

ASX Announcement

31 January 2017

Quarterly Activities Report – Quarter Ended 31 December 2016

Caeneus Minerals Ltd (“Caeneus” or “the Company”) is pleased to provide the following report on its activities for the quarter ended 31 December 2016.

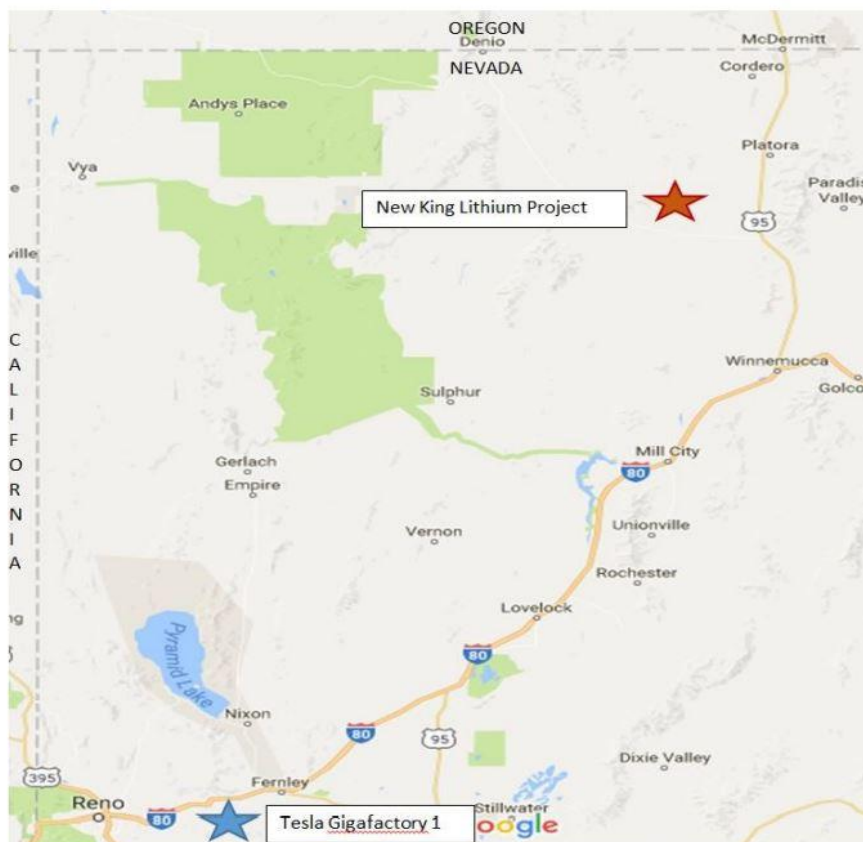
Acquisition of the New King Lithium Clay Project

During the quarter, the Company announced the acquisition of the New King Lithium Clay Project (“New King” or “the Project”) through the execution of a binding terms sheet to acquire 100% of the issued shares of private company Nevada Clays Pty Ltd.

New King is a potential district scale lithium clay project that comprises an area of approximately 250 contiguous placer mineral claim blocks totalling approximately 5,000 acres within Humboldt County, Nevada, USA, approximately 100km north-northwest of Winnemucca and 35km west-northwest of Orovada, Nevada, USA in the western and southern sections of the McDermitt caldera.

Refer to the ASX Announcement on 17 October 2016 for the acquisition terms.

Project location:



