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## QUARTERLY ACTIVITIES REPORT for the period ending 30 June 2020

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### Highlights

#### OPERATIONS

##### *Yarara Gold Project, NSW*

- Latin Resources signs binding agreement for 75% interest in Yarara Gold Project, Lachlan Fold Belt, NSW
- The project covers 50km strike of the Yarara Shear Zone which contains 20 dormant historic high-grade gold mines and numerous gold workings
- Numerous metallic mineral occurrences recorded on the tenement block
- Limited modern exploration undertaken in the past 40 years
- Lachlan Fold Belt is a well-established mineral province hosting several world class mining operations such as Cadia, North Parkes, Tomingley, Cowal and Peak Hill gold mines
- Latin Resources planning pre-drilling exploration activities including acquiring high resolution geophysics for data compilation and interpretation
- This will lead to target definition and drill testing in the next 3-6 months.

##### *Argentinian lithium projects*

- JV Agreement signed with major Argentinian investment company Integra to explore, develop and earn 50% of Latin's Catamarca lithium pegmatite projects
- Integra to spend up to US\$1 million (A\$1.4M) on exploration, aiming to deliver a maiden JORC resource
- Integra has an option to become Latin's largest corporate shareholder through an equity investment to take a 10% holding

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#### CORPORATE

- Placement and Share Purchase Plan completed, raising a total of approximately \$842K (before costs)
- Funds to enable Latin's initial exploration at Yarara gold project
- Latin's Annual General Meeting to be held in Perth on 31 July 2020.

## OPERATIONS

### Yarara Gold Project, NSW

In June, Latin announced it had signed a binding farm-in terms sheet (“Terms Sheet”) with Mining and Energy Group Pty Ltd (“MEG”) to earn up to a 75% interest in a gold project (“Yarara”), situated within the highly prospective Lachlan Fold gold belt of NSW.

The Lachlan Fold Belt hosts many significant mineral projects including Junee, Boda, Woodlawn, Cadia Ridgeway, McPhillamys, Hill End, Copper Hill, Cowal, Commonwealth, Tomingley and North Parkes, and is currently experiencing significant renewed interest following a number of exploration successes over recent months.

There are three principle areas of interest to the Company within the Yarara Project:

- 1) Yarara Reefs (North):** The Yarara area hosts structurally located gold mineralisation in sediments. A major shear zone provides the focus for mineralisation.
- 2) Carboona (Centre):** At Carboona, known mineralisation includes a wide variety of metals, including lead, tin, tungsten, gold and silver which are spatially related to granite contact or to a major shear zone; and
- 3) Ournie (South):** The Ournie goldfield contains historical workings for gold and silver hosted in granite.

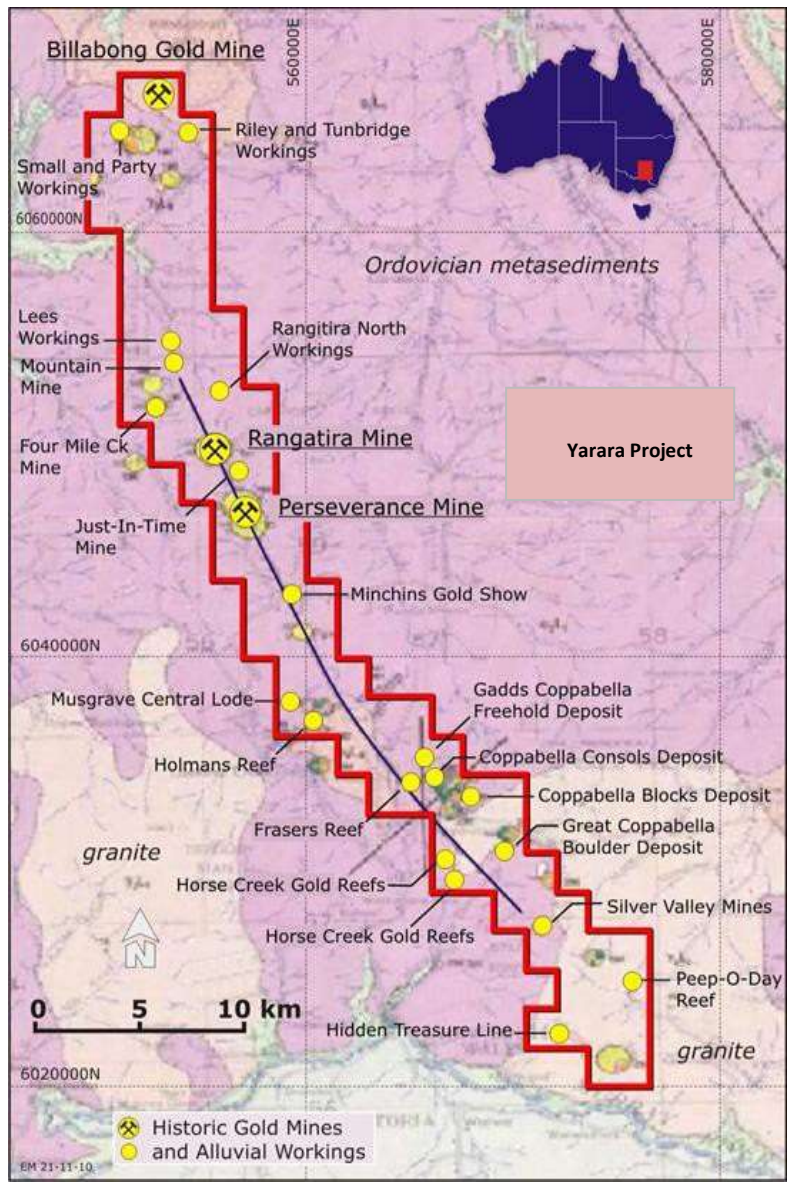
The Yarara Shear Zone was mined from 1877 to the 1930s and the production mostly came from four mines in the northern part of the Shear Zone (i.e. Rangatira, Just-in-Time and Perseverance) and very high-grade sheeted gold mined in the southern Ournie area (i.e. Peep-O-Day, Discovery and Hidden Treasure). This gold was generally hosted in quartz veins with pyrite in chlorite-graphite shear zones and micro-shear zones in the metasedimentary host rocks. The gold has a high fineness and is associated with quartz and sulphides.

