

30 January 2009

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

Dear Sir/Madam

**ACTIVITIES REPORT FOR THE QUARTER
ENDED 31 DECEMBER 2008**

Weld Range Iron Ore Project (HHMJV)

Hampton's Iron Ore Interests

Midwest Corporation Ltd (Midwest), which recently became a subsidiary of Sino Steel Corporation (Sino), manages the HHMJV. Midwest has the right to earn a 60% interest in Hampton's tenements in the Weld range by completing, prior to February 2011, a pre-feasibility study which is to involve the evaluation of all the iron ore resource potential of the tenements. The joint venture agreement provides that, upon the completion of the prefeasibility study, Hampton's share of the project will be sold to Midwest at fair market value unless Hampton exercises its right to exchange its interest for a 2% FOB royalty.

Iron ore exploration of the HHMJV tenements has been slowed in the past because of environmental and heritage issues as explained in previous reports. Progress is expected to gather pace during 2009 and the recent commissioning of the Centre for Exploration Targeting of the University of Western Australia to complete a major program to re-evaluate the entire Weld Range Iron Ore Province is a positive move that is expected to outline new iron ore targets.

There are nine known hematite/goethite iron ore lenses within the HHMJV tenements which can be divided into two groups - the western lenses and the larger eastern lenses. During the quarter drilling was carried out on the western lenses W15, W6 and W29. While some assays from lens W29, which were previously reported during the quarter, are given below, other drill results are still awaited.

Quarterly Drilling Update

Lens W29

As previously reported a total of nine reverse circulation drill holes were drilled on four sections over a strike of about 250 metres at the W29 lens. Significant intersections of hematite/goethite mineralisation were encountered on the eastern-most drill section.

Results included two intercepts from one hole of 40 metres averaging 56.2% iron from 24 metres and 44 metres averaging 55.3% iron from 74 metres down hole. A second hole with a steeper angle on the same section returned 48 metres averaging 52.7% iron from 92 metres down hole. This hole terminated only two metres below this mineralisation because of adverse ground conditions. The iron mineralisation in lens W29 is open along strike to the east and at depth. Additional drill holes are planned to test for extensions in these directions in addition to drilling some hematite/goethite outcrops which have been observed in recent geological mapping to the east of W29.

Lens W6

Progress in drill testing lens W6, in particular its eastern portion, has been hampered by the presence of priority flora and protected flora. The situation is exacerbated by the steep terrain which makes access difficult, particularly as the imposed environmental restrictions limits the size of drill pads. These problems are being addressed and a track mounted rig which will more readily access the steep terrain will soon commence a three month trial. Recent geological mapping has shown significant outcrop of mineralisation remains untested to the east at lens W6, which is more readily accessible and will become the focus of a future drill program.

Lens W15

During the quarter 12 RC holes for a total of 771 metres and five diamond holes totalling 831 metres were drilled into Lens W15, which is one of the western lenses on the HHMJV tenements. Only two of the RC holes have been logged to date of which one intersected 17 metres of hematite/goethite mineralisation from 28 metres down hole. Six of the RC holes require diamond tails because of drilling difficulties and to provide more detailed geological data to clarify the controls on mineralisation which it is thought may have been disrupted by faulting. Assay results are awaited.

Midwest has informed your Company that it hopes to be able to intensify the drill testing of the HHMJV iron ore lenses during the 2009 calendar year. This will allow at least the three primary lenses to be included in the WRDSIOP bankable feasibility study due by the end of the 2009 calendar year and a much better appreciation of the overall prospectivity of the HHMJV tenements.

Other Activities Related to Iron Ore

The Centre for Exploration Targeting (CET) of the University of Western Australia has been commissioned to commence a major two year program for the re-evaluation of the entire Weld Range Iron Ore Province. CET has international experience in undertaking similar studies of iron ore provinces in Brazil and in the Pilbara and Murchison iron ore terrains. The program will provide new insights as to the nature of the iron ore formation processes of the Weld Range and should enhance future targeting of iron ore resources.

