

ASX ANNOUNCEMENT

June 2022 Quarterly Activities Report

OreCorp Limited (**OreCorp** or the **Company**) is pleased to present its June 2022 quarterly report.

Highlights

Tanzania – Nyanzaga Gold Project (Nyanzaga or Project)

- Updated JORC-compliant Mineral Resource Estimate (**MRE**) for Kilimani Deposit (**Kilimani MRE**) of **6.27Mt @ 1.06 g/t Au for 213koz of gold** (combined Indicated and Inferred). This resource will be included in the Ore Reserve for Nyanzaga in the conclusion of the Definitive Feasibility Study (**DFS**).
- OreCorp commenced a large follow-up drilling program comprising:
 - Reverse Circulation (**RC**) drilling at the Kilimani Deposit (**Kilimani**) to test the location of the deep feeder systems;
 - Diamond (**DD**) drilling west of the Nyanzaga Deposit to improve confidence in the underground mine design; and
 - Regional exploration aircore (**AC**) drilling in the west and northwest of the Special Mining Licence (**SML**) area.
- Excellent metallurgical results received for Kilimani with gold recoveries averaging 96% from cyanidation and gravity extraction, rapid leach times, low reagent consumption and soft to medium hardness.
- Continued progress with the Nyanzaga DFS with focus on key work streams which included:
 - Further optimisation of Open Pit (**OP**) and Underground (**UG**) mine designs and schedules;
 - Preparation of capital and operating cost estimates;
 - Progression of detailed DFS internal reviews; and
 - Commencement of DFS reporting.

Demerger of Solstice Minerals Limited (Solstice)

- Finalised demerger of West Australian exploration assets in Solstice.
- Solstice was admitted to the official list of ASX on 28 April 2022 and trading of its securities commenced on 2 May 2022.
- Received positive Australian Taxation Office (**ATO**) class ruling in relation to tax relief associated with the demerger.

Corporate

- Appointed Auramet International LLC to provide financial advisory services in securing of project financing for the development of Nyanzaga.
- Hosted Nyanzaga site visit with guests including international and local banks, broking houses (Euroz Hartleys, Argonaut, Bell Potter and Canaccord) and debt and corporate advisors.
- Strong cash position of A\$31.9 million as at 30 June 2022, with no debt.



ORECORP
LIMITED

ASX RELEASE:

27 July 2022

ASX CODE:

Shares: ORR

BOARD:

Craig Williams
Non-Executive Chairman

Matthew Yates
CEO & Managing Director

Alastair Morrison
Non-Executive Director

Mike Klessens
Non-Executive Director

Robert Rigo
Non-Executive Director

Jessica O'Hara
Company Secretary

ABOUT ORECORP:

OreCorp Limited is a Western Australian based mineral company focussed on the Nyanzaga Gold Project in Tanzania.

Authorised for release on behalf of the Company by the Board of Directors.

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CEO & Managing Director

1. TANZANIA - NYANZAGA GOLD PROJECT

Nyanzaga is in the Archean Sukumaland Greenstone Belt, forming part of the Lake Victoria Goldfields of the Tanzanian craton and hosts a JORC 2012 compliant MRE of approximately 3.1 million ounces at 4.0 g/t gold (**Figure 1**).

The Project comprises the granted SML, which covers 23.4km² and encompasses the Nyanzaga and Kilimani deposits and other exploration prospects. There are also several prospecting licences and applications surrounding the SML.

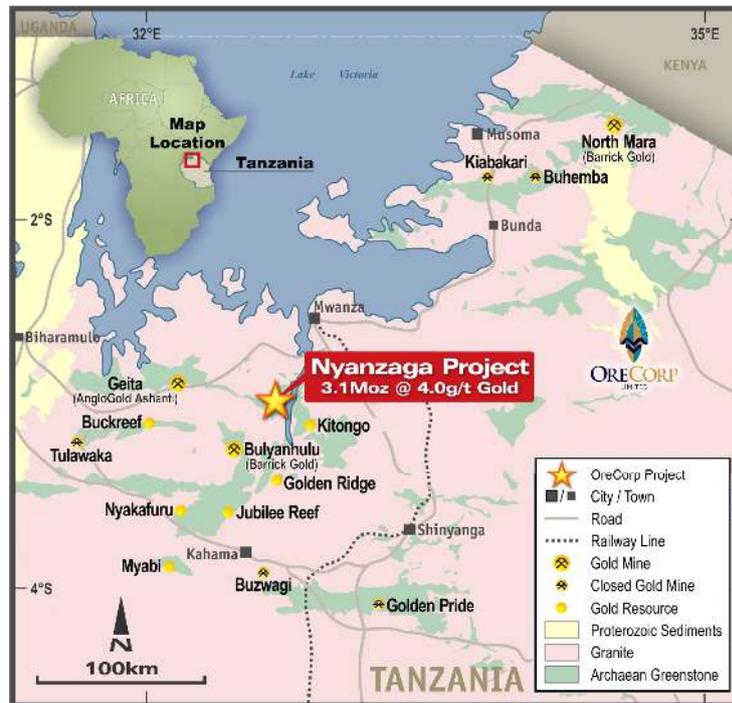


Figure 1: Lake Victoria Goldfields, Tanzania

1.1 Project Ownership

The SML for the Nyanzaga Project is held by Sotta Mining Corporation Limited (**Sotta**), a joint venture company in which OreCorp holds an 84% interest through its wholly owned subsidiary, Nyanzaga Mining Company Limited (**NMCL**). The Treasury Registrar of the Government of Tanzania (**GoT**) holds the 16% free carried interest of the GoT in accordance with the Mining Act [CAP. 123 R.E. 2019].

