

Quarterly Activities Report June 2021

Highlights

- Successful completion of oversubscribed \$5.5m IPO offer and subsequent ASX listing (post quarter end)
- Completion of high-resolution gravity survey at Mulga Tank and planning for imminent MLEM survey
- Site visits to Melita and Rock of Ages projects - ground-truthing satellite based targets, geological mapping and rock chip sampling
- Ramping up activity across our exploration portfolio

Western Mines Group Ltd (WMG or Company) (**ASX:WMG**) is pleased to provide shareholders with the following Quarterly Activities Report to end of June 2021, along with an accompanying Appendix 5B.

Overview

The highlight of the quarter was the lodgement of the Company's IPO Prospectus and the successful completion of the IPO Offer. The offer was oversubscribed at the top end of the \$4.5m to \$5.5m range, with the Company issuing 27.5m new shares at \$0.20/share for the full \$5.5m raise. We are now well funded for our ongoing exploration programs. Subsequent to the quarter end WMG was admitted to the ASX Official List on 16 July 2021, with shares commencing trading from 20 July 2021.

With the IPO complete the Company's attention has now turned to accelerating our exploration work, with a ramp up of activity across the exploration portfolio. Work has commenced at our flagship Mulga Tank project with Atlas Geophysics completing a high-resolution ground gravity survey in mid-June. Plans for a Moving Loop Electromagnetic (MLEM) survey were defined during the quarter, which is anticipated to commence imminently by the end of July.

During the quarter the Company also undertook site visits to our Melita and Rock of Ages projects to ground-truth targets generated from our satellite based remote sensing work, as well as completing geological mapping and rock chip sampling. Please see the rest of this report for full details of our activities.

Commenting on the IPO, WMG Managing Director Caedmon Marriott said:

"It's a fantastic culmination of 6 months hard work for WMG to finally achieve our IPO listing! There is a long list of people to thank who have all played an invaluable role in the process, thank you very much to everyone on behalf of the Board. The IPO Offer was very well managed by Harbury and we now have the full \$5.5m raise to undertake our exploration plans.

A warm welcome to all our new shareholders who took part in the IPO, thank you for your support and interest in WMG. As we ramp up our exploration work over the next couple of months I hope to be able to make you as excited as I am about the potential of our exploration portfolio!"

Project Overview

WMG holds a collection of 8 exploration projects on a number of Western Australia's major mineral belts. The Company's flagship project is the Mulga Tank Ni-Cu-PGE Project, a major dunite intrusive found on the under-explored Minigwal Greenstone Belt. Previous work shows significant evidence for a working sulphide mineral system and the project is considered highly prospective for Ni-Cu-PGE mineralisation.

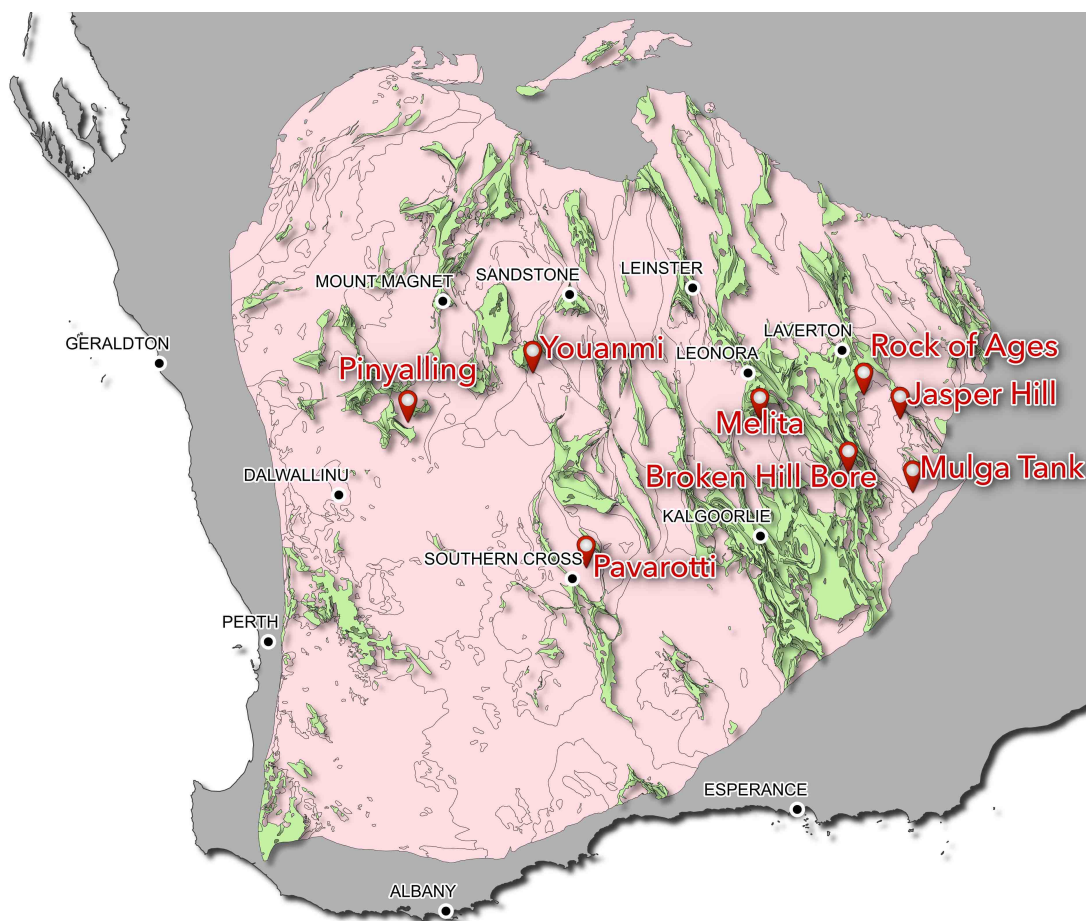


Figure 1: Map of WMG project locations

WMG's other major projects are Melita (Au, Cu-Pb-Zn), midway between Kookynie and Leonora in the heart of the WA Goldfields and Jasper Hill (Au), with numerous prospective gold trends extending from the adjacent Lord Byron and Fish historical gold mines.