This is possibly analogous to the Bethanga gold workings in Victoria where the workings were taken to over 200 metres in mine development.

Historical records show an average ROM grade of more than an ounce per tonne (to a depth of less than 70m).

Mine	Max working DEPTH	Production Dates	Average Grade	Output (Oz Au)
Rangatira	45m	1877,1905,1935	60 g/t	781
Just in Time	24m	1876,1905,1935	30 g/t	22,515
Perseverance	66m	1875-81, 1905-10 1935-37	45 g/t	2,540
Four Mile Creek & Mountaineer	50m	1870's 1902-06 1935	45 g/t	Unknown
<b>TOTAL</b>			16-37 g/t	26,036

**Table 1:** Data taken from the Wagga Wagga 1:250,000 Metallogenic Map – Mine data and Metallogenic Study (Mine No. 195-200), Geological Survey of New South Wales 1982 as published in the JC Downes Report, October 2003. The information presented in the above table is open to the public via the Geological Survey of New South Wales, Mine data and Metallogenic Study (Mine No. 195-200) and this information is to be used to assist the company in its exploration efforts over the Yarara Gold Project. <https://search.geoscience.nsw.gov.au/report/R00055625>



**Figure 1** – EL8958 Exploration License tenement showing historical mines

The Carboona fluorite-silver-lead mine (also known as Coppabella) was mined by then BHP from 1905 to 1925 and produced a mine product of fluorite. Drill testing by BHP encountered disseminated mineralisation that was not assayed. There has been no exploration of the area since that time.

There has been very little exploration of this area in the past 40 years, with limited drilling undertaken in 1956 and 1969 at the Carboona mine and more recently some drilling undertaken at the Rangatira gold mine in 1980/81. More recent exploration activity has been limited with no meaningful comprehensive programs undertaken.

Latin Resources intends on carrying out pre-drilling exploration activities that would initially involve the acquisition of high-resolution geophysics, in particular low level closely spaced TEM type of surveys method in conjunction with detailed data compilation and interpretation followed by structural control studies/interpretations leading to drilling target definition. This approach will enable the prioritisation of high value targets and initial reconnaissance drill testing to be completed within 3-6 months.