1.2 Kilimani Mineral Resource Estimate Update

Kilimani is ~450m northeast of the Nyanzaga Deposit and within the SML area (**Figure 2**). CSA Global completed an updated Kilimani MRE in May 2022, which was classified and reported in accordance with the JORC Code (2012 Edition), refer to **Table 1**. The updated Kilimani MRE comprises a combined Indicated and Inferred Mineral Resource of **6.27Mt @ 1.06 g/t Au for 213koz of gold** (compared to the previous Inferred 5.64Mt @ 1.21 g/t Au for 220koz). This is in addition to the nearby Nyanzaga deposit.

The Kilimani MRE is classified as Indicated (55%) and Inferred (45%). There is also a significant increase in the confidence in the bulk density analysis, increasing confidence in the tonnage estimate.

Table 1: Mineral Resource Estimate for Kilimani Deposit Reported at 0.4 g/t Au cut-off (02 May 2022)

| Kilimani Gold Deposit Mineral Resource Estimate As at 02 May 2022 | | | |
|-------------------------------------------------------------------------|-------------|------------------|------------------|
| Classification | Tonnes (Mt) | Gold Grade (g/t) | Gold Metal (koz) |
| Indicated | 3.4 | 1.09 | 119 |
| Inferred | 2.9 | 1.02 | 94 |
| Total | 6.3 | 1.06 | 213 |

Reported at a cut-off grade of 0.4 g/t Au and classified in accordance with the JORC Code (2012 Edition). MRE defined by 3D wireframe interpretation with sub-cell block modelling to honour volumes.
 Gold grade estimated using ordinary kriging in a 5 m x 5 m x 2 m parent cell.
 Totals may not add up due to appropriate rounding of the MRE (nearest 5,000 t and 1,000 oz Au).
 Reasonable prospects for eventual economic extraction supported by a conceptual pit shell generated using a gold price of US\$1500.

OreCorp will include Kilimani in the first Ore Reserve Estimate for Nyanzaga following this MRE update.

1.3 Kilimani Metallurgical Results

Test work to determine the metallurgical response for the Kilimani oxide mineralised material in the proposed Nyanzaga process plant was completed by ALS Metallurgy in Perth during the quarter. Six metallurgical samples and three comminution samples of diamond drill core were selected to spatially represent the mineralised material from within the Kilimani MRE (**Figure 2** and **Table 2**).

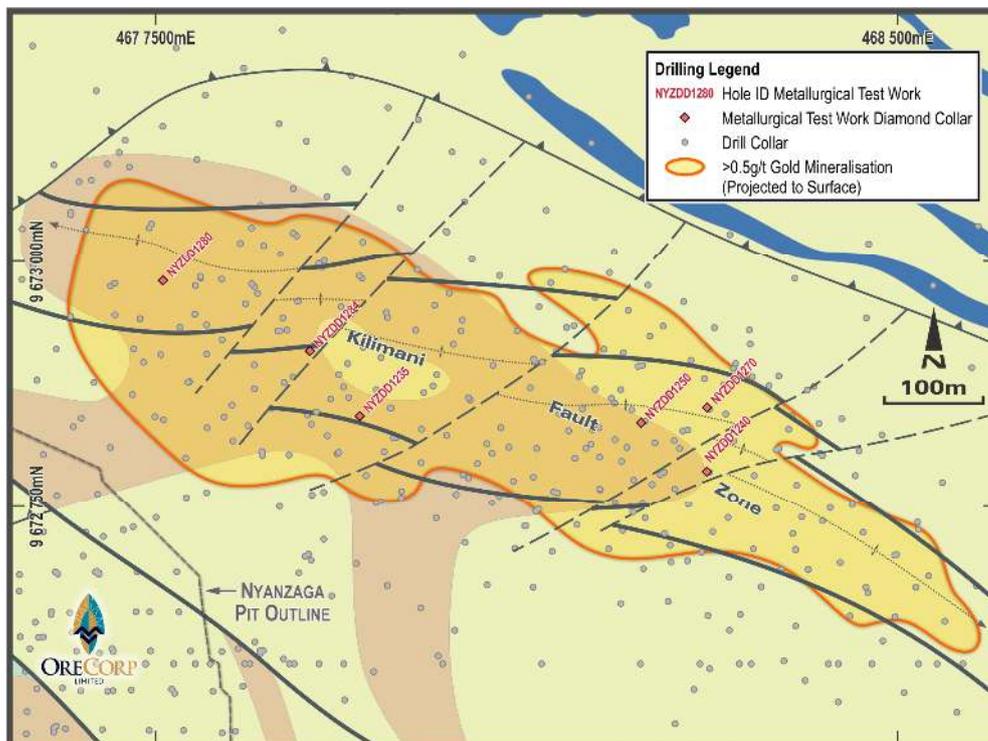


Figure 2: Kilimani Deposit Drilling and Structure over Geology – Metallurgical drill hole locations shown in red

Table 2: Kilimani Samples Selected

| Metallurgical Samples | | | | |
|------------------------------|------------------|-----------------|---------------|----------------------------------------------|
| Drill Hole | Mass (kg) | From (m) | To (m) | Head Assay - Average Gold Grade (g/t) |
| NYZDD1235 | 10.9 | 43 | 52 | 0.53 |
| NYZDD1240 | 21.14 | 59 | 67 | 1.93 |
| NYZDD1250 | 21.27 | 68 | 76 | 0.75 |
| NYZDD1270 | 17.15 | 61 | 69 | 1.02 |
| NYZDD1280 | 24.65 | 28 | 36 | 0.87 |
| NYZDD1284 | 15.45 | 20 | 28 | 2.56 |
| TOTAL | 110.54 | | | 1.28 |
| Comminution Samples | | | | |
| Drill Hole | Mass | From | To (m) | |
| NYZDD1250 | 17.77 | 109 | 128 | |
| NYZDD1280 | 48.84 | 36 | 55 | |
| NYZDD1284 | 42.1 | 52 | 71 | |
| TOTAL | 108.71 | | | |

Test work included head assays, comminution, rheology and thickening, and gravity separation and cyanidation.