This is of particular importance to Hampton as it is anticipated that new iron ore targets will be defined on the HHMJV tenements which could invigorate exploration particularly for mineralisation hidden beneath surficial cover. In order to assist in delineating these

concealed targets the entire ranges are being covered by a detailed gravity survey and a geophysical consultant with extensive experience in exploring for iron ore mineralisation has been engaged.

Activities related to Gold and Basemetals

The joint venture arrangements provide Hampton with a particularly important benefit. Hampton owns all the non-ferrous mineral rights of both the HHMJV and Sino-Midwest tenements throughout the Weld Ranges. Hampton is to pay a 1.5% NSR royalty on any non-ferrous ores mined from the Sino-Midwest tenements. During the quarter, Hampton instigated a review process of all past drilling to determine whether any evidence of gold or base metal mineralisation exists in these earlier drill holes. Pyrrhotite rich banded iron formation with similarities to the gold mineralised systems seen at the Hill 50 and Bounty goldmines have been observed in some of the drill sections inspected to date. Hampton will monitor all future drilling and select any drill intervals of interest for gold and base metal assaying.

Wheatley Base Metal Project

The Wheatley project is located in the south west of Western Australia near Manjimup. Hampton, in joint venture with Teck Cominco Australia Pty Ltd (a 100%-owned subsidiary of Teck Cominco Limited of Canada) (Teck), discovered semi massive base metal sulphides at the Kingsley prospect in earlier exploration. These sulphides are considered to have affinities with volcanic hosted massive sulphide (VMS) deposits. This is the first discovery of VMS in the region. As VMS deposits are usually found in groups it is believed that Hampton and Teck may have discovered a new VMS province and as first explorers in the area the joint venture has a dominant land position.

Hampton is now the manager of the project and can gain total ownership by being the sole contributor of \$1,500,000 of project expenditure prior to 30 June 2011, subject to Teck's right, at any time prior to Hampton giving notice of completing this expenditure, to revert ownership to a 50:50 basis by electing to replace Hampton as sole contributor and contributing three times Hampton's contributions to that date. Teck can then elect to increase its interest to 70% by completing a feasibility study with Hampton then retaining a 30% free carry to a decision to mine. BHP Billiton retains a small royalty in the event of commercial production taking place for a selected number of the tenements.

In December Hampton received approval to recommence drilling on the Wheatley project. Hampton has commenced drilling close spaced aircore holes over each of four VTEM anomalies considered to have been inadequately tested by earlier drilling. The program will also test along strike to the south of VTEM anomaly WHT15. Here geochemical sampling has shown that copper anomalism in soils and rock chip samples extends 500 metres to the south of a drill hole which tested WHT15 and intersected 0.7 metres of 1.3% copper within host sequences with strong similarities to those of the Kingsley prospect located 2.5 kilometres to the south.

Apollo Hill Gold Project

The large Apollo Hill gold project straddles 27 kilometres of the Keith Kilkenny structural corridor which is thought to be a major focus for gold mineralisation in the eastern goldfields. The project is situated 40 kilometres southeast of the township of Leonora.

Access to the tenements for exploration has been delayed because of policy changes in the Department of Indigenous Affairs. During the last quarter Hampton met with officers from the Department and as suggested at this meeting, has submitted a revised drill program for approval.

After access to the tenements has been re-established, Hampton plans to drill five of the regional exploration targets identified by a structural review. In addition Hampton may undertake some deeper testing of the main Apollo Hill prospect.

Capricorn Nickel and Zinc Sulphide Project

Hampton owns 75% of this project situated southeast of the township of Newman in the Pilbara region of Western Australia. The Company has reviewed past exploration data on the nickel sulphide mineralisation and zinc mineralisation and is planning RC drill testing for possible along strike and down dip extensions of the mineralisation on both these prospects.