Lida Valley Project

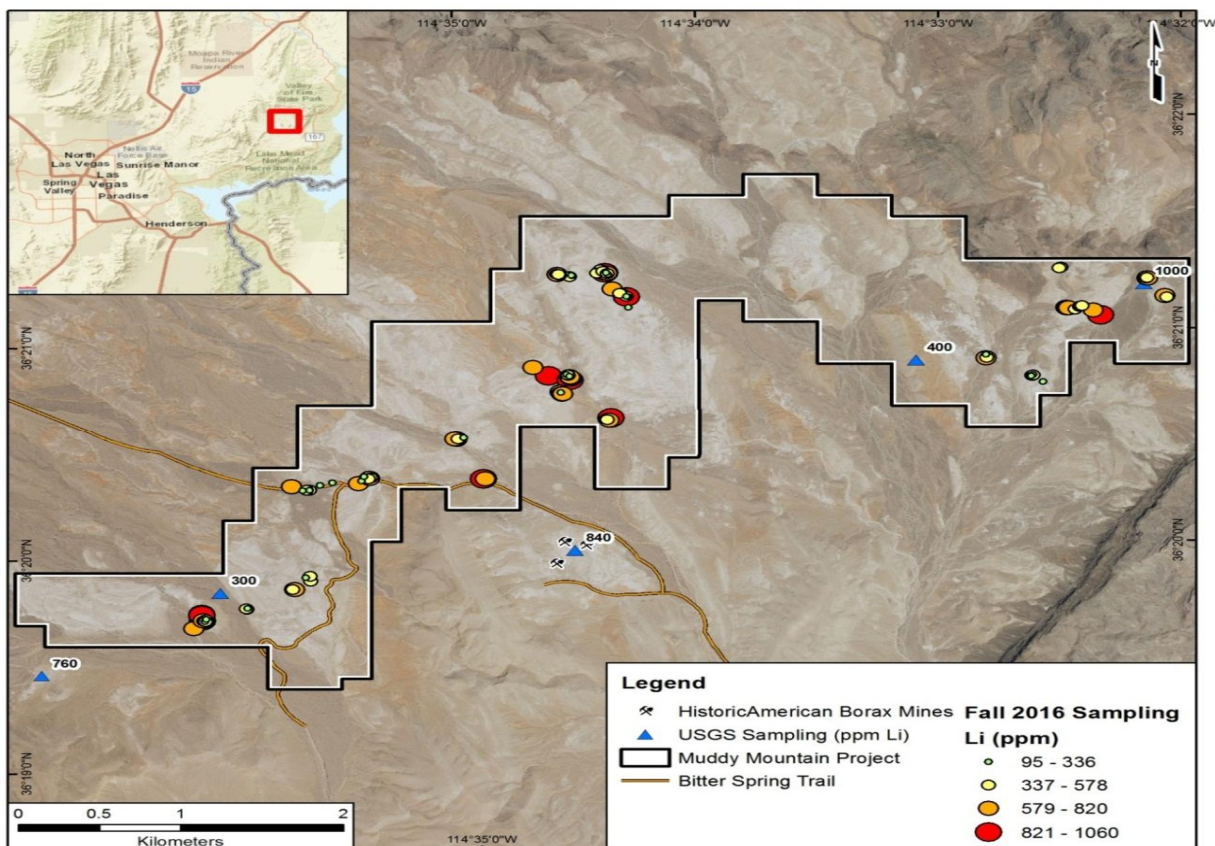
During the quarter, the Company received a ground disturbance permit from the American Bureau of Land Management (“BLM”). The permit allows the Company to complete the proposed drilling program (Refer ASX Announcement on 3 October 2016). It is anticipated that drilling will commence following a drilling program at the Company’s Scotty’s South Project.

Muddy Mountain Project

On 19 December 2016, the Company announced the confirmation of an extensive zone of lithium mineralisation at the Muddy Mountain Project following review of the analytical and geological results.

- Assays confirm extensive lithium mineralisation across exposed (uplifted and/or eroded) stratigraphic sections, sampled along the approximately 7km extent of the Muddy Mountains Project.
- Evaluated lithium results across the Project area exhibit the potential for a large, low grade deposit.
- Twenty-seven samples greater than 700ppm lithium, with five samples greater than 1,000ppm lithium (max 1,060ppm Li or 5,639ppm Lithium Carbonate Equivalent(LCE)) were identified at multiple locations within the Project.
- Sampled interval lengths averaged 1.8m, representing realistic grade intervals designed to avoid misleading higher grade spot sample results.
- Representative sections display semi-continuous to continuous interval composite grades greater than 800ppm Li or 4,256ppm LCE across widths reaching 13m for individual claystone, siltstone and other carbonaceous sediment beds.
- Potential exists for an increase in grade as mineralisation dips below weathered surfaces.
- A large area remains un-sampled on the Project and highly mineralised areas remain open above and below sample sections leaving the potential for the delineation of a higher-grade mineralised zone within the Project area.

The nature and extent of the lithium mineralisation is shown on the following sample map.

