Hampton Hill Mining NL

ABN 60 060 628 524

FINANCIAL REPORT

FOR THE YEAR ENDED

30 JUNE 2024

HAMPTON HILL Mining NL
ABN 60 060 628 524

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HAMPTON HILL Mining NL
ABN 60 060 628 524

CORPORATE DIRECTORY

Directors	Joshua Pitt Executive Chairman Wilson Forte Non-executive Director Will Robinson Non-executive Director
Company Secretary	Peter Ruttledge
Registered and Business Office	Level 2 9 Havelock Street West Perth WA 6005 Telephone: 08 9481 8444 Email: info@hamptonhill.com.au
Auditor	HLB Mann Judd Level 4 130 Stirling Street Perth WA 6000
Share Registry	Automic Group Level 5, 126 Phillip Street Sydney NSW 2000 Telephone: +61 2 9698 5414 Email: hello@automic.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 company incorporated and domiciled in Australia

HAMPTON HILL Mining NL
ABN 60 060 628 524

DIRECTORS' REPORT
FOR THE YEAR ENDED 30 JUNE 2024

Hampton Hill Mining NL (Hampton Hill or the Company) is a public company, incorporated and domiciled in Australia. The registered office and principal 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 2024.

DIRECTORS

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

Joshua Pitt
Wilson Forte
Will Robinson

PRINCIPAL ACTIVITIES

The principal activities of the Company are the continued management of its royalty interest and exploration for base metals. 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 primary activity of Hampton Hill has continued to be the managing of our royalty interest in the Central Leases of the Apollo Hill Gold project owned by Saturn Metals Limited (STN). Our Company holds a 5% gross royalty over all gold produced in excess of one million ounces. The current Mineral Resource at Apollo Hill stands at 1.839 million ounces (105 million tonnes grading 0.54 grams per tonne) and STN is advancing pre-feasibility studies which are to include a one million tonne trial heap leach operation (Refer STN ASX announcement dated 28 June 2023).

Commencement of this trial operation now awaits regulatory approvals and is anticipated to start early 2025 with completion midway through the following year. STN is concurrently carrying out an extensive drilling campaign with a view to expanding the mineralisation footprint to the north and south along strike. There is also scope to significantly increase the current resource, which is based on an opencut just 280 metres deep. The mineralisation is open below this depth. Deeper infill drilling could result in defining significant additional open pit gold mineralisation.

Our board's best estimate for when Hampton Hill will first receive proceeds from this royalty is during the 2034 year given the current concept of a 10 million tonne processing rate when in full scale production and a starting date of late 2027. While this is a significant time delay, annual cash flows to Hampton Hill are expected to then be substantial and exceed $20 million annually for the onward life of operations at the 10 million tonne per year rate, if current gold prices apply.

DIRECTORS' REPORT
FOR THE YEAR ENDED 30 JUNE 2024

REVIEW OF OPERATIONS AND LIKELY DEVELOPMENTS (continued)

Hampton Hill also has other royalty interests of which the only one of obvious consequence is a 0.98% NSR over the Northlander project owned by Evolution Mining Limited (EVN) that has a stated Ore Reserve of 43,000 ounces of gold (Refer EVN ASX announcement 17 February 2021). This reserve is currently being mined with extraction anticipated to be complete by May 2025. This will result is a substantial profit for our Company.

The Company owns 10.8 million Peel Mining Limited (PEX) shares representing 1.85% of that company. PEX is focussed on activities in the Cobar province of NSW where it holds significant base metal Mineral Resources.

SIGNIFICANT CHANGES IN THE STATE OF AFFAIRS

Other than the operating results, 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

Subsequent to the end of the financial year, the loan facility provided by a company associated with director Mr Pitt, was increased to $1,200,000 and a further $11,500 was drawn down to enable the Company to meet its ongoing working capital needs.

To the best of the Directors' knowledge and belief, there have been no other matters or circumstances that have arisen after balance date that have significantly affected, or may significantly affect, the operations of the Company, the results of those operations or the state of affairs of the Company in future financial periods.

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 2023 to 30 June 2024 the Directors have assessed that there are no current reporting requirements, but that the Company may be required to report in the future.

