

ASX Announcement  
Date: **31-Jul-18**

<p>Company Name: <b>Rafaella Resources Limited</b></p> <p>ABN: <b>49 623 130 987</b></p> <p>Business &amp; Registered Office: <b>Level 11, 216 St Georges Terrace, Perth WA 6000</b></p> <p>Postal Address: <b>GPO Box 2517, Perth WA 6831</b></p> <p>Website: <b><a href="http://www.rafaellaresources.com.au">www.rafaellaresources.com.au</a></b></p> <p>E-mail: <b><a href="mailto:info@rafaellaresources.com.au">info@rafaellaresources.com.au</a></b></p> <p>Phone: <b>+61 9481 0389</b></p> <p>Fax: <b>+61 9463 6103</b></p> <p>ASX Code: <b>RFR</b></p> <p>Board of Directors: <b>Graham Durtanovich Ashley Hood Peter Hatfull</b></p> <p>Company Secretary: <b>Amanda Wilton-Heald</b></p>	<p><b>Rafaella Completes IPO and Key Acquisitions in June Quarter</b></p> <p><b>HIGHLIGHTS</b></p> <ul style="list-style-type: none"> <li>• <b>Raised \$5m in successfully completed IPO</b></li> <li>• <b>Lead manager for the raise was Everblu Capital</b></li> <li>• <b>Completed acquisition of Overland BC comprising McCleery Project</b></li> <li>• <b>Completed acquisition of tenements comprising Sandstone Project</b></li> </ul> <hr/> <p>Junior exploration company Rafaella Resources Limited (<b>Rafaella or the Company</b>) is pleased to provide its overview of activities for the three-month period ended June 30 2018.</p> <p>On 1 June 2018, the Company lodged the second replacement Prospectus to raise \$5 million via the offer or 25 million shares at \$0.20. The shares pursuant to the Prospectus were issued subsequent to quarter end, on 18 July 2018. The lead manager for the raise was Everblu Capital.</p> <p>On 10 January 2018, the Company entered into a binding heads of agreement with Topdrill Pty Ltd pursuant to which the Company agreed to purchase a 100% interest in exploration licences E53/1920 and E57/1055. The acquisition was settled subsequent to quarter end, on 18 July 2018, including the issue of 300,000 shares and \$40,000 cash payment to Topdrill Pty Ltd.</p> <p>On 17 January 2018, the Company entered into a binding heads of agreement with Overland Resources Limited (now Renegade Exploration Limited) pursuant to which the Company agreed to purchase 100% of the fully paid ordinary shares in the capital of Overland Resources BC (a company incorporated in British Columbia, Canada). The acquisition was settled subsequent to quarter end, on 18 July 2018, including the issue of 500,000 shares.</p> <p>Post the quarter, the Company was also admitted to the Official List of ASX, with quotation commencing on 26 July 2018.</p> <p><b>Rafaella Resources Managing Director Ashley Hood:</b> “We are very pleased with the progress we made in this quarter. Successfully completing the IPO and the two acquisitions were major milestones for the Company. Rafaella’s experienced team is looking forward to utilising its skills in mineral exploration, project development and corporate finance to carry out projects in a cost-effective and efficient manner.”</p>
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### **About Rafaella Resources**

Rafaella is a junior exploration company with the conditional right to acquire the McCleery Project, a mineral exploration project in Yukon Territory, Canada and a 100% interest in the Sandstone Project, a mineral exploration project in Western Australia. Rafaella was established with the purpose of exploring and developing gold, cobalt, copper and other mineral opportunities.

## Appendix 5B

### Mining exploration entity and oil and gas exploration entity quarterly report

Introduced 01/07/96 Origin Appendix 8 Amended 01/07/97, 01/07/98, 30/09/01, 01/06/10, 17/12/10, 01/05/13, 01/09/16

**Name of entity**

Rafaella Resources Limited

**ABN**

49 623 130 987

**Quarter ended ("current quarter")**

30 June 2018

<b>Consolidated statement of cash flows</b>	<b>Current quarter \$A'000</b>	<b>Year to date (12 months) \$A'000</b>
<b>1. Cash flows from operating activities</b>		
1.1 Receipts from customers	-	-
1.2 Payments for		
(a) exploration & evaluation	(62)	(84)
(b) development	-	-
(c) production	-	-
(d) staff costs	-	-
(e) administration and corporate costs	(30)	(256)
1.3 Dividends received (see note 3)	-	-
1.4 Interest received	-	-
1.5 Interest and other costs of finance paid	-	-
1.6 Income taxes paid	-	-
1.7 Research and development refunds	-	-
1.8 Other	-	-
<b>1.9 Net cash from / (used in) operating activities</b>	<b>(92)</b>	<b>(340)</b>
<b>2. Cash flows from investing activities</b>		
2.1 Payments to acquire:		
(a) property, plant and equipment	-	-
(b) tenements (see item 10)	-	-
(c) investments	-	-