Mulga Tank

The Mulga Tank Project comprises exploration licence E39/2132 and exploration licence application E39/2223, covering approximately 113km² of the southern end of the Minigwal Greenstone Belt, 190km east-northeast of Kalgoorlie. The Minigwal Greenstone Belt is a NNW trending linear sequence of predominantly mafic and ultramafic lithologies with a strike of approximately 40km. The belt is very under explored due to the presence of shallow sand cover. Tenement E39/2132 contains the entire Mulga Tank Dunite Intrusion, a major ultramafic intrusion and a key feature of the area, considered highly prospective for Ni-Cu-PGE magmatic sulphide mineralisation.

The Minigwal Belt and Mulga Tank dunite was first identified by BHP in the 1980's, whilst the most recent exploration work by Impact Minerals (ASX:IPT) (2013-2016) demonstrated a working Ni-Cu-PGE magmatic sulphide mineral system, with sulphide intersections observed within 8 diamond drill holes drilled to test several EM geophysical anomalies - including 2m at 1.3% Ni and 0.25m at 3.75% Ni, 0.7% Cu and 0.7g/t PGE (see *Western Mines Group Ltd Prospectus*, 7 May 2021). This exciting work, confirming a sulphide mineral system with a parent magma reaching sulphur saturation and precipitating high-tenor Ni-sulphides, greatly enhances the prospectivity of the intrusion.

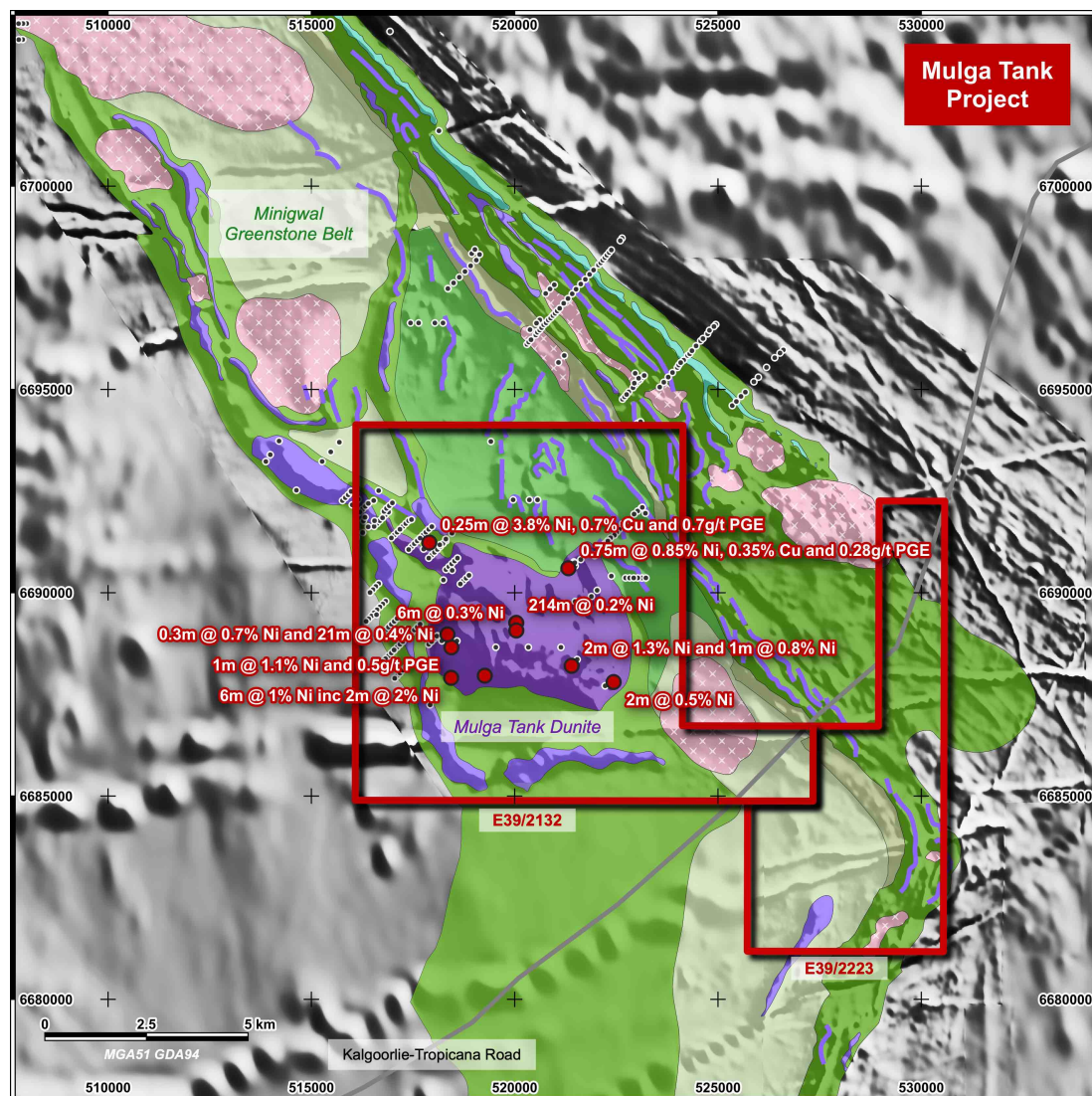


Figure 2: Mulga Tank tenement areas

During the quarter Atlas Geophysics completed a high-resolution ground gravity survey at the project, with 1,375 station readings taken over approximately 46km². This survey, combined with previous work by Impact, gives complete 200m x 200m coverage over the whole ultramafic intrusion, with a number of areas of interest infilled down to 100m x 100m spacing.

Preliminary results from the gravity survey, along with a review of previous work, were used to plan a ground based MLEM survey over the Mulga Tank intrusion. GEM Geophysics have been selected to complete the MLEM survey and are expected to mobilise to site by the end of July after completing a current survey at another client.

The geophysical programs are being managed by Russell Mortimer at Southern Geoscience Consultants, who has used combined gravity and ground EM techniques to great effect in similar covered terrain down at Legend Mining's (ASX:LEG) Mawson discovery, approximately 140km southeast of Mulga Tank.

Melita

The Melita Project comprises exploration licence E40/379, covering an area of approximately 105km². The project is located 20km south-southeast of Leonora and to the north of the Kookynie, Niagara and Orient Well-Butterfly gold mining centres, in the heart of the WA Goldfields. The Kookynie area has seen recent upswing in exploration activity, with WMG's Melita Project surrounded by the likes of Genesis Minerals (ASX:GMD), Saturn Metals (ASX:STN), Azure Minerals (ASX:AZS) and KIN Mining (ASX:KIN), along with other companies such as Metalicity (ASX:MCT) and Carnavale Resources (ASX:CAV) all active in the area.