Last quarter a heritage survey cleared the drill sites chosen for holes to test for the possible extensions of the known nickel and zinc mineralisation so that drilling can now proceed. Hampton plans to commence drilling in the second quarter of calendar 2009.

Yillaree Nickel Sulphide Project

This project is located near Leinster in the world class nickel sulphide province of the Eastern Goldfields of Western Australia.

Breakaway Resources Limited is the manager with an 81.75% interest in this project and Hampton has an 18.73% contributing interest.

Field checking during the quarter of a recently generated RAB geochemical anomaly with coincident 2000 ppm nickel and 200 ppm copper over an area 300 metres wide by 200 metres along strike confirmed that the anomaly was over ultramafic rocks thus enhancing its deemed prospectivity.

Breakaway have confirmed their intention to drill test the anomaly, but a date has not yet been fixed for this program.

Other Projects

No fieldwork was carried out on the Weebacarry, Mt Mulcahy and Sylvania gold/base metal and uranium projects during the quarter.

Yours faithfully,

Wilson Forte
Managing Director

COMPLIANCE STATEMENT

The information in the above report that relates to exploration results has been reviewed and confirmed as accurate by Mr Wilson Forte who is a member of the AusIMM. Mr Forte is a full-time employee of the Company and has sufficient experience which is relevant to the style of mineralisation and type of deposits under consideration and to the activities 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 Forte consents to the inclusion in the report of the matters based on his information in the form and context in which they appear.

Appendix 5B

Mining exploration entity quarterly report

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

Name of entity

HAMPTON HILL MINING NL

ABN

60 060 628 524

Quarter ended ("current quarter")

31 December 2008

Consolidated statement of cash flows

	Current quarter \$A'000	Year to date (6 months) \$A'000
Cash flows related to operating activities		
1.1 Receipts from product sales and related debtors	-	-
1.2 Payments for		
(a) Exploration & evaluation	(81)	(315)
(b) Development	-	-
(c) Production	-	-
(d) Administration	(191)	(229)
1.3 Dividends received	-	-
1.4 Interest and other items of a similar nature received	8	83
1.5 Interest and other costs of finance paid	-	-
1.6 Income taxes paid	-	-
1.7 Other (provide details if material): Receipts	19	32
Net Operating Cash Flows	(245)	(429)
Cash flows related to investing activities		
1.8 Payment for purchases of:		
(a) prospects	-	-
(b) equity investments	-	-
(c) other fixed assets	-	-
1.9 Proceeds from sale of:		
(a) prospects	-	-
(b) equity investments	-	-
(c) other fixed assets	-	-
1.10 Loans to other entities	-	-
1.11 Loans repaid by other entities	-	-
1.12 Other (provide details if material) Payment	-	-
Net investing cash flows	-	-
1.13 Total operating and investing cash flows (carried forward)	(245)	(429)

Appendix 5B
Mining exploration entity quarterly report

1.13	Total operating and investing cash flows (brought forward)	(245)	(429)
Cash flows related to financing activities			
1.14	Proceeds from issues of shares, options, etc.	-	-
1.15	Proceeds from sale of forfeited shares	-	-
1.16	Proceeds from borrowings	-	-
1.17	Repayment of borrowings	-	-
1.18	Dividends paid	-	-
1.19	Other (provide details if material)	-	-
	Net financing cash flows	-	-
	Net increase (decrease) in cash held	(245)	(429)
1.20	Cash at beginning of quarter/year to date	2,847	3,031
1.21	Exchange rate adjustments to item 1.20	-	-
1.22	Cash at end of quarter	2,602	2,602

Payments to directors of the entity and associates of the directors

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

		Current quarter \$A'000
1.23	Aggregate amount of payments to the parties included in item 1.2	55
1.24	Aggregate amount of loans to the parties included in item 1.10	-

1.25 Explanation necessary for an understanding of the transactions

Non-cash financing and investing activities

2.1 Details of financing and investing transactions which have had a material effect on consolidated assets and liabilities but did not involve cash flows

2.2 Details of outlays made by other entities to establish or increase their share in projects in which the reporting entity has an interest

Financing facilities available

Add notes as necessary for an understanding of the position.