## Farm-In Terms Sheet Details

Latin Resources has the right to acquire up to a 75% interest ("Joint Venture Interest") in EL 8958 (comprising the Yarra Project) ("Tenement") from MEG and is subject to the satisfaction of the Conditions Precedent (as defined below) and LRS meeting the obligations as follows:

- Within 10 days of execution of the Terms Sheet, LRS shall pay a non-refundable deposit of \$30,000 to MEG and MEG will provide LRS with all mining information in its possession.
  - Stage 1: Within 14 days of the date of satisfaction of the Conditions ("Commencement Date"), LRS may earn a 20% Joint Venture Interest by:
    - o issuing to MEG or its nominee 40,000,000 LRS Shares at a deemed issue price of the lesser of \$0.003 per share or equal to the price at which LRS issues shares only in the next placement that occurs after the date of the Terms Sheet, with such LRS Shares received by MEG to be voluntarily escrowed for 6 months from the date of issue by LRS;
    - o paying MEG \$20,000 cash and issuing to MEG or its nominee that number of LRS Shares calculated by dividing \$130,000 by the lower of \$0.003 and the 30 day VWAP of LRS Shares prior to the grant of the Drilling Permits, such payment and issue to be made upon grant of drill permits for the first phase of drilling on the Tenement.
  - Stage 2: LRS will have the right, but not the obligation, to earn an additional 20% Joint Venture Interest (to have a total 40% Joint Venture Interest) by undertaking approved "on the ground" exploration activities totalling no less than \$250,000, including responsibility for environmental bonds, within 18 months of the Commencement Date.
  - Stage 3: LRS will have the right, but not the obligation, to earn an additional 10% Joint Venture Interest (to have a total 50% Joint Venture Interest) by acquiring and analysing high quality airborne VTEM data of no less than 2,500 line km within 24 months of the Commencement Date.
  - Stage 4: LRS will have the right, but not the obligation, to earn an additional 10% Joint Venture Interest (to have a total 60% Joint Venture Interest) by drilling no less than 2,500m of a mix of RAB, RC and/or diamond drilling within 36 months of the Commencement Date.
  - Stage 5: LRS will have the right, but not the obligation, to earn an additional 15% Joint Venture Interest (to have a total 75% Joint Venture Interest) by drilling no less than 10,000m of a mix of RAB, RC and/or diamond drilling (but including a minimum of 2,500m of diamond drilling) within 36 months of the Commencement Date.
  - Commencement of the farm-in is conditional on the following conditions precedent ("Conditions Precedent"):
    - o the parties obtaining all necessary regulatory, shareholder and third-party approvals, consents or waivers that are required to give effect to the terms of the Terms Sheet (including in relation to the Stage 1 consideration at the Company's next AGM); and
    - o there being no event occurring prior to the date of satisfaction of the Condition Precedent above which materially and adversely affects the Tenement and/or MEG.
- The Conditions Precedent are for the benefit of both parties and may only be waived by both parties in writing.
- While LRS is sole funding exploration expenditure on the Tenement, LRS shall be responsible for all Tenement rental costs (including for the full current tenement year, to be reimbursed to MEG upon the Commencement Date), preparing tenement reporting, rehabilitation bonding and rehabilitation

works (including replacement of existing environmental bonds within 7 days of commencement date) and shall indemnify MEG against any liability arising as a result of LRS' activities on the Tenement. All mining information obtained will form part of the joint venture property and will therefore be the property of MEG and LRS.

- Upon the earlier of LRS ceasing to sole fund exploration and LRS completing the Stage 5 Joint Venture Interest, LRS and MEG shall form an unincorporated joint venture on standard industry terms.

The Terms Sheet may be terminated upon the Conditions Precedent not being satisfied or waived within 45 days of execution of the Terms Sheet (unless extended by the parties) and may be replaced by a more formal, full-form, farm-in agreement based on the terms of the Terms Sheet.

MEG is not a related party of the Company.

### ***Joint Venture Agreement on Argentinian Lithium Projects***

In June, Latin announced it had signed a transformational joint venture agreement on the Company's Catamarca lithium pegmatite projects with Argentinian investment group Integra Capital S.A. ("Integra").

The agreement underpins the strategic approach by Latin in identifying, acquiring and advancing large-scale land positions of highly prospective mineral projects to attract joint venture partners. The signing of the binding Joint Venture agreement comes after an extensive and thorough negotiations on Latin's concessions which encompass more than 70,000 hectares in the province of Catamarca in Argentina.

Integra is an investment company that has a diversified portfolio in more than ten countries. Founded in 1995, Integra has developed projects and ventures with private institutions and investors for more than \$16.5 billion in financing and investment projects. Integra is one of Argentina's largest lithium explorers and holds more than 400,000 hectares of lithium brines projects in Jujuy and Catamarca provinces. The firm has developed a portfolio of assets in oil exploration and production, natural gas distribution, electricity generation and distribution. The company also has investments in uranium and copper. Integra provides services such as mergers and acquisitions, financial structuring, IPOs, due diligence procedures, debt and company restructuring.

