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ASX ANNOUNCEMENT
31 July 2020

ASX Code: ARM

Aurora Minerals Group of Companies

Innovation in exploration and development



Projects

Whim Creek VHMS JV

Loudens Patch Gold, West Pilbara
Mount Short VMS, Ravensthorpe
Advanced project acquisition



Predictive Discovery Limited
(ASX: PDI) – 3.3%

Gold Exploration & Development in
West Africa



Xantippe Resources Limited
(ASX: XTC) – 4.3%

Gold exploration in
Western Australia

Contact Details

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QUARTERLY ACTIVITIES REPORT
to 30 June 2020

Aurora Minerals Limited ("Aurora" or "the Company") has successfully executed a transformational agreement to earn an 80% interest in the Whim Creek Polymetallic Project. The transaction is an important milestone in the strategy to monetise advanced projects through the integrating smart sorting technology. Additionally, Aurora continues to explore ground prospective for gold and volcanogenic hosted massive sulphides (VHMS) in the West Pilbara and Phillips River regions.

Highlights of the Quarter:

Aurora Minerals Limited ("Aurora", or "the Company")

- On 21 July 2020, Aurora announced its **Earn In and Joint Venture Agreement with VentureX Resources** Limited to earn up to 80% of the **Whim Creek VHMS Project**, located in the Pilbara Region of Western Australia. ^{A1}
- Aurora continues with the process of securing the **Loudens Patch** tenure which lies immediately adjacent to the Whim Creek Project tenure and along strike of De Grey Mining's Mallina Gold Resources and Hemi Prospect.
- Geophysical surveys are proposed to pinpoint VHMS targets at **Mount Short** while having a very low impact on crop development during the Wheatbelt growing season.

Through its investments, Aurora has exposure to a diversified portfolio of gold exploration interests:

Predictive Discovery Limited ("Predictive")

- Predictive's recent share price boost following its impressive gold discoveries at the **Kaninko Permit**, Guinea, provided Aurora with an opportunity to increase the Company's cash reserves as part of the strategy to enable the Whim Creek Project acquisition. ^{A2} Aurora retains a position in Predictive and remains leveraged to future upside potential with respect to the gold exploration.

Xantippe Resources Limited ("Xantippe")

- Xantippe completed its maiden RC drilling campaign at **Southern Cross**, WA, in April 2020, with 16 RC holes completed across Glendower, Xantippe and Treasury South prospects for 1,722m. Geochemical analysis confirmed broad gold mineralised zones associated with known mineralising structures. ^{X2}

Corporate

- Aurora cash at bank ~\$3.1M (parent) at end of June 2020
- Value of cash and investments at 30 June 2020, ~\$5.89M (~2.5c/share)

Whim Creek Project Earn-In and Joint Venture

Post Quarter-end, Aurora announced its Earn-In and Joint Venture Agreement with VentureX Resources Limited (ASX: VXR) to acquire up to **80% of the Whim Creek Project**, located in the Whim Creek Archean Greenstone Belt, Pilbara, Western Australia, geologically prospective for both gold and VHMS base metals. ^{A1}

The Whim Creek Project is located on the major North West Coastal Highway midway between Karratha and Port Hedland air and/or port facilities. The Project is situated 1,600km north of Perth, accessible by air or via the Great Northern Highway near Port Hedland. Figure 1, below, illustrates the Pilbara Regional Geology and transport infrastructure.

