

28 October 2021

Province Resources Limited (ASX:PRL) (the **Company** or **Province**) is pleased to report on its September 2021 quarter activities.

HyENERGY™ PROJECT

Scoping activities continued on the HyEnergy™ Project throughout the quarter, focussed on increasing the technical understanding of the Project, progressing land tenure options, engagement with Traditional Owners and other stakeholders, commencing on-site environmental studies and undertaking preliminary discussions with potential customers.

Technical Activities

Under the terms of its binding Memorandum of Understanding (MoU) with Total Eren, scoping activities progressed in order to identify the potential land requirements needed to support a minimum 8GW facility producing green hydrogen for domestic and international customers.

One of the shipping solutions under active consideration is the production of compressed hydrogen for export. Province signed an MoU with Global Energy Ventures (ASX:GEV) to evaluate the technical and commercial feasibility of exporting green hydrogen from the HyEnergy™ Project.

The scope includes transport from the onshore hydrogen gas production facility to an offshore ship loading buoy and then on to nominated Australian or other Asia-Pacific markets utilising GEV's compressed hydrogen shipping solution.

The purpose of the Study is to provide the HyEnergy™ Project partners with sufficient confidence to warrant the selection of compressed hydrogen as a preferred transport method in the next phase of project engineering.

The MoU is non-binding, non-exclusive, and expires on 31 December 2022.

GEV was subsequently successful in an application to the Western Australian Government and the WA Renewable Hydrogen Fund for funding of the HyEnergy™ Project export study. The grant is up to \$300,000 excluding GST.

Subsequent to the quarter, GEV announced key consultants had been appointed to support the Study, being WSP, ERM and Oropresa. WSP is the project lead, responsible for the overarching technical and commercial assessment. ERM will undertake environmental management with a focus on defining risks, constraints, and the path to approvals. Oropresa's appointment covers the offshore terminal design and Gascoyne shipping operations. GEV also received Approval in Principle from the American Bureau of Shipping for its pilot compressed hydrogen ship with a 430-tonne cargo capacity.

Land Tenure

Discussions continued with the Western Australian Government on securing land tenure for the project, including potential legislative reforms to simplify the pathway to tenure certainty. Province is progressing several activities under the existing provisions of the Land Administration Act 1997 to enable preliminary access to sites and enable more enduring tenure.

Province was issued a Section 91 Licence over a 98.6 sq km site north of Carnarvon. The section 91 licence under the Land Administration Act allows the Company to begin environmental and other on-ground studies. The site, known as the Town Common, would be the location of the HyEnergy™ Project no net emissions or green hydrogen production facility and potentially some generation assets. Discussions are progressing well with the Shire of Carnarvon and the Western Australian Government over a lease for the area.

Environmental Studies

Flora surveys were completed over the Town Common area and parts of the greater project area; a report will be provided in due course. Fauna surveys will commence next quarter.

Native Title

Much of the area identified as suitable to support the HyEnergy™ Project falls within the Gnulli native title determination handed down by the Federal Court in 2019. Province is respectful and supportive of the role played by Traditional Owners in caring for their land and helping guide responsible development.

The Yinggarda Aboriginal Corporation and the Baiyungu Aboriginal Corporation are the relevant Prescribed Bodies Corporate (**PBC's**) for the HyEnergy™ Project development area. Province is establishing relationships with Traditional Owners to support the general principle of being good visitors on their lands, and also to support the necessary consents which will be required at various stages of the development.

Offtake

Province has commenced preliminary discussions with potential customers of the HyEnergy™ Project. Conversations are focussed on creating a greater understanding of the development, including the assessment of possible shipping solutions for intended markets.

GNAMA NICKEL-COPPER PROJECT, FRASER RANGE

Gnama North

Province received approval for a Programme of Works for a Phase 1 Air Core drilling program consisting of approximately 3,200m, with drill lines spaced 800m north-south, and drill holes spaced 100m east-west.

The planned drilling aims to test the Fraser Range gabbros with the potential to host prospective meta-pyroxenites. Limited surface testing has occurred in these areas and the aim of the program is to better map the bedrock geology and geochemical characteristics to identify the most prospective areas to carry out both a high-powered EM survey and also deeper drilling into bedrock.

Drilling is subject to completion of Heritage surveys by the Ngadju Native Title Aboriginal Corporation.

Gnama South

Province engaged Blueprint Environmental Strategies to manage ecological flora and fauna surveys over the prospective Gnama South Prospect.

The flora survey was completed during the quarter, with data collected on the following:

- Small Scale Detailed Baseline Flora Survey
- POW Exploration Flora Inspections
- Clearing Permit Application

Identification of sampled plant species arising out of the survey will now be carried out following which the Company will be furnished with a Flora Report. A Programme of Work for drilling over the area will be lodged with the provision of the Flora Report – results dependent. An RC and Diamond drilling program is planned at the Gnama South prospect to target the possible continuation of a significant nickel and copper anomalism at depth below historic drill results (refer ASX Announcement 8 October 2021).

