiners Limited	Queensland	100%	37.0	116.70
Develin Creek	EMP 16749	Granted	Mackerel Copper Pty Ltd	Queensland	51%	27	85.10
Develin Creek	EMP 17604	Granted	Mackerel Copper Pty Ltd	Queensland	51%	58	183.10
Herries Range	EMP 25786	Optioned	Traprock Resources P/L	Queensland		59	194.00
Herries Range	EMP 25788	Optioned	Traprock Resources P/L	Queensland		27	89.00
Warroo	EMP 27725	Optioned	QMiners Limited	Queensland		51	168.00
Warroo	EMP 26178	Optioned	Dynasty Gold Pty Ltd	Queensland		21	69.00
Silverwood	EMP 27724	Optioned	QMiners Limited	Queensland		50	165.00
Silverwood	EMP 27281	Optioned	Traprock Resources P/L	Queensland		28	92.00

What's Next

- Resource and exploration drilling at the Develin Creek project.
- Exploration drilling at the Artillery Road prospect.
- Finalise Develin Creek metallurgical studies.
- Optimise Develin Creek open pit and underground and deliver Ore Reserve estimate.
- Commence the Definitive Feasibility Study.
- Lodge mining license applications.
- Commence Environmental Impact Statement.

Cautionary Statement

The PFS supports the development of an open pit mining operation to a depth of 220m at Mt Chalmers. The integrated Production Target Inventory schedule that forms the basis of the economic analysis for the Mt Chalmers open pit project comprises 91% Measured and Indicated resources and Inferred

resource representing 9% of the overall tonnage to be mined and processed over the Life Of Mine (LOM) based on the current Mineral Resource Estimate (MRE). The Company is satisfied that the viability of the Project is not dependant on the Inferred Mineral Resources included in the Production Target Inventory.



Forward-Looking Statements

This document may include forward-looking statements. Forward-looking statements include, but are not limited to, statements concerning QMines Limited planned exploration program and other statements that are not historical facts. When used in this document, the words such as "could," "plan," "expect," "intend," "may", "potential," "should," and

similar expressions are forward-looking statements. Although QMines believes that its expectations reflected in these forward- looking statements are reasonable, such statements involve risks and uncertainties and no assurance can be given that further exploration will result in the estimation of a Mineral Resource.

Competent Person Statements

Ore Reserve Estimate

The Information in this Report that relates to the Open Pit Optimisation and Ore Reserve Estimate and is based on information compiled by Mr Gary McCrae, a Competent Person who is a Member of the Australasian Institute of Mining and Metallurgy. Mr McCrae is a full-time employee of Minecomp Pty Ltd. Mr McCrae has sufficient experience that is relevant to the style of mineralisation and type of deposit under

consideration and to the activity being undertaken 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 McCrae consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

Mineral Resource Estimate

The information in this report that relates to mineral resource estimation is based on work completed by Mr. Stephen Hyland, a Competent Person and Fellow of the AusIMM. Mr. Hyland is Principal Consultant Geologist with Hyland Geological and Mining Consultants (HGMC), who is a Fellow of the Australian Institute of Mining and Metallurgy and holds relevant

qualifications and experience as a qualified person for public reporting according to the JORC Code in Australia. Mr Hyland is also a Qualified Person under the rules and requirements of the Canadian Reporting Instrument NI 43-101. Mr Hyland consents to the inclusion in this report of the information in the form and context in which it appears.

Exploration

The information in this document that relates to mineral exploration and exploration targets is based on work compiled under the supervision of Mr Glenn Whalan, a member of the Australian Institute of Geoscientists (AIG). Mr Whalan is QMines' principal geologist and has sufficient experience relevant to the style of mineralisation and type of deposit under consideration and to the activity that he is undertaking

to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves' (JORC 2012 Mineral Code). Mr Whalan consents to the inclusion in this document of the exploration information in the form and context in which it appears.

Metallurgy

The Information in this Report that relates to Metallurgical Test Results is based on information compiled by Mr Mark Hargreaves, a Competent Person who is a Member of the Australasian Institute of Mining and Metallurgy (AusIMM). Mr Hargreaves is a full-time employee of Como Engineers Pty Ltd. Mr

Hargreaves has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity being undertaken 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 Hargreaves consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

About QMines

QMines Limited (**ASX:QML**) is a Queensland focused copper and gold development Company. The Company owns rights to 100% of The Mt Chalmers (copper-gold) and Develin Creek (copper-zinc) deposits, located within 90km of Rockhampton in Queensland.

Mt Chalmers is a high- grade historic mine that produced 1.2Mt @ 2.0% Cu, 3.6g/t Au and 19g/t Ag between 1898-1982.