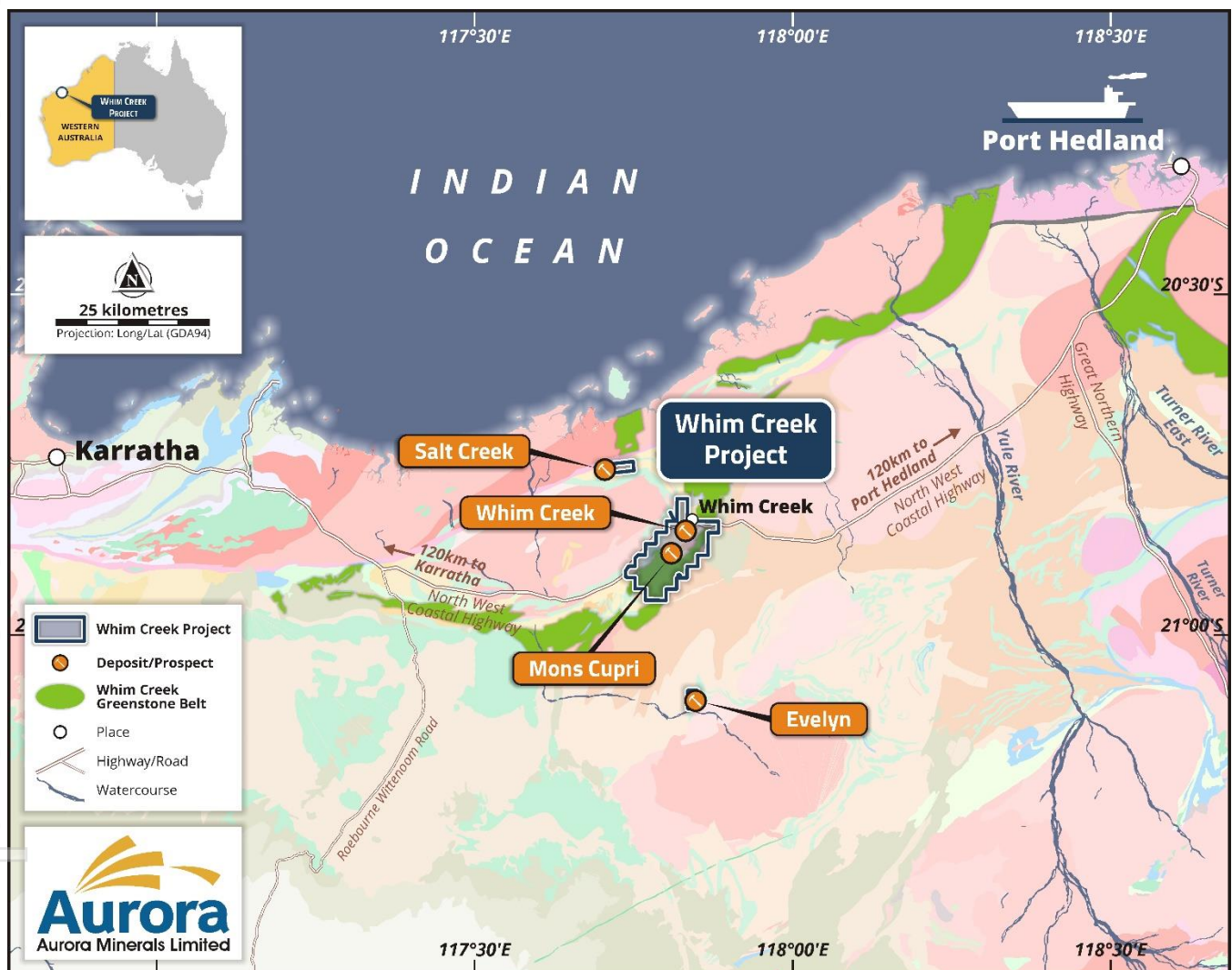


Figure 1: Location of Whim Creek Project in relation to Regional GSWA Geology and Port and Road Infrastructure

The Project encompasses two **JORC 2012 Mineral Resource** estimates, totalling **6,9Mt at 0.9% Cu and 1.9% Zn** (see Table 1, below), defined for the historically mined Mons Cupri Prospect and the undeveloped Salt Creek Prospect.

The Company notes that VentureX has previously reported mineral resource estimates under the JORC Code 2004 for the Whim Creek (30 September 2010) and Evelyn (25 November 2009) deposits. These previously reported

estimates for Whim Creek and Evelyn are unlikely to be reported as mineral resources in the Company's re-compliance prospectus as a competent person has not done sufficient work to classify the JORC 2004 estimates in accordance with the JORC Code 2012. The Company has therefore elected not to report these estimates in this announcement, and recommends shareholders and investors review the prospectus before making any investment decision.

