

31 October 2018

Company Announcements Office
ASX Limited
Level 4, 20 Bridge Street
SYDNEY NSW 2000

ACTIVITIES REPORT FOR THE QUARTER ENDED 30 SEPTEMBER 2018

There was no field work carried out during the quarter at the Millennium Zinc Project, in which Hampton Hill Mining (Hampton Hill or the Company) holds a 25% interest (refer Figure 1). The project manager, Encounter Resources Limited, reports that a Magneto-telluric (MT) geophysical survey is being planned to seek new targets within the prospective basin at Millennium.

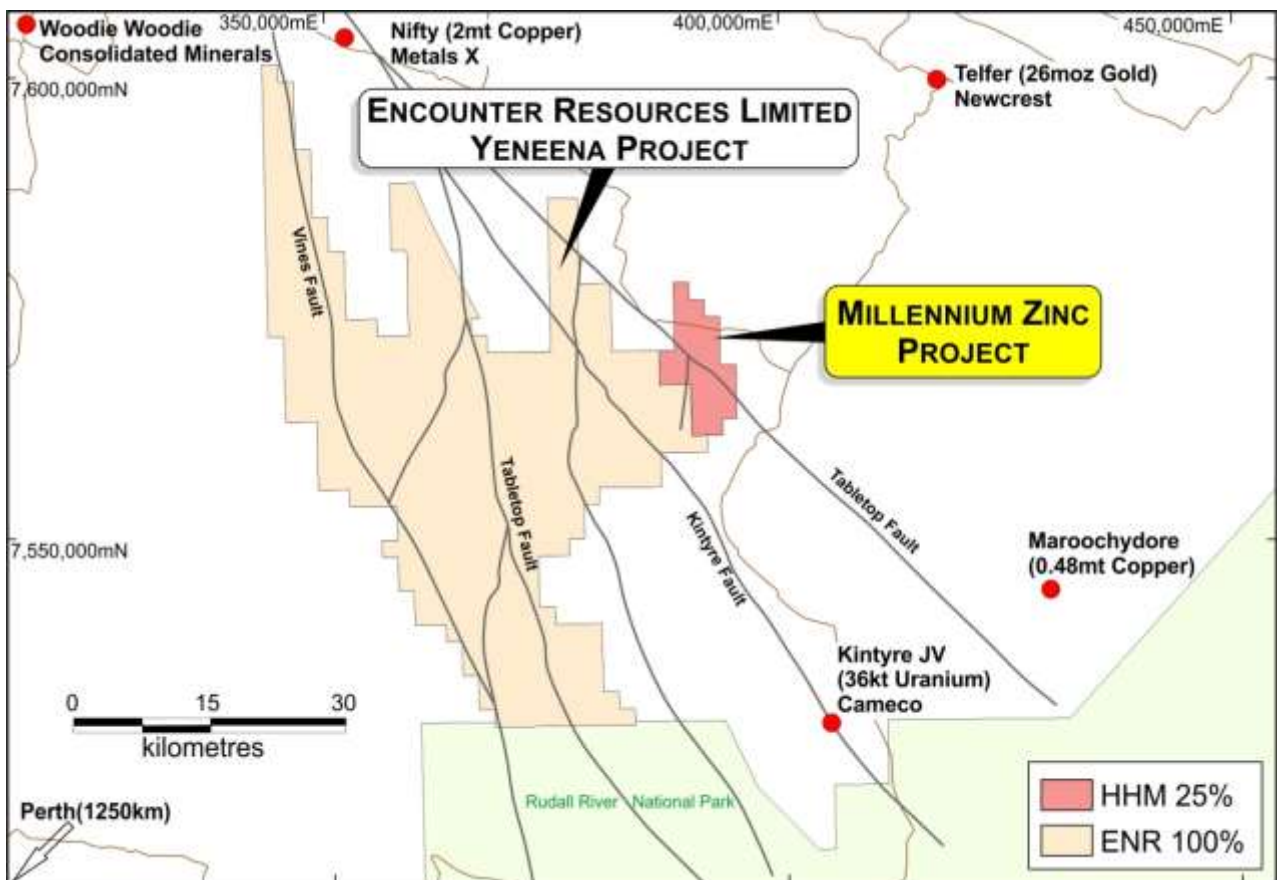


Figure 1: Millenium Zinc Project

The Company retains an active program seeking new exploration opportunities.

