ALLUP SILICA

ASX RELEASE
28 July 2023

ASX CODE
APS

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BOARD

Andrew Haythorpe
Managing Director

Campbell Smyth
Non-Executive Chairman

Gavin Ball
Non-Executive Director

Allup Silica June 2023 Quarterly Report

For the three-month period ending 30 June 2023

Highlights

Pink Bark Silica Sand Project, WA

- Pink Bark maiden air-core (AC) drilling program completed
- 26 holes drilled for 421m, at an average depth of 16.5m
- Project is highly prospective for silica sand and clay-hosted rare earth element (REE) mineralisation
- Assay results to be released Q3 2023

Sparkler Silica Sand Project, WA

- Heritage Surveys have been successfully conducted across high-priority target areas at Sparkler A, B and C and have subsequently received necessary Heritage approvals
- Studies advancing for Sparkler A project towards mining licence

Other Projects

- During this period the company applied for one new exploration licence ELA 70/6476 approximately 30km from Albany Port and prospective for HPSS
- The Exploration Licence E 80/5652 for Big Cecil Silica Sand Project was granted on the 9th of May 2023 and permissions and permitting required to start exploration are underway
- The Company continues to actively review new Project opportunities

Corporate

- Company presentation at the RIU Sydney Resources Round Up
- $3,179,588 cash at bank as at 30 June 2023

Silica sand exploration company, Allup Silica Limited (ASX: **APS**) ("**Allup**" or "**Company**"), is pleased to provide the Company's Quarterly Activities Report for the three-month period ending 30 June 2023 (**"Q2"**).

Allup Silica Managing Director Andrew Haythorpe commented:

"We were thrilled with the Pink Bark Maiden air-core drilling program completed this quarter, signifying a significant leap forward in our exploration of the area's mineral potential. This program gains even more importance considering the recent discoveries made by listed public companies adjacent to our tenements. Looking ahead, we eagerly anticipate the availability of assay results early Q3 2023, which will provide valuable insights into the mineral deposits within the region. We look forward to the future which looks promising as we continue to uncover the untapped resources of Pink Bark."

