

31 July 2023

QUARTERLY ACTIVITIES REPORT Quarter Ended 30 June 2023

HIGHLIGHTS:

- Large aircore drilling program planned for Roberts Hill later this year
- Environmental and heritage approvals process underway
- Drilling program fully funded from a capital raising during the June quarter

Mantle Minerals Limited (**ASX:MTL**) ("Mantle") ("the Company") is pleased to provide the following report on its activities for the quarter ended 30 June 2023.

SUMMARY OF EXPLORATION ACTIVITIES

Mallina Gold Project

The Company announced plans to drill over 250 aircore holes, totaling about 15,000m, at the Mallina Gold Project in an announcement dated 17 July 2023. The environmental and heritage approvals process is underway and it is hoped that drilling can commence later this year.

Mantle developed the proposed drilling program from an extensive evaluation of the geology, geochemistry and geophysics of both Robert's Hill and Mt Berghaus over the past six months. This work suggests a potential connection between the geology of Robert's Hill and the Hemi district, where DeGrey Mining Ltd has discovered over 10.6Moz of gold (Figure 1). Notably, the geophysical data indicates that the stratigraphy at Robert's Hill might be trending north-south and could connect with the stratigraphy that forms the Hemi gold trend.

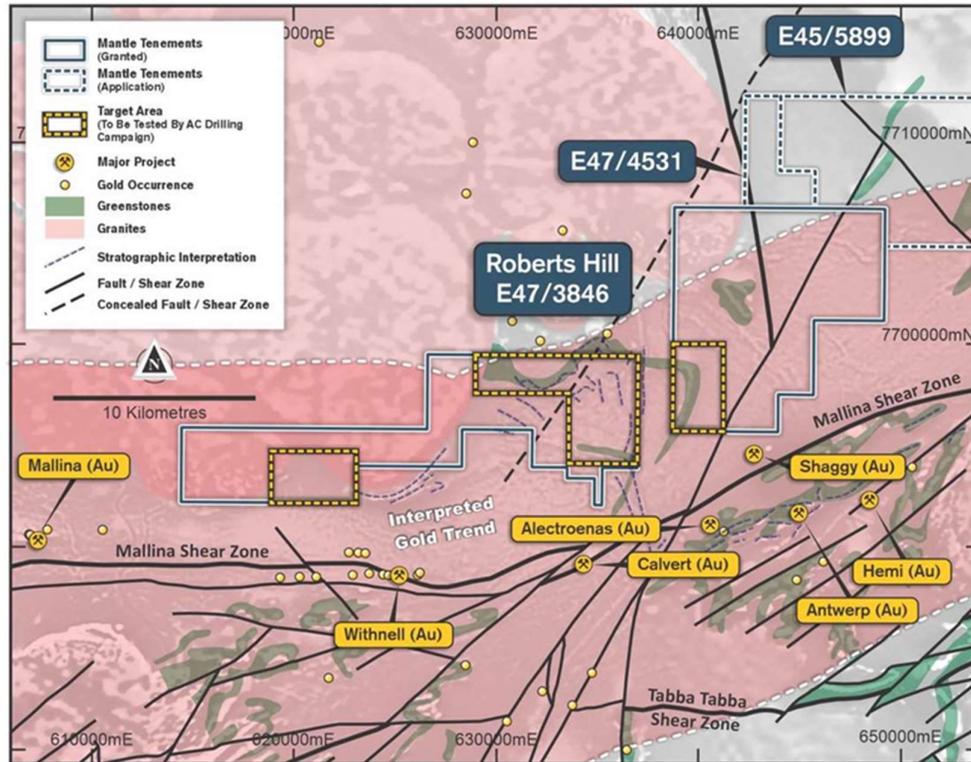


Figure 1: Target Areas for Proposed Aircore Drilling Program, Roberts Hill

The program will use the blade method for aircore drilling, which is the predominant drilling technique employed by other companies in the area. This method is favored for its cost-effectiveness, efficiency and comprehensive coverage in the absence of other targeting methods. This type of drilling reaches down as far as it can to fresh rock until it encounters refusal, typically reaching depths of up to 100m, although commonly ranging between 60m and 80m. Additional reverse circulation drill holes will be considered if aircore drilling fails to achieve adequate depths.

An orientation sampling survey conducted earlier in the year yielded inconclusive results in targeting gold anomalies with sufficient confidence. Consequently, the Company does not plan to increase soil sampling across its gold exploration tenements. Instead, geophysics and aircore drilling remain the most cost-effective and efficient means for making gold discoveries under more than 5m of concealing sediments.

Currently, the heritage and environmental approvals process is underway and the Department of Mines has approved Mantle's Program of Work for aircore drilling at Roberts Hill.

The proposed 15,000m of drilling is specifically intended for the Roberts Hill tenements. Additional drilling has been planned for Mt Berghaus as part of the 6-month evaluation. The Company will promptly seek heritage and environmental approvals upon granting of the Mt Berghaus tenements.