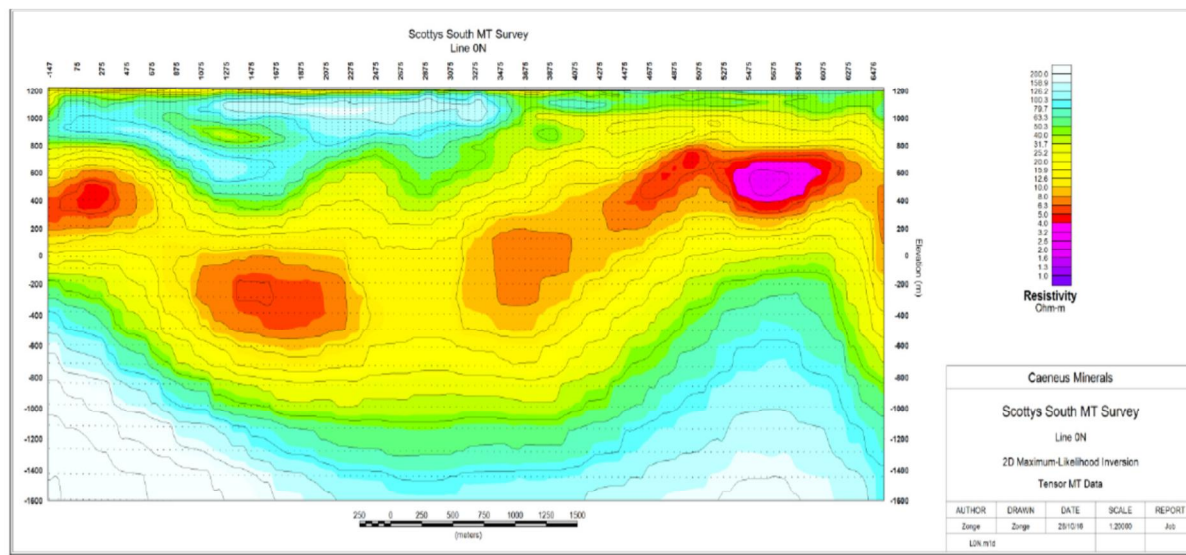


For the complete analytical results refer ASX Announcement dated 19 December 2016, Appendix 1.

The Company is encouraged by the results which it considers as indicative for the potential to delineate a large surface footprint of lithium mineralisation. Detailed follow-up review of the area is being planned to determine the potential for a higher-grade zone which would become a focus area for further development work.

Scotty’s South – Sarcobatus Flats Lithium Brine Project

Subsequent to the end of the quarter, the Company announced analysis of a recent Magnetotelluric (MT) survey on the Scotty’s South Project conducted by Zonge International Inc. The survey defined a long tabular layer of low resistivity coupled by a series of large ovoid “blobs” and a very low resistivity anomaly to the east of the claims. The area is interpreted to have significant potential to host conductive lithium-rich brine aquifers or saturated clays, or both.



Gravity work is now being expedited to integrate with this highly encouraging geophysical data. This survey will help define basin geometry and map the structurally bounded deep basins which can host lithium brine or saturated clay / sediment deposits.

The Company will announce the commencement of the ground gravity program in due course following these results the Company will outline a drilling program to apply for the necessary drilling permits.

Capital Raising

Subsequent to the end of the quarter, the Company completed a capital raising via a placement of 1,049,431,085 fully paid ordinary shares at an approximate subscription price of \$0.001 each for a total amount raised of \$1,049,431.09 to sophisticated and professional investors of the Company. The Company will also issue a 1 for 1 free attaching unlisted options exercisable at \$0.003 expiring on or before 31 December 2020 (“Placement Options”) pursuant to the placement and subject to shareholder approval.

The Company also advised that it will apply for quotation of the Placement Options as well as the 2020 Options (defined below), subject to shareholder approval at the upcoming general meeting of the Company to be held on 24 February 2017.

As at the date of this report, the Company has 1,181,515,612 unlisted options exercisable at \$0.003 on or before 31 December 2020 (“2020 Options”).

The information in this announcement that relates to Exploration Results, Mineral Resources or Ore Reserves is based on information compiled by Mr Steven Elliott who is a Member of the Australian Institute of Mining and Metallurgy. Mr Elliott is a director to the Company. Mr Elliott has sufficient experience which is relevant to the style and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2012 edition of the Joint Ore Reserves Committee (JORC) Australasian Code for Reporting of Exploration Results, Minerals Resources and Ore Reserves. Mr Elliott consents to the inclusion in the announcement of the matters based on his information in the form and context in which it appears.