During the previous quarter WMG completed ASTER and Landsat based satellite remote sensing work over the Melita Project area, along with a review of historical exploration. The historical review highlights the tenement area to be prospective for both gold and Cu-Pb-Zn VMS-style mineralisation; whilst the satellite remote sensing identified 19 target areas with favourable alteration signatures. Several of these target areas are associated with major regional structures and/or with evidence of historical workings.

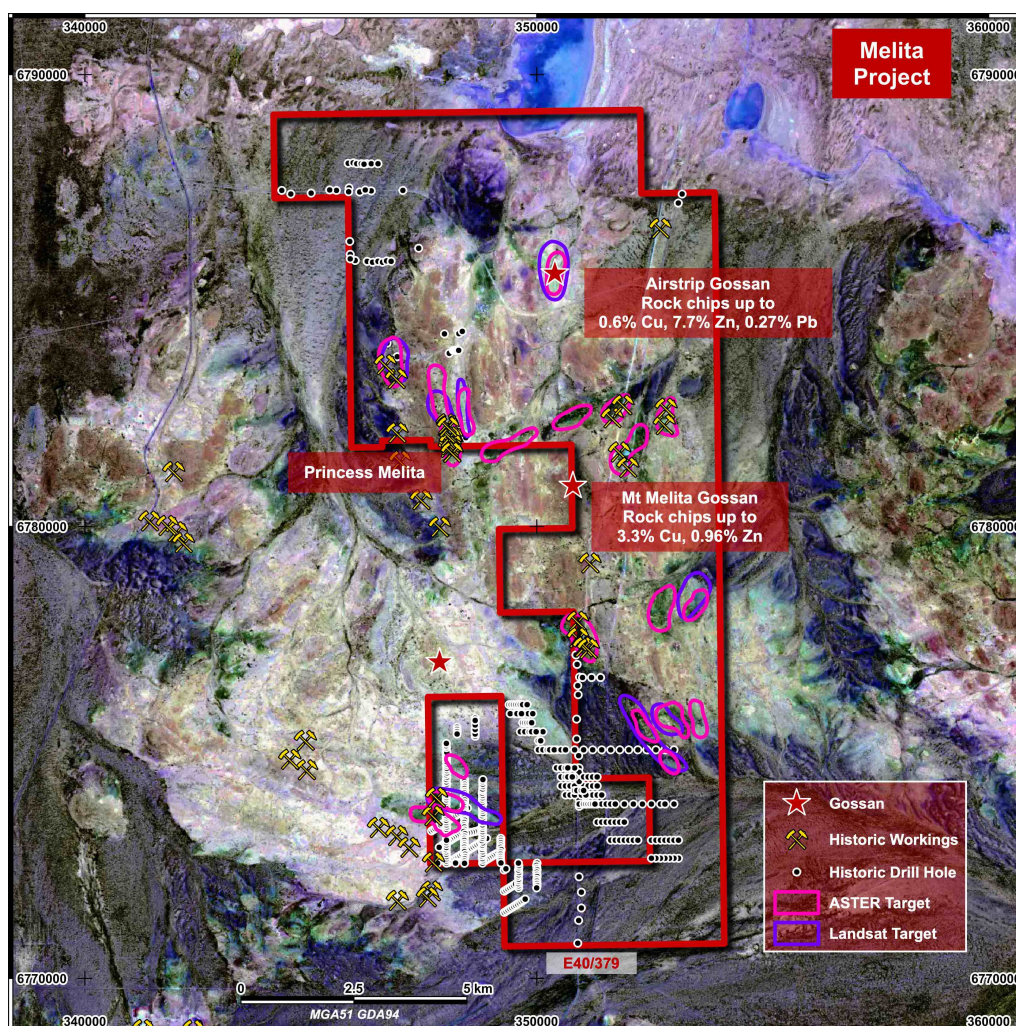


Figure 3: Melita ASTER and Landsat based satellite remote sensing work

In June the Company visited the Melita Project to ground-truth a number of the satellite based targets, along with mapping of the historical Princess Melita gold workings. Plans are underway to conduct soil sampling and a ground magnetic survey during the current quarter.



Figure 4: Historical mining shafts at Princess Melita (MGA51 E348089 N6781878)

Rock of Ages

The Rock of Ages Project comprises prospecting licence P38/4203 and is located approximately 32km southeast of Laverton. The project lies on the Laverton Greenstone Belt, around 4.5km south of the historical Burtville Mining Centre and is surrounded by Focus Minerals (ASX:FML) Laverton Gold Project, with the neighbouring deposits of Burtville (206,000oz at 0.96g/t Au) and Karridale (1.19Moz at 1.33g/t Au) within a 5km radius. The tenement contains the historical Rock of Ages workings, a series of shallow mine workings over approximately 450m strike, associated with quartz veining and ferruginous cherts, within mafic schists. Historical records indicate 2,074oz Au was mined from the workings between 1902 and 1911 at an average grade of 50g/t Au.

During the quarter WMG completed its first visit to the Rock of Ages Project and mapped the extensive historical workings. We were also able to locate the 7 historical Esmeralda Exploration drill holes, which was fortunate as the WAMEX report (A17850) doesn't list collar locations! Esmeralda attempted to drill underneath the historical workings in 1985, with 7 RC holes drilled to a maximum depth of 50m and average depth of 42m. This was largely ineffective, either encountering mined out stopes down to a vertical depth of approximately 35m or ending in the hanging wall before reaching the target mineralised horizon.

The combined field observations and mapping, along with the historical work, will be modelled and interpreted in order to plan an initial RC drilling program sometime in the next few months. WMG has applied for and been granted a PoW for the drilling but exact timing will be dependant on rig availability.