Highlights of the work included:

- Outstanding gold recovery of 96% from cyanidation and gravity extraction
- Rapid leach kinetics with >90% gold recovery within four hours
- Low reagent consumption
- Soft to medium hardness and low competency.

Head grades for the Kilimani samples ranged from 0.53 g/t gold to 2.56 g/t gold (**Table 2**). In all the test work samples, the organic carbon, arsenic, antimony and tellurium levels are comparable to that in Nyanzaga oxide material, indicating that these elements are unlikely to cause any gold extraction complications.

Comminution test work (**Table 3**), reported at closing screen size of at 106µm, indicated that the Kilimani oxide material has a soft to medium hardness (BWi) and low competency (SMC A x b). Test work demonstrated the material is softer and less competent than the Nyanzaga deposit and expected to require less power input than the Nyanzaga mineralised material to achieve the gold recovery.

Table 3: Comminution Results

| Drill Hole | SMC A x b | BW_i (kWh/t) |
|-------------------|------------------|-------------------------------|
| NYZDD1250 | 287.2 | 9.0 |
| NYZDD1280 | 165.0 | 11.4 |
| NYZDD1284 | 66.9 | 15.3 |

All Kilimani samples indicated fast gold leaching kinetics, with >90% extraction within the first four hours and ultimate gold extraction achieved within 12 to 24 hours. These excellent leach kinetics and recoveries, combined with moderate to high gravity gold recoveries of 25- 51% give an overall gold extraction (gravity and leach) of 93-98%, averaging 96% (**Table 4**) at P₈₀ - 75µm grind size.

Table 4: Gravity and Leach Results

| Parameter | NYZDD 1235 | NYZDD 1240 | NYZDD 1250 | NYZDD 1270 | NYZDD 1280 | NYZDD 1285 | Average |
|---------------------------|------------|------------|------------|------------|------------|------------|---------|
| Gravity Recovery | 51% | 25% | 41% | 33% | 44% | 35% | 37% |
| Gravity/Leach Extraction* | 94% | 98% | 93% | 98% | 96% | 96% | 96% |

Note * Leach extractions based on a 24 hour leach residence time and P₈₀ - 75µm grind size

Test work results indicated the Kilimani material will respond well to treatment in the proposed Nyanzaga process plant if added as a blended feed with Nyanzaga material and can be expected to deliver excellent metallurgical performance.

1.4 Kilimani Drilling

Kilimani mineralisation appears to be preferentially hosted within the oxidised zones of a distinctive 50m to 150m thick sequence of stratabound altered coarse grained sandstone and epiclastic units with interbedded narrow siltstones, mudstones and chert units which are part of the Kilimani Group. The mineralisation is also structurally controlled by the Kilimani Fault Zone which acts as a conduit feeder zone. The mineralised zones have been offset by northeast cross faults.

OreCorp commenced a RC drill program at Kilimani comprising 15 RC holes for 3,260m to test the location of the potentially higher grade deep feeder systems in early July (**Figure 3**). The drilling will increase the understanding of the geology and mineralisation continuity at Kilimani.