Table 1: JORC 2012 Mineral Resource Estimates for Mons Cupri and Salt Creek Prospects

Prospect	Category	Tonnes (kt)	Cu (%)	Zn (%)	Pb (%)	Ag (g/t)	Au (g/t)
Mons Cupri	Measured	1,070	1.51	1.65	0.69	38	0.28
Mons Cupri	Indicated	3,500	0.8	0.8	0.3	17	0.09
Mons Cupri	Inferred	500	0.5	1.5	0.6	14	0.03
Mons Cupri	Total	5,100	0.89	1.03	0.4	21	0.12
Salt Creek	Indicated	1,017	1.2	3.3	0.9	20	0.2
Salt Creek	Inferred	839	0.7	5.3	1.5	42	0.2
Salt Creek	Total	1,856	1	4.2	1.2	30	0.2
GRAND TOTAL		6,926	0.9	1.9	0.6	23	0.1

The tenure covers 18,000 hectares of the minerally endowed Whim Creek Greenstone Belt and the adjacent Mallina Basin, where De Grey Mining Ltd is currently exploring for gold (see Figure 2, below).

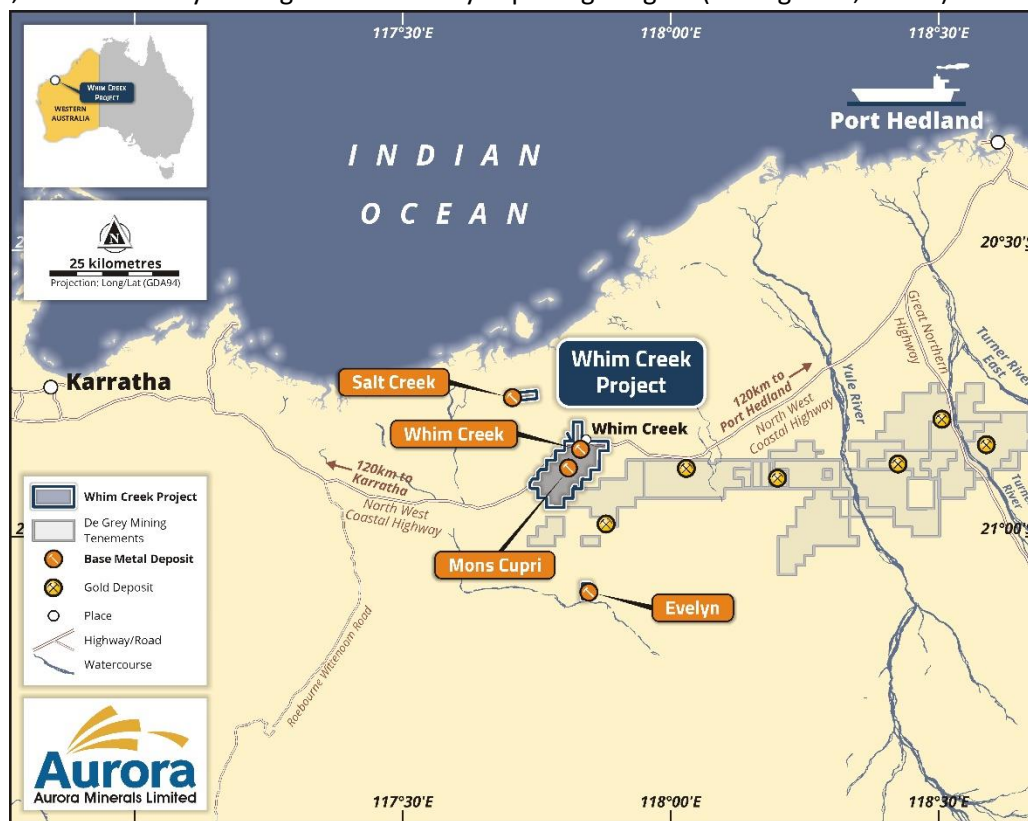


Figure 2: Whim Creek Tenure in Relation to De Grey Mining Tenure, Pilbara, Western Australia

Through its wholly owned subsidiary, Whim Creek Metals Pty Ltd (WCM), Aurora intends to acquire up to 80% of the Whim Creek Project tenure (see Table 2, below) by earning into the unincorporated joint venture. The agreement is subject to shareholder approval and the Company's recompliance with Chapters 1 and 2 of the ASX Listing Rules, for which the Company will issue a Notice of Meeting to shareholders, including a Prospectus to raise up to \$2 million to facilitate the earn-in proposed work.