Figure 4: Extensive mining shafts and mullock dumps at Rock of Ages (MGA51 E465874 N6812978)

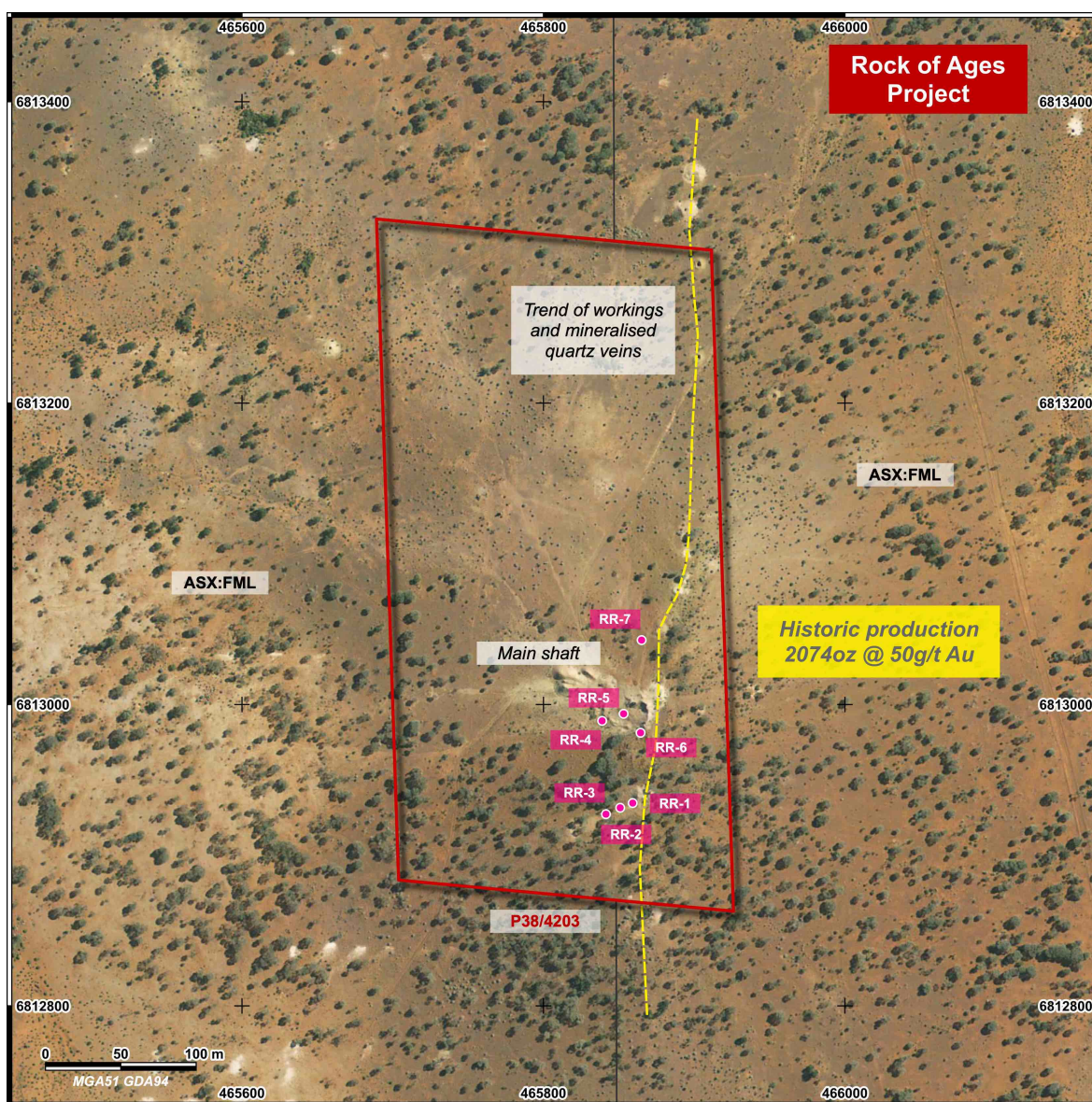


Figure 5: Rock of Ages trend of historical workings

Pavarotti

The Pavarotti Project comprises exploration licence E77/2478 and exploration licence application E77/2746. The project is located approximately 50km north-northeast of Southern Cross and lies on the western side of the Koolyanobbing Greenstone Belt, a northwest trending sequence of mafic and ultramafic volcanic and intrusive rocks with lesser sediments intercalated with BIF horizons forming prominent ridges. The BIF horizons have been exploited since the 1960s, with several open pit iron ore mines that are currently owned by Mineral Resources (ASX:MIN).

The western basal ultramafic sequence of the Koolyanobbing Greenstone Belt has been explored intermittently for nickel sulphide mineralisation since the 1970s, with nickel gossans and Kambalda-style channel hosted nickel sulphide mineralisation in komatiite ultramafic volcanics first identified by BHP. This work mostly focused on the Jocks Dream deposit located between WMG's tenements E77/2478 and E77/2746, but also identified the Pavarotti and Jocks Fury Prospects within E77/2746.

The basal ultramafic units running through the project area demonstrate many encouraging indicators for potential Ni-Cu-PGE mineralisation, such as surface gossans and nickel sulphide mineralisation observed in drilling, however a lot of the historic exploration work was ineffective. For example the majority of the historic ground EM surveying across the Pavarotti Project was conducted in 1998, with some follow up in 2008. WMG intends to improve this work using modern higher powered geophysical techniques and then drill test targets identified.