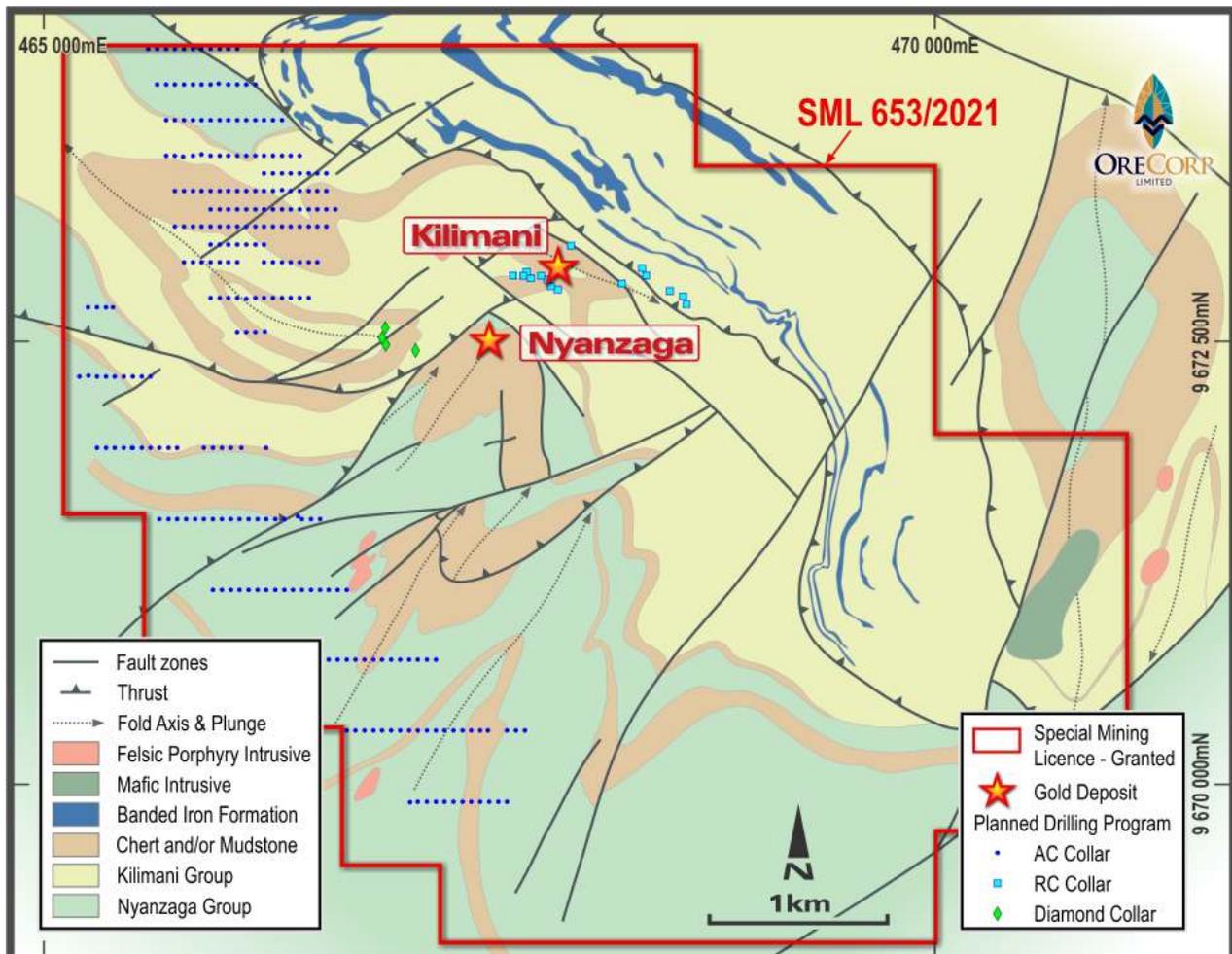


Figure 3: Planned Drilling within the SML Area over Geology

1.5 Nyanzaga Drilling

OreCorp is drilling four DD holes for 1,250m west of Nyanzaga Hill to improve confidence in the underground design. The drilling aims to:

- Improve the understanding of the weathering profile for the box cut and portal
- Test the ground conditions along the planned decline route and ventilation rise positions; and
- Identify the location and thickness of the thrust fault and the depth and thickness of weathering.

One of the holes will be drilled to 600m to confirm the location of previously untested, favourable host sequences of the C1 chert near an interpreted second anticlinal hinge zone, 300-400m west of the currently defined Nyanzaga mineralisation.

1.6 Exploration Drilling

Continued geological targeting for analogues of the Nyanzaga and Kilimani deposits has led to the identification of several target areas. These targets contain similar structural and lithological characteristics to Nyanzaga and Kilimani.

The Company believes that there is potential for significant new discoveries within the SML boundary and completed a regional AC drill program in the northwest portion of the licence in late 2021. OreCorp has commenced further drilling to follow-up on anomalous AC holes drilled in 2021 as part of a large regional AC program comprising 149 holes for 7,450m in the northwest of the SML. This will comprise nine lines at 200m x 50m spacing and three infill lines at 100m x 50m spacing. A further 116 holes for 5,800m are planned in the western corridor of the SML, comprising eight lines at wider 400m x 50m spacing (**Figure 3**). The drilling is anticipated to take up to four months to complete.

1.7 Definitive Feasibility Study Aims and Objectives

The DFS aims to deliver the first Ore Reserve Estimate for both the proposed OP and UG operations at Nyanzaga and Kilimani. It will include capital and operating cost estimates to an accuracy of +/-15% and be used as the primary document for financing the Nyanzaga Project. The DFS aims to deliver optimal outcomes for both mining and processing for the Project, including the overall depth, scale, timing and interaction of the OP and UG operations, optimal cut off grades, stockpiling strategy, wall angles, strip ratios, stope-fill design, UG mining method, metallurgical recoveries, reagent consumption and operational and capital cost estimates.

Key work streams during the quarter included:

- Optimisation of OP and UG mine designs and schedules;
- Preparation of owner's costs for project execution and operations;
- Preparation of capital and operating cost estimates;
- Progressing of detailed DFS internal reviews; and
- Commencement of DFS reporting.

The DFS is due for completion in the third quarter of 2022.

| | 2022 | | | | 2023 | | | | 2024 | | | | 2025 | |
|---------------------------|------|----|----|----|------|----|----|----|------|----|----|----|------|----|
| | Q1 | Q2 | Q3 | Q4 | Q1 | Q2 | Q3 | Q4 | Q1 | Q2 | Q3 | Q4 | Q1 | Q2 |
| DFS | ✓ | ✓ | | | | | | | | | | | | |
| RAP Implementation | ✓ | ✓ | | | | | | | | | | | | |
| Project Financing | | | | | | | | | | | | | | |
| Engineering & Procurement | | | | | | | | | | | | | | |
| Construction | | | | | | | | | | | | | | |
| Commissioning | | | | | | | | | | | | | | |
| Production | | | | | | | | | | | | | | |
| SML Exploration | ✓ | ✓ | | | | | | | | | | | | |

Figure 4: Nyanzaga Preliminary Project Timeline

1.8 Permitting and Project Licences

The Environmental Certificate (EC) for Nyanzaga has been transferred from NMCL to Sotta. The EC was initially granted in February 2018 and has subsequently been re-registered with National Environment Management Council.

OreCorp is continuing its engagement with the relevant GoT Ministries and authorities to progress the necessary permits and approvals for the construction and operation of the mine.

1.9 Environmental, Social and Governance (ESG)

The Company has progressed several additional environmental and social specialist studies that will be informed by the site layout and project description as per the DFS. These additional studies will contribute to the development of a robust environmental and social management plan (ESMP) that is currently being developed. The aim of the ESMP is to ensure that impacts are managed responsibly in line with Tanzanian legislation, as well as good international industry practice and guidelines.