Subsequent to the end of the quarter a fauna survey was completed, comprising a basic vertebrate survey, with an additional targeted survey for evidence of the Mallee fowl and the host ant of the Arid Bronze Azure Butterfly. The Company will be provided with a Fauna Report setting out the results of the fauna survey in due course.

SKÅNE VANADIUM PROJECT, SWEDEN

Province continued to await the ruling of The Land and Environment Court of Appeal at Växjö District Court regarding approval to conduct its proposed ten-hole drilling programme at the Tomelilla Target in the Skåne Vanadium Project. In the September quarter 2020, The Land and Environment Court at Växjö District Court rejected objections to the programme from landowners living nearby Killeröd 1 and Fågeltofta 1. This decision was subsequently appealed by the landholders to The Land and Environment Court of Appeal.

The proposed programme comprises 10 holes in an area where historic drilling reported grades at Fågeltofta-2 (9.7m @ 0.61% V₂O₅) and Gislövshammar-2 (9.2m @ 0.67% V₂O₅) and from surface sampling at Flagabro Creek (~10m @ 0.61% V₂O₅). The programme is designed to test these higher grade areas for mineralisation and the Company hopes to replicate historical results which have been consistent throughout the formation.

Province Resources Ltd
ABN 83 061 375 442

358 Rokeby Road, SUBIACO WA 6008
PH: +61 8 9329 6862

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Province has estimated a maiden JORC Mineral Resource of 116.9Mt @ 0.39% V₂O₅ at the Hörby Target in the Skåne Vanadium Project. The high tonnage, near surface, resource estimated at Hörby reflects the widespread stratigraphic hosted vanadium mineralisation across the licences, giving confidence that further drilling could generate additional Mineral Resources over higher-grade targets (including Tomelilla) on the 98% of the licences that remain unexplored.

PASCALLE COPPER GOLD PROJECT, PATERSON PROVINCE

As announced to ASX on 16 September 2021, Province entered into a binding agreement with AIM listed Greatland Gold plc (AIM:GGP) to sell the Pascalle Project.

Conditional on the transfer of third party rights, GGP shall acquire EL45/5316 from Province for a consideration of \$50,000.

In addition, Province is the sole applicant for exploration licences EL45/5754 and EL45/5755 and the holder of EL45/5756. Province has granted GGP an option, upon exercise of which GGP will pay consideration of \$150,000 plus \$200,000 in cash or GGP shares (at GGP's election) for the withdrawal of the applications and sale and purchase of EL45/5756, and if necessary, the sale and purchase of the licences created if the applications are granted.

CORPORATE

Cash balance and Related Party Payments

At the end of the quarter the Company had a cash balance of \$23.3million.

Payments set out in Section 6.1 of the attached Appendix 5B relate to director salaries and fees in the quarter.

Exploration Expenditure

The Company's exploration expenditure on its projects is set out in the accompanying quarterly cash flow report (Appendix 5B), summarised as follows:

Description	Amount \$
Exploration Projects	201,000
HyEnergy™ Project	103,000

Key Board Appointment

Roger Martin was appointed as a Non-Executive Director as well as taking on an additional corporate affairs consulting role.

Roger is a former energy executive with a wealth of experience in government relations and public affairs. As Chief of Staff from 2017 to 2021 to Ben Wyatt the Western Australian Treasurer, Minister for Finance and Minister for Aboriginal Affairs and Lands, Roger played a key role in energy policy, land

tenure and native title issues. Prior to his time in Government, Roger was vice president of corporate affairs at Woodside Energy. Roger brings excellent leadership skills and strong relationships across industry, government, and non-government organisations to Province.

ESG

The Company is committed to building Environmental, Social, and Governance (ESG) credentials. Province is making ESG disclosures against the World Economic Forum (WEF) Stakeholder Capitalism Framework. The WEF framework is a set of common metrics for sustainable value creation captured in 21 core ESG disclosures. Hundreds of companies worldwide are disclosing against this core ESG framework.

Province uses this universal ESG framework to align its mainstream reporting on performance against ESG indicators. By integrating ESG metrics into its governance, business strategy, and performance management process, Province diligently consider all pertinent risks and opportunities in running its business.

Province's progress will be reported quarterly and will shortly be live on its website. Province's progress from last quarter to the current quarter is set out below.