Pink Bark Silica Sand Project

Maiden Drill Program

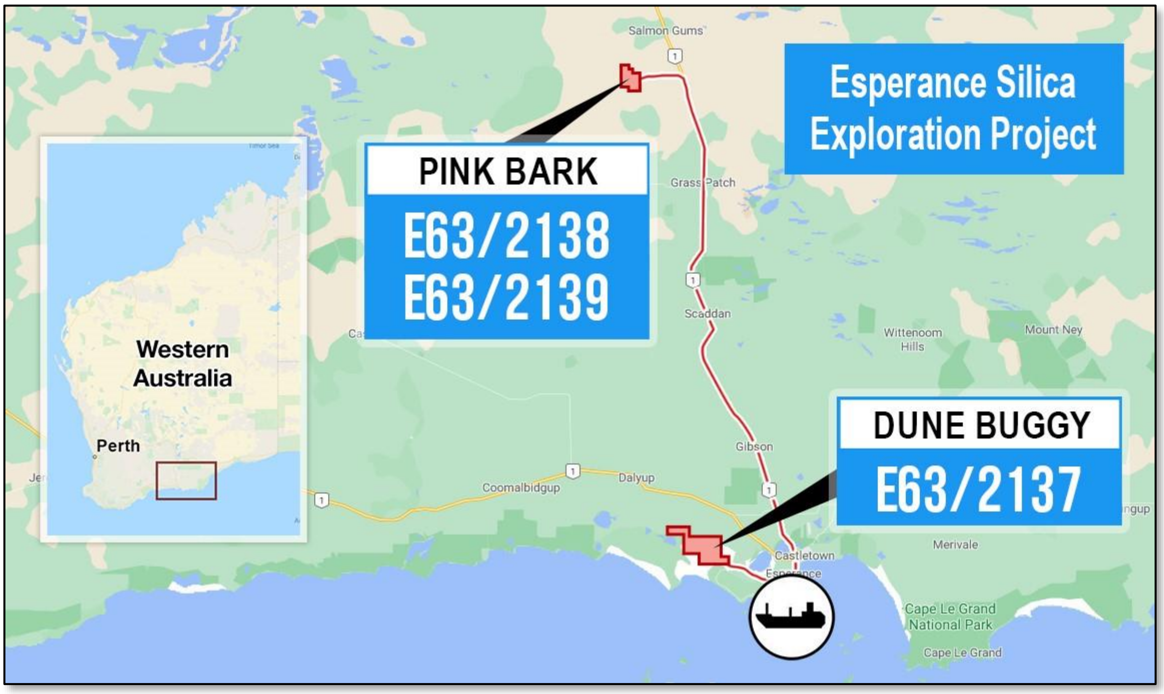

Figure 1: Locational Map of Pink Bark Project Area

Allup announced the completion of its maiden air-core drilling program at the 100%-owned Pink Bark Silica project, with 26 holes completed to target silica sand and prospective clays.

This program is particularly significant given the recent discoveries of clay-hosted rare earth element (REE) mineralisation announced by listed public companies OD6 Metals (ASX:OD6) and Moho Resources (ASX:MOH) around the targeted region. Its completion marks an important step forward in the Company's exploration efforts.

The Company is evaluating the recorded drill hole logging data, which will enable the mapping of mineralised zones. Samples have been sent to the laboratory for analysis, and the assay findings will provide valuable insights regarding potential mineral deposits within the region.

Assay results are expected Q3 2023.