Table 2: Whim Creek Project Tenure

Whim Creek Tenement	Current Holder (VXR Subsidiaries)
E47/3495	VentureX Pilbara Pty Ltd
L47/0036	VentureX Pilbara Pty Ltd
M47/0236	VentureX Pilbara Pty Ltd
M47/0237	VentureX Pilbara Pty Ltd
M47/0238	VentureX Pilbara Pty Ltd
M47/0323	VentureX Pilbara Pty Ltd
M47/0324	VentureX Pilbara Pty Ltd
M47/0443	VentureX Pilbara Pty Ltd
M47/1455	Jutt Resources Pty Ltd

Aurora's Proposed Work Programme, Year 1

R&D - ore sorting testwork will commence shortly, utilising historical drill core scanning followed by crushing of ore to feed and calibrate the ore sorting test machines located at Australian laboratory testing facilities.

Feasibility Study - Upon shareholder approval of the deal, metallurgical drilling of the Resources can commence, followed by further sorting and metallurgical testwork.



Figure 3: Proposed Metallurgical Drillholes Designed to Intersect Resources Adjacent to the Existing Mons Cupri Pit

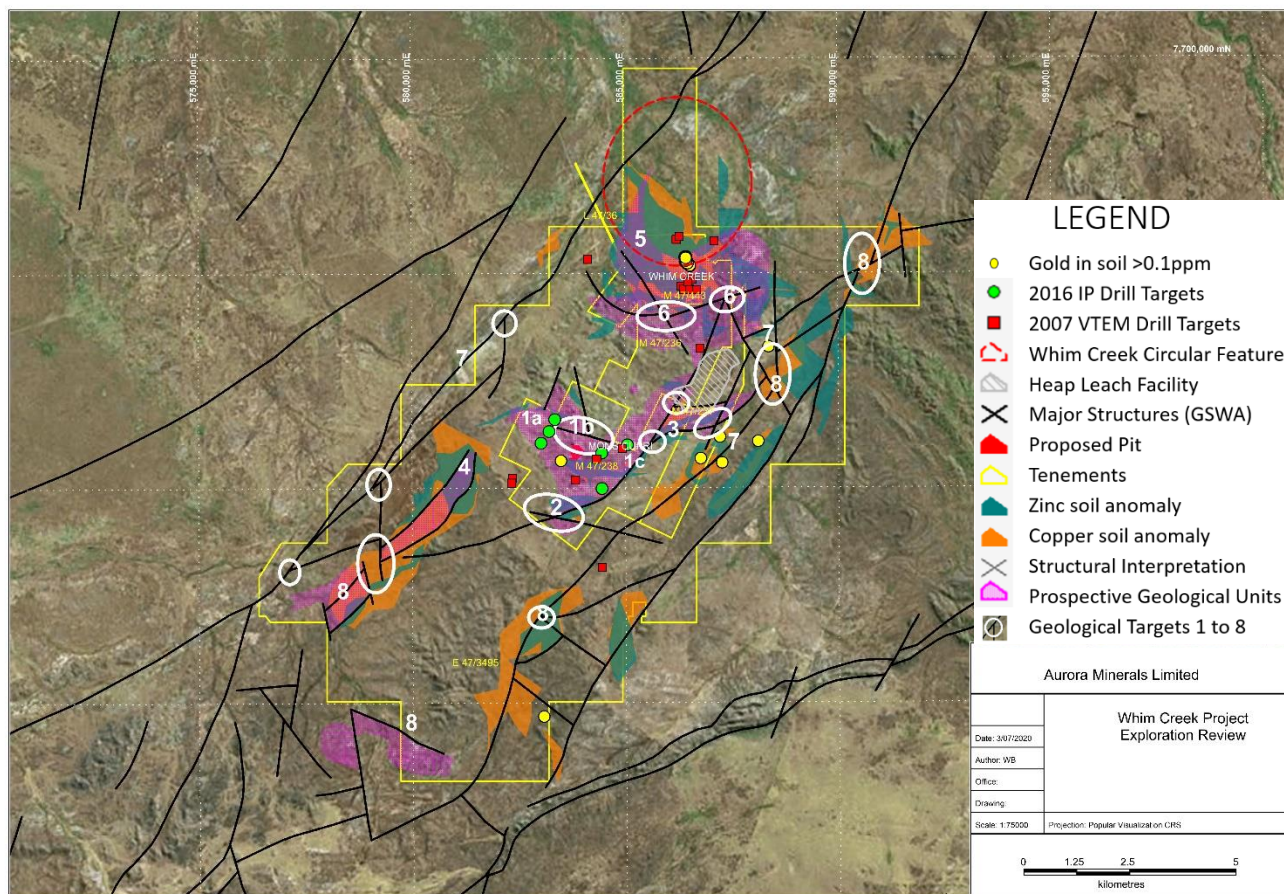


Figure 4: Prioritised Geological Targets Identified from Whim Creek Data Compilation ^{A1}

Exploration – The entire Whim Creek mining and exploration tenure is prospective for structurally controlled VHMS base metals mineralisation (as well as structurally controlled gold). Structural intersections are circled in Figure 4 above and prioritised for follow-up in terms of coincident geophysical, geological and geochemical anomalism