DIRECTORS' REPORT
FOR THE YEAR ENDED 30 JUNE 2024

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 forty 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. Mr Pitt was appointed director of Hampton Hill Mining NL in January 1997 and executive chairman in April 2012. He is also the executive chairman of Red Hill Minerals Limited (appointed a director on its formation in June 2005 and assumed the position of executive chairman in December 2019) and a non-executive director of Traka Resources Limited (appointed a director in January 2003 and chairman in December 2019 until July 2024). He is a non-executive director at Red Metal Limited (appointed July 2003). Mr Pitt has held no other directorships of ASX listed companies during the last three financial years.

Non-executive Directors

Wilson Forte BSc Hons (UWA), MAusIMM, MAIG

Mr Forte is a Western Australian geologist with more than forty 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. Mr Forte has held no other directorships of ASX listed companies during the last three financial years.

Will Robinson B.Comm, MAusIMM

Mr Robinson has worked in the resources industry in Australia and Canada for over twenty-five years. His experience includes senior management roles at a large international resources company and executive roles in the junior mining and exploration sector. He is former president of the resources industry advocacy body, the Association of Mining and Exploration Companies (AMEC). He was previously a member of the Strategic Advisory Board at the Centre for Exploration Targeting of the University of Western Australia and the Australian Federal Government's Resources 2030 Taskforce. Mr Robinson is the executive chairman of Encounter Resources Limited (appointed executive chairman 23 November 2023, previously managing director from 30 June 2004) and non-executive chairman of Hamelin Gold Limited (appointed 24 May 2021). Mr Robinson has held no other directorships of ASX listed companies during the last three financial years.

INFORMATION RELATING TO THE COMPANY SECRETARY

Peter Ruttledge BSc, AICAANZ, FFin

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

DIRECTORS' REPORT
FOR THE YEAR ENDED 30 JUNE 2024

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	97,831,822	-
W S Forte	3,867,241	1,900,000
W Robinson	900,000	-

Encounter Resources Limited, of which Mr Robinson is also a director and shareholder, holds 30,748,903 shares in the Company. The Directors do not hold any unlisted options.

MEETINGS OF DIRECTORS

No Board of Directors meetings were held during the year ended 30 June 2024, however, two circular resolutions were passed by all three directors.

The Company does not have any committees.

SHARES UNDER OPTION

There were no options 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 the 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.

HAMPTON HILL Mining NL
ABN 60 060 628 524

DIRECTORS' REPORT
FOR THE YEAR ENDED 30 JUNE 2024

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.

NON-AUDIT SERVICES

HLB Mann Judd (HLB), the company's auditor, did not perform any non-audit services for the Company for the year ended 30 June 2024.

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 Financial Report. HLB holds office in accordance with section 327C(2) of the Corporations Act 2001, until the Company's next annual general meeting.

Signed in Perth in accordance with a resolution of the Directors on 28 August 2024.

J N Pitt
Chairman

HLB MANN JUDD
ADVISORY AND ACCOUNTING

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 2024, 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
28 August 2024

D B Healy
Partner

hlb.com.au

HLB Mann Judd ABN 22 193 232 714
A Western Australian Partnership
Level 4, 130 Stirling Street, Perth WA 6000 / PO Box 8124 Perth BC WA 6849
T: +61 (0)8 9227 7500 **E:** mailbox@hlbwa.com.au
Liability limited by a scheme approved under Professional Standards Legislation.

HLB Mann Judd is a member of HLB International, the global advisory and accounting network.