Figure 2 & 3: Drilling Activities at Pink Bark

Sparkler Silica Sand Project

Heritage Survey

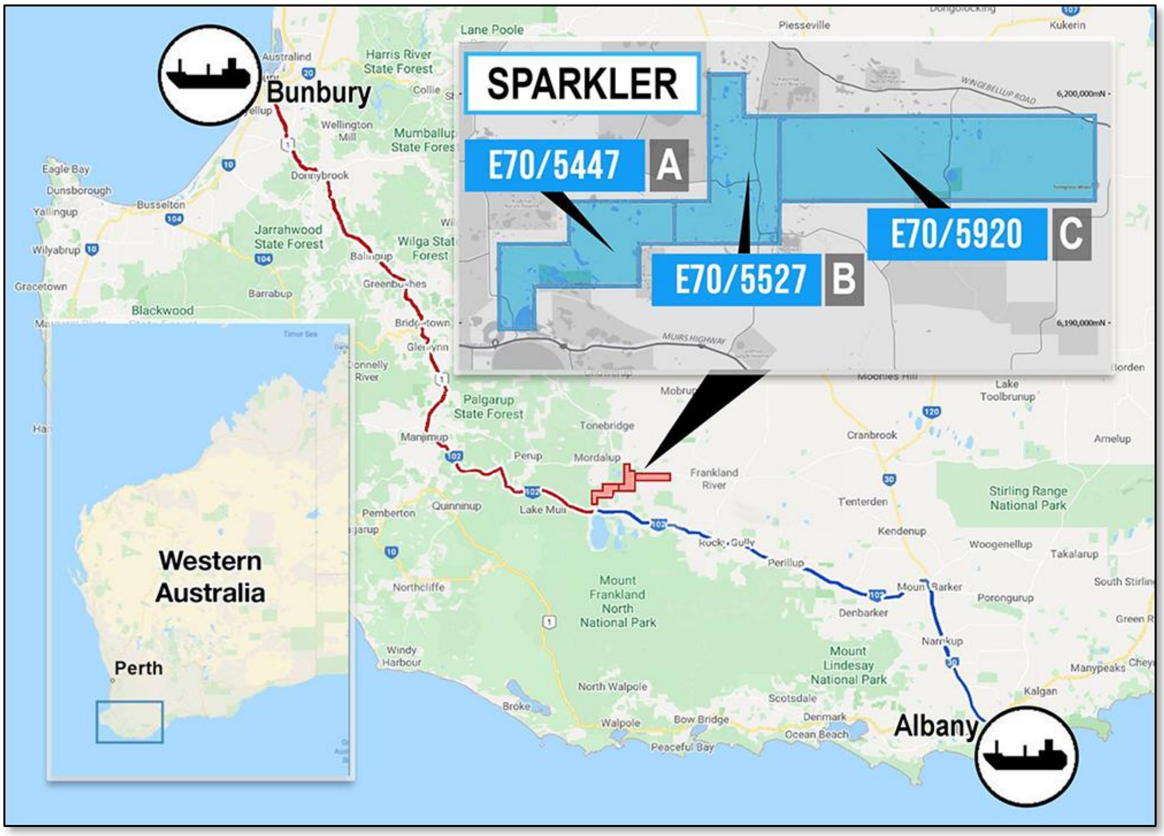

Figure 4: Location and logistics map – Sparkler Silica Sand Projects

The Company recently engaged the South-West Aboriginal Land and Sea Council (SWALSC) and nominated Aboriginal Consultants of the Wagyl Kaip and Southern Noongar Peoples to participate in a heritage survey across the high priority areas in Sparkler A, B and C.

The survey gave Allup the opportunity to meet and discuss proposed activities on Country. The survey found no archaeological or ethnographic sites, and the Company was able to communicate the low impact nature of the proposed exploration and drilling activities, highlighting that they are located within or on cleared farmland and outside of native vegetation, with no need for clearing.

The participants expressed that they appreciated the efforts made by Allup Silica to provide a clear picture of the explorative and proposed mining activities within the Wagyl Kaip region.

The Company strives to maintain continual engagement with the local Native Title group and Traditional Owner representatives as exploration continues, allowing for discussion and consultation about the current exploration and proposed mining operations.

Figure 5 & 6: Wagyl Kaip Traditional Owners and Allup representatives during the Heritage Survey

Figure 7 & 8: Wagyl Kaip Traditional Owners and Allup representatives discussing after the Survey

Big Cecil Silica Sand Project

The Argyle Silica Sand Exploration Projects encompass one exploration pending in application ELA 80/5629 (Nearby Post) and now two granted exploration licences E 80/5524 (Cabbage Spot) and E 80/5652 (Big Cecil).

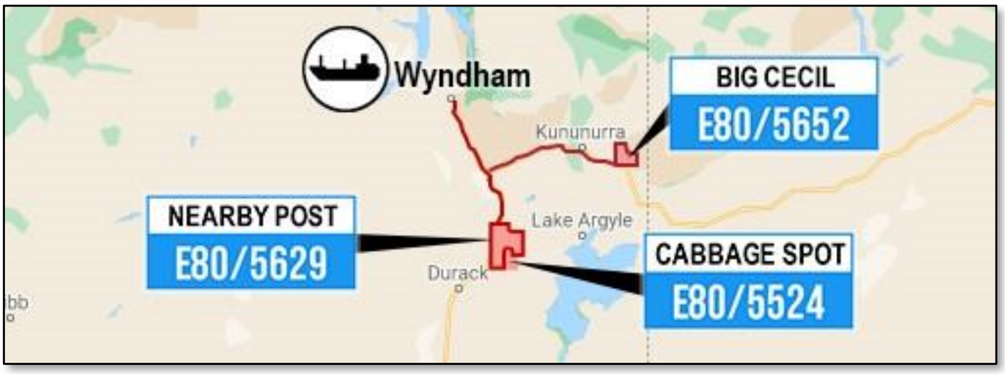

Figure 19 Locational Map of Argyle Silica Sand Projects

Big Cecil Sand Project is in the Kimberley region of Western Australia and approximately 160km from Wyndham Port.

The project areas are all located on Crown land and can be accessed by all-weather sealed highways and major roads, with the tenement areas being readily accessible by a mix of sealed and gravel/sand access roads.

Corporate

During the quarter, the company advised of the relocation of its corporate office. The registered office and principal place of business will change to:

Principal Place of Business:

Unit A8
435 Roberts Road
Subiaco WA 6008

Registered Office:

C/- Argus Corporate Partners Pty Ltd
Level 13, 191 St Georges Terrace
Perth WA 6000

Postal Address:

PO Box 7237
Cloisters Square PO, WA 6850

Phone: (08) 6185 1744

Investor Relations

During the quarter, Managing Director Andrew Haythorpe presented a company update at the RIU Sydney Resources Round-up.