Integra will spend up to US\$1 million (A\$1.4 million) under a Joint Venture ("JV") which will underpin an aggressive exploration program on the Catamarca concessions, with the initial aim of delivering a maiden JORC resource. Following the release of a maiden JORC resource on the projects, the joint venture focus will turn to project development, including feasibility, engineering and metallurgy studies to produce a lithium spodumene concentrate.

Latin has already developed a high-level scoping study with consulting engineers Primero Group for the Argentinian lithium assets.

Under the JV, Latin will be free-carried through initial exploration with financing for the construction of the processing plant to be in line with percentage ownership between Integra and Latin of the project partnership at the time of the Final Investment Decision.

Integra has an option on completion of its due diligence to take a 10% stake in Latin and become the Company's largest corporate shareholder.

Integra was attracted to Latin's highly prospective and large-scale lithium tenement portfolio in Argentina, as well the Company's renowned 10-year operational experience in Latin America. Integra is not a related party of the company.

Under the Joint-Venture partnership, Integra will be the operating partner, but will leverage with Latin's exploration team in Argentina.

Key terms:

- Contribution of up to US\$1,000,000 ("Expenditure Commitment") valued at the average between the seller and buyer exchange rate of the Banco Nación Argentina from the closing of business of the business day previous to that of the execution of the Formal Documentation over a three-year period to fund exploration, feasibility analysis and related works to explore, investigate and develop the Catamarca Project Assets.
- The Expenditure Commitment shall be contributed in cash directly to the NewCo or through the direct payment of any expenditures related to the works, as may be so agreed under the abovementioned budget and working plan.
- Latin Resources Limited shall transfer all the Catamarca Project Assets to a new Company ("NewCo") to be incorporated in Argentina.
- NewCo shall constitute a corporate joint venture between Integra and Latin Resources Limited to hold, explore, develop and mine the Catamarca Project Assets following the completion of the 30-day Exclusivity Period and satisfaction of the Due Diligence Condition at which point the Project JV shall commence.
- The exploration works will be carried out by Integra with the assistance of the Latin exploration team as per agreed among the Parties in accordance to the exploration budget. o Upon completion of the transfer of the Project Assets to NewCo, and registration thereof at the applicable registry of mining rights, Integra will subscribe shares of NewCo in exchange for subscription consideration of the contribution of up to US\$1,000,000.
- The Expenditure Commitment shall be disbursed according to the financial needs of NewCo to achieve its agreed exploration programs. Integra will be issued shares in NewCo of up to 50% based on the full US\$1,000,000 being required by NewCo and invested by Integra. If NewCo does not require the full US\$1,000,000, the percentage interest of Integra in NewCo shall be reduced accordingly. By way of example, if Integra were to contribute with US\$500,000, such a contribution would represent 25% of the capital stock and voting power in NewCo.
- After completion of works up to the value of the Expenditure Commitment by Integra, each party will be then responsible for their portion of expenditure required for further funding for exploration, feasibility analysis and related works to explore investigate and develop the Project Assets.
- Within seven days of the completion of the Due Diligence Period, Integra or any of its Affiliates will have the option ("Option") to take a placement of up to 10% of the issued capital of Latin at an issue price equivalent to the lower of:
  - (i) A\$0.005 per share; or
  - (ii) (ii) the volume - weighted average market price of the shares of Latin in the last 10 calendar days, immediately preceding the date of the Placement (completion of DD period). The maximum number of shares that may be issued is 40,926,533. As part of

the Placement, Latin must also issue Integra one free attached listed option for every one share issued (exercisable at AU\$ [\$0.012] on or before 31 December 2022).

Entry into the joint venture by Latin does not require any regulatory or shareholder approvals. However, if Integra exercises its rights under the Option outlined above, the issue of shares and options to Integra will be subject to the receipt of prior shareholder approval in general meeting.

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## **CORPORATE**

### ***Capital Raising***

#### ***Placement***

During the quarter, the Company completed a share placement to professional and sophisticated investors (“Placement”) and also plans on launching a share purchase plan to eligible shareholders of the Company (“SPP”) to raise capital for exploration, project development, working and other capital requirements.

The Placement raised \$215,200 (before costs) through placing 53,800,000 shares in LRS (“Shares”) at an issue price of \$0.004 per Share, with 1 free attaching listed options (LRSOC) for every 1 Share subscribed for and issued, with an expiry date 31 December 2022 and \$0.012 exercise price (“Listed Option”). The Listed Options will be issued subject to shareholder approval. The Placement was made without a prospectus or other disclosure document using the Company’s existing placement capacity under ASX Listing Rule 7.1.