HAMPTON HILL Mining NL
ABN 60 060 628 524

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 JUNE 2024

	Note	2024	2023
		$	$
Impairment of exploration expenditure		(678)	(1,678)
Fair value movement in financial assets	6	(54,000)	(324,000)
Administration expenses	2	(197,912)	(250,098)
Loss before income tax		(252,590)	(575,776)
Income tax benefit	3	-	-
Loss for the year		(252,590)	(575,776)
Other comprehensive income for the year		-	-
Total comprehensive loss for the year attributable to the ordinary equity holders of the Company		(252,590)	(575,776)

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

HAMPTON HILL Mining NL
ABN 60 060 628 524

STATEMENT OF FINANCIAL POSITION
AS AT 30 JUNE 2024

	Note	2024	2023
		$	$
Assets			
Current Assets			
Cash and cash equivalents	4	573	10,657
Trade and other receivables	5	1,954	4,178
Financial assets	6	1,350,000	1,404,000
Total Current Assets		1,352,527	1,418,835
Total Assets		**1,352,527**	**1,418,835**
Liabilities			
Current Liabilities			
Trade and other payables	7	31,271	44,787
Borrowings	8	-	800,000
Total Current Liabilities		31,271	844,787
Non-Current Liabilities			
Borrowings	8	986,428	-
Total Non-Current Liabilities		986,428	-
Total Liabilities		**1,017,699**	**844,787**
Net Assets		**334,828**	**574,048**
Equity			
Issued capital	9	23,248,430	23,248,430
Reserves	10	222,863	209,493
Accumulated losses		(23,136,465)	(22,883,875)
Total Equity		**334,828**	**574,048**

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

HAMPTON HILL Mining NL
ABN 60 060 628 524

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 30 JUNE 2024

	Issued capital	Reserves	Accumulated losses	Total equity
	$	$	$	$
2024				
Balance at 1 July 2023	23,248,430	209,493	(22,883,875)	574,048
Comprehensive loss				
Net loss for the year	-	-	(252,590)	(252,590)
Total comprehensive loss for the year	-	-	(252,590)	(252,590)
Transaction with equity holders in their capacity as equity holders:				
Fair value adjustment to director related borrowings	-	13,370	-	13,370
Balance at 30 June 2024	**23,248,430**	**222,863**	**(23,136,465)**	**334,828**
2023				
Balance at 1 July 2022	23,248,430	209,493	(22,308,099)	1,149,824
Comprehensive loss				
Net loss for the year	-	-	(575,776)	(575,776)
Total comprehensive loss for the year	-	-	(575,776)	(575,776)
Transaction with equity holders in their capacity as equity holders	-	-	-	-
Balance at 30 June 2023	**23,248,430**	**209,493**	**(22,883,875)**	**574,048**

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

HAMPTON HILL Mining NL
ABN 60 060 628 524

STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 30 JUNE 2024

	Note	2024	2023
		$	$
Cash flows from operating activities			
Payments to suppliers and employees		(164,606)	(209,672)
Finance charges paid		(31,228)	(23,914)
Other receipts		-	9,243
Net cash outflows from operating activities	11	(195,834)	(224,343)
Cash flows from investing activities			
Payments for exploration expenditure		(678)	(9,844)
Net cash outflows from investing activities		(678)	(9,844)
Cash flows from financing activities			
Proceeds from borrowings	8	186,428	200,000
Net cash inflows from financing activities		186,428	200,000
Net decrease in cash and cash equivalents		(10,084)	(34,187)
Cash and cash equivalents at the beginning of the financial year		10,657	44,844
Cash and cash equivalents at the end of the financial year	4	573	10,657

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

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024

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.

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, consists of the members of the Board of Directors.

NOTE 2 ADMINISTRATION EXPENSES

	Note	2024	2023
		$	$
Personnel expenses			
Salaries, director fees and other employment expenses		40,113	40,258
Superannuation		4,400	4,200
		44,513	44,458
Depreciation charge – plant and equipment		-	376
Finance charge – borrowings	8	44,598	23,914
Other administration expenses			
Accounting		37,800	61,008
Audit		29,143	27,464
Securities trading facility fee		22,000	36,780
Office services		9,600	9,600
Secretarial services		-	16,498
Other		10,258	30,000
		197,912	250,098

NOTE 3 INCOME TAX

	2024	2023
(a) Income tax benefit	$	$
The components of income tax benefit comprise:		
Current tax	-	-
Deferred tax	-	-
	-	-

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024

NOTE 3 INCOME TAX (continued)

	2024 $	2023 $
(b) Reconciliation of income tax benefit to prima facie tax benefit on accounting loss		
Operating loss before income tax	(252,590)	(575,776)
Prima facie tax benefit at Australian rate of 30% (2023: 30%)	75,777	172,733
Adjusted for tax effect of the following amounts:		
Non-deductible items	(4,011)	(192)
Income tax benefit not brought to account	(71,766)	(172,541)
Income tax benefit	-	-

The credit for current income tax benefit 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 Company does not satisfy all of the conditions to qualify as a base rate entity for the current year. Therefore, the full corporate tax rate of 30% applies to the Company.