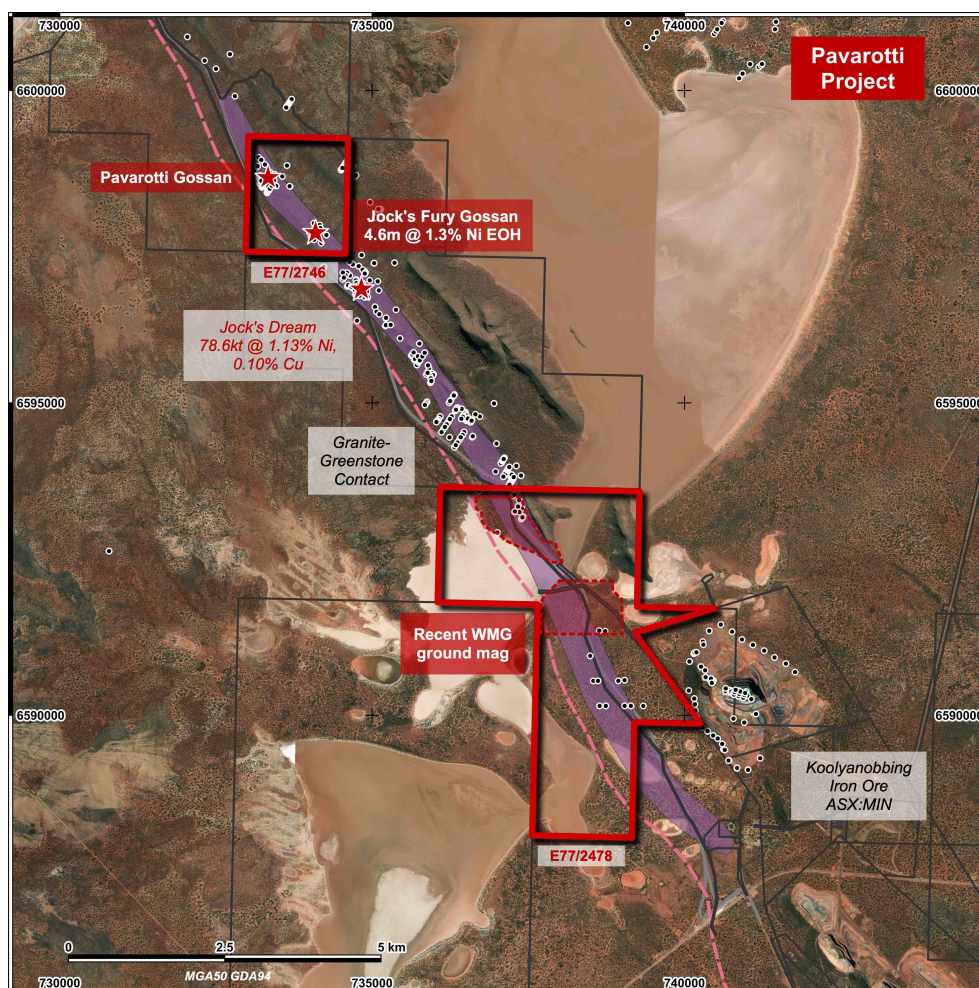


Figure 6: Pavarotti tenement areas

Youanmi

The Youanmi Project comprises exploration licence E57/1119 and prospecting licence P57/1450. The project is located 70km southwest of Sandstone and lies on the eastern side of the Youanmi Greenstone Belt, along the major Youanmi Shear. The Youanmi Shear is the principal feature of the region, north-north-easterly trending crustal scale feature, at least 200km long and 1km wide in the Youanmi area, which represents a major structural division of the Yilgarn Craton. Locally the Youanmi Shear separates the Youanmi Greenstone Belt to the west and the Yuinmery Greenstone Belt to the east.

The tenements are just 2km to 7km from the historic Youanmi Gold Mining Centre, which has produced over 600,000oz of gold since its discovery in the late 1800's, currently owned by Rox Resources (ASX:RXL) and Venus Metals (ASX:VMC). The area has seen a resurgence in exploration activity with the recent discovery of the high-grade Penny North (ASX:RMS) and Grace (ASX:RXL) deposits along the Youanmi Shear.

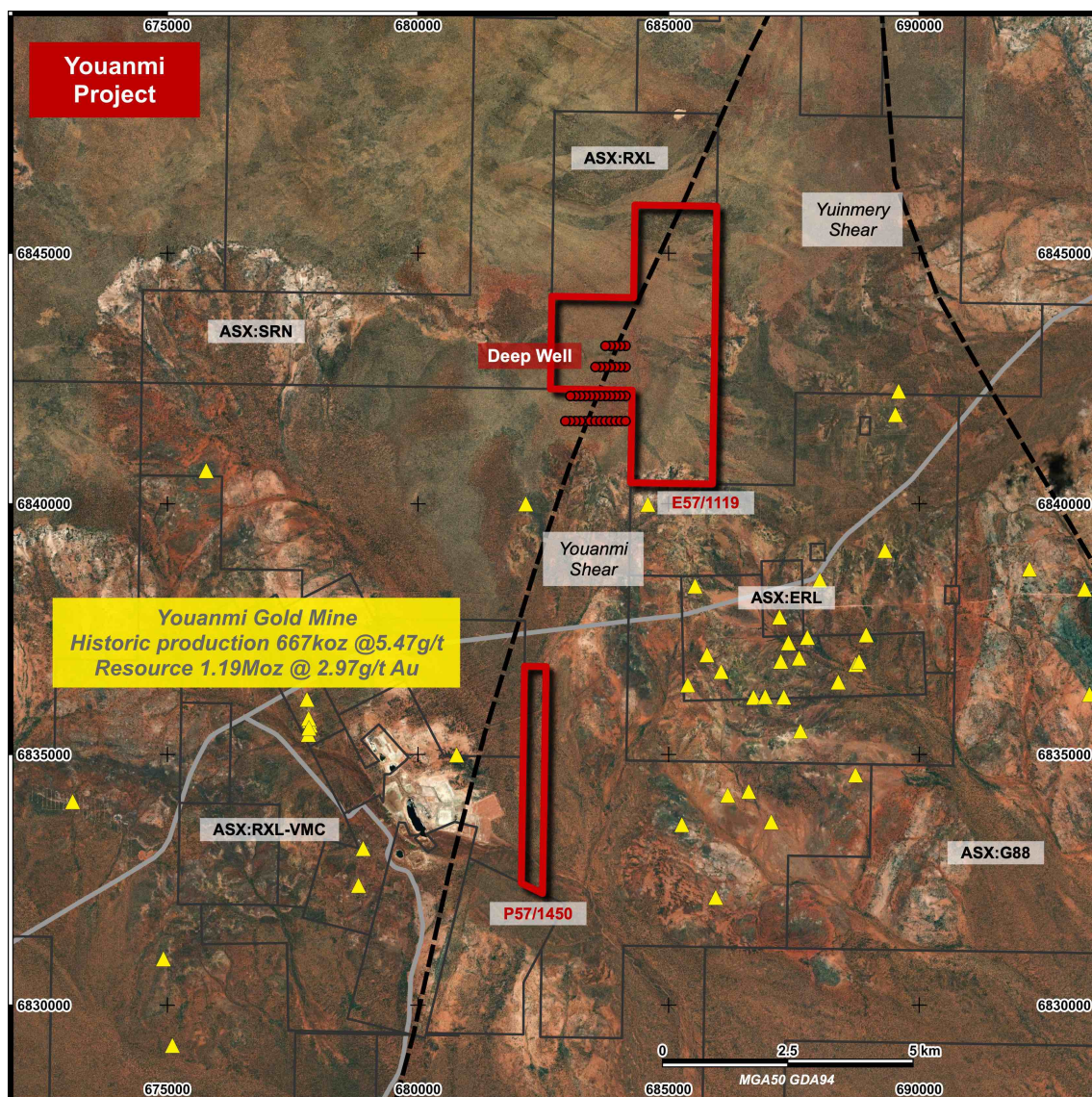


Figure 7: Youanmi tenement areas

Broken Hill Bore

The Broken Hill Bore Project comprises exploration licence E31/1222 and is located approximately 160km northeast of Kalgoorlie, near Edjudina. The Edjudina region hosts a number of significant gold deposits such as Northern Star's (ASX:NST) Carosue Dam Project, the Edjudina Gold Camp, 9km south of the project and the Patricia workings along strike. The Yarri and Porphyry Gold Camps are located in the Murrin Domain 18km to the west and the Deep South Deposits in the Linden Domain to the north east.

