+Rule 4.7B

Appendix 4C

Quarterly report for entities subject to Listing Rule 4.7B

Introduced 31/03/00 Amended 30/09/01, 24/10/05, 17/12/10, 01/09/16

Name of entity

Duxton Water Ltd

ABN	**Quarter ended ("current quarter")**
53 611 976 517	31 December 2019

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	16,769	92,959
1.2	Payments for		
	(a) research and development	-	-
	(b) product manufacturing and operating costs	(8,315)	(57,251)
	(c) advertising and marketing	-	-
	(d) leased assets	-	-
	(e) staff costs	-	-
	(f) administration and corporate costs	(473)	(1,215)
1.3	Dividends received (see note 3)	-	-
1.4	Interest received	-	1
1.5	Interest and other costs of finance paid	(543)	(1,898)
1.6	Income taxes paid	(125)	(3,781)
1.7	Government grants and tax incentives	-	-
1.8	Other (Management and Performance Fees)	(497)	(4,030)
1.9	**Net cash from / (used in) operating activities**	**6,816**	**24,785**

Various expenses have been reclassified from Investing activities to Operating activities to be more consistent with the Company's audited financial statements.

Consolidated statement of cash flows		Current quarter $A'000	Year to date (12 months) $A'000
2.	**Cash flows from investing activities**		
2.1	Payments to acquire:		
	(a) property, plant and equipment	-	-
	(b) businesses (see item 10)	-	-
	(c) investments	(41,227)	(97,645)
	(d) intellectual property	-	-
	(e) other non-current assets	-	-
2.2	Proceeds from disposal of:		
	(a) property, plant and equipment	-	-
	(b) businesses (see item 10)	-	-
	(c) investments	3,015	4,858
	(d) intellectual property	-	-
	(e) other non-current assets	-	-
2.3	Cash flows from loans to other entities	-	-
2.4	Dividends received (see note 3)	-	-
2.5	Other (provide details if material)		
	- Deposits paid	-	687
2.6	**Net cash from / (used in) investing activities**	**(38,212)**	**(92,100)**

3.	**Cash flows from financing activities**		
3.1	Proceeds from issues of shares	(2,155)	16,382
3.2	Proceeds from issue of convertible notes	-	-
3.3	Proceeds from exercise of share options	-	-
3.4	Transaction costs related to issues of shares, convertible notes or options	(8)	(653)
3.5	Proceeds from borrowings	34,200	55,367
3.6	Repayment of borrowings	-	-
3.7	Transaction costs related to loans and borrowings	-	
3.8	Dividends paid	-	(5,695)
3.9	Other (provide details if material)	-	-
3.10	**Net cash from / (used in) financing activities**	**32,037**	**65,401**

Consolidated statement of cash flows		**Current quarter $A'000**	**Year to date (12 months) $A'000**
4.	**Net increase / (decrease) in cash and cash equivalents for the period**		
4.1	Cash and cash equivalents at beginning of quarter/year to date	110	2,665
4.2	Net cash from / (used in) operating activities (item 1.9 above)	6,816	24,785
4.3	Net cash from / (used in) investing activities (item 2.6 above)	(38,212)	(92,100)
4.4	Net cash from / (used in) financing activities (item 3.10 above)	32,037	65,401
4.5	Effect of movement in exchange rates on cash held	-	-
4.6	**Cash and cash equivalents at end of quarter**	**751**	**751**

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	751	110
5.2	Call deposits	-	-
5.3	Bank overdrafts	-	-
5.4	Other (provide details)	-	-
5.5	**Cash and cash equivalents at end of quarter (should equal item 4.6 above)**	**751**	**110**

6.	**Payments to directors of the entity and their associates**	**Current quarter $A'000**
6.1	Aggregate amount of payments to these parties included in item 1.2	38
6.2	Aggregate amount of cash flow from loans to these parties included in item 2.3	-
6.3	Include below any explanation necessary to understand the transactions included in items 6.1 and 6.2	

Director's fees

7.	Payments to related entities of the entity and their associates	Current quarter $A'000
7.1	Aggregate amount of payments to these parties included in item 1.2	52
7.2	Aggregate amount of cash flow from loans to these parties included in item 2.3	-

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

Administration fees paid to Duxton Capital (Australia) Pty Ltd

8.	Financing facilities available *Add notes as necessary for an understanding of the position*	Total facility amount at quarter end $A'000	Amount drawn at quarter end $A'000
8.1	Loan facilities	100,000	94,200
8.2	Credit standby arrangements	-	-
8.3	Other (please specify)	-	-

8.4 Include below a description of each facility above, including the lender, interest rate and whether it is secured or unsecured. If any additional facilities have been entered into or are proposed to be entered into after quarter end, include details of those facilities as well.

The Board approved an extension of the current loan facility from $90m to $100m. This increase was effective 18 December 2019.

Lender: National Australia Bank

Interest Rate: BBSY plus 0.82% p.a + plus Facility Fee of 0.82%

Security: Secured

9.	Estimated cash outflows for next quarter	$A'000
9.1	Research and development	-
9.2	Product manufacturing and operating costs	-
9.3	Advertising and marketing	-
9.4	Leased assets	-
9.5	Staff costs	-
9.6	Administration and corporate costs	5,900
9.7	Other (provide details if material)	
	- Payments to Acquire Investments	3,100
	- Dividend	3,200
	- Tax instalment	2,200
9.8	**Total estimated cash outflows**	**14,400**

Estimated cash outflows relating to next quarter will be funded by operational profit and the sale of water assets.

10.	**Acquisitions and disposals of business entities (items 2.1(b) and 2.2(b) above)**	**Acquisitions**	**Disposals**
10.1	Name of entity	N/A	N/A
10.2	Place of incorporation or registration	N/A	N/A
10.3	Consideration for acquisition or disposal	N/A	N/A
10.4	Total net assets	N/A	N/A
10.5	Nature of business	N/A	N/A

Compliance statement

1 This statement has been prepared in accordance with accounting standards and policies which comply with Listing Rule 19.11A.

2 This statement gives a true and fair view of the matters disclosed.

Sign here: ..... Date: 31 January 2020
(Company Secretary)

Print name: .....Katelyn Adams.....

Notes

1. The quarterly report provides a basis for informing the market how the entity's activities have been financed for the past quarter and the effect on its cash position. An entity that wishes to disclose additional information is encouraged to do so, in a note or notes included in or attached to this report.
2. If this quarterly report has been prepared in accordance with Australian Accounting Standards, the definitions in, and provisions of, *AASB 107: Statement of Cash Flows* apply to this report. If this quarterly report has been prepared in accordance with other accounting standards agreed by ASX pursuant to Listing Rule 19.11A, the corresponding equivalent standard applies 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.