(c) 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 30% (2023: 30%) are made up as follows:

	2024 $	2023 $
On income tax account:		
Carried forward tax losses	5,526,614	5,471,048
Deductible temporary differences	5,400	5,400
Taxable temporary differences	(131,460)	(147,660)
Unrecognised net deferred tax assets	5,400,554	5,328,788

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.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024

NOTE 3 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 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 Company 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 4 CASH AND CASH EQUIVALENTS

	2024 $	2023 $
Cash at bank and on hand	573	10,657

Cash includes deposits at call and short-term deposits 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 18.

NOTE 5 TRADE AND OTHER RECEIVABLES

	2024 $	2023 $
Trade and other receivables	1,954	4,178

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 18.

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 past due.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024

NOTE 6 FINANCIAL ASSETS

	2024 $	2023 $
Opening balance	1,404,000	1,728,000
Fair value movement in financial assets	(54,000)	(324,000)
Closing balance	1,350,000	1,404,000

The financial assets comprise shares in ASX listed company, Peel Mining Limited, and are stated at fair value. Financial assets are classified as fair-value-through-profit-or-loss. There were no acquisitions or disposals of financial assets during the current or prior years.

AASB 9 requires 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;
Level 3	Inputs for the asset or liability that are not based on observable market data.

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.

NOTE 7 TRADE AND OTHER PAYABLES

	2024 $	2023 $
Trade creditors and accruals	31,271	44,787

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 18.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024

NOTE 8 BORROWINGS

	2024 $	2023 $
Unsecured loans – related parties		
Balance as at 1 July	800,000	600,000
Loans received	186,428	200,000
Balance at 30 June	986,428	800,000
Current	-	800,000
Non-current	986,428	-

Borrowings relate to the loan facility of $1,000,000 provided by a company associated with a director, Mr Pitt. It is unsecured and otherwise on normal commercial terms and conditions, bearing interest at a rate of 3.5% per annum, paid quarterly in arrears and expiring on 1 October 2025. $186,428 (2023: $200,000) was drawn down during the year and total interest of $44,598 (2023: $23,914) incurred, including $13,370 (2023: nil) accounted for in the Capital Contribution Reserve as the fair value adjustment of the 3.5% interest rate to a market related interest rate of 5%. Subsequent to the year end, the loan facility was increased to $1,200,000 and a further $11,500 drawn down thereon.

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 9 ISSUED CAPITAL

	2024 $	2023 $
(a) Share capital		
294,805,379 (2023: 294,805,379) ordinary shares fully paid	23,245,780	23,245,780
2,650,000 (2023: 2,650,000) ordinary shares paid to 0.1 cents	2,650	2,650
	23,248,430	23,248,430

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 were listed on the ASX until delisting on 21 March 2022.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024

NOTE 9 ISSUED CAPITAL (continued)

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. 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 18.

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

There had been no movement in the number or amount of ordinary shares on issue during the current or prior years, nor had there been any movement in the number or amount outstanding of partly paid shares on issue during the current or prior years.

The weighted average issue price of partly paid shares is 20.6 cents. Partly paid shares are paid up to 0.1 cents, to a total value of $2,650.

NOTE 10 RESERVES

	2024 $	2023 $
Share-based payments		
Balance at 30 June	208,776	208,776

There had been no movement in the share-based payments reserve during the current and prior years.

Exercised options		
Balance at 30 June	717	717

There had been no movement in the exercised options reserve during the current and prior years.

Capital Contribution		
Balance at 1 July	-	-
Fair value adjustment to director related borrowings	13,370	-
Balance at 30 June	13,370	-
Total Reserves	222,863	209,493

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

The exercised options reserve arises on the exercise of options when the share-based payments reserve attributable to the options being exercised is transferred to this reserve.

