

Amended December Quarter 2022 Report

The first paragraph of the quarterly activities report lodged on 27 January 2023 has been replaced with the following.

HyEnergy® PROJECT

During the quarter the Company continued to progress the long-form agreement with Total Eren, which will define the 50:50 ownership structure and the relationship between the parties and their key roles as the project moves forward. Strong progress was also made on land tenure, expanding the footprint of land subject to licences granted by the Western Australian Government. Two recent additional pastoral agreements, that will lead to further granted Section 91 licences, will increase the total project area to more than 5,600km². The licences issued under Section 91 of the Land Administration Act allow the Company to conduct feasibility studies on site.

A site verification study was completed by GHD, a global professional services company, to confirm the suitability of the downstream site for the HyEnergy® Project. This work will be used to support the prefeasibility study (PFS). The findings of the site verification study have concluded that there are no fundamental issues with the downstream site selection and has concluded that it is suitable for the intended purpose of the HyEnergy® project, comprising the downstream processing plant, product storage, loading, export, port and all supporting utilities and infrastructure. The study will be used to inform future studies and site investigations to further mature the project.

PRL has retained the services of two very experienced port and project development professionals to support ongoing activities for the marine infrastructure development. Both are operating as independent consultants. Mr Bob-Lamont Smith (formerly Aecom) has carried out preliminary port concept designs and provided assistance for planning the geophysical investigations. Mr John Schepis (formerly Worley, FFI) is providing overall technical reviews on the port development and the broader HyEnergy® development. Province Resources, is delighted to have the support of both John and Bob as they are considered to be leading professionals in their fields and add significant value to the project development activities.

Tenure

Province continues to significantly expand the footprint of the HyEnergy® Project by working closely with native title holders and pastoralists in the Gascoyne region to secure the necessary approvals from the Western Australian Government.

During the quarter, two additional pastoral stations executed agreements and associated consents for Section 91 licences under the Land Administration Act. Once the Western Australia Government issues these licences this will take the total project area to more than 5,600 square kilometres.

The scale of the area now under licence reinforces Province's leading position in relation to land access for green hydrogen developments in Western Australia.

Province has commenced discussions with the Western Australian Government to secure appropriate tenure during the development stage of the project. These discussions are currently focussed on securing tenure utilising the existing provisions of the Land Administration Act.

Data Collection

Three Sodar units that were relocated to various pastoral stations are all functioning as expected and are providing real-time wind and solar data which is allowing Province Resources to further define the resource. The sodars have been in position for approximately 4 months and data collected is consistent with the seasonal macroscale data that was used to carry out early assessments of the resource quality.

The Company is in the process of procuring two additional Metmasts, planned for installation in the first half of 2023. This will ensure sufficient data is collected to support ongoing technical work including refining the resource and assist in wind turbine selection and optimisation. Planning for heritage and geotechnical surveys for preferred mast locations is currently underway.

Ongoing data collection from the deployed instruments will assist in calibration of annual wind speed data models to allow Upstream design to mature.

The Bathymetric data obtained last year has been used to commence concept port designs for the project.

The Company is currently progressing a geophysics survey to understand the geology and geotechnical conditions for the port development. This information will be used to further refine the port design during the PFS study.

GNAMA NICKEL-COPPER PROJECT, FRASER RANGE

Work during the Quarter comprised a continuing review of results to date and planning for the next stage of exploration. Details are in the process of being finalised, but will extend to the conducting of heritage, flora and fauna surveys across the broader Gnama project area. This will in turn provide the clearance required for a follow up drilling programme in 1H 2023, along with geophysical surveys to be conducted in parallel.

SKÅNE VANADIUM PROJECT, SWEDEN

As previously announced, metallurgical testwork conducted in 1H 2022 concluded that there was no viable process option available for the Skane mineralisation delineated at the Hörby Target in the Skåne Vanadium Project. The Company will continue to look to carry out further testwork on the Hörby samples however it is likely it will have to seek new and innovative processing options which may assist in unlocking the potential of this part of the project.