Environmental Protection Notice and Site Improvements - The existing crushing plant, heap leach facility and solvent extraction – electrowinning (SX-EW) infrastructure will be refurbished for re-licencing to support the proposed development of the Resources to mine. ^{A1}

Exploration Projects

In addition to procuring and developing the Whim Creek Project, Aurora is exploring for gold and VHMS base metals in Phillips River and the West Pilbara Mineral Fields.

At its tenement E74/651, **Mount Short**, Aurora has defined anomalies from GSWA and historical data compilation. Aurora is planning low-impact geophysical exploration programmes to limit the effects on the active crop development in this Wheatbelt location. ^{A3}

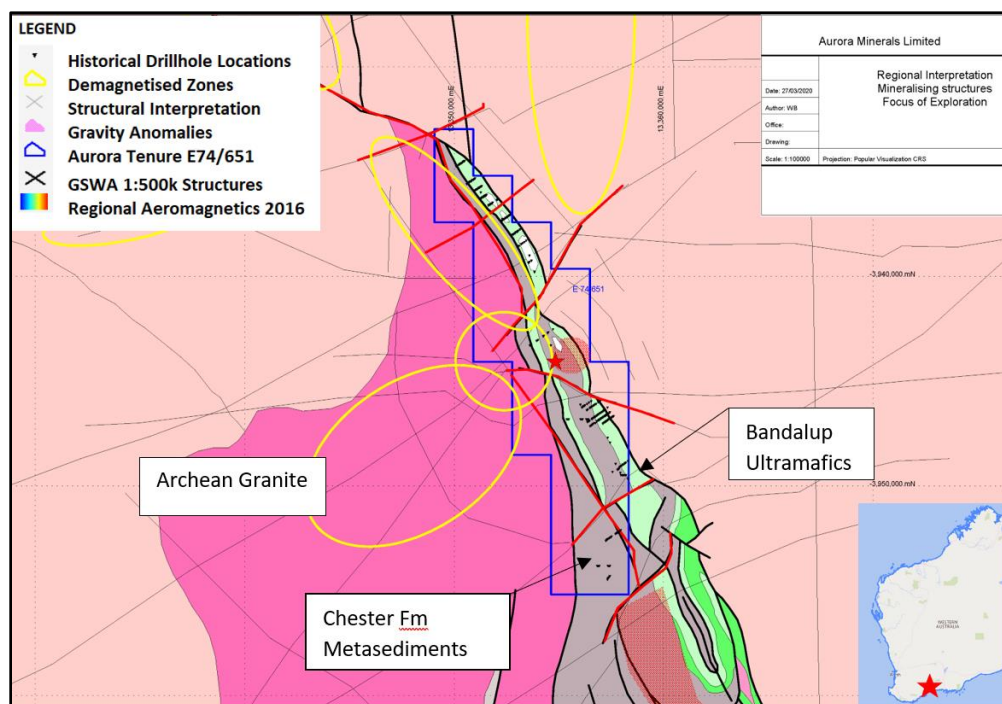


Figure 5: Mount Short geophysical interpretation and target definition

Tenement application E47/4281, **Loudens Patch**, has had little historical exploration as previous explorers have focussed on surrounding structures. Aurora has completed its interpretation of regional geology, geochemistry, remote sensing and aeromagnetics. Exploration will commence following tenure grant and completion of native title access arrangements and will include stream sediment sampling followed by detailed drone mounted magnetic and radiometric surveys, as warranted. ^{A3}