#### ***Share Purchase Plan***

Latin also completed a Share Purchase Plan (SPP), offering eligible shareholders on the Record Date the lowest price per Share permitted by the ASX Listing Rules, being \$0.005 (i.e. 80% of the 5-day VWAP of traded Shares immediately prior to the 25 June announcement) (SPP Share), together with one (1) free attaching Listed Option for every one (1) Share issued under the SPP (SPP Option) (the SPP Offer).

The SPP Offer allowed Eligible Shareholders to subscribe for up to \$15,000 worth of SPP Shares together with the equivalent number of free attaching SPP Options (Entitlement). A prospectus in relation to the SPP Offer was lodged by Latin with ASIC and ASX on 30 June 2020.

The Offer closed on 14 July 2020 and was heavily oversubscribed with the Company receiving applications for a total of 230,160,000 shares raising a total of \$1,150,800. Accordingly, the Company completed a scale back of applications equally on a pro-rata basis. The 125,458,494 SPP Shares were issued on 17 July 2020. The directors of Latin thanked participating shareholders for their ongoing support.

### ***Annual General Meeting***

The Annual General Meeting of Shareholders of Latin Resources will be held at the Company’s at West Leederville, Perth, WA on 31 July 2020 at 11.00 am (AWST).

The Board will hold a physical meeting with the appropriate social gathering and physical distancing measures in place to comply with the Federal Government’s and State Government’s current restrictions for physical gatherings.

A copy of the Notice of Meeting is available at <https://www.latinresources.com.au/asx-announcements>



Circumstances relating to COVID-19 are changing rapidly. The Company will update shareholders if changing circumstances will impact planning or the arrangements for the meeting by way an ASX announcement and also at [www.latinresources.com.au](http://www.latinresources.com.au).

<b><u>About Latin Resources</u></b>	<b><u>Corporate Summary</u></b>
<p><i>Latin Resources Limited (ASX: LRS) is an Australian-based mineral exploration company with several mineral resource projects in Latin America and Australia. The Australian projects include the Yarara gold project in the NSW Lachlan Fold belt, Noombenberry Halloysite Project near Merredin, WA, and the Big Grey Project in the Paterson region, WA.</i></p> <p><i>The company is also actively progressing its Copper Porphyry MT03 project in the Ilo region with its joint venture partner First Quantum Minerals Ltd. The Company recently signed a JV agreement with the Argentinian company Integra Capital to fund the next phase of exploration on its lithium pegmatite projects in Catamarca, Argentina.</i></p> <p>Email: <a href="mailto:info@latinresources.com.au">info@latinresources.com.au</a>            Website: <a href="http://www.latinresources.com.au">www.latinresources.com.au</a></p>	<p><b>ASX</b> <span style="float: right;"><b>LRS</b></span></p> <p>At July 2020</p> <p><b>Shares Issued:</b></p> <p>- Quoted <span style="float: right;"><b>636.5 M*</b></span></p> <p>- Unquoted Loan Funded Shares <span style="float: right;"><b>4.0 M</b></span></p> <p><b>Options Issued:</b></p> <p>- Listed <span style="float: right;"><b>205 M</b></span>            - Unlisted <span style="float: right;"><b>14.6</b></span></p> <p><b>Convertible Securities (Lind)</b> <span style="float: right;"><b>2</b></span></p> <p><b>Rights Issued:</b> <span style="float: right;"><b>Nil</b></span></p>

#### **Enquiries**

Chris Gale  
 Managing Director  
 Latin Resources Limited  
 +61 8 6117 4798

Peter Taylor  
 Investor Relations  
 NWR Communications  
 +61 412 036 231

#### **Competent Person Statement**

*The information in this announcement that relates to Mineral Resource estimates, Exploration Results and general project comments is based on information compiled by Nicholas Revell, a Competent Person who is a Member of The Australian Institute of Geoscientists. Mr. Revell is a geologist consultant to Latin Resources. Mr. Revell has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking 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'. Mr. Revell consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.*



## APPENDIX 1

The following table sets out the tenement information reported on a consolidated basis as required by ASX Listing Rule 5.3.3.