Consolidated statement of cash flows	Current quarter \$A'000	Year to date (12 months) \$A'000
(d) other non-current assets	-	-
2.2 Proceeds from the disposal of:		
(a) property, plant and equipment	-	-
(b) tenements (see item 10)	-	-
(c) investments	-	-
(d) 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)	-	-
<b>2.6 Net cash from / (used in) investing activities</b>	<b>-</b>	<b>-</b>

<b>3. Cash flows from financing activities</b>		
3.1 Proceeds from issues of shares	-	634
3.2 Proceeds from issue of convertible notes	-	-
3.3 Proceeds from exercise of share options	-	-
3.4 Transaction costs related to issues of shares, convertible notes or options	(31)	(84)
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 (proceeds from shares pending allotment)	4,926	4,926
<b>3.10 Net cash from / (used in) financing activities</b>	<b>4,895</b>	<b>5,476</b>

<b>4. Net increase / (decrease) in cash and cash equivalents for the period</b>		
4.1 Cash and cash equivalents at beginning of period	333	-
4.2 Net cash from / (used in) operating activities (item 1.9 above)	(92)	(340)
4.3 Net cash from / (used in) investing activities (item 2.6 above)	-	-
4.4 Net cash from / (used in) financing activities (item 3.10 above)	4,895	5,476

## Mining exploration entity and oil and gas exploration entity quarterly 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	-	-
<b>4.6</b>	<b>Cash and cash equivalents at end of period</b>	<b>5,136*</b>	<b>5,136</b>

\*of which \$4.926m is restricted cash related to the IPO capital raising received up to 30 June 2018 which shares were yet to be allotted as of 30 June 2018.

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	210	333
5.2	Call deposits	-	-
5.3	Bank overdrafts	-	-
5.4	Other (restricted cash)	4,926	-
<b>5.5</b>	<b>Cash and cash equivalents at end of quarter (should equal item 4.6 above)</b>	<b>5,136</b>	<b>333</b>

**6. Payments to directors of the entity and their associates**

- 6.1 Aggregate amount of payments to these parties included in item 1.2
- 6.2 Aggregate amount of cash flow from loans to these parties included in item 2.3

Current quarter  
\$A'000

-

-

- 6.3 Include below any explanation necessary to understand the transactions included in items 6.1 and 6.2

N/A

**7. Payments to related entities of the entity and their associates**

- 7.1 Aggregate amount of payments to these parties included in item 1.2
- 7.2 Aggregate amount of cash flow from loans to these parties included in item 2.3

Current quarter  
\$A'000

-

-

- 7.3 Include below any explanation necessary to understand the transactions included in items 7.1 and 7.2

N/A

## Mining exploration entity and oil and gas exploration entity quarterly report

<b>8. Financing facilities available</b>	<b>Total facility amount at quarter end \$A'000</b>	<b>Amount drawn at quarter end \$A'000</b>
<i>Add notes as necessary for an understanding of the position</i>		
8.1 Loan facilities	-	-
8.2 Credit standby arrangements	-	-
8.3 Other (please specify)	-	-
8.4 Include below a description of each facility above, including the lender, interest rate and whether it is secured or unsecured. If any additional facilities have been entered into or are proposed to be entered into after quarter end, include details of those facilities as well.		
N/A		

<b>9. Estimated cash outflows for next quarter</b>	<b>\$A'000</b>
9.1 Exploration and evaluation	(350)
9.2 Development	-
9.3 Production	-
9.4 Staff costs	(70)
9.5 Administration and corporate costs	(180)
9.6 Other (expenses of IPO)	(309)
<b>9.7 Total estimated cash outflows</b>	<b>(909)</b>

<b>10. Changes in tenements (items 2.1(b) and 2.2(b) above)</b>	<b>Tenement reference and location</b>	<b>Nature of interest</b>	<b>Interest at beginning of quarter</b>	<b>Interest at end of quarter</b>
10.1 Interests in mining tenements and petroleum tenements lapsed, relinquished or reduced				
10.2 Interests in mining tenements and petroleum tenements acquired or increased		Refer to Activities Report		

**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.

Sign here: Ashley Hood  
(Director)

Date: 31 July 2018

Print name: Ashley Hood

**Notes**

1. The quarterly report provides a basis for informing the market how the entity's activities have been financed for the past quarter and the effect on its cash position. An entity that wishes to disclose additional information is encouraged to do so, in a note or notes included in or attached to this report.
2. If this quarterly 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 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.