A review of historical WAMEX reports was undertaken during the quarter and a site visit is planned during the current quarter.

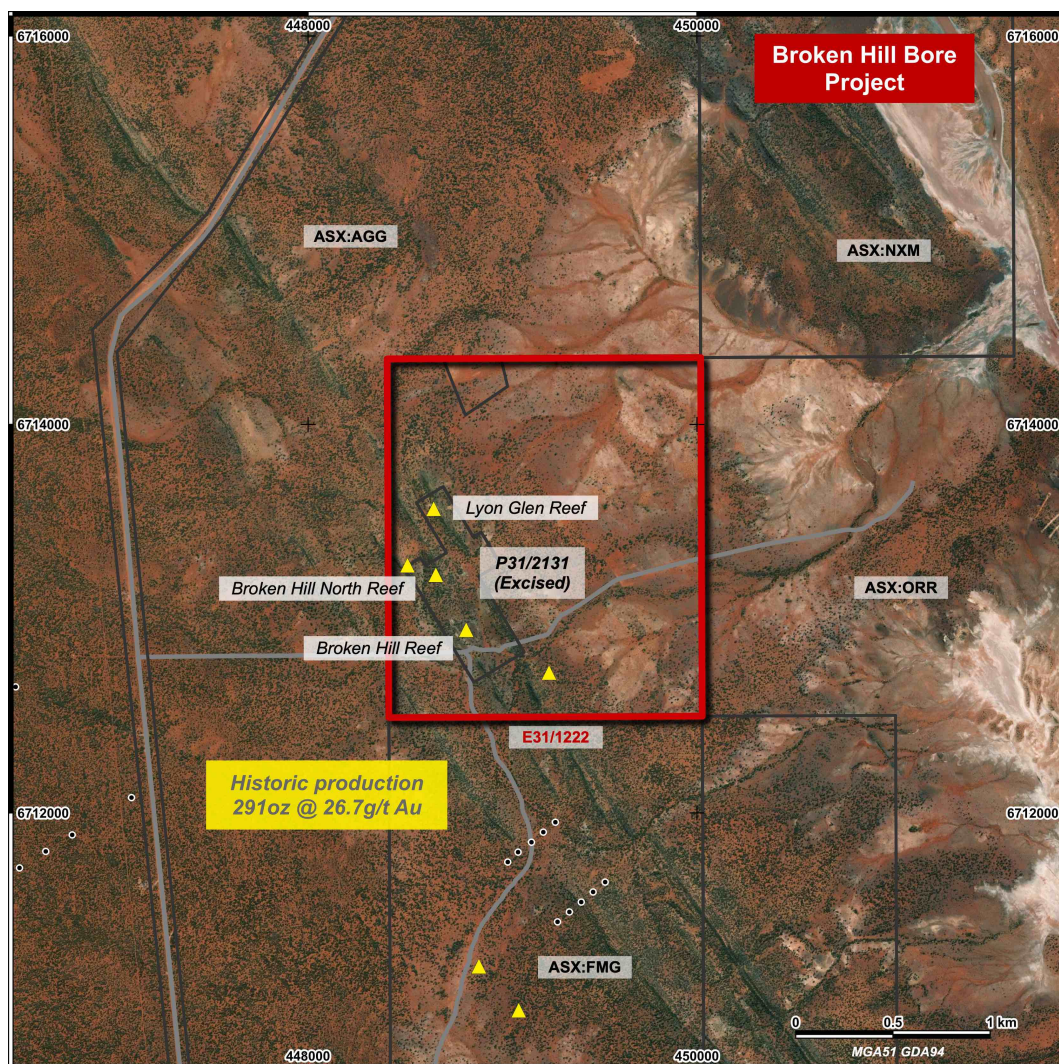


Figure 8: Broken Hill Bore tenement area

Jasper Hill

The Jasper Hill Project comprises exploration licence application E39/2079, covering an area of 31.5km². The project is located approximately 80km southeast of Laverton and covers part of the poorly exposed Merolia Greenstone Belt, a NNW trending belt, up to 20km wide, that can be traced over 110km in a SSE direction from the Burtville Mining Centre.

The project area is lightly explored, due to being partly under shallow cover, but is contiguous to the historic producing mines of Lord Byron (160,000oz at 1.0g/t Au) immediately to the south and Fish (87,000oz at 4.1g/t Au), to the east. The basalt, BIF and ferruginous chert sequence hosting the Lord Byron deposit extends into the southern portion of the tenement.

No work was undertaken on the project during the quarter whilst the tenement remains in application. Negotiations on a Heritage Protection Agreement with the Nyalpa Pirniku Native Title Party were successfully completed during the quarter, with the Agreement signed after the quarter end. We look forward to tenement now moving forward to grant.