### Mining tenements held at the end of the Quarter and their location

Project Name	Location	Tenement Licences	Interest held by Group
<b>PERU</b>			
AUXILIADORA II	Peru	01-00586-07	100%
GIANDERI XXXIII	Peru	01-01560-06	100%
MACARENA XXII	Peru	01-00588-07	100%
SAN FRANCISCO XXIII	Peru	63-00026-10	100%
SANTA XIX	Peru	01.00590-07	100%
SANTA XVIII	Peru	63-00041-09	100%
SANTA XX	Peru	63-00042-09	100%
SANTA XXIII	Peru	01-00595-07	100%
BLACKBURN 10	Peru	01-02897-12	100%
BLACKBURN 12	Peru	01-02899-12	100%
BLACKBURN 13	Peru	01-03176-12	100%
BLACKBURN 15	Peru	01-03179-12	100%
BLACKBURN 7	Peru	01-02850-12	100%
BLACKBURN 8	Peru	01-02895-12	100%
BLACKBURN 9	Peru	01-02896-12	100%
LOS CONCHALES	Peru	01-02590-12	100%
MATHEW 2	Peru	01.01635-11	100%
LATIN ILO ESTE I <sup>1</sup>	Peru	01-05005-08	40.19%
LATIN ILO ESTE II <sup>1</sup>	Peru	01-05003-08	40.19%
LATIN ILO ESTE III <sup>1</sup>	Peru	01-05001-08	40.19%
LATIN ILO ESTE IV <sup>1</sup>	Peru	01-05007-08	40.19%
LATIN ILO ESTE IX <sup>1</sup>	Peru	01-01952-14	40.19%
LATIN ILO ESTE V <sup>1</sup>	Peru	01.05008-08	40.19%
LATIN ILO ESTE VI <sup>1</sup>	Peru	01-05009-08	40.19%
LATIN ILO ESTE VII <sup>1</sup>	Peru	01-00335-10	40.19%
LATIN ILO NORTE 3 <sup>1</sup>	Peru	01-00830-09	40.19%
LATIN ILO NORTE 4 <sup>1</sup>	Peru	01-00831-09	40.19%
LATIN ILO NORTE 5 <sup>1</sup>	Peru	01-02510-09	40.19%
LATIN ILO NORTE 6 <sup>1</sup>	Peru	01-02511-09	40.19%
BRIDGETTE 1 <sup>1</sup>	Peru	01-01844-11	40.19%
ESSENDON 10 <sup>1</sup>	Peru	01-02249-10	40.19%
ESSENDON 14 <sup>1</sup>	Peru	01-01824-11	40.19%
ESSENDON 21 <sup>1</sup>	Peru	01-01841-11	40.19%
ESSENDON 26 <sup>1</sup>	Peru	01-01849-11	40.19%
ESSENDON 4 <sup>1</sup>	Peru	01-01897-10	40.19%
ESSENDON 5 <sup>1</sup>	Peru	01-01898-10	40.19%
ESSENDON 6 <sup>1</sup>	Peru	01-01899-10	40.19%
ESSENDON 7 <sup>1</sup>	Peru	01-02246-10	40.19%
ESSENDON 8 <sup>1</sup>	Peru	01-02247-10	40.19%
ESSENDON 9 <sup>1</sup>	Peru	01-02248-10	40.19%
LATIN ILO NORTE 7 <sup>1</sup>	Peru	01-02512-09	40.19%
LATIN ILO NORTE 8 <sup>1</sup>	Peru	01-02513-09	40.19%
MADDISON 1 <sup>1</sup>	Peru	01-01845-11	40.19%
RYAN 1 <sup>1</sup>	Peru	01-01843-11	40.19%
DOCKERS 1 <sup>2</sup>	Peru	01-01865-11	100%
DOCKERS 2 <sup>2</sup>	Peru	01-01866-11	100%