Province's quarterly ESG activity summary:

- Ongoing verification of Province's reported ESG metrics
- Increased transparency of "People" and "Prosperity" metrics via ESG reporting

ESG Go Quarterly Progress Report

Action
E Explanation
 D Development
 R Reported
 V Verified
 A Audited

Reporting Period 2 (Jul - Sep 2021)

PRIORITY TIMEFRAME DISCLOSURE MATURITY
 A1 A2 A3 A4 A5

Category	Item ID	Description	Priority	Timeframe	Disclosure	Maturity	
GOVERNANCE	GO-01-A	Setting purpose		Q3 2022	V	V V V V V	
	GO-02-A	Governance body composition		Q3 2022	V	V V V V V	
	GO-03-A	Material issues impacting stakeholders		H2 2021	D	R R D D D	
	GO-04-A	Anti-corruption practices		H1 2021	R	R R R	
	GO-04-B	Mechanisms to protect ethical behaviour		H1 2021	R	R R	
	GO-05-A	Integrating risk and opportunity into business process		-	-	R	R R R R R
PLANET	PL-01-A	GHG emissions		- 2022	E	E E E	
	PL-01-B	TCFD implementation		- 2022	E	E E E	
	PL-02-A	Land use and ecological sensitivity		- 2022	E	E E E E E	
	PL-03-A	Water consumption		- 2022	E	E E E E E	
PEOPLE	PE-01-A	Diversity and inclusion		H2 2021	R	R R R R R R	
	PE-01-B	Pay equality		H2 2021	R	R R R R	
	PE-01-C	Wage level		H2 2021	R	R R	
	PE-01-D	Child, forced or compulsory labour		H2 2021	R	R	
	PE-02-A	Health and safety		H2 2021	R	R E	
	PE-03-A	Training provided		H2 2021	R	R R	
PROSPERITY	PR-01-A	Rate of employment		H2 2021	R	R R	
	PR-01-B	Economic contribution		H2 2021	E	E R	
	PR-01-C	Financial investment contribution		H2 2021	E	R E	
	PR-02-A	Total R&D expenses		-	-	E	E
	PR-03-A	Total tax paid		-	-	E	E

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ESG Go Quarterly Progress Report

Action
E Explanation
D Development
R Reported
V Verified
A Audited

Reporting Period 1 (Apr - Jun 2021)

PRIORITY TIMEFRAME DISCLOSURE MATURITY
 A1 A2 A3 A4 A5

GOVERNANCE										
	GO-01-A	Setting purpose	H1	2021	D	R	R	D	D	D
	GO-02-A	Governance body composition	H1	2021	R	R	R	R	R	R
	GO-03-A	Material issues impacting stakeholders	H2	2021	D	R	R	E	D	D
	GO-04-A	Anti-corruption practices	Q2	2021	R	R	R	R		
	GO-04-B	Mechanisms to protect ethical behaviour	Q2	2021	R	R	R			
	GO-05-A	Integrating risk and opportunity into business process	-	-	E					
PLANET										
	PL-01-A	GHG emissions	-	-	E					
	PL-01-B	TCFD implementation	-	-	E					
	PL-02-A	Land use and ecological sensitivity	-	2022	D	D				
	PL-03-A	Water consumption	-	2022	D	D				
PEOPLE										
	PE-01-A	Diversity and inclusion	H2	2021	D	D				
	PE-01-B	Pay equality	H2	2021	D	D				
	PE-01-C	Wage level	H2	2021	D	D	D			
	PE-01-D	Child, forced or compulsory labour	H2	2021	D	D				
	PE-02-A	Health and safety	H2	2021	D	D	D			
	PE-03-A	Training provided	-	-	E					
PROSPERITY										
	PR-01-A	Rate of employment	-	-	E					
	PR-01-B	Economic contribution	-	-	E					
	PR-01-C	Financial investment contribution	-	-	E					
	PR-02-A	Total R&D expenses	-	-	E					
	PR-03-A	Total tax paid	Q2	2021	R	R				

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The information in this document that relates to the estimation and reporting of the Mineral Resource is extracted from the report entitled "Maiden JORC Mineral Resource at Skåne" created on 18 December 2019. The information in this report that relates to Exploration Results is extracted from ASX announcements previously lodged. The Company confirms that it is not aware of any new information or data that materially affects the information included in prior announcements. The Company confirms that the form and context in which the Competent Person's findings are presented have not been materially modified from previous announcements.

This announcement has been approved by the Board.