Hampton's other assets remain a significant shareholding in Peel Mining Limited (Peel) and a 5% gross overriding royalty interest in the Central Tenements of the Apollo Hill Gold Project located near Leonora in the Western Australian goldfields (refer Figure 2) which is owned by Saturn Metals Limited (Saturn).

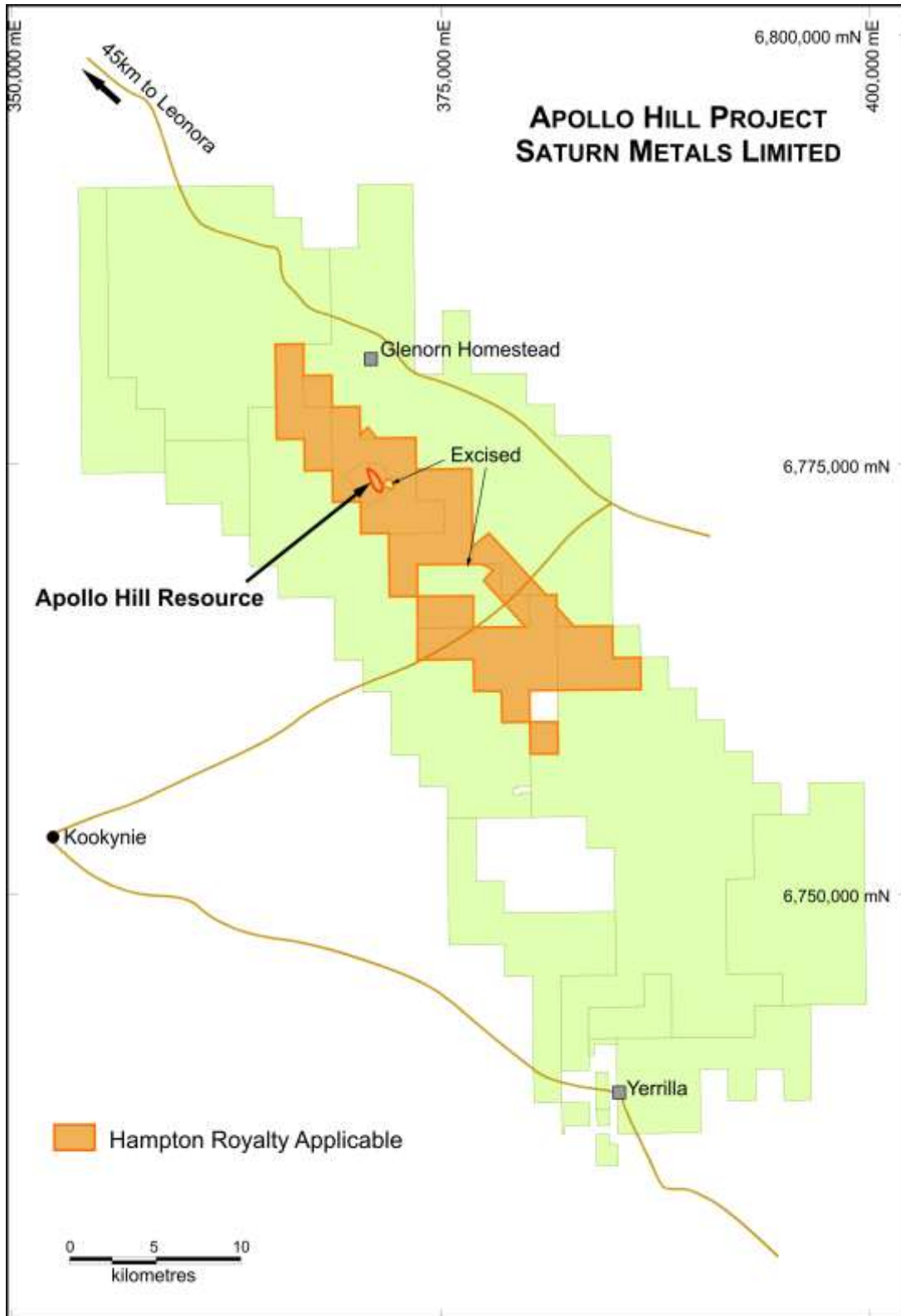


Figure 2: Saturn Metals Limited Apollo Hill Project (Hampton Hill Royalty applicable)

Saturn completed 4,100 metres of drilling with 30 holes at the Apollo Hill gold deposit during the quarter and continued work on the compilation of a new resource statement. This will supersede the current statement of a JORC 2012 compliant inferred resource of 17.2 million tonnes grading 0.9 grams /tonne gold which is based only on all drilling up to end of calendar 2011 (refer Independent Geologist's Report by Agricola Mining Consultants Pty Ltd in Saturn's Prospectus dated 10 January 2018).