The Company has appointed an experienced sustainability professional to provide training to the OreCorp Board and key management personnel on ESG aspects, and to assist with the identification of material topics with the intention to develop the first Company Sustainability Report during the next financial year.

1.10 Greenhouse Gas Options Assessment

A comprehensive model for assessing the greenhouse gas emissions of the proposed Nyanzaga Project is being developed and when finalised, will be presented in the DFS. Several initiatives were identified by external consultants to reduce future emissions and will be considered further as part of future planning for the Project. A draft climate change assessment in compliance with Equator Principles and International Finance Corporation Performance Standards has been completed which includes suggested future strategies to minimise the Company’s impact in this regard.

1.11 Resettlement Action Plan

The Company has received strong support from the GoT in clarifying aspects around land ownership and resettlement in the project area. Resettlement specialists commenced validation activities in this quarter to verify that all assets have been correctly recorded, and where necessary, undertake additional surveys before finalisation of valuation of individual land holdings.

1.12 In Country Tanzania

With the conclusion of several executives travelling to Tanzania during the quarter, dialogue with all levels of the GoT continues to be extremely positive.

In addition to the large-scale investment by majors such as BHP, Total and Shell the past quarter, the GoT has signed a US\$5 billion trade deal with the US.¹ This underpins the continued narrative that investment continues to flow back into Tanzania and also that Tanzania's international standing is improving rapidly under the leadership of Her Excellency Samia Suluhu Hassan.

2. DEMERGER OF SOLSTICE

OreCorp has completed the demerger of its former wholly-owned subsidiary, Solstice. Solstice holds the Company's now previous interests in the WA exploration assets.

Shareholder approval for the demerger, which was undertaken by way of a capital reduction and in-specie distribution, was obtained on 7 April 2022. The demerger itself was completed on 22 April 2022, with eligible OreCorp shareholders as at the in-specie record date of 13 April 2022 receiving 1 Solstice share for approximately every 9.94 OreCorp shares held.

In conjunction with the demerger, Solstice undertook an initial public offer (**IPO**) and applied for admission to the Official List of the ASX and for quotation of its shares on the ASX. As set out in the prospectus dated 14 March 2022, the IPO was undertaken via a Pro Rata Priority Offer of a minimum of 25,000,000 Solstice shares and a maximum of 60,000,000 Solstice shares to eligible OreCorp shareholders at an issue price of A\$0.20. Any entitlements not taken up in the Pro Rata Priority Offer formed the Shortfall Offer, made available to eligible OreCorp shareholders and new investors. The Offers closed oversubscribed, raising the maximum amount of A\$12,000,000 (before costs). Proceeds from the IPO, together with Solstice's A\$5,000,000 cash balance at demerger has provided Solstice with A\$17,000,000 in cash (before costs) to conduct its activities.

Participants in the Pro Rata Priority Offer and Shortfall Offer also received one free attaching Solstice option for every four Solstice shares subscribed for under the IPO, with an exercise price of A\$0.20 and an expiry date four years from the date of issue. These options are quoted on ASX.

All Solstice IPO shares and options were issued on 22 April 2022. Solstice was admitted to the official list of ASX on 28 April 2022 and trading of its securities commenced on 2 May 2022.

OreCorp received a final class ruling from the ATO in relation to the demerger tax relief. The class ruling provided that a capital gains tax event happened upon the transfer of Solstice shares to OreCorp shareholders on the implementation date for the demerger. The effect of the class ruling is that eligible OreCorp shareholders who choose demerger tax relief will be able to disregard any capital gain that arises from the capital reduction that occurred in connection with the demerger, and must recalculate the cost base and reduced cost base of their OreCorp shares, as well as calculate the cost base and reduced cost base of the corresponding Solstice shares they acquired under the demerger.

3. MAURITANIA (AKJOUJT SOUTH PROJECT - BASE METALS)

The Akjoujt South Project (**ASP**) previously comprised three licences, two of which expired in March 2022. The remaining licence expires in August 2022. The Company is in the process of winding up its operations in Mauritania.

¹ Source: Paul Owere (2022) "Tanzania, US sign investment agreements worth Sh11.7 trillion" The Citizen, 23 April 2022

4. CORPORATE

4.1 Appointment of Auramet

Subsequent to quarter end, the Company finalised the appointment of Auramet International LLC (**Auramet**) to provide financial advisory services in connection with the securing of project financing for the development of Nyanzaga. Auramet is a leading international financial advisor to the mining and metals industry, with strong experience in Africa, including Tanzania. Auramet provides a broad array of services to the industry and has been involved in the successful execution of many project financing arrangements for mining companies.

4.2 Site Visit

In May, approximately 40 guests visited Nyanzaga site including several international and local banks, a number of broking houses (Euroz Hartleys, Argonaut, Bell Potter and Canaccord) and debt and corporate advisors. The visit was extremely successful with very positive feedback received.

4.3 Conference attendance

Company executives attended the 121 Cape Town and London conferences during the quarter, with many successful and productive meetings held.

4.4 Cash Position

On 30 June 2022, OreCorp had approximately A\$31.9 million in cash and no debt.

During the quarter, the Company had approximately A\$87,000 in foreign exchange gains; mainly related to foreign exchange revaluations on its US Dollar cash balances (refer to Appendix 5B for further details).

4.5 Business Development

The Company continues to review new business opportunities as they come to hand.