Project Name	Location	Tenement Licences	Interest held by Group
DOCKERS 3 <sup>2</sup>	Peru	01-01867-11	100%
DOCKERS 4 <sup>2</sup>	Peru	01-01868-11	100%
FREMANTLE 7	Peru	01-02068-10	100%
FLEMANTLE 16 <sup>1</sup>	Peru	01-02431-10	40.19%
FREMANTLE 1 <sup>1</sup>	Peru	01-02062-10	40.19%
FREMANTLE 10 <sup>1</sup>	Peru	01-02425-10	40.19%
FREMANTLE 11 <sup>1</sup>	Peru	01-02426-10	40.19%
FREMANTLE 14 <sup>1</sup>	Peru	01-02429-10	40.19%
FREMANTLE 18 <sup>1</sup>	Peru	01-02433-10	40.19%
FREMANTLE 2 <sup>1</sup>	Peru	01-02063-10	40.19%
FREMANTLE 22 <sup>1</sup>	Peru	01-01831-11	40.19%
FREMANTLE 29 <sup>1</sup>	Peru	01-01838-11	40.19%
FREMANTLE 3 <sup>1</sup>	Peru	01-02064-10	40.19%
FREMANTLE 4 <sup>1</sup>	Peru	01-02065-10	40.19%
FREMANTLE 5 <sup>1</sup>	Peru	01-02066-10	40.19%
FREMANTLE 8 <sup>1</sup>	Peru	01-02250-10	40.19%
FREMANTLE 9 <sup>1</sup>	Peru	01-02424-10	40.19%
KELLY 00 <sup>1</sup>	Peru	01-01840-11	40.19%
KELLY 01 <sup>1</sup>	Peru	01-04977-11	40.19%
LATIN ILO SUR F <sup>1</sup>	Peru	01-02824-09	40.19%
LATIN MORRITO 1 <sup>2</sup>	Peru	01-02827-09	100%
LATIN MORRITO 2 <sup>2</sup>	Peru	01-02828-09	100%
VANDALS 1 <sup>2</sup>	Peru	01-02437-10	100%
VANDALS 2 <sup>2</sup>	Peru	01-02438-10	100%
<b>ARGENTINA - Catamarca</b>			
LATINA 1	Argentina	1/18	100%
LATINA 2	Argentina	3/18	100%
LATINA 3	Argentina	5/18	100%
LATINA 4	Argentina	6/18	100%
LATINA 5	Argentina	4/18	100%
LATINA 6	Argentina	2/18	100%
LATINA 7	Argentina	13/18	100%
LATINA 8	Argentina	14/18	100%
LATINA 9	Argentina	12/18	100%
LATINA 10	Argentina	11/18	100%
LATINA 11	Argentina	10/18	100%
LATINA 12	Argentina	9/18	100%
LATINA 13	Argentina	8/18	100%
LATINA 14	Argentina	7/18	100%
LATINA 15	Argentina	163/18	100%
LATINA 16	Argentina	207/18	100%
LATINA 17	Argentina	208/18	100%
LATINA 18	Argentina	209/18	100%
LATINA 19	Argentina	210/18	100%
LATINA 20	Argentina	211/18	100%
LATINA 21	Argentina	212/18	100%
LATINA 22	Argentina	213/18	100%
<b>ARGENTINA - San Luis</b>			
PORTEZUELO	Argentina	65-C-2016	100%
ESTANZUELA	Argentina	64-C-2016	100%
LA META	Argentina	63-C-2016	100%
TILISARAO	Argentina	66-C-2016	100%
BAJO DE VELIZ	Argentina	76-C-2016	100%
DE GEMINIS	Argentina	84-C-2016	100%
MARIA DEL HUERTO	Argentina	85-C-2016	100%

Project Name	Location	Tenement Licences	Interest held by Group
MARIA DEL HUERTO	Argentina	134-Q-1936	100%
ESTANZUELA SUR	Argentina	64-R-2017	100%
LOS MEMBRILLOS	Argentina	65-R-2017	100%
QUINES SUR	Argentina	66-R-2017	100%
PASO GRANDE NORTE	Argentina	67-R-2017	100%
SOLITARIO	Argentina	68-R-2017	100%
TRAPICHE NORTE	Argentina	69-R-2017	100%
ESTANZUELA NORTE	Argentina	70-R-2017	100%
QUINES	Argentina	71-R-2017	100%
LA TOMA NORTE	Argentina	72-R-2017	100%
QUINES ESTE	Argentina	72-R-2017	100%
PASO GRANDE SUR	Argentina	1-R-2018	100%
TRAPICHE SUR	Argentina	2-R-2018	100%
LA TOMA SUR	Argentina	3-R-2018	100%
<b>AUSTRALIA</b>			
NOOMBENBERRY	Western Australia	E77/2622	100%
NOOMBENBERRY	Western Australia	E77/2624	100%
BIG GREY	Western Australia	E45/5246	100%

<sup>1</sup> Indirect interest via 40.19% shareholding in Westminster Resources Ltd

<sup>2</sup> Acquisition is pursuant to an option agreement.

**1. The mining tenement interests acquired during the quarter and their location**

Not applicable.

**2. Beneficial percentage interests held in farm-in or farm-out agreements at the end of the quarter**

Not applicable.