	Amount available \$A'000	Amount used \$A'000
3.1 Loan facilities	Nil	-
3.2 Credit standby arrangements	Nil	-

Estimated cash outflows for next quarter

	\$A'000
4.1 Exploration and evaluation	250
4.2 Development	-
Total	250

Reconciliation of cash

Reconciliation of cash at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts is as follows.

	Current quarter \$A'000	Previous quarter \$A'000
5.1 Cash on hand and at bank	52	54
5.2 Deposits at call	150	47
5.3 Bank overdraft	-	-
5.4 Term Deposit	2,400	2,400
5.5 Other (Bank accepted bills)	-	346
Total: cash at end of quarter (item 1.22)	2,602	2,847

Changes in interests in mining tenements

	Tenement reference	Nature of interest (note (2))	Interest at beginning of quarter	Interest at end of quarter
6.1 Interests in mining tenements relinquished, reduced or lapsed	M36/673	Relinquished	18.73%	0%
	M36/674	Relinquished	18.73%	0%
6.2 Interests in mining tenements acquired or increased	P20/1961	Granted	0%	100%
	P20/1962	Granted	0%	100%
	P36/1655	Granted	0%	18.73%
	P36/1656	Granted	0%	18.73%

Appendix 5B
Mining exploration entity quarterly report

Issued and quoted securities at end of current quarter

Description includes rate of interest and any redemption or conversion rights together with prices and dates.

	Total number	Number quoted	Issue price per security (see note 3) (cents)	Amount paid up per security (see note 3) (cents)
7.1 Preference ⁺securities <i>(description)</i>				
7.2 Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs, redemptions				
7.3 +Ordinary securities	130,155,897 200,000 1,750,000 700,000	130,155,897	10 cents 20 cents 25 cents	Fully Paid Part Paid to 0.1 cent Part Paid to 0.1 cent Part Paid to 0.1 cent
7.4 Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs				
7.5 +Convertible debt securities <i>(description)</i>				
7.6 Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted				
7.7 Options <i>(description and conversion factor)</i>			<i>Exercise price</i>	<i>Expiry date</i>
7.8 Issued during quarter				
7.9 Exercised during quarter				
7.10 Expired during quarter				
7.11 Debentures <i>(totals only)</i>				
7.12 Unsecured notes <i>(totals only)</i>				

Compliance statement

- 1 This statement has been prepared under accounting policies which comply with accounting standards as defined in the Corporations Act or other standards acceptable to ASX (see note 4).
- 2 This statement does give a true and fair view of the matters disclosed.

Peter Rutledge

Sign here: (Company secretary)

Date: **30 January 2008**

Print name: **Peter Rutledge**

Notes

- 1 The quarterly report provides a basis for informing the market how the entity's activities have been financed for the past quarter and the effect on its cash position. An entity wanting to disclose additional information is encouraged to do so, in a note or notes attached to this report.
- 2 The "Nature of interest" (items 6.1 and 6.2) includes options in respect of interests in mining tenements acquired, exercised or lapsed during the reporting period. If the entity is involved in a joint venture agreement and there are conditions precedent which will change its percentage interest in a mining tenement, it should disclose the change of percentage interest and conditions precedent in the list required for items 6.1 and 6.2.
- 3 **Issued and quoted securities** The issue price and amount paid up is not required in items 7.1 and 7.3 for fully paid securities.
- 4 The definitions in, and provisions of, *AASB 1022: Accounting for Extractive Industries* and *AASB 1026: Statement of Cash Flows* apply to this report.
- 5 **Accounting Standards** ASX will accept, for example, the use of International Accounting Standards for foreign entities. If the standards used do not address a topic, the Australian standard on that topic (if any) must be complied with.

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