The capital contribution reserve reflects the contribution to shareholders with the granting of a low interest rate loan by a director-related entity, and records the differential in the actual and market related interest rate on the director related loan.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024

NOTE 11 CASH FLOW INFORMATION

	Note	2024	2023
		$	$
Reconciliation of loss after income tax to net outflows from operating activities			
Loss after income tax		(252,590)	(575,776)
Depreciation – plant and equipment		-	376
Exploration expenditure written off		678	1,678
Fair value loss on financial assets	6	54,000	324,000
Fair value adjustment to director related borrowings	8	13,370	-
Change in operating assets and liabilities:			
Decrease in debtors		-	9,241
(Decrease)/ Increase in creditors		(13,516)	14,902
Decrease in GST receivable		2,224	1,236
Net cash outflows from operating activities		(195,834)	(224,343)
Changes in liabilities arising from financing activities			
Borrowings			
Opening balance		800,000	600,000
Proceeds from borrowings	8	186,428	200,000
Closing balance		986,428	800,000

There were no non-cash flows from investing activities.

NOTE 12 CONTINGENCIES

Contingent liabilities

There are no contingent liabilities for termination benefits under service agreements with Directors or executives at 30 June 2024.

The Directors are not aware of any contingent liabilities at 30 June 2024.

NOTE 13 COMMITMENTS

The Company has no expenditure commitments.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024

NOTE 14 RELATED PARTY TRANSACTIONS

Key management personnel

The key management personnel of the Company are the Directors:

J N Pitt

W S Forte

W Robinson

Compensation paid to key management personnel

	2024 $	2023 $
Short-term employee benefits	40,000	40,000
Post-employment benefits	4,400	4,200
	44,400	44,200

Transaction with Director-related entities

Loans from Director-related entities

Refer to Note 8 for details of borrowings from related parties.

Other transactions

During the financial year the Company paid $9,600 (2023: $10,240) to Red Hill Minerals Limited, a listed company of which Mr Pitt is a director and shareholder, for rental of shared office space and provision of administration services supplied by the Company on normal commercial terms and conditions determined on an arms-length basis between the companies.

NOTE 15 EVENTS OCCURRING AFTER BALANCE DATE

Subsequent to the end of the financial year, the loan facility provided by a company associated with director Mr Pitt, was increased to $1,200,000 and a further $11,500 was drawn down to enable the Company to meet its ongoing working capital needs.

To the best of the Directors' knowledge and belief, there have been no other matters or circumstances that have arisen after balance date that have significantly affected, or may significantly affect, the operations of the Company, the results of those operations or the state of affairs of the Company in future financial periods.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024

NOTE 16 REMUNERATION OF AUDITORS

	2024	2023
	$	$
Amounts received, or due and receivable, by HLB Mann Judd for:		
Audit and review of the financial statements of the Company	29,143	27,464

NOTE 17 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.

The Company currently has no critical accounting estimates of judgements.

NOTE 18 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.

(a) Market risk

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% (2023: 0%).

At balance date, if interest rates had been 0.5% higher or lower and all other variables were held constant, the Company's profit or loss would increase/decrease by $3 (2023: $53), with no effect (2023: $nil) on other components of equity.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024

NOTE 18 FINANCIAL RISK MANAGEMENT (continued)

Securities price risk

The Company is exposed to equity securities price risk. This arises from an investment held and classified in the Statement of Financial Position as financial assets.

The investments are 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 prices, the following table summarises the sensitivity of the value of the investments 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	
	2024	2023	2024	2023	2024	2023
	$	$	$	$	$	$
Change in share price:						
- 50%	(675,000)	(702,000)	(675,000)	(702,000)	-	-
- 25%	(337,500)	(351,000)	(337,500)	(351,000)	-	-
- 10%	(135,000)	(140,400)	(135,000)	(140,400)	-	-
+ 10%	135,000	140,400	135,000	140,400	-	-
+ 25%	337,500	351,000	337,500	351,000	-	-
+ 50%	675,000	702,000	675,000	702,000	-	-

(b) Liquidity risk

The Company has no significant exposure to liquidity risk as the Company's only debt, other than a related party loan (Note 8), is that associated with trade creditors in respect of which the Company's policy is to ensure payment within 30 days. The related party loan is not considered to be a significant liquidity risk as the magnitude and term of the loan is such that the Company has adequate time to manage the repayment funded by raising additional capital or realising financial assets. The Company manages its liquidity by monitoring forecast cash flows.