For and on behalf of the Board



Steven Elliott
Managing Director

CORPORATE INFORMATION

Board

Keith Bowker	Chairman/Company Secretary
Steve Elliott	Managing Director
Michael Nottas	Non-Executive Director

Registered Office and Principal Place of Business

Suite 1, 56 Kings Park Road, West Perth WA 6005
Telephone: +61 8 9481 0544
Facsimile: + 61 9481 0655

Forward Shareholder Enquiries to

Advanced Share Registry Pty Ltd
110 Stirling Hwy, Nedlands WA 6009
Telephone: 61 8 9389 8033

Issued Share Capital

As at the date of this report (31 January 2017), the total fully paid ordinary shares on issue were 5,247,155,428.

TENEMENT INFORMATION (ASX Listing Rule 5.3.3)

The table below shows the interests in tenements held by Caeneus Minerals Ltd and its wholly owned subsidiaries and is provided in accordance with ASX Listing Rule 5.3.3.

STATE OF NEVADA, UNITES STATES OF AMERICA TENEMENTS

Lida Valley Project

Claim Name/Number	Serial No	Claimant	MER	TWN	RANGE	SEC	SUBDIV	CTY	LOC DATE
LV 1	NMC1117903	CARLIN TREND MINING SERVICES		21 0060S	0420E		1 NE	NV009	12/21/2015
LV 2	NMC1117904	CARLIN TREND MINING SERVICES		21 0060S	0420E		1 NE	NV009	12/21/2015
LV 3	NMC1117905	CARLIN TREND MINING SERVICES		21 0060S	0420E		1 NE	NV009	12/21/2015
LV 4	NMC1117906	CARLIN TREND MINING SERVICES		21 0060S	0420E		1 NE	NV009	12/21/2015
LV 5	NMC1117907	CARLIN TREND MINING SERVICES		21 0060S	0420E		1 NE	NV009	12/21/2015
LV 6	NMC1117908	CARLIN TREND MINING SERVICES		21 0060S	0420E		1 NE	NV009	12/21/2015
LV 7	NMC1117909	CARLIN TREND MINING SERVICES		21 0060S	0420E		1 NE	NV009	12/21/2015
LV 8	NMC1117910	CARLIN TREND MINING SERVICES		21 0060S	0420E		1 NE	NV009	12/21/2015
LV 9	NMC1117911	CARLIN TREND MINING SERVICES		21 0060S	0420E		1 SE	NV009	12/21/2015
LV 10	NMC1117912	CARLIN TREND MINING SERVICES		21 0060S	0420E		1 SE	NV009	12/21/2015
LV 11	NMC1117913	CARLIN TREND MINING SERVICES		21 0060S	0420E		1 SE	NV009	12/21/2015
LV 12	NMC1117914	CARLIN TREND MINING SERVICES		21 0060S	0420E		1 SE	NV009	12/21/2015
LV 13	NMC1117915	CARLIN TREND MINING SERVICES		21 0060S	0420E		1 SE	NV009	12/21/2015
LV 14	NMC1117916	CARLIN TREND MINING SERVICES		21 0060S	0420E		1 SE	NV009	12/21/2015
LV 15	NMC1117917	CARLIN TREND MINING SERVICES		21 0060S	0420E		1 SE	NV009	12/21/2015
LV 16	NMC1117918	CARLIN TREND MINING SERVICES		21 0060S	0420E		1 SE	NV009	12/21/2015
LV 17	NMC1117919	CARLIN TREND MINING SERVICES		21 0060S	0420E		12 NE	NV009	12/21/2015
LV 18	NMC1117920	CARLIN TREND MINING SERVICES		21 0060S	0420E		12 NE	NV009	12/21/2015
LV 19	NMC1117921	CARLIN TREND MINING SERVICES		21 0060S	0420E		12 NE	NV009	12/21/2015
LV 20	NMC1117922	CARLIN TREND MINING SERVICES		21 0060S	0420E		12 NE	NV009	12/21/2015
LV 21	NMC1117923	CARLIN TREND MINING SERVICES		21 0060S	0420E		12 NE	NV009	12/21/2015
LV 22	NMC1117924	CARLIN TREND MINING SERVICES		21 0060S	0420E		12 NE	NV009	12/21/2015
LV 23	NMC1117925	CARLIN TREND MINING SERVICES		21 0060S	0420E		12 NE	NV009	12/21/2015
LV 24	NMC1117926	CARLIN TREND MINING SERVICES		21 0060S	0430E		6 NW	NV009	12/21/2015
LV 25	NMC1117927	CARLIN TREND MINING SERVICES		21 0060S	0430E		6 NW	NV009	12/21/2015
LV 26	NMC1117928	CARLIN TREND MINING SERVICES		21 0060S	0430E		6 NW	NV009	12/21/2015
LV 27	NMC1117929	CARLIN TREND MINING SERVICES		21 0060S	0430E		6 NW	NV009	12/21/2015
LV 28	NMC1117930	CARLIN TREND MINING SERVICES		21 0060S	0430E		6 NE	NV009	12/21/2015
LV 29	NMC1117931	CARLIN TREND MINING SERVICES		21 0060S	0430E		6 NE	NV009	12/21/2015
LV 30	NMC1117932	CARLIN TREND MINING SERVICES		21 0060S	0430E		6 NE	NV009	12/21/2015
LV 31	NMC1117933	CARLIN TREND MINING SERVICES		21 0060S	0430E		6 NE	NV009	12/21/2015
LV 32	NMC1117934	CARLIN TREND MINING SERVICES		21 0060S	0430E		5 NW	NV009	12/21/2015
LV 33	NMC1117935	CARLIN TREND MINING SERVICES		21 0060S	0430E		5 NW	NV009	12/21/2015
LV 34	NMC1117936	CARLIN TREND MINING SERVICES		21 0060S	0430E		5 NW	NV009	12/21/2015
LV 35	NMC1117937	CARLIN TREND MINING SERVICES		21 0060S	0430E		5 NW	NV009	12/21/2015
LV 36	NMC1117938	CARLIN TREND MINING SERVICES		21 0060S	0430E		6 NW	NV009	12/21/2015
LV 37	NMC1117939	CARLIN TREND MINING SERVICES		21 0060S	0430E		6 NW	NV009	12/21/2015
LV 38	NMC1117940	CARLIN TREND MINING SERVICES		21 0060S	0430E		6 NW	NV009	12/21/2015
LV 39	NMC1117941	CARLIN TREND MINING SERVICES		21 0060S	0430E		6 NW	NV009	12/21/2015