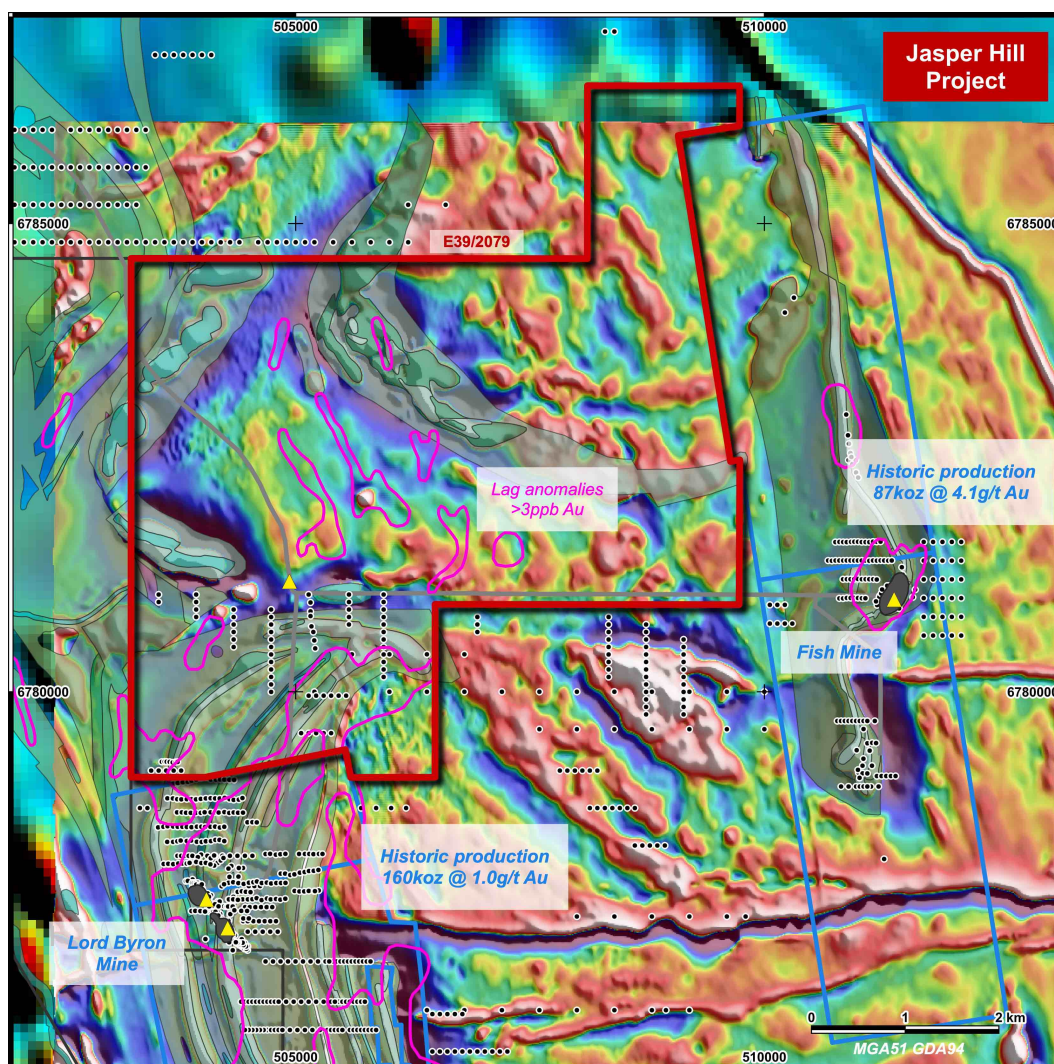


Figure 9: Jasper Hill tenement area

Pinyalling

The Pinyalling Project comprises exploration licence application E59/2486 covering 55km². The project is located approximately 25km NW of Paynes Finds and lies at the south-eastern end of the Yalgoo-Singleton Greenstone Belt, within an area known as the Warriedar Fold Belt that comprises a folded sequence of gabbro and dolerite intercalated with basalt, ultramafics, sediments and BIF. The Warriedar Fold Belt hosts a number of historic gold workings at the Pinyalling Mining Centre, 3km north of the tenement area, as well as the Baron Rothschild prospect drilled by Thundelarra Exploration during the 1990s.

Limited previous exploration has been conducted within the area of E59/2486, but geological mapping, soil geochemistry and rock chip sampling suggests the tenement could contain previously unrecognised extensions of the Yalgoo-Singleton Greenstone Belt and Warriedar Fold Belt.

No work was undertaken on the project during the quarter whilst the tenement remains in application. During the quarter the outline for the proposed Thundelarra National Park was refined and finalised, resulting in a significant portion of the tenement now falling outside the park. WMG is considering the best route forward with the project following this positive news.

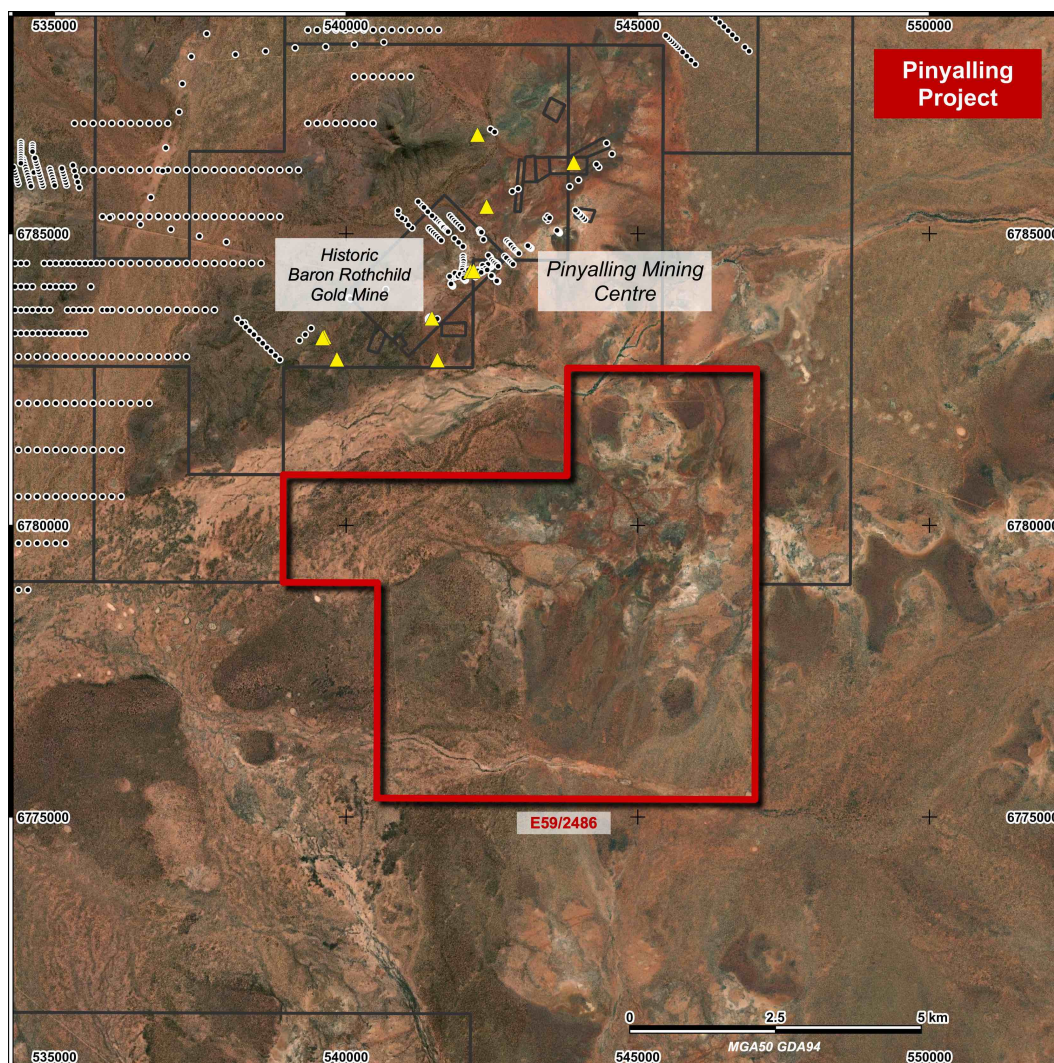


Figure 10: Pinyalling tenement area

For further information please contact: Dr Caedmon Marriott
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Email: contact@westernmines.com.au