The previously announced ruling of The Land and Environment Court of Appeal at Växjö District Court, that the Court had rejected appeals against the Company's approval to conduct its proposed ten-hole drilling programme at the Tomelilla Target in the Skåne Vanadium Project, provides an alternate pathway for the Company with respect to unlocking the potential of the Skåne Vanadium Project.

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 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.

CORPORATE

Cash balance and Related Party Payments

At the end of the quarter the Company had a cash balance of \$17.85 million.

The Company provides the following information pursuant to ASX Listing Rule requirements:

1. ASX Listing Rule 5.3.1: Exploration and Evaluation Expenditure spend during the quarter was \$15,000. Full details of exploration activity during the quarter are set out in this report.
2. ASX Listing Rule 5.3.2: There were no substantive mining production and development activities during the quarter.
3. ASX Listing Rule 5.3.5: Payment to related parties of the Company and their associates during the quarter as set out in Section 6.1 of the attached Appendix 5B relate to director salaries and fees in the quarter.

ESG

- Pre referral Environmental meeting held with the EPA and DWER in December 2022. Additional meeting planned for late January to confirm approach, initial findings, and survey strategy.
- Environmental referral documentation expected to be lodged in April 2023 with the EPA.
- The second round of bird and fauna surveys was conducted in November 2022, furthers surveys taking place in March 2023.
- A further three disclosures have been verified in the Province ESG Report by WEF reporting platform provider SocialSuite. Comparison report provided below.
- With the adoption of the TCFD framework in 2022, we continue to develop and align our disclosures and processes in line with the climate-related recommendations.
- Last quarter we supported the Carnarvon Chamber of Commerce with Buy Local Campaign.
- We were also able to support Matt and KT, previous contestants from Channel 7's My Kitchen Rules who provided the community a "Cooking on Country" experience, which

consisted of a taste testing stall with healthy native Australian ingredients along with initiatives to raise community members awareness about the risks of processed foods.

- Kath Ryan, Yinggarda Elder, provided our employees with a Cultural Awareness workshop. We look forward to joining Kath on Country in 2023.

Progress

- P In progress
- C Completed
- N Not applicable

Period Comparison (Period 6 vs 7)

Governance		Period 6 (Jul to Sep 2022)		Period 7 (Oct to Dec 2022)	
Code	Description	Status	Progress (A1-A5)	Status	Progress (A1-A5)
GOVERNING PURPOSE					
GO-01-C1	Setting purpose	VERIFIED	C C C C C	VERIFIED	C C C C C
QUALITY OF GOVERNING BODY					
GO-02-C1	Governance body composition	VERIFIED	C C C C C	VERIFIED	C C C C C
STAKEHOLDER ENGAGEMENT					
GO-03-C1	Material issues impacting stakeholders	VERIFIED	C C C C C	VERIFIED	C C C C C
ETHICAL BEHAVIOUR					
GO-04-C1	Anti-corruption practices	VERIFIED	C C C	VERIFIED	C C C
GO-04-C2	Mechanisms to protect ethical behaviour	VERIFIED	C C	VERIFIED	C C
RISK AND OPPORTUNITY OVERSIGHT					
GO-05-C1	Integrating risk and opportunity into business process	VERIFIED	C C C C C	VERIFIED	C C C C C
Planet		Period 6 (Jul to Sep 2022)		Period 7 (Oct to Dec 2022)	
Code	Description	Status	Progress (A1-A5)	Status	Progress (A1-A5)
CLIMATE CHANGE					
PL-01-C1	GHG emissions	REPORTED	N N C	REPORTED	C N C
PL-01-C2	TCFD implementation	REPORTED	N N C	VERIFIED	P C P
NATURE LOSS					
PL-02-C1	Land use and key biodiversity areas	REPORTED	N N N N N	VERIFIED	N N N N N
FRESHWATER AVAILABILITY					
PL-03-C1	Water consumption	REPORTED	N N N N N	VERIFIED	N N N N N
People		Period 6 (Jul to Sep 2022)		Period 7 (Oct to Dec 2022)	
Code	Description	Status	Progress (A1-A5)	Status	Progress (A1-A5)
DIGNITY AND EQUALITY					
PE-01-C1	Diversity and inclusion	VERIFIED	C C C C C	VERIFIED	C C C C C
PE-01-C2	Pay equality	VERIFIED	C C C C	VERIFIED	C C C C
PE-01-C3	Wage level	VERIFIED	C C	VERIFIED	C C
PE-01-C4	Child, forced or compulsory labour	VERIFIED	C	VERIFIED	C
HEALTH AND WELL-BEING					
PE-02-C1	Health and safety	VERIFIED	C C	VERIFIED	C C
SKILLS FOR THE FUTURE					
PE-03-C1	Training provided	VERIFIED	C C	VERIFIED	C C
Prosperity		Period 6 (Jul to Sep 2022)		Period 7 (Oct to Dec 2022)	
Code	Description	Status	Progress (A1-A5)	Status	Progress (A1-A5)
EMPLOYMENT AND WEALTH GENERATION					
PR-01-C1	Rate of employment	VERIFIED	C C	VERIFIED	C C
PR-01-C2	Economic contribution	VERIFIED	C C	VERIFIED	C C
PR-01-C3	Financial investment contribution	REPORTED	N C	REPORTED	N C
INNOVATION OF BETTER PRODUCTS AND SERVICES					
PR-02-C1	Total R&D expenses	REPORTED	C	REPORTED	C
COMMUNITY AND SOCIAL VITALITY					
PR-03-C1	Total tax paid	VERIFIED	C	VERIFIED	C