Currently, Mantle is still awaiting news regarding the granting of the Mt Berghaus tenements and, therefore, cannot provide a definitive timeline.

Pardoo Nickel Project

The Company refers to its Announcement 20 January 2023, “Phase 2 Drilling Results from Pardoo Nickel Sulphide Project” in which it advised a Resource Estimate at the Pardoo Nickel Project would be released in Q1 2023. Due to availability of consultants It is now anticipated that the Resource Estimate will be delivered before the end of the calendar year 2023.

CORPORATE

Placement

On 18 April 2023, the Company received commitments to raise \$1.703,681 via a placement from sophisticated and professional investors.

With this funding in place, the Company has the certainty to proceed with its planned drilling activities at the Roberts Hill gold project in the Pilbara Region of Western Australia this year.

A structure of the placement and an Appendix 3B were released together with this announcement (refer to ASX Announcement 18 April 2023).

Board Changes

On 3 July 2023, Mantle advised that it has appointed Robert Mosig as Non-Executive Director.

Mr Mosig is a geologist with over 50 years of experience in gold, platinum, diamond and specialty metals. He was formerly the founding Managing Director of Helix Resources Limited (ASX: HLX) and Platina Resources Limited (ASX: PGM). At present, he is a Non-Executive Director of Future Metals NL (ASX: FME) and Javelin Minerals Limited (ASX: JAV).

The Company also advised the appointment of Kieran Witt as a Joint Company Secretary on 28 April 2023.

Mr Witt is a Chartered Accountant with experience as a consultant, specializing in providing advice to ASX listed companies. His areas of proficiency include capital raisings, mergers and acquisitions, statutory accounting requirements and corporate compliance. He is a member of Chartered Accountants Australia and New Zealand and holds a Bachelor of Commerce (Accounting).

Additional ASX Information

Summary of Exploration Expenditure (ASX Listing Rule 5.3.1)

In accordance with Listing Rule 5.3.1, the Company advises the cash outflows on its mining exploration activities reported in 1.2(1) of its Appendix 5B for the June 2023 quarter and detailed above were, Pardoo \$35,323 and Mallina Basin \$58,141.

Mining Production and Development (ASX Listing Rule 5.3.2)

There were no substantive mining production and development activities during the quarter.

Payment to Related Parties (ASX Listing Rule 5.3.5)

The Company advises the payments of \$122,295 section 6.1 of Appendix 5B for the quarter related to director, company secretarial and accounting fees.

The mining tenement interests acquired or relinquished during the quarter and their location

Not applicable.

This announcement has been authorized for release by the Mantle Minerals Limited Board of Directors.

For Further Information, please contact:

Nick Poll

Executive Chairman
+61 6102 2656

Johnathon Busing

Non-Executive Director/Company Secretary
+61 8 6165 8858

Competent Person Statement

The information contained in this report on exploration results relates to information previously announced by the Company and the Company is not aware of any new information which materially affects the information included in those announcements. The information was compiled or reviewed by Mr Nick Poll. Mr Poll is the Company's Executive Chairman. Mr Poll has sufficient experience of relevance to the styles of mineralization and the types of deposits under investigation, and to the activities undertaken to qualify as a Competent Person as defined in the 2012 edition of the Joint Ore Reserve Committee (JORC) "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves".

Forward-Looking Statement Disclaimer

This announcement contains forward-looking statements that involve a number of risks and uncertainties. These forward-looking statements are expressed in good faith and believed to have a reasonable basis. These statements reflect current expectations, intentions, or strategies regarding the future and assumptions based on currently available information. Should one or more of the risks or uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary from the expectations, intentions, and strategies described in this announcement. No obligation is assumed to update forward-looking statements if these beliefs, opinions, and estimates should change or to reflect other future developments.

CORPORATE INFORMATION

Board

Nick Poll	Executive Chairman
David Greenwood	Non-Executive Director
Johnathon Busing	Non-Executive Director / Joint Company Secretary
Robert Mosig	Non-Executive Director
Kieran Witt	Joint Company Secretary

Registered Office and Principal Place of Business

Ground Floor
168 Stirling Highway
Nedlands WA 6009
Telephone: +61 8 6102 2656

Forward Shareholder Enquiries to

Advanced Share Registry Pty Ltd
110 Stirling Highway, Nedlands WA 6009
Telephone: +61 8 9389 8033

Issued Share Capital

As at the date of this report, the total fully paid ordinary shares on issue were 6,147,445,834.

TENEMENT INFORMATION (ASX Listing Rule 5.3.3)

The table below shows the interest in tenements held by Mantle Minerals Ltd and its wholly owned subsidiaries and is provided in accordance with ASX Listing Rule 5.3.3.

No Mining Tenements were acquired or disposed during the quarter.