Corporate

Aurora's corporate investments and market valuations, as at 30 June 2020 (closing prices), are summarised below.

Table 4: Aurora Minerals Group Investments as at 30 June 2020

Investment	Code	Type	Number	% Holding	Unit Value	Total Value
Predictive Discovery Ltd	PDI	Shares - Listed	27,217,125	3.3%	\$0.088	\$2,395,107
Xantippe Resources Ltd	XTC	Shares - Listed	171,295,270	4.3%	\$0.002	\$342,591
						\$2,737,698

Aurora cash at bank at 30 June 2020 ~\$3.13 million. Value of cash and investments as at 30 June 2020 ~\$5.89M (~2.5c/share).

Cash outflows for the June Quarter totalled \$391,000 allocated across exploration activity (74%), staff costs (10%) and corporate administration (26%). Payments to related parties and their associates totalled \$82,000 consisting of Directors fees and Managing Director salary and superannuation payments. Cash inflows for the June Quarter totalled \$2,088,000 consisting of sales of listed investments, bank interest, and government incentives provided in relation to COVID-19.

This announcement is approved and authorised for release by:

Geoff Laing

Managing Director

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Competent Persons Statement

The information in this report that relates to the exploration results and Mineral Resources of Aurora, Xantippe and Predictive is summarised from publicly available reports as released to the ASX of the respective companies. The results are duly referenced in the text of this report and the source documents listed below.

The exploration results relating to Aurora's own tenure are based on information compiled by Wendy Beets, BSc MAIG, a Competent Person who is a Member of the Australian Institute of Geoscientists and a full-time employee of the Company. Ms Beets has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration, and the activity being undertaken, to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for reporting of Exploration Results, Mineral Resources and Ore Reserves'. Ms Beets consents to the form and context in which the results are presented in this report.

The information in this announcement that relates to Mineral Resources for Mons Cupri and Salt Creek is based on information compiled or reviewed by Mr David Milton of Mil Min Pty Ltd, a member of the Australasian Institute of Mining and Metallurgy. Mr Milton has sufficient experience relevant to the style of mineralisation, type of deposit under consideration and to the activity being undertaking to qualify as Competent Persons as defined in the 2012 Edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves". Mr Milton consents to the inclusion in the report of the matters based on their information in the form and context in which it appears.

The information summarised herein has not changed materially from the greater detail that was originally disclosed in earlier public releases and which has been duly referenced in this release. The Company confirms that it is not aware of any new information or data that materially affects the information included in this report.

APPENDIX 1 - List of Announcements to the Australian Securities Exchange which are referenced in this report:

Aurora Minerals Limited

- A1 Aurora Minerals Limited to acquire up to an 80% interest in Whim Creek Copper-Zinc Project from VentureX Resources Limited, 21 July 2020
- A2 Ceasing to be a Substantial Shareholder in Predictive Discovery Limited, 12 June 2020
- A3 Mount Short Project Progress, 6 April 2020

Xantippe Resources Limited

- X1 Investor Presentation, 2 June 2020
- X2 Maiden Drilling Programme Completed, 31 March 2020

Predictive Discovery Limited

- P1 Impressive 1st RC Drill Results Grow NE Bankan Discovery, 17 July 2020

APPENDIX 2 – Tenement Schedule

Tenement Name	Tenement Number	Location	Area (km2)	Status	Percentage Holding
Mount Short	E74/651	Phillips River	51.75	Granted	100%
Loudens Patch	E47/4281	West Pilbara	6.4	Pending	100%

Appendix 5B

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

Name of entity

AURORA MINERALS LIMITED

ABN

46 106 304 787

Quarter ended ("current quarter")