Project & Ownership

Mt Chalmers	<div><div></div></div> 100%
Develin Creek (with right to 100%)²	<div><div></div></div> 51%
Silverwood	<div><div></div></div> 100%
Warroo	<div><div></div></div> 100%
Herries Range	<div><div></div></div> 100%

QMines Limited

ACN 643 312 104

ASX:QML

Unlisted Options

9,950,000 (\$0.375
strike, 3 year term)

Shares on Issue

216,743,018

The Mt Chalmers and Develin Creek projects now have a Measured, Indicated and Inferred Resource (JORC 2012) of **15.1Mt @ 1.3% CuEq for 195,800t CuEq**.^{1, 2}

QMines' objective is to make new discoveries, commercialise existing deposits and transition the Company towards sustainable copper production.

Directors & Management

Andrew Sparke
Executive Chairman

James Anderson
General Manager
Operations

Peter Caristo
Non-Executive Director
(Technical)

Elissa Hansen
Non-Executive Director
& Company Secretary

Glenn Whalan
Geologist
(Competent Person)

Compliance Statement

With reference to previously reported Exploration results and mineral resources, the Company confirms that it is not aware of any new information or data that materially affects the information included in the original market announcement and, in the case of estimates of Mineral Resources or Ore Reserves, that all material assumptions and technical parameters underpinning the estimates in the relevant market announcement continue to apply and have not materially changed. The company confirms that the form and context in which the Competent Person's findings are presented have not been materially modified from the original market announcement.

^{1.} ASX Announcement - Mt Chalmers Resource Upgrade. 22 Nov 2022

^{2.} ASX Announcement - QMines Delivers Fight Resource at Develin Creek. 22 Sept 2022

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ASX:QML

QMINES

Sustainable
Australian
Copper

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Appendix 5B

Mining exploration entity or oil and gas exploration entity quarterly cash flow report

Name of entity

QMiner Limited

ABN

72 643 212 104

Quarter ended ("current quarter")

31 March 2024

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (9 months) \$A'000
1.	Cash flows from operating activities		
1.1	Receipts from customers	-	-
1.2	Payments for		
	(a) exploration & evaluation	(917)	(2,327)
	(b) development	-	-
	(c) production	-	-
	(d) staff costs	(158)	(697)
	(e) administration and corporate costs	(272)	(1,068)
1.3	Dividends received (see note 3)	-	-
1.4	Interest received	2	13
1.5	Interest and other costs of finance paid	(7)	(7)
1.6	Income taxes paid		
1.7	Government grants and tax incentives	88	88
1.8	Other (insurance settlement on equipment)	-	91
1.9	Net cash from / (used in) operating activities	(1,264)	(3,907)
2.	Cash flows from investing activities		
2.1	Payments to acquire or for:		
	(a) entities	-	-
	(b) tenements	-	(1,200)
	(c) property, plant and equipment	(2)	(187)
	(d) exploration & evaluation	-	-
	(e) investments	-	-
	(f) other non-current assets	-	-

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (9 months) \$A'000
2.2	Proceeds from the disposal of:		
	(a) entities	-	-
	(b) tenements	-	-
	(c) property, plant and equipment	-	-
	(d) investments	-	-
	(e) other non-current assets	-	-
2.3	Cash flows from loans to other entities	-	-
2.4	Dividends received (see note 3)	-	-
2.5	Other (provide details if material)	-	-
2.6	Net cash from / (used in) investing activities	(2)	(1,387)

3.	Cash flows from financing activities		
3.1	Proceeds from issues of equity securities (excluding convertible debt securities)	-	3,000
3.2	Proceeds from issue of convertible debt securities	-	-
3.3	Proceeds from exercise of options	-	-
3.4	Transaction costs related to issues of equity securities or convertible debt securities	-	(128)
3.5	Proceeds from borrowings	1,500	1,500
3.6	Repayment of borrowings	-	-
3.7	Transaction costs related to loans and borrowings	-	-
3.8	Dividends paid	-	-
3.9	Other (provide details if material)	-	-
3.10	Net cash from / (used in) financing activities	1,500	4,372

4.	Net increase / (decrease) in cash and cash equivalents for the period		
4.1	Cash and cash equivalents at beginning of period	1,135	2,291
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(1,264)	(3,907)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	(2)	(1,387)
4.4	Net cash from / (used in) financing activities (item 3.10 above)	1,500	4,372

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (9 months) \$A'000
4.5	Effect of movement in exchange rates on cash held	-	-
4.6	Cash and cash equivalents at end of period	1,369	1,369

5.	Reconciliation of cash and cash equivalents at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts	Current quarter \$A'000	Previous quarter \$A'000
5.1	Bank balances	1,369	1,135
5.2	Call deposits	-	-
5.3	Bank overdrafts	-	-
5.4	Other (provide details)	-	-
5.5	Cash and cash equivalents at end of quarter (should equal item 4.6 above)	1,369	1,135

6.	Payments to related parties of the entity and their associates	Current quarter \$A'000
6.1	Aggregate amount of payments to related parties and their associates included in item 1	315
6.2	Aggregate amount of payments to related parties and their associates included in item 2	-
<p><i>Note: if any amounts are shown in items 6.1 or 6.2, your quarterly activity report must include a description of, and an explanation for, such payments.</i></p> <p>Payments made are in relation to consulting fees with Key Management Personnel.</p>		