AUSTRALIAN TENEMENTS

Location	Project Name	Tenement	Ownership	Titleholder
Western Australia	Pardoo	E45/5827	100%	Port Exploration Pty Ltd
Western Australia	Pardoo	E45/4671	100%	Arrow (Pardoo) Pty Ltd
Western Australia	Roberts Hill	E47/3846	100%	Mt Roe Mining Pty Ltd
Western Australia	Mt Berghaus	E45/5041	100%	Blue Ribbon Mines Pty Ltd (in application)
Western Australia	Mt Berghaus	E45/5802	100%	Mt Roe Mining Pty Ltd
Western Australia	Yule River	E47/3857	100%	Blue Ribbon Mines Pilbara Pty Ltd

STATE OF NEVADA, UNITED STATES OF AMERICA TENEMENTS

Location	Project Name	Claim	Ownership	Titleholder
Nevada, USA	Columbus Marsh	CSM32	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSM33	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSM34	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSM36	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSME1	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSME2	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSME3	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSM1	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSM2	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSM4	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSM5	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSM1W	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSM5W	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSM23	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSM27	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSM29	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSM30	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSM31	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.

Note 1: ATC Resources Pty Ltd (“ATC Resources”) has entered into the assignments of binding Options Agreements to acquire 100% of Columbus Marsh from Gold Exploration Management Inc. ATC Resources is a wholly owned subsidiary of Mantle Minerals Ltd.

Nevada, USA	Rhodes Marsh	RM 57	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 58	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 59	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 60	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 61	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 62	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 63	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 64	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 65	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 66	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 67	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 68	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 69	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 70	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 71	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 72	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 73	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 74	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 75	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 76	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 77	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 78	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 79	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 80	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 81	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 82	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 83	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd

Nevada, USA	Rhodes Marsh	RM 84	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 85	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 86	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 87	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 88	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 89	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 90	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 91	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 92	<i>Refer to Note 2 Below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 93	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 94	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 95	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 96	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 97	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 98	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 99	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 101	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 102	<i>Refer to Note 2 below</i>	Arizona Lithium Co Ltd

Note 2: Arizona Lithium Co owns the Rhodes Marsh placer claims on behalf of Mantle Minerals Ltd.

Appendix 5B

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

Name of entity

MANTLE MINERALS LTD

ABN

42 082 593 235

Quarter ended ("current quarter")

30 June 2023

Consolidated statement of cash flows	Current quarter \$A'000	Year to date (12 months) \$A'000
1. Cash flows from operating activities		
1.1 Receipts from customers		
1.2 Payments for		
(a) exploration & evaluation	(93)	(1,867)
(b) development	-	-
(c) production	-	-
(d) staff costs	(65)	(342)
(e) administration and corporate costs	(121)	(701)
1.3 Dividends received (see note 3)	-	-
1.4 Interest received	6	9
1.5 Interest and other costs of finance paid	-	-
1.6 Income taxes paid	-	-
1.7 Government grants and tax incentives	-	-
1.8 Other (GST Refund)	21	266
1.9 Net cash from / (used in) operating activities	(252)	(2,635)

2. Cash flows from investing activities		
2.1 Payments to acquire or for:		
(a) entities	-	-
(b) tenements	-	-
(c) property, plant and equipment	-	(3)
(d) exploration & evaluation	-	-
(e) investments	-	-
(f) other non-current assets	-	-

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

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (12 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	-	(3)

3.	Cash flows from financing activities		
3.1	Proceeds from issues of equity securities (excluding convertible debt securities)	1,604	4,322
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	(8)	(109)
3.5	Proceeds from borrowings	-	-
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	1,596	4,213

4.	Net increase / (decrease) in cash and cash equivalents for the period		
4.1	Cash and cash equivalents at beginning of period	1,566	1,335
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(252)	(2,635)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	-	(3)
4.4	Net cash from / (used in) financing activities (item 3.10 above)	1,596	4,213

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

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (12 months) \$A'000
4.5	Effect of movement in exchange rates on cash held	-	-
4.6	Cash and cash equivalents at end of period	2,910	2,910

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	2,910	1,566
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)	2,910	1,566

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	122
6.2	Aggregate amount of payments to related parties and their associates included in item 2	-

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.

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

7. Financing facilities	Total facility amount at quarter end \$A'000	Amount drawn at quarter end \$A'000
<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>		
7.1 Loan facilities	-	-
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.		

8. Estimated cash available for future operating activities	\$A'000
8.1 Net cash from / (used in) operating activities (item 1.9)	(252)
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)	(252)
8.4 Cash and cash equivalents at quarter end (item 4.6)	2,910
8.5 Unused finance facilities available at quarter end (item 7.5)	-
8.6 Total available funding (item 8.4 + item 8.5)	2,910
8.7 Estimated quarters of funding available (item 8.6 divided by item 8.3)	11.541
<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:	
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:	

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:

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: 31 July 2023

Authorised by: The Board of Mantle Minerals Limited

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.