This announcement has been authorised for release to the ASX by the Board of Western Mines Group Ltd

Quarterly Activity Reports by Mining Exploration Entities (ASX Listing Rule 5.3)

Exploration Activities (ASX Listing Rule 5.3.1)

Exploration and Evaluation during the quarter was \$77,924, the majority of this was spent of the acquisition of historical geophysical datasets over the Mulga Tank Project and satellite remote sensing work over the Melita Project.

Mining Production and Development Activities (ASX Listing Rule 5.3.2)

No mining production or development activities during the quarter.

Tenement Table (ASX Listing Rule 5.3.3)

Tenement	Holder	Status	Grant (Application)	Expiry	Area	Interest
E31/1222	Western Mines Group Pty Ltd	Granted	09/09/20	08/09/25	1BL	100%
P38/4203	Western Mines Group Pty Ltd	Granted	12/01/21	28/12/24	9.71Ha	100%
E39/2079	Bruce Legendre	Application	(21/03/18)	-	11BL	100%
E39/2132	Western Mines Group Pty Ltd	Granted	22/07/20	21/07/25	27BL	100%
E39/2223	Western Mines Group Pty Ltd	Application	(23/02/21)	-	11BL	100%
E40/379	Western Mines Group Pty Ltd	Granted	03/04/19	02/04/24	35BL	100%
E57/1119	Western Mines Group Pty Ltd	Granted	04/12/19	03/12/24	4BL	100%
P57/1450	Western Mines Group Pty Ltd	Granted	15/07/19	14/07/23	188Ha	100%
E59/2486	Bruce Legendre	Granted	(14/10/20)	-	15BL	100%
E77/2478	Western Mines Group Pty Ltd	Granted	24/01/19	23/01/24	5BL	100%
E77/2746	Bruce Legendre	Application	(03/12/20)	-	1BL	100%

Tenement Table: Tenements held at quarter end, all tenements located in Western Australia.

Tenements relinquished during the quarter: None

Tenements interests acquired during the quarter: None

Farm-in or farm-out agreements entered into during the quarter: N/A

Beneficial interests held in farm-in or farm-out agreements at end of quarter: N/A

Payments to Related Parties (ASX Listing Rule 5.3.5)

Payments to related parties of the entity and their associates are shown below:

Related Party	Amount	Description
Directors	-	Director fees
Associate of Director	\$1,870	Occupancy expenses
Director	\$45,793	Exploration management and corporate consulting fees paid to a Director/Director related entities during pre-IPO

Western Mines Group Ltd

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Level 3, 33 Ord Street
West Perth
WA 6005

Board**Rex Turkington***Non-Executive Chairman***Dr Caedmon Marriott***Managing Director***Francesco Cannavo***Non-Executive Director***Paul Burton***Non-Executive Director***Capital Structure**

Shares: 43.8m
Options: 18.4m
Share Price: \$0.19
Market Cap: \$8.32m
Cash (30/06/21): \$5.5m

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About WMG

Western Mines Group Ltd (ASX:WMG) is a mineral exploration company driven by the goal to create significant investment returns for our shareholders through exploration and discovery of high-value gold and nickel sulphide deposits across a portfolio of highly-prospective projects located on major mineral belts of Western Australia.

Our flagship project and current primary focus is the Mulga Tank Ni-Cu-PGE Project, a major dunite intrusive found on the under-explored Minigwal Greenstone Belt. Previous work shows significant evidence for a working sulphide mineral system and is considered highly prospective for Ni-Cu-PGE mineralisation.

WMG holds numerous other projects across major WA mineral belts including Melita (Au), midway between Kookynie and Leonora in the heart of the WA Goldfields and Jasper Hill (Au), with numerous prospective gold trends extending from the adjacent Lord Byron and Fish historical gold mines. The Company is also actively exploring Youanmi (Au), Pavarotti (Ni-Cu-PGE), Rock of Ages (Au), Broken Hill Bore (Au) and Pinyalling (Au).

Competent Persons Statement

The information in this announcement that relates to Exploration Results and other technical information complies with the 2012 Edition of the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (JORC Code) and has been compiled and assessed under the supervision of Dr Caedmon Marriott, Managing Director of Western Mines Group Ltd. Caedmon is a Member of the Australian Institute of Geoscientists and a Member of the Australasian Institute of Mining and Metallurgy. He has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity being undertaken to qualify as a Competent Person as defined in the 2012 Edition of the JORC Code. Caedmon consents to the inclusion in this announcement of the matters based on his information in the form and context in which it appears.

Disclaimer

Some of the statements appearing in this announcement may be in the nature of forward looking statements. You should be aware that such statements are only predictions and are subject to inherent risks and uncertainties. Those risks and uncertainties include factors and risks specific to the industries in which WMG operates and proposes to operate as well as general economic conditions, prevailing exchange rates and interest rates and conditions in the financial markets, among other things. Actual events or results may differ materially from the events or results expressed or implied in any forward looking statement. No forward looking statement is a guarantee or representation as to future performance or any other future matters, which will be influenced by a number of factors and subject to various uncertainties and contingencies, many of which will be outside WMG's control.

WMG does not undertake any obligation to update publicly or release any revisions to these forward looking statements to reflect events or circumstances after today's date or to reflect the occurrence of unanticipated events. No representation or warranty, express or implied, is made as to the fairness, accuracy, completeness or correctness of the information, opinions or conclusions contained in this announcement. To the maximum extent permitted by law, none of WMG, its Directors, employees, advisors or agents, nor any other person, accepts any liability for any loss arising from the use of the information contained in this announcement. You are cautioned not to place undue reliance on any forward looking statement. The forward looking statements in this announcement reflect views held only as at the date of this announcement.