Mining exploration entity or oil and gas exploration entity quarterly cash flow report

7.	Financing facilities <i>Note: the term "facility" includes all forms of financing arrangements available to the entity. Add notes as necessary for an understanding of the sources of finance available to the entity.</i>	Total facility amount at quarter end	Amount drawn at quarter end
		\$A'000	\$A'000
7.1	Loan facilities	1,500	1,500
7.2	Credit standby arrangements	-	-
7.3	Other (please specify)	-	-
7.4	Total financing facilities	-	-
7.5	Unused financing facilities available at quarter end		-
7.6	Include in the box below a description of each facility above, including the lender, interest rate, maturity date and whether it is secured or unsecured. If any additional financing facilities have been entered into or are proposed to be entered into after quarter end, include a note providing details of those facilities as well.		
	The Company has entered into two loan agreements for a total of \$1.5 million for a period of 12 months with interest at 15% payable in shares (announced on 30th January 2024). These funds are expected to allow QMines to complete its planned Pre-Feasibility Study before requiring further capital.		

8.	Estimated cash available for future operating activities	\$A'000
8.1	Net cash from / (used in) operating activities (item 1.9)	(1,264)
8.2	(Payments for exploration & evaluation classified as investing activities) (item 2.1(d))	-
8.3	Total relevant outgoings (item 8.1 + item 8.2)	(1,264)
8.4	Cash and cash equivalents at quarter end (item 4.6)	1,369
8.5	Unused finance facilities available at quarter end (item 7.5)	-
8.6	Total available funding (item 8.4 + item 8.5)	1,369
8.7	Estimated quarters of funding available (item 8.6 divided by item 8.3)	1.08
	<i>Note: if the entity has reported positive relevant outgoings (ie a net cash inflow) in item 8.3, answer item 8.7 as "N/A". Otherwise, a figure for the estimated quarters of funding available must be included in item 8.7.</i>	
8.8	If item 8.7 is less than 2 quarters, please provide answers to the following questions:	
8.8.1	Does the entity expect that it will continue to have the current level of net operating cash flows for the time being and, if not, why not?	
	Answer: No, the Company expects a reduced level of net operating cashflows following the completion of the Mt Chalmers Pre-Feasibility Study.	
8.8.2	Has the entity taken any steps, or does it propose to take any steps, to raise further cash to fund its operations and, if so, what are those steps and how likely does it believe that they will be successful?	
	Answer: Yes, the Company has received interest from multiple groups including royalty, private equity and metals traders. It has opened up a data room to assist these groups to better understand the Company and expects to be able to raise additional capital to enable it to continue to meet its business objectives.	

Mining exploration entity or oil and gas exploration entity quarterly cash flow report

8.8.3 Does the entity expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?

Answer: Yes, the Company expects to be able to continue its operations to meet its business objectives

Note: where item 8.7 is less than 2 quarters, all of questions 8.8.1, 8.8.2 and 8.8.3 above must be answered.

Compliance statement

- 1 This statement has been prepared in accordance with accounting standards and policies which comply with Listing Rule 19.11A.
- 2 This statement gives a true and fair view of the matters disclosed.

Date: 30 April 2024

Authorised by: The Board
(Name of body or officer authorising release – see note 4)

Notes

1. This quarterly cash flow report and the accompanying activity report provide a basis for informing the market about the entity's activities for the past quarter, how they have been financed and the effect this has had on its cash position. An entity that wishes to disclose additional information over and above the minimum required under the Listing Rules is encouraged to do so.
2. If this quarterly cash flow report has been prepared in accordance with Australian Accounting Standards, the definitions in, and provisions of, *AASB 6: Exploration for and Evaluation of Mineral Resources* and *AASB 107: Statement of Cash Flows* apply to this report. If this quarterly cash flow report has been prepared in accordance with other accounting standards agreed by ASX pursuant to Listing Rule 19.11A, the corresponding equivalent standards apply to this report.
3. Dividends received may be classified either as cash flows from operating activities or cash flows from investing activities, depending on the accounting policy of the entity.
4. If this report has been authorised for release to the market by your board of directors, you can insert here: "By the board". If it has been authorised for release to the market by a committee of your board of directors, you can insert here: "By the [name of board committee – eg Audit and Risk Committee]". If it has been authorised for release to the market by a disclosure committee, you can insert here: "By the Disclosure Committee".
5. If this report has been authorised for release to the market by your board of directors and you wish to hold yourself out as complying with recommendation 4.2 of the ASX Corporate Governance Council's *Corporate Governance Principles and Recommendations*, the board should have received a declaration from its CEO and CFO that, in their opinion, the financial records of the entity have been properly maintained, that this report complies with the appropriate accounting standards and gives a true and fair view of the cash flows of the entity, and that their opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.