Hampton Hill holds investments of 10.35 million shares in Peel and 1.25 million shares in Saturn which, as at the date of this report, have a total market value of approximately \$3.5 million. Peel continues to report significant exploration success from its base metal projects in the Cobar district of NSW which include the Southern Nights, Mallee Bull and Wirlong projects. Peel also holds a 36% interest in Saturn.

Shareholders are referred to the September 2018 quarterly reports of both Peel and Saturn for further details relating to these assets.

Hampton Hill also holds a 0.98% net smelter royalty plus claw back rights over the Northlander tenements owned by Evolution Mining Ltd as a minor part of their Kunanalling Project and situated about 8 kilometres east of their Mungari Processing Plant (refer Figure 3). It has an aggressive exploration program underway in the region seeking increased reserves for Mungari which may ultimately result in mineable resources at Northlander. The claw back rights will only be triggered in the event that a gold resource of greater than 500,000 ounces is defined (currently considered unlikely), but the royalty could well provide a useful cash flow for Hampton Hill in the future.

Joshua Pitt
Chairman

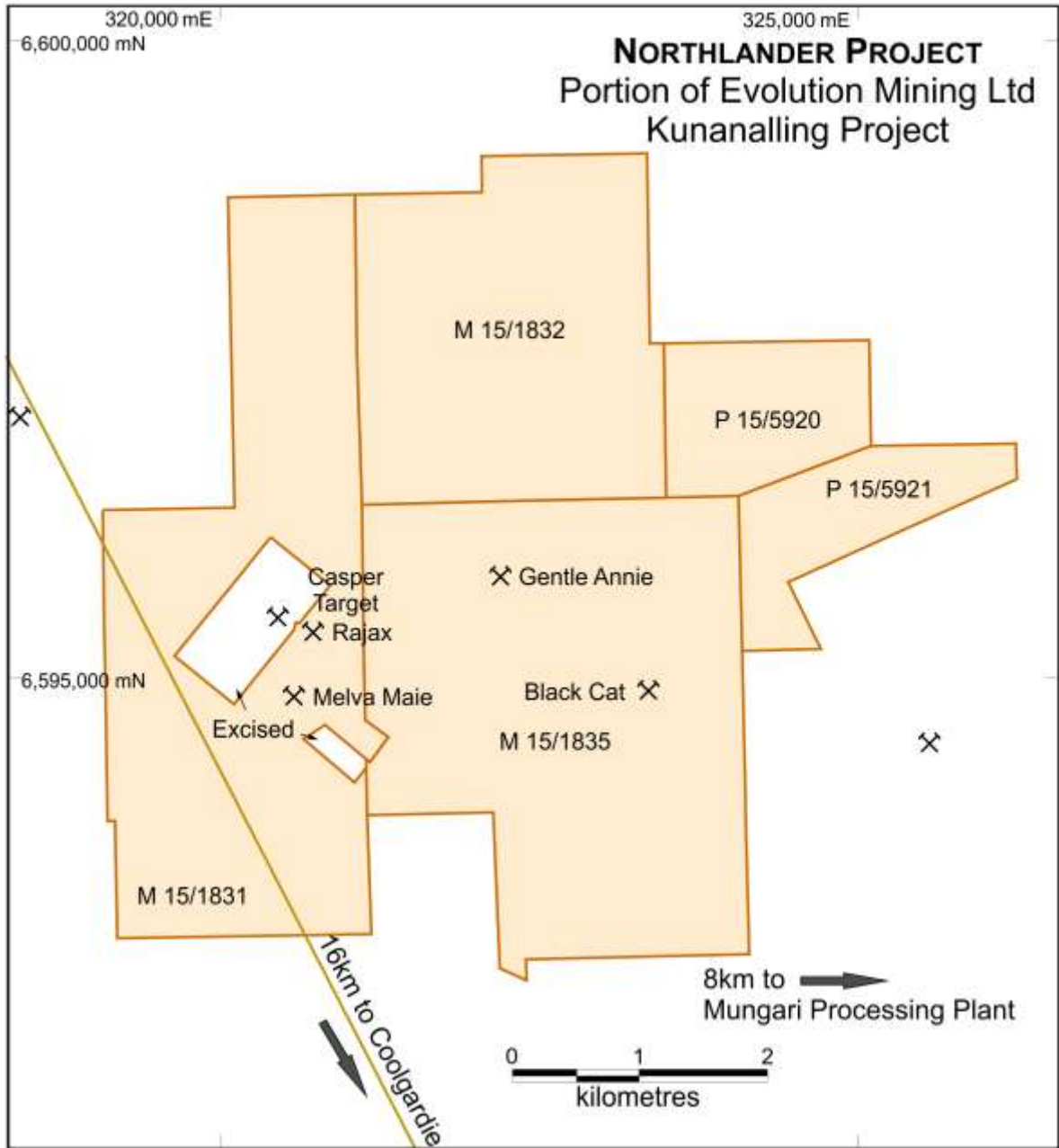


Figure 3: Evolution Mining Ltd Northlander Project (Hampton Hill Royalty applicable)

Appendix 5B

Mining exploration entity and oil and gas exploration entity quarterly report

Introduced 01/07/96 Origin Appendix 8 Amended 01/07/97, 01/07/98, 30/09/01, 01/06/10, 17/12/10, 01/05/13, 01/09/16

Name of entity

HAMPTON HILL MINING NL

ABN

60 060 628 524

Quarter ended ("current quarter")

30 September 2018

Consolidated statement of cash flows	Current quarter \$A'000	Year to date (3 months) \$A'000
1. Cash flows from operating activities		
1.1 Receipts from customers	-	-
1.2 Payments for		
(a) exploration & evaluation	-	-
(b) development	-	-
(c) production	-	-
(d) staff costs	-	-
(e) administration and corporate costs	(109)	(109)
1.3 Dividends received (see note 3)	-	-