About Allup Silica Limited

Allup Silica is a public silica exploration company focused on the future development of our silica sand tenements located in several Western Australian exploration project locations and one location in the Northern Territory. West Australian sites are in the South-West; in the North-East near Wyndham, and two others are in the Southern Goldfields near Esperance. The Company's plan is to work towards development of a commercial silica sand product that meets the industry specifications of the sector we are aiming for. Silica is a critical commodity, particularly in the production of photovoltaic (solar) panels and other critical industrial applications.

For further information, please contact:

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List of recent significant ASX announcements

Announcement	Date	Price Sensitive
Pink Bark Drilling Advances Mineral Exploration Efforts	4 May 2023	Yes
Investor presentation – RIU Sydney Resources Round-Up	10 May 2023	No
Details of Company Address	30 June 2023	No

Disclosure Requirements

ASX Listing Rule Disclosures

- As per ASX Listing Rule 4.7C.3, the Company notes that $110,833 was paid to related parties during the quarter (as noted in section 6 of the attached Appendix 5B). These payments comprised of salaries and wages including superannuation and Directors fees.
- As per ASX Listing Rule 5.3.1, there were no substantive mining production and development activities undertaken during the September quarter.
- As per ASX Listing Rule 5.3.2, a summary of the Company's exploration activities for the quarter is contained herein, with exploration incurred during the period of $181,846.

ASX Listing Rule 5.3.3

The company holds the following tenements at the end of the quarter:

Tenement	Project	Ownership	Change
GRANTED			
E 70/5447	Sparkler A	100%	Nil
E 70/5527	Sparkler B	100%	Nil
E 70/5920	Sparkler C	100%	Nil
E 70/6208	Rail Head	100%	Nil
E 80/5524	Cabbage Spot	100%	Nil
E 80/5652	Big Cecil	100%	Nil
E 63/2137	Dune Buggy	100%	Nil
E 63/2139	Pink Bark A	100%	Nil
NOT GRANTED			
ELA 80/5629	Nearby Post	100%	Nil
ELA 63/2138	Pink Bark B	100%	Nil
ELA 63/2264	Dune Buggy Extension	100%	Nil
ELA 70/6476	Albany	100%	Nil

E = Exploration Licence (granted) ELA = Exploration Licence Application (ungranted)

ASX Listing Rule 5.3.4

A comparison of the Company's actual expenditure to 30th of June 2023, against planned expenditure disclosed in the use of fund statement contained in the Company's prospectus dated 21 April 2022, is shown in the table below:

Use of Funds	Prospectus ($000s)	Actual ($000s)	Variance ($000s)
Cash reserves at date of admission to ASX	6,324	5,876	(448)
Interest income	-	75	75
Total Sources	**6,324**	**5,951**	**(373)**
Exploration and project activities	4,503	810	3,693
Personnel costs (non-project)	680	377	303
Working capital and administration costs	637	1,061	(424)
Expenses of public offer	504	524	(20)
Total Uses	**6,324**	**2,772**	**3,552**

The expenditure to date is in line with the prospectus disclosures.

Company Profile

Allup Silica Limited is an Australian silica sands exploration Company listed on the Australian Securities Exchange (ASX:APS). Allup is focused on the future development of its silica sand tenements located across a number of exploration project locations in Western. Currently, the Company has multiple projects in proximity to four Western Australian ports, being Wyndham in the north of Western Australia, and Bunbury, Albany and Esperance in the south.

Forward Looking Statements

Information in this release may contain forward-looking statements which are identified by words such as 'may', 'should', 'will', 'expect', 'anticipate', 'believes', 'estimate', 'intend', 'scheduled' or 'continue' or other similar words. Such statements and information are subject to risks and uncertainties and a number of assumptions, which may cause the actual results or events to differ materially from the expectations described in the forward-looking statements or information. While the Company considers the expectations reflected in any forward-looking statements or information in this release are reasonable, no assurance can be given that such expectations will prove to be correct. The risk factors associated as well as other matters not yet known to the Company, or not currently considered material to the Company, may cause actual events to be materially different from those expressed, implied or projected in any forward-looking statements or information. Any forward-looking statement or information contained in this Prospectus is qualified by this cautionary statement.