**3. Beneficial percentage interests in farm-in or farm-out agreements acquired or disposed of during the quarter**

Not applicable.

The following table sets out the information as required by ASX Listing Rule 5.3.5 regarding payments to related parties of the entity and their associates:

Related Party	Amount	Description
Directors	\$28,000	Periodical fees paid to Directors and/or Director related entities

## Appendix 5B

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

Name of entity

LATIN RESOURCES LIMITED

ABN

81 131 405 144

Quarter ended ("current quarter")

30 June 2020

Consolidated statement of cash flows	Current quarter \$A'000	Year to date (6 months) \$A'000
<b>1. Cash flows from operating activities</b>		
1.1 Receipts from customers	-	-
1.2 Payments for		
(a) exploration & evaluation (if expensed)	See item 2.1(d)	See item 2.1(d)
(b) development	-	-
(c) production	-	-
(d) staff costs	(69)	(110)
(e) administration and corporate costs	25	(66)
1.3 Dividends received (see note 3)	-	-
1.4 Interest received	-	-
1.5 Interest and other costs of finance paid	(2)	(14)
1.6 Income taxes paid	-	-
1.7 Government grants and tax incentives	25	25
1.8 Other (provide details if material)	-	-
<b>1.9 Net cash from / (used in) operating activities</b>	<b>(21)</b>	<b>(165)</b>

<b>2. Cash flows from investing activities</b>		
2.1 Payments to acquire:		
(a) entities	-	-
(b) tenements	-	-
(c) property, plant and equipment	-	-
(d) exploration & evaluation (if capitalised)	(33)	(214)
(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 (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	-	-
<b>2.6</b>	<b>Net cash from / (used in) investing activities</b>	<b>(33)</b>	<b>(214)</b>

<b>3.</b>	<b>Cash flows from financing activities</b>		
3.1	Proceeds from issues of equity securities (excluding convertible debt securities)	215	317
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	(15)	(19)
3.5	Proceeds from borrowings	-	-
3.6	Repayment of borrowings	-	(468)
3.7	Transaction costs related to loans and borrowings	-	-
3.8	Dividends paid	-	-
3.9	Other (provide details if material)	-	-
<b>3.10</b>	<b>Net cash from / (used in) financing activities</b>	<b>200</b>	<b>(170)</b>

<b>4.</b>	<b>Net increase / (decrease) in cash and cash equivalents for the period</b>		
4.1	Cash and cash equivalents at beginning of period	38	733
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(21)	(165)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	(33)	(214)
4.4	Net cash from / (used in) financing activities (item 3.10 above)	200	(170)

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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 (6 months) \$A'000
4.5	Effect of movement in exchange rates on cash held	-	-
4.6	<b>Cash and cash equivalents at end of period</b>	<b>184</b>	<b>184</b>

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	184	38
5.2	Call deposits	-	-
5.3	Bank overdrafts	-	-
5.4	Other (provide details)	-	-
5.5	<b>Cash and cash equivalents at end of quarter (should equal item 4.6 above)</b>	<b>184</b>	<b>38</b>

**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**

28

-

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

7. <b>Financing facilities</b>	<b>Total facility amount at quarter end \$A'000</b>	<b>Amount drawn at quarter end \$A'000</b>
<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>		
7.1 Loan facilities	6,000	2,850
7.2 Credit standby arrangements	-	-
7.3 Other (please specify)	-	-
7.4 <b>Total financing facilities</b>	6,000	2,850

7.5 **Unused financing facilities available at quarter end** 3,150

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.

Loan facilities include the Convertible Security Funding Agreement established on 19 June 2018. At 30 June 2020, A\$ 1,728,000 remains repayable under the \$6,000,000 Facility.

The Convertible Security Funding Agreement has been extended by agreement to 31 August 2020 with ongoing negotiations likely to result in a further extension.

8. <b>Estimated cash available for future operating activities</b>	<b>\$A'000</b>
8.1 Net cash from / (used in) operating activities (Item 1.9)	(21)
8.2 Capitalised exploration & evaluation (Item 2.1(d))	(33)
8.3 Total relevant outgoings (Item 8.1 + Item 8.2)	(54)
8.4 Cash and cash equivalents at quarter end (Item 4.6)	184
8.5 Unused finance facilities available at quarter end (Item 7.5)	3,150
8.6 Total available funding (Item 8.4 + Item 8.5)	3,334
8.7 <b>Estimated quarters of funding available (Item 8.6 divided by Item 8.3)</b>	61

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

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## 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 2020

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.