The following tables detail the Company's expected undiscounted contractual maturity for its financial liabilities based on the earliest date the Company can be required to repay, and includes both interest and principal cash flows:

	Interest rate	Within 6 months	6 -12 months	1 – 2 years	2+ years
		$	$	$	$
2024					
Trade and other payable	-	31,271	-	-	-
Borrowings	3.5%	17,262	17,262	995,059	-
2023					
Trade and other payable	-	44,787	-	-	-
Borrowings	3.5%	14,000	14,000	807,000	-

(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.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024

NOTE 18 FINANCIAL RISK MANAGEMENT (continued)

(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 financial assets less trade creditors and current borrowings.

NOTE 19 SUMMARY OF OTHER MATERIAL ACCOUNTING POLICIES

Hampton Hill Mining NL is a public company, incorporated and domiciled in Australia. The Company was delisted by ASX on 21 March 2022.

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.

Statement of compliance and basis of preparation

The financial report has been authorised for issue by the Board of Directors.

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.

Going Concern

The financial statements are prepared on a going concern basis. The Company made a loss of $252,590 for the year ended 30 June 2024 (2023: $575,776) and had a cash balance of $573 (2023: $10,657) and a working capital surplus of $1,321,256 (2023: $574,048), including financial assets at fair value of $1,350,000 (2023: $1,404,000).

The Company has a loan facility of $1,000,000 (increased to $1,200,000 subsequent to year end) with a company associated with a director, Mr Pitt, of which $986,428 had been drawn at balance date (2023: 800,000), with a further $11,500 drawn down subsequent to the end of the year. This loan is classified as a non-current liability with a repayment date of 1 October 2025.

At balance date, the Company held 10,800,000 shares in Peel Mining Limited, and could sell some of this shareholding to assist with its cashflow.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 30 JUNE 2024

NOTE 19 SUMMARY OF OTHER MATERIAL ACCOUNTING POLICIES (continued)

The Board considers that, based on its assessment of cash flows, it is appropriate in the Company's current circumstances to prepare its financial statements on a going concern basis. However, the above circumstances give rise to a material uncertainty that may cast significant doubt as to whether the Company will be able to continue as a going concern and therefore whether it will be able to realise its assets and discharge its liabilities in the normal course of business. The financial statements do not include any adjustment relative to the recoverability and classification of recorded assets amounts or the amounts and classification of liabilities that might be necessary should the Company not continue as a going concern.

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.

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. The carrying value of financial assets and liabilities approximates their fair value.

Accounting standards and interpretation

New accounting standards and interpretations adopted

The Directors have reviewed all of the new and revised Standards and Interpretations issued by the AASB that are relevant to the Company and effective for the reporting periods beginning on or after 1 July 2023.

As a result of this review, the Directors have determined that there is no material impact on the Company for any new and revised Standards and Interpretations and therefore no material change is necessary to accounting policies.

New accounting standards and interpretations in issue, not yet adopted

The Directors have also reviewed all of the new and revised Standards and Interpretations issued, but not yet effective, that are relevant to the Company and effective for the reporting periods beginning on or after 1 July 2023.

As a result of this review, the Directors have determined that there is no material impact of any new and revised Standards and Interpretations issued, but not yet effective, on the Company and therefore no material change is necessary to accounting policies.

CONSOLIDATED ENTITY DISCLOSURE STATEMENT

FOR THE YEAR ENDED 30 JUNE 2024

As the Company is not required by Australian Accounting Standards to prepare consolidated financial statements, it is not required to present a consolidated entity disclosure statement.

HAMPTON HILL Mining NL
ABN 60 060 628 524

DIRECTORS' DECLARATION
FOR THE YEAR ENDED 30 JUNE 2024

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 2024 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.

   d. the Consolidated Entity Disclosure Statement is true and correct.