30 June 2020

Consolidated statement of cash flows	Current quarter \$A'000	Year to date (12 months) \$A'000
1. Cash flows from operating activities		
1.1 Receipts from customers		
1.2 Payments for		
(a) exploration & evaluation (if expensed)*	(289)	(978)
(b) development		
(c) production		
(d) staff costs*	(41)	(163)
(e) administration and corporate costs**	(98)	(433)
1.3 Dividends received (see note 3)		
1.4 Interest received	1	14
1.5 Interest and other costs of finance paid		
1.6 Income taxes paid		
1.7 Government grants and tax incentives		
1.8 Other (provide details if material)	36	79
1.9 Net cash from / (used in) operating activities	(391)	(1,481)

* In prior quarters staff costs were included in administration and corporate costs.

**The company's accounting policy allocates staff costs to activities and are accordingly included in items 1.2 (a) and 1.2 (e). This represents expenditure on evaluation of potential project acquisitions.

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

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (12 months) \$A'000
2.2	Proceeds from the disposal of:		
	(a) entities		
	(b) tenements		
	(c) property, plant and equipment		
	(d) investments	2,051	2,410
	(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	2,051	2,410

3.	Cash flows from financing activities		
3.1	Proceeds from issues of equity securities (excluding convertible debt securities)	-	1,171
3.2	Proceeds from issue of convertible debt securities		
3.3	Proceeds from exercise of options		
3.4	Transaction costs related to issues of equity securities or convertible debt securities	-	(117)
3.5	Proceeds from borrowings		
3.6	Repayment of borrowings		
3.7	Transaction costs related to loans and borrowings		
3.8	Dividends paid		
3.9	Other (provide details if material)		
3.10	Net cash from / (used in) financing activities	-	1,054

4.	Net increase / (decrease) in cash and cash equivalents for the period		
4.1	Cash and cash equivalents at beginning of period	1,467	1,144
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(391)	(1,481)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	2,051	2,410
4.4	Net cash from / (used in) financing activities (item 3.10 above)	-	1,054

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

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (12 months) \$A'000
4.5	Effect of movement in exchange rates on cash held		
4.6	Cash and cash equivalents at end of period	3,127	3,127

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	1,970	1,435
5.2	Call deposits	1,157	32
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)	3,127	1,467

6. Payments to related parties of the entity and their associates

- 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

**Current quarter
\$A'000**

82

-

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

6.1 Payment was for remuneration to directors

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

7. Financing facilities

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.

7.1 Loan facilities

7.2 Credit standby arrangements

7.3 Other (please specify)

7.4 **Total financing facilities**

**Total facility
amount at quarter
end
\$A'000**

**Amount drawn at
quarter end
\$A'000**

7.5 **Unused financing facilities available at quarter end**

7.6 Include in the box below a description of each facility above, including the lender, interest rate, maturity date and whether it is secured or unsecured. If any additional financing facilities have been entered into or are proposed to be entered into after quarter end, include a note providing details of those facilities as well.

8. Estimated cash available for future operating activities**\$A'000**

8.1 Net cash from / (used in) operating activities (Item 1.9)

391

8.2 Capitalised exploration & evaluation (Item 2.1(d))

-

8.3 Total relevant outgoings (Item 8.1 + Item 8.2)

391

8.4 Cash and cash equivalents at quarter end (Item 4.6)

3,127

8.5 Unused finance facilities available at quarter end (Item 7.5)

-

8.6 Total available funding (Item 8.4 + Item 8.5)

3,127

8.7 **Estimated quarters of funding available (Item 8.6 divided by Item 8.3)**

7.9

8.8 If Item 8.7 is less than 2 quarters, please provide answers to the following questions:

1. Does the entity expect that it will continue to have the current level of net operating cash flows for the time being and, if not, why not?

Answer: N/A

2. Has the entity taken any steps, or does it propose to take any steps, to raise further cash to fund its operations and, if so, what are those steps and how likely does it believe that they will be successful?

Answer: N/A

3. Does the entity expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?

Answer: N/A

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.

31 July 2020

Date:

BY THE BOARD

Authorised by:
 (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.