For more information contact:

David J Frances

Managing Director - CEO

David.frances@provinceresources.com

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Schedule of Tenements - Australia

Name	Tenement	Ownership at beginning of quarter	Ownership at end of quarter
Pascalie	EL 45/5316	100%	100%
Pascalie	EL 45/5756	100%	100%
Gnama	EL 63/1933	100%	100%
Gnama	EL 63/1934	100%	100%
Gnama	EL 63/1935	100%	100%

Tenement Applications - Australia

Name	Tenement
HyEnergy Project	ELA 09/2507
HyEnergy Project	ELA 09/2508
HyEnergy Project	ELA 09/2510
HyEnergy Project	ELA 09/2511
HyEnergy Project	ELA 09/2512
HyEnergy Project	ELA 09/2513
HyEnergy Project	ELA 09/2514
HyEnergy Project	ELA 09/2528
HyEnergy Project	ELA 09/2529
HyEnergy Project	ELA 09/2530
HyEnergy Project	ELA 09/2537
HyEnergy Project	ELA 09/2486
HyEnergy Project	ELA 09/2487
HyEnergy Project	ELA 09/2488
HyEnergy Project	ELA 09/2489
HyEnergy Project	ELA 09/2490
HyEnergy Project	ELA 09/2491
HyEnergy Project	ELA 09/2492
Pascalie	ELA 45/5754
Pascalie	ELA 45/5755

Schedule of Tenements – Sweden

Name	Tenement	Ownership at beginning of quarter	Ownership at end of quarter
Killeröd	EP 93/2018	100%	100%
Virrestad	EP 94/2018	100%	100%
Andrarum	EP 469/2018	100%	100%
Fågeltafta 1	EP 299/2018	100%	100%
Fågeltafta 2	EP 471/2018	100%	100%
Flagabro	EP 470/2018	100%	100%
Hörby	EP 475/2018	100%	100%
Tosterup	EP 476/2018	100%	100%
Hammenhög	EP 473/2018	100%	100%
Järrestad	EP 474/2018	100%	100%
Gislövshammar	EP 472/2018	100%	100%

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Appendix 5B

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

Name of entity

Province Resources Limited

ABN

83 061 375 442

Quarter ended ("current quarter")

30 September 2021

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	(201)	(201)
(b) development	-	-
(c) production	-	-
(d) staff costs	(211)	(211)
(e) administration and corporate costs	(272)	(272)
1.3 Dividends received (see note 3)	-	-
1.4 Interest received	15	15
1.5 Interest and other costs of finance paid	-	-
1.6 Income taxes paid	-	-
1.7 Government grants and tax incentives	-	-
1.8 Other (green hydrogen project)	(103)	(103)
1.9 Net cash from / (used in) operating activities	(772)	(772)

2. Cash flows from investing activities		
2.1 Payments to acquire or for:		
(a) entities	-	-
(b) tenements	-	-
(c) property, plant and equipment	(54)	(54)
(d) exploration & evaluation	-	-
(e) investments	-	-
(f) other non-current assets	-	-

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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 (3 months) \$A'000
2.2	Proceeds from the disposal of:		
	(a) entities	-	-
	(b) tenements	-	-
	(c) property, plant and equipment	-	-
	(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	(54)	(54)
3.	Cash flows from financing activities		
3.1	Proceeds from issues of equity securities (excluding convertible debt securities)	-	-
3.2	Proceeds from issue of convertible debt securities	-	-
3.3	Proceeds from exercise of options	538	538
3.4	Transaction costs related to issues of equity securities or convertible debt securities	-	-
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	-	-
3.10	Net cash from / (used in) financing activities	538	538
4.	Net increase / (decrease) in cash and cash equivalents for the period		
4.1	Cash and cash equivalents at beginning of period	23,600	23,600
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(772)	(772)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	(54)	(54)
4.4	Net cash from / (used in) financing activities (item 3.10 above)	538	538

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 (3 months) \$A'000
4.5	Effect of movement in exchange rates on cash held	1	1
4.6	Cash and cash equivalents at end of period	23,313	23,313

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	7,022	7,307
5.2	Call deposits	16,291	16,293
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)	23,313	23,600

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	96
6.2	Aggregate amount of payments to related parties and their associates included in item 2	-

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.

Item 6.1 Directors fees & salaries.

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		
7.2 Credit standby arrangements		
7.3 Other (please specify)		
7.4 Total financing facilities		
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)	(772)
8.2 (Payments for exploration & evaluation classified as investing activities) (item 2.1(d))	-
8.3 Total relevant outgoings (item 8.1 + item 8.2)	(772)
8.4 Cash and cash equivalents at quarter end (item 4.6)	23,313
8.5 Unused finance facilities available at quarter end (item 7.5)	-
8.6 Total available funding (item 8.4 + item 8.5)	23,313
8.7 Estimated quarters of funding available (item 8.6 divided by item 8.3)	30.2
<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>	
8.8 If item 8.7 is less than 2 quarters, please provide answers to the following questions:	
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?	
Answer: n/a	
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?	
Answer: n/a	

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?

Answer: n/a

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:28 OCTOBER 2021.....

Authorised by:BY THE BOARD.....
(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.

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