1.4 Interest received	3	3
1.5 Interest and other costs of finance paid	-	-
1.6 Income taxes paid	-	-
1.7 Research and development refunds	-	-
1.8 Other : Rent received	29	29
1.9 Net cash from / (used in) operating activities	(77)	(77)

2. Cash flows from investing activities		
2.1 Payments to acquire:		
(a) property, plant and equipment	-	-
(b) tenements (see item 10)	-	-
(c) investments	-	-
(d) other non-current assets	-	-

Mining exploration entity and oil and gas exploration entity quarterly report

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (3 months) \$A'000
2.2	Proceeds from the disposal of:		
	(a) property, plant and equipment	-	-
	(b) tenements (see item 10)	-	-
	(c) investments	-	-
	(d) 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.	Cash flows from financing activities		
3.1	Proceeds from issues of shares	-	-
3.2	Proceeds from issue of convertible notes	-	-
3.3	Proceeds from exercise of share options	-	-
3.4	Transaction costs related to issues of shares, convertible notes or options	-	-
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	-	-

4.	Net increase / (decrease) in cash and cash equivalents for the period		
4.1	Cash and cash equivalents at beginning of period	666	666
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(77)	(77)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	-	-
4.4	Net cash from / (used in) financing activities (item 3.10 above)	-	-
4.5	Effect of movement in exchange rates on cash held	-	-
4.6	Cash and cash equivalents at end of period	589	589

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	89	166
5.2 Call deposits	-	-
5.3 Bank overdrafts	-	-
5.4 Other : Term deposits	500	500
5.5 Cash and cash equivalents at end of quarter (should equal item 4.6 above)	589	666

6. Payments to directors of the entity and their associates

- 6.1 Aggregate amount of payments to these parties included in item 1.2
- 6.2 Aggregate amount of cash flow from loans to these parties included in item 2.3
- 6.3 Include below any explanation necessary to understand the transactions included in items 6.1 and 6.2

