

ASX and Media Release

31 July 2023



Quarterly Activities Report – for the Quarter ended 30 June 2023

ASX Code: WRM

OTCQX: WRMCF

Issued Securities

Shares: 277.9 million

Options: 10.0 million

Cash on hand (30 June 2023)

A\$0.13M

Market Cap (15 March 2023)

A\$17.5M at \$0.063 per Share,
date of last Trading

Directors & Management

Peter Mangano
Non-Executive Chairman

Simon Finnis
Non-Executive Director

Paul McNally
Lead Non-Executive Director

Shane Turner
Chief Financial Officer &
Company Secretary

*For further information, contact:
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Key Items

- Morning Star Gold Mine has now been officially closed;
- Documents lodged to surrender mining tenements at Mt Carrington;
- White Rock has agreed to sell the Mt Carrington exploration tenement to Legacy Minerals (ASX:LGM);
- Red Mountain remains on Care and Maintenance; and
- Executive Director Simon Finnis moves to a non-executive role.

White Rock Minerals Limited (ASX: **WRM**; OTCQX: **WRMCF**, 'White Rock' or 'the Company') provides its report for activities for the Quarter ended 30 June 2023.

Woods Point

On 21 March 2023 WRM announced that it had made the decision to place the Morning Star Gold Mine on Care and Maintenance and had, until recently, been maintaining the pumping program and other equipment that would be needed to reopen the mine.

During this time White Rock ran a process to divest the project but did not attract any suitable offers, so it has now decided to close the mine altogether, with the cost of dewatering and difficulty retaining employees the notable pressures.

Various minor assets have been sold and further plant and equipment is being sold via an online auction that commenced after the end of the period. It is the intention of White Rock to clear the mine site in compliance with our environmental obligations.

Mining licences and Exploration licences covering 660km² are being retained and remain in good standing.

Mt Carrington

On 21 March 2023, White Rock announced that Thomson Resources Ltd (Thomson) (ASX:TMZ) had withdrawn from the Joint Venture ("JV") over Mt Carrington. White Rock officially resumed operatorship on 17 May 2023.

Post the notification from Thomson, White Rock attempted to attract another partner to the project, either by way of a straight divestment, or by Joint Venture, but all attempts were unsuccessful. The Rehabilitation Bond ("Bond") was an insurmountable deterrent for potential new partners.

The Bond for Mt Carrington was increased in 2021 from the current level of \$968,000 to \$6,881,466 with the increased amounts to be paid incrementally, firstly increasing in May 2023 by \$591,346 and culminating in May 2025 at the maximum amount.

Upon receipt of advice from Thomson that they intended to exit the JV, White Rock applied to Mining, Exploration and Geoscience, Department of Regional NSW ("MEG") to defer the increase in Rehabilitation Bonds to give some time to either raise money to pay the increased Bond, or attract a partner, but that effort was unsuccessful with MEG rejecting the application.

Without the means to pay the Bond increases (White Rock had no option other than to surrender its rights. Accordingly, White Rock has lodged documents with MEG to surrender all the Mining Leases, Mining Purposes Leases, Gold Leases and Special Leases that make up the Mt Carrington Project. All in all, 22 authorities were included in the surrender documentation.

White Rock retained an Exploration Licence (EL 6273) and has agreed subsequent to the end of the quarter to sell that tenement to Legacy Minerals Holding Limited (ASX:LGM) for a consideration of A\$200,000 cash. Under the binding Heads of Agreement there is a Condition Precedent that requires the relevant Minister's consent to transfer the tenement to Legacy. The payment schedule is by way of a deposit of \$30,000 within 14 days of execution, (refundable should the consent to transfer not be given) followed by the remainder of \$170,000 following receipt of Minister's consent.

Red Mountain & White Gold

The Red Mountain and White Gold projects in Alaska covering 860km² remain on Care and Maintenance and the tenements are in good standing.

The Company continues to hold the view that introducing a partner at Red Mountain is the best way to progress the assets at this time, and on that basis continues to hold discussions as, and when, the opportunity arises.

Board Change

Given the financial position of the Company, Mr Simon Finnis stepped back from his executive role at White Rock but will remain as a Non-Executive Director, effective 20 July 2023.

White Rock Minerals Ltd Tenement schedule for the Quarter ended 30 June 2023

Country/State	Project	Tenement ID	Area
Australia/NSW	Mt Carrington	EL6273	183km ²
Australia/Victoria	Woods Point	MIN 5009, MIN 5299, EL 6321, EL 6364, ELA 6853	660km ²
USA/Alaska	Red Mountain	ADL621625-621738 (114), ADL623337-623342 (6), ADL624104-624627 (524), ADL721002-721010 (9), ADL721029-721038 (10), ADL721533-721615 (83), ADL721624, ADL721625, ADL626740-626873 (134), ADL627166-627303 (138), ADL627305-627540 (236), ADL629460-629518 (59)	836km ²
USA/Alaska	White Gold	ADL800256-293 (38)	24km ²

Table 1: Tenement Schedule

The Mt Carrington tenement is held 100% by White Rock (MTC) Pty Ltd, a wholly owned subsidiary of White Rock Minerals Ltd.