APPENDIX 5B

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

Name of entity	
ALLUP SILICA LIMITED	
ABN	**Quarter ended ("current quarter")**
163 173 224	30 June 2023

	Consolidated statement of cash flows	**Current quarter $A'000**	**Year to date $A'000**
1.	**Cash flows from operating activities**		
1.1	Receipts from customers	-	-
1.2	Payments for		
	(a) exploration & evaluation	-	-
	(b) development	-	-
	(c) production	-	-
	(d) staff costs, directors' fees and consultant costs	(111)	(584)
	(e) administration and corporate costs	(386)	(722)
1.3	Dividends received (see note 3)	-	-
1.4	Interest received	41	75
1.5	Interest and other costs of finance paid	-	-
1.6	Income taxes paid	-	-
1.7	Government grants and tax incentives	-	-
1.8	Other (IPO fees)	-	-
1.9	**Net cash from / (used in) operating activities**	**(456)**	**(1,231)**

2.	**Cash flows from investing activities**		
2.1	Payments to acquire or for:		
	(a) entities	-	-
	(b) tenements	-	(9)
	(c) property, plant and equipment	(6)	(10)
	(d) exploration & evaluation	(182)	(484)
	(e) investments	-	-
	(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	-	-
2.6	**Net cash from / (used in) investing activities**	**(188)**	**(503)**

3.	**Cash flows from financing activities**		
3.1	Proceeds from issues of equity securities (excluding convertible debt securities)	-	-
3.2	Proceeds from issue of convertible debt securities	-	-
3.3	Proceeds from exercise of options	-	-
3.4	Transaction costs related to issues of equity securities or convertible debt securities	-	-
3.5	Proceeds from borrowings	-	-
3.6	Repayment of borrowings	-	-
3.7	Transaction costs related to loans and borrowings	-	-
3.8	Dividends paid	-	-
3.9	Other (provide details if material)	-	-
3.10	**Net cash from / (used in) financing activities**	-	-

4.	**Net increase / (decrease) in cash and cash equivalents for the period**		
4.1	Cash and cash equivalents at beginning of period	3,823	4,913
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(456)	(1,231)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	(188)	(503)
4.4	Net cash from / (used in) financing activities (item 3.10 above)	-	-
4.5	Effect of movement in exchange rates on cash held	-	-
4.6	**Cash and cash equivalents at end of period**	**3,179**	**3,179**

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	10	106
5.2	Call deposits	169	717
5.3	Bank overdrafts	-	-
5.4	Other (Term deposits)	3,000	3,000
5.5	**Cash and cash equivalents at end of quarter (should equal item 4.6 above)**	**3,179**	**3,823**

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	111
6.2	Aggregate amount of payments to related parties and their associates included in item 2	-

Note: if any amounts are shown in items 6.1 or 6.2, your quarterly activity report must include a description of, and an explanation for, such payments.

7.	**Financing facilities** *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.*	**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)	(456)
8.2	(Payments for exploration & evaluation classified as investing activities) (item 2.1(d))	(182)
8.3	Total relevant outgoings (item 8.1 + item 8.2)	(638)
8.4	Cash and cash equivalents at quarter end (item 4.6)	3,179
8.5	Unused finance facilities available at quarter end (item 7.5)	-
8.6	Total available funding (item 8.4 + item 8.5)	3,179
8.7	**Estimated quarters of funding available (item 8.6 divided by item 8.3)**	**5.0**

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.

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

8.8.3	Does the entity expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?
Answer: N/A	

Note: where item 8.7 is less than 2 quarters, all of questions 8.8.1, 8.8.2 and 8.8.3 above must be answered.

Compliance statement

1. This statement has been prepared in accordance with accounting standards and policies which comply with Listing Rule 19.11A.
2. This statement gives a true and fair view of the matters disclosed.

Date: 28 July 2023

Authorised by the Board of Allup Silica Limited

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.