Current quarter \$A'000
5
-

6.1 Director remuneration

7. Payments to related entities of the entity and their associates

- 7.1 Aggregate amount of payments to these parties included in item 1.2
- 7.2 Aggregate amount of cash flow from loans to these parties included in item 2.3
- 7.3 Include below any explanation necessary to understand the transactions included in items 7.1 and 7.2

Current quarter \$A'000
-
-

Mining exploration entity and oil and gas exploration entity quarterly report

8. Financing facilities available <i>Add notes as necessary for an understanding of the position</i>	Total facility amount at quarter end \$A'000	Amount drawn at quarter end \$A'000
8.1 Loan facilities	1,000	500
8.2 Credit standby arrangements	-	-
8.3 Other (please specify)	-	-
8.4 Include below a description of each facility above, including the lender, interest rate and whether it is secured or unsecured. If any additional facilities have been entered into or are proposed to be entered into after quarter end, include details of those facilities as well.		

The loan facility of \$1,000,000 is an unsecured working capital facility provided by companies associated with two directors on normal commercial terms and conditions at an interest rate of 3.5% per annum – further details are set out in the 2018 Annual Report.
The term of the facility was extended to 30 April 2020 during the current quarter.

9. Estimated cash outflows for next quarter	\$A'000
9.1 Exploration and evaluation	83
9.2 Development	-
9.3 Production	-
9.4 Staff costs	-
9.5 Administration and corporate costs (net of recoveries)	53
9.6 Other (provide details if material)	-
9.7 Total estimated cash outflows	136

10. Changes in tenements (items 2.1(b) and 2.2(b) above)	Tenement reference and location	Nature of interest	Interest at beginning of quarter	Interest at end of quarter
10.1 Interests in mining tenements and petroleum tenements lapsed, relinquished or reduced		None		
10.2 Interests in mining tenements and petroleum tenements acquired or increased		None		

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.

Sign here:
(Company secretary)

Date: 31 October 2018

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 that wishes to disclose additional information is encouraged to do so, in a note or notes included in or attached to this report.
2. If this quarterly 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 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.

**HAMPTON HILL MINING NL
MINERAL TENEMENT INFORMATION
AS AT 30 SEPTEMBER 2018**

Mining tenements and beneficial interests held, and their location:

Project	Tenement	Location	Registered holding	Beneficial interest – refer Notes
Millennium				
	E45/2501	East Pilbara, WA	0%	1
	E45/2561	East Pilbara, WA	0%	1
	E45/2500 (part of)	East Pilbara, WA	0%	1
Apollo Hill				
	M31/486	Yilgarn, WA	0%	2
	E31/1063 (part of)	Yilgarn, WA	0%	2
	E31/1116 (part of)	Yilgarn, WA	0%	2
	E31/1163 (part of)	Yilgarn, WA	0%	2
	E39/1198	Yilgarn, WA	0%	2
	E39/1887	Yilgarn, WA	0%	2
	E39/1984 (part of)	Yilgarn, WA	0%	2
Weld Range				
	M20/311	Murchison, WA	0%	3
	M20/503	Murchison, WA	0%	3
	M20/518	Murchison, WA	0%	3
	M51/869	Murchison, WA	0%	3
	E20/625	Murchison, WA	0%	3
	E20/641	Murchison, WA	0%	3
	E20/457	Murchison, WA	0%	3
	E20/492	Murchison, WA	0%	3
Northlander				
	P15/5920 & 5921	Yilgarn, WA	0%	4
	M15/1831	Yilgarn, WA	0%	4
	M15/1832	Yilgarn, WA	0%	4
	M15/1835	Yilgarn, WA	0%	4
Sylvania				
	M70/266SA	East Pilbara, WA	0%	5

Interests in mining tenements acquired or increased during the quarter, and their location:

None

Interests in mining tenements lapsed, relinquished or reduced during the quarter, and their location:

None

Other changes

The Company's royalty interest in the Northlander tenements has changed as follows:

ceased due to tenements lapsed or relinquished

P15/4896 - 8

P15/4900

P15/5022 - 4

P16/2815 - 6

replaced by

M15/1835

HAMPTON HILL MINING NL MINERAL TENEMENT INFORMATION AS AT 30 SEPTEMBER 2018

Notes:

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

Key:

- E: Exploration licence
- P: Prospecting licence
- M: Mining lease