The Woods Point Gold Project comprises two Mining Leases, two Exploration Licences and one Exploration Licence Application. All tenements are held 100% by Morning Star Gold NL, a 95% owned subsidiary of AuStar Gold Limited, which is a 100% subsidiary of White Rock Minerals Ltd; except for the Exploration Licence Application which is held by AuStar Gold Limited. No farm-in or farm-out agreements are applicable.

The Red Mountain Project comprises 1,315 Mining Claims. All tenements are held 100% by White Rock (RM) Inc., a wholly owned subsidiary of White Rock Minerals Ltd. No farm-in or farm-out agreements are applicable.

The White Gold Project comprises 38 Mining Claim applications. All tenements are held 100% by White Rock (RM) Inc., a wholly owned subsidiary of White Rock Minerals Ltd. All tenements have had location certificates lodged and recorded, and currently await adjudication. No farm-in or farm-out agreements are applicable.

This announcement has been authorised for release by the Board.

Contacts

For more information, please contact:

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Appendix 5B

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

Name of entity

WHITE ROCK MINERALS LTD

ABN

64 142 809 970

Quarter ended ("current quarter")

30 JUNE 2023

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (12months) \$A'000
1.	Cash flows from operating activities		
1.1	Receipts from customers	-	844
1.2	Payments for		
	(a) exploration & evaluation	(11)	(65)
	(b) development		(2,281)
	(c) production/care & maintenance	(122)	(844)
	(d) staff costs	(330)	(4,189)
	(e) administration and corporate costs	(124)	(1,285)
1.3	Dividends received (see note 3)		
1.4	Interest received	5	22
1.5	Interest and other costs of finance paid	-	(26)
1.6	Income taxes paid		
1.7	Government grants and tax incentives		
1.8	Other (provide details if material)	-	29
1.9	Net cash from / (used in) operating activities	(582)	(7,795)

2.	Cash flows from investing activities		
2.1	Payments to acquire or for:		
	(a) entities		
	(b) tenements		
	(c) property, plant and equipment	-	(500)
	(d) exploration & evaluation	(40)	(687)
	(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 (12months) \$A'000
2.2	Proceeds from the disposal of:		
	(a) entities		
	(b) tenements		
	(c) property, plant and equipment	187	187
	(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	147	(1,000)

3.	Cash flows from financing activities		
3.1	Proceeds from issues of equity securities (excluding convertible debt securities)	-	6,320
3.2	Proceeds from issue of convertible debt securities	-	2,500
3.3	Proceeds from exercise of options	-	56
3.4	Transaction costs related to issues of equity securities or convertible debt securities	-	(277)
3.5	Proceeds from borrowings	-	500
3.6	Repayment of borrowings	-	(2,517)
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	-	6,582

4.	Net increase / (decrease) in cash and cash equivalents for the period		
4.1	Cash and cash equivalents at beginning of period	566	2,349
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(582)	(7,795)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	147	(1,000)
4.4	Net cash from / (used in) financing activities (item 3.10 above)	-	6,582

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 (12months) \$A'000
4.5	Effect of movement in exchange rates on cash held	-	(5)
4.6	Cash and cash equivalents at end of period	131	131

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	131	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)	131	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	-
6.2	Aggregate amount of payments to related parties and their associates included in item 2	-
<i>Note: if any amounts are shown in items 6.1 or 6.2, your quarterly activity report must include a description of, and an explanation for, such payments.</i>		

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

7.	Financing facilities <i>Note: the term "facility" includes all forms of financing arrangements available to the entity. Add notes as necessary for an understanding of the sources of finance available to the entity.</i>	Total facility amount at quarter end \$A'000	Amount drawn at quarter end \$A'000
7.1	Loan facilities	935	935
7.2	Credit standby arrangements	-	-
7.3	Other (please specify)	-	-
7.4	Total financing facilities	935	935
7.5	Unused financing facilities available at quarter end		-
7.6	<p>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.</p> <p>An unsecured loan of \$435,000 with Director, Paul McNally attracting an interest rate of 8% pa – fully drawn at end of quarter.</p> <p>A secured loan of \$250,000 with Hamish Brown and a secured loan of \$250,000 with Director, Paul McNally attracting an interest rate of 10% - fully drawn at end of quarter.</p>		

8.	Estimated cash available for future operating activities	\$A'000
8.1	Net cash from / (used in) operating activities (item 1.9)	582
8.2	(Payments for exploration & evaluation classified as investing activities) (item 2.1(d))	40
8.3	Total relevant outgoings (item 8.1 + item 8.2)	622
8.4	Cash and cash equivalents at quarter end (item 4.6)	131
8.5	Unused finance facilities available at quarter end (item 7.5)	-
8.6	Total available funding (item 8.4 + item 8.5)	131
8.7	Estimated quarters of funding available (item 8.6 divided by item 8.3)	0.21
	<p><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></p>	
8.8	<p>If item 8.7 is less than 2 quarters, please provide answers to the following questions:</p> <p>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?</p> <p>No. Relinquished/sold NSW Tenements and put Victorian Project on Care & Maintenance.</p> <p>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?</p> <p>Yes. Listed Victorian Assets for Sale.</p>	

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?

Yes, based on assumption of achieving asset sales.

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 WHITE ROCK MINERALS LTD
(Name of body or officer authorising release – see note 4)

Notes

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