4.6 Equity Securities

| Date | Tenement | Vendor/Item | Note | Ordinary Shares | Unlisted Options | Unlisted Performance Rights |
|------------------------------------|----------|------------------------------------------------------------------|------|--------------------|------------------|-----------------------------|
| | | | | # | # | # |
| Balance as at 31 March 2022 | | | | 397,797,558 | 6,289,495 | 2,090,090 |
| 22 April 2022 | N/A | Lapse of unlisted Performance Rights (expiring 22 November 2026) | A | - | - | (228,806) |
| 26 April 2022 | E31/1117 | Garry Warren Pty Ltd | B | 1,200,000 | - | - |
| 25 May 2022 | N/A | Lapse of unlisted Options (expiring 25 May 2022) | C | - | (1,100,000) | - |
| Balance as at 30 June 2022 | | | | 398,997,558 | 5,189,495 | 1,861,284 |

Notes

- A) Refer Appendix 3H, dated 4 May 2022
- B) Refer Appendix 2A, dated 26 April 2022
- C) Refer Appendix 3H, dated 26 May 2022

4.7 Capital Structure

At the end of the quarter the issued capital of the Company is:

| | |
|------------------------------|-------------|
| Fully Paid Ordinary Shares: | 398,997,558 |
| Unlisted Options: | 5,189,495 |
| Unlisted Performance Rights: | 1,861,284 |

5. APPENDIX 5B PAYMENTS TO RELATED PARTIES OF THE ENTITY AND THEIR ASSOCIATES

In accordance with ASX Listing Rule 5.3.5:

- the payment of A\$200,000 reported in Item 6.1 of the Appendix 5B relates to salaries and fees (including superannuation) paid to the Directors of the Company; and
- the payment of A\$5 million reported in Item 6.2 of the Appendix 5B was made to Solstice as part consideration for the Solstice shares issued to the Company and then distributed in-specie to shareholders under the demerger.

6. EXPLORATION EXPENDITURE SUMMARY

In accordance with ASX Listing Rule 5.3.1, a total of A\$5.01 million of outflows from operating activities during the quarter (see items 1.2(a), 1.2(d), and 1.2(e) of the Appendix 5B) comprised of the following:

- DFS expenditures related to advancing the Nyanzaga Project in Tanzania;
- Metallurgical test work;
- Holding activities and costs relating to the ASP Project in Mauritania; and
- Corporate and administrative expenses.

7. TENEMENT SCHEDULES

7.1 List of granted tenements held (directly or beneficially) as at 30 June 2022

| Location | Project | Licence/Tenement Number | Registered Holder | Beneficial Interest at end of quarter |
|------------|---------------|-------------------------|----------------------------------|---------------------------------------|
| Tanzania | Nyanzaga | SML00653/2021 | Sotta Mining Corporation Limited | 84% |
| | | PL 9656/2014 | Nyanzaga Mining Company Limited | 100% |
| | | PL 9661/2014 | Nyanzaga Mining Company Limited | 100% |
| | | PL 9662/2014 | Nyanzaga Mining Company Limited | 100% |
| | | PL 9663/2014 | Nyanzaga Mining Company Limited | 100% |
| | | PL 9664/2014 | Nyanzaga Mining Company Limited | 100% |
| | | PL 9770/2014 | Nyanzaga Mining Company Limited | 100% |
| | | PL 10911/2016 | OreCorp Tanzania Limited | 100% |
| | | PL 10877/2016 | OreCorp Tanzania Limited | 100% |
| | | PL 11186/2018 | OreCorp Tanzania Limited | 100% |
| | | PL 11873/2022 | Sotta Mining Corporation Limited | 84% |
| | | PL 11874/2022 | Sotta Mining Corporation Limited | 84% |
| Mauritania | Akjoujt South | 2259B2 | OreCorp Mauritania SARL | 100% |

7.2 Listing of tenements acquired (directly or beneficially) during the quarter

| Location | Project | Licence/Tenement Number | Registered Holder | Beneficial Interest at end of quarter |
|----------|---------|-------------------------|-------------------|---------------------------------------|
| Nil | | | | |

7.3 Listing of tenements relinquished, reduced or lapsed (directly or beneficially) during the quarter

| Location | Project | Licence/Tenement Number | Registered Holder | Beneficial Interest at end of quarter |
|--------------------------|-------------|---------------------------|--------------------------------------------------------|-----------------------------------------------|
| Tanzania | Nyanzaga | PL 9236/2013 ¹ | Nyanzaga Mining Company Limited | 0% |
| | | PL 9237/2013 ¹ | Nyanzaga Mining Company Limited | 0% |
| Western Australia | Yarri | E28/2583 | Solstice Minerals Limited | 0% - Project demerged effective 22 April 2022 |
| | | E28/2650 | Solstice Minerals Limited | |
| | | E31/1117 | Solstice Minerals Limited /Crosspick Resources Pty Ltd | |
| | | E31/1121 | Solstice Minerals Limited | |
| | | E31/1134 | Solstice Minerals Limited | |
| | | E31/1150 | Solstice Minerals Limited | |
| | | E31/1173 | Solstice Minerals Limited | |
| | | E31/1175 | Solstice Minerals Limited | |
| | | E31/1178 | Solstice Minerals Limited | |
| | | E31/1220 | Solstice Minerals Limited | |
| | | E31/1225 | Solstice Minerals Limited | |
| | | E31/1231 | Solstice Minerals Limited | |
| | | E31/1236 | Solstice Minerals Limited | |
| | | E31/1244 | Solstice Minerals Limited | |
| | | E31/1245 | Solstice Minerals Limited | |
| | | P31/2118 | Solstice Minerals Limited | |
| | | P31/2119 | Solstice Minerals Limited | |
| | | P31/2134 | Solstice Minerals Limited | |
| | | E39/1914 | Solstice Minerals Limited | |
| | | E39/2214 | Solstice Minerals Limited | |
| | E39/2215 | Solstice Minerals Limited | | |
| | P39/5600 | Solstice Minerals Limited | | |
| | P39/5601 | Solstice Minerals Limited | | |
| | P39/6224 | Solstice Minerals Limited | | |
| | Yundamindra | E39/1976 | Solstice Minerals Limited | 0% - Project demerged effective 22 April 2022 |
| | | E39/2187 | Solstice Minerals Limited | 0% - Project demerged effective 22 April 2022 |
| | Ponton | E31/1242 | Solstice Minerals Limited | 0% - Project demerged effective 22 April 2022 |
| | | E31/1251 | Solstice Minerals Limited | |
| | | E39/2184 | Solstice Minerals Limited | |
| | Kalgoorlie | E39/2247 | Solstice Minerals Limited | 0% - Project demerged effective 22 April 2022 |
| | | E29/1087 | GreenCorp Metals Pty Ltd | |