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Compliance Statement

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:

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Managing Director - CEO

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Schedule of Tenements - Australia

Name	Tenement	Ownership at beginning of quarter	Ownership at end of quarter
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 09/2514
HyEnergy Project	ELA 09/2537
HyEnergy Project	ELA 09/2756
Pascalle	ELA 45/5754

All previous applications discontinued

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%
Fågeltofta 1	EP 299/2018	100%	100%
Fågeltofta 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")

31 December 2022

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (6 months) \$A'000
1.	Cash flows from operating activities		
1.1	Receipts from customers	-	-
1.2	Payments for		
	(a) exploration & evaluation	(15)	(125)
	(b) development	-	-
	(c) production	-	-
	(d) staff costs	(340)	(772)
	(e) administration and corporate costs	(434)	(803)
1.3	Dividends received (see note 3)	-	-
1.4	Interest received	118	182
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	(384)	(1,004)
	Other – Tenement application refunds	140	140
1.9	Net cash from / (used in) operating activities	(915)	(2,382)
2.	Cash flows from investing activities		
2.1	Payments to acquire or for:		
	(a) entities	-	-
	(b) tenements	-	-
	(c) property, plant and equipment	(60)	(173)
	(d) exploration & evaluation	-	-
	(e) investments	-	-
	(f) other non-current assets (security deposit)	-	(2)

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 (6 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	(60)	(175)
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	-	50
3.4	Transaction costs related to issues of equity securities or convertible debt securities	-	(13)
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	-	37
4.	Net increase / (decrease) in cash and cash equivalents for the period		
4.1	Cash and cash equivalents at beginning of period	18,822	20,368
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(915)	(2,382)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	(60)	(175)
4.4	Net cash from / (used in) financing activities (item 3.10 above)	-	37

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 (6 months) \$A'000
4.5	Effect of movement in exchange rates on cash held	5	4
4.6	Cash and cash equivalents at end of period	17,852	17,852

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	1,518	2,488
5.2	Call deposits	16,334	16,334
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)	17,852	18,822

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	134
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)	(915)
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)	(915)
8.4 Cash and cash equivalents at quarter end (item 4.6)	17,852
8.5 Unused finance facilities available at quarter end (item 7.5)	-
8.6 Total available funding (item 8.4 + item 8.5)	17,852
8.7 Estimated quarters of funding available (item 8.6 divided by item 8.3)	19.51
<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:27 JANUARY 2023.....

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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