2. This declaration has been made after receiving the declarations required to be made to the Directors in accordance with Section 295A of the Corporations Act 2001 for the financial year ended 30 June 2024.

This declaration is signed in accordance with a resolution of the Directors on 28 August 2024 and is signed for and on behalf of the Directors by:

J N Pitt
Chairman

INDEPENDENT AUDITOR'S REPORT
To the Members of Hampton Hill Mining NL

REPORT ON THE AUDIT OF THE FINANCIAL REPORT

Opinion

We have audited the financial report of Hampton Hill Mining NL ("the Company") which comprises the statement of financial position as at 30 June 2024, 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 to the financial statements, including material accounting policy information, the consolidated entity disclosure statement and the directors' declaration.

In our opinion, the accompanying financial report of the Company is in accordance with the *Corporations Act 2001*, including:

(a) giving a true and fair view of the Company's financial position as at 30 June 2024 and of its financial performance for the year then ended; and

(b) complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Report* section of our report. We are independent of the Company in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants (including Independence Standards)* ("the Code") that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

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

Material Uncertainty Related to Going Concern

We draw attention to Note 21 in the financial report, which indicates that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Other Information

The directors are responsible for the other information. The other information comprises the information included in the Company's annual report for the year ended 30 June 2024, but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report, or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the Financial Report

The directors of the Company are responsible for the preparation of:

(a) the financial report (other than the consolidated entity disclosure statement) that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001*; and

(b) the consolidated entity disclosure statement that is true and correct in accordance with the *Corporations Act 2001*, and

for such internal control as the directors determine is necessary to enable the preparation of:

(a) the financial report (other than the consolidated entity disclosure statement) that gives a true and fair view and is free from material misstatement, whether due to fraud or error; and

(b) the consolidated entity disclosure statement that is true and correct and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the ability of the Company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit 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.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial report of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

HLB Mann Judd
Chartered Accountants

D B Healy
Partner

Perth, Western Australia
28 August 2024

HAMPTON HILL Mining NL
ABN 60 060 628 524

MINERAL TENEMENT INFORMATION
AS AT 30 JUNE 2024

MINING INTERESTS HELD AND THEIR LOCATION

Project	Tenement	Location	Registered holding	Note
Apollo Hill				
	M31/486	Yilgarn, WA	0%	1
	MLA31/496 (part of)	Yilgarn, WA	0%	1
	E31/1063 (part of)	Yilgarn, WA	0%	1
	E31/1116 (part of)	Yilgarn, WA	0%	1
	E31/1163 (part of)	Yilgarn, WA	0%	1
	E39/1198	Yilgarn, WA	0%	1
	E39/1887	Yilgarn, WA	0%	1
	E39/1984 (part of)	Yilgarn, WA	0%	1
	ELA31/1351 (part of)	Yilgarn, WA	0%	1
Weld Range				
Glenview	M20/311	Murchison, WA	0%	2
	M20/518 (northern part)	Murchison, WA	0%	2
	M51/869 (minor part)	Murchison, WA	0%	2
	E20/625	Murchison, WA	0%	2
	E20/641	Murchison, WA	0%	2
Northlander				
	P15/5920 & 5921	Yilgarn, WA	0%	3
	P15/6379	Yilgarn, WA	0%	3
	M15/1831	Yilgarn, WA	0%	3
	M15/1832	Yilgarn, WA	0%	3
	M15/1835	Yilgarn, WA	0%	3
Sylvania				
	M266SA	East Pilbara, WA	0%	4

Notes:

1) The Company retains a 5% gross overriding royalty on all gold production exceeding one million ounces.
2) The Company owns the non-ferrous rights and is entitled to a 2% FOB Royalty on iron ore mined. These tenements are registered in the name of Sinosteel Midwest Corporation Limited and are held in trust for Hampton Hill Mining NL.
3) The Company retains a 0.98% net smelter return royalty on all gold produced from these tenements.
4) The Company retains a royalty of $1 per tonne of iron ore mined up to 100,000 tonnes, and $2 per tonne thereafter.

Key:

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