Notes:

- These Licences expired 30 June 2022. They are still shown as "active" in the Tanzania Mining Cadastre Portal.

Other than as disclosed above, no other tenements were acquired or disposed during the quarter (including beneficial interests in joint venture projects), nor were there any further changes to the beneficial interest in any tenements.

ABOUT ORECORP LIMITED

OreCorp Limited is a Western Australian based mineral company listed on the Australian Securities Exchange (ASX) under the code 'ORR'. The Company is well funded with no debt. OreCorp's key project is the Nyanzaga Gold Project in northwest Tanzania.

Nyanzaga hosts a JORC 2012 compliant MRE of 3.1 million ounces at 4.0 g/t gold. The MRE is the foundation of a DFS for project financing purposes. With the grant of the SML to Sotta, the GoT is a 16% equity holder in Nyanzaga, in accordance with the Tanzanian Mining Act. OreCorp looks forward to the opportunity to develop Tanzania's next large-scale gold mine with the GoT, for the benefit of all stakeholders.

JORC COMPLIANCE STATEMENTS

Nyanzaga Project

The information in this Report relating to the Exploration Results and estimates of Mineral Resources in relation to the Nyanzaga Project is extracted from the ASX announcements (**Original Nyanzaga Announcements**) dated 18 July 2022 ("Excellent Metallurgical Results for the Kilimani Deposit, Nyanzaga Project"), 5 May 2022 ("DFS Completion and Kilimani Mineral Resource Estimate update within the Nyanzaga Special Mining Licence – Tanzania") and 12 September 2017 ("MRE Update for the Nyanzaga Project Increasing Category and Grade"), which are available to view on the Company's website www.orecorp.com.au.

The Company confirms that it is not aware of any new information or data that materially affects the information included in the Original Nyanzaga Announcements and, in the case of (i) estimates of Mineral Resources, (ii) Metallurgical Testwork and Results, and (iii) Exploration Results in relation to the Nyanzaga Project (**Project Results**), that all material assumptions and technical parameters underpinning the Project Results in the Original Nyanzaga Announcements continue to apply and have not materially changed. The Company confirms that the form and context in which the Competent Persons' (being Henk Diederichs, and Anton Geldenhuys) findings are presented have not been materially modified from the Original Nyanzaga Announcements.

DISCLAIMER / FORWARD-LOOKING INFORMATION

This Report may contain certain forward-looking statements, guidance, forecasts, estimates, prospects, projections or statements in relation to future matters that may involve risks or uncertainties and may involve significant items of subjective judgement and assumptions of future events that may or may not eventuate (**Forward-Looking Statements**). Forward-Looking Statements can generally be identified by the use of forward-looking words such as "anticipate", "estimates", "will", "should", "could", "may", "expects", "plans", "forecast", "target" or similar expressions and may include, without limitation, statements regarding plans, strategies and objectives of management, anticipated production and expected costs. Indications of, and guidance on future earnings, cash flows, costs, financial position and performance are also Forward-Looking Statements.

Persons reading this announcement are cautioned that such statements are only predictions, and that actual future results or performance may be materially different. Forward-Looking Statements, opinions and estimates included in this announcement are based on assumptions and contingencies which are subject to change, without notice, as are statements about market and industry trends, which are based on interpretation of current market conditions. Forward-Looking Statements are provided as a general guide only and should not be relied on as a guarantee of future performance.

No representation or warranty, express or implied, is made by OreCorp that any Forward-Looking Statement will be achieved or proved to be correct. Further, OreCorp disclaims any intent or obligation to update or revise any Forward-Looking Statement whether as a result of new information, estimates or options, future events or results or otherwise, unless required to do so by law.

Cautionary Statements (PFS)

The Pre-Feasibility Study in respect of the Nyanzaga Project referred to in the Company's announcements on 13 March 2017 and 12 September 2017 and in subsequent ASX announcements is based on moderate accuracy level technical and economic assessments. The PFS is at a lower confidence level than a Feasibility Study and the MRE which forms the basis for the PFS is not sufficiently defined to allow conversion to an Ore Reserve or to provide assurance of an economic development case at this stage; or to provide certainty that the conclusions of the PFS will be realised. The PFS includes a financial analysis based

on reasonable assumptions on the Modifying Factors, among other relevant factors, and a competent person has determined that, based on the content of the PFS, none of the Mineral Resources may be converted to an Ore Reserve at this time. Further, the financial analysis in the PFS is conceptual in nature and should not be used as a guide for investment.

88% of the existing MRE in respect of the Nyanzaga Project is in the Indicated and Measured categories, with the balance of 12% classified in the Inferred category. There is a low level of geological confidence associated with Inferred mineral resources and there is no certainty that further exploration work will result in the determination of Indicated or Measured Mineral Resources. Furthermore, there is no certainty that further exploration work will result in the conversion of Indicated and Measured Mineral Resources to Ore Reserves, or that the production target itself referred to in the Company's announcement on 13 March 2017 and in subsequent ASX announcements will be realised.

The consideration of the application of all JORC modifying factors is well advanced, including mining studies, processing and metallurgical studies, grant of the EC, lodgment of the SML and other key permits required from the government. The Company has concluded it has a reasonable basis for providing the forward-looking statements included in the aforementioned announcements and this release and believes that it has a "reasonable basis" to expect it will be able to fund the development of the Project.

All material assumptions on which the forecast financial information is based, are referred to in the Company's announcement on 13 March 2017 and in subsequent ASX announcements.

Appendix 5B

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

Name of entity

ORECORP LIMITED

ABN

24 147 917 299

Quarter ended ("current quarter")

30 JUNE 2022

| Consolidated statement of cash flows | Current quarter \$A'000 | Year to date (12 months) \$A'000 |
|---------------------------------------------------------------------------------------------------------------------------|----------------------------|----------------------------------------|
| 1. Cash flows from operating activities | | |
| 1.1 Receipts from customers | - | - |
| 1.2 Payments for | | |
| (a) exploration & evaluation | (3,229) | (17,851) |
| (b) development | - | - |
| (c) production | - | - |
| (d) staff costs | (557) | (2,044) |
| (e) administration and corporate costs (*) | (1,226) | (3,190) |
| 1.3 Dividends received (see note 3) | - | - |
| 1.4 Interest received | 34 | 152 |
| 1.5 Interest and other costs of finance paid | (2) | (12) |
| 1.6 Income taxes paid | - | - |
| 1.7 Government grants and tax incentives | - | - |
| 1.8 Other – business development | (35) | (121) |
| 1.9 Net cash from / (used in) operating activities | (5,015) | (23,066) |
| <i>Note (*) item includes \$0.4m costs borne by OreCorp Limited relating to the demerger of Solstice Minerals Limited</i> | | |
| 2. Cash flows from investing activities | | |
| 2.1 Payments to acquire or for: | | |
| (a) entities | - | - |
| (b) tenements | - | (11,166) |
| (c) property, plant and equipment | (97) | (746) |
| (d) exploration & evaluation | - | - |
| (e) investments | - | - |

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

| Consolidated statement of cash flows | Current quarter \$A'000 | Year to date (12 months) \$A'000 |
|-----------------------------------------------------------------------|----------------------------|----------------------------------------|
| (f) other non-current assets | - | - |
| 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 – Net cash outflow on demerger of Solstice Minerals Limited | (5,000) | (5,000) |
| 2.6 Net cash from / (used in) investing activities | (5,097) | (16,912) |

| | | |
|---------------------------------------------------------------------------------------------|-------------|--------------|
| 3. Cash flows from financing activities | | |
| 3.1 Proceeds from issues of equity securities (excluding convertible debt securities) | - | 3,600 |
| 3.2 Proceeds from issue of convertible debt securities | - | - |
| 3.3 Proceeds from exercise of options | - | 1,815 |
| 3.4 Transaction costs related to issues of equity securities or convertible debt securities | (3) | (213) |
| 3.5 Proceeds from borrowings | - | - |
| 3.6 Repayment of borrowings (office lease payments) | (19) | (128) |
| 3.7 Transaction costs related to loans and borrowings | - | - |
| 3.8 Dividends paid | - | - |
| 3.9 Other (provide details if material) | - | - |
| 3.10 Net cash from / (used in) financing activities | (22) | 5,074 |

| | | |
|---------------------------------------------------------------------------------|---------|----------|
| 4. Net increase / (decrease) in cash and cash equivalents for the period | | |
| 4.1 Cash and cash equivalents at beginning of period | 41,924 | 66,302 |
| 4.2 Net cash from / (used in) operating activities (item 1.9 above) | (5,015) | (23,066) |

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

| Consolidated statement of cash flows | | Current quarter \$A'000 | Year to date (12 months) \$A'000 |
|---------------------------------------------|------------------------------------------------------------------|------------------------------------|-------------------------------------------------|
| 4.3 | Net cash from / (used in) investing activities (item 2.6 above) | (5,097) | (16,912) |
| 4.4 | Net cash from / (used in) financing activities (item 3.10 above) | (22) | 5,074 |
| 4.5 | Effect of movement in exchange rates on cash held | 87 | 479 |
| 4.6 | Cash and cash equivalents at end of period | 31,877 | 31,877 |

| 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 | 330 | 1,408 |
| 5.2 | Call deposits | 5,997 | 17,955 |
| 5.3 | Bank overdrafts | - | - |
| 5.4 | Other (Term Deposits) | 25,550 | 22,561 |
| 5.5 | Cash and cash equivalents at end of quarter (should equal item 4.6 above) | 31,877 | 41,924 |

| 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 | 200 |
| 6.2 | Aggregate amount of payments to related parties and their associates included in item 2 | 5,000 |
| <i>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.</i> | | |

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) | (5,015) |
| 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) | (5,015) |
| 8.4 Cash and cash equivalents at quarter end (item 4.6) | 31,877 |
| 8.5 Unused finance facilities available at quarter end (item 7.5) | - |
| 8.6 Total available funding (item 8.4 + item 8.5) | 31,877 |
| 8.7 Estimated quarters of funding available (item 8.6 divided by item 8.3) | 6.4 |
| <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 July 2022

Authorised by: By the OreCorp Limited Board of Directors
(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.