Muddy Mountain Project

Ser No	Case Type	Claim Name/Number	Claimant	Lead File	Loc Dt	Latest Assmt-Yr
NMC1118539	LODE	MM 1	CARLIN TREND MINING SERVICES	NMC1118539	12/24/2015	2 0 1 6
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NMC1118558	LODE	MM 20	CARLIN TREND MINING SERVICES	NMC1118539	12/25/2015	2 0 1 6
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NMC1118563	LODE	MM 25	CARLIN TREND MINING SERVICES	NMC1118539	12/24/2015	2 0 1 6
NMC1118564	LODE	MM 26	CARLIN TREND MINING SERVICES	NMC1118539	12/24/2015	2 0 1 6
NMC1118565	LODE	MM 27	CARLIN TREND MINING SERVICES	NMC1118539	12/24/2015	2 0 1 6
NMC1118566	LODE	MM 28	CARLIN TREND MINING SERVICES	NMC1118539	12/24/2015	2 0 1 6
NMC1118567	LODE	MM 29	CARLIN TREND MINING SERVICES	NMC1118539	12/24/2015	2 0 1 6
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NMC1118632	LODE	MM 94	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2 0 1 6
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NMC1118635	LODE	MM 97	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2 0 1 6
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NMC1118640	LODE	MM 102	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2 0 1 6
NMC1118641	LODE	MM 103	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2 0 1 6
NMC1118642	LODE	MM 104	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2 0 1 6
NMC1118643	LODE	MM 105	CARLIN TREND MINING SERVICES NMC1118539	12/29/2015	2 0 1 6
NMC1118644	LODE	MM 106	CARLIN TREND MINING SERVICES NMC1118539	12/29/2015	2 0 1 6
NMC1118645	LODE	MM 107	CARLIN TREND MINING SERVICES NMC1118539	12/29/2015	2 0 1 6
NMC1118646	LODE	MM 108	CARLIN TREND MINING SERVICES NMC1118539	12/29/2015	2 0 1 6
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NMC1118657	LODE	MM 119	CARLIN TREND MINING SERVICES NMC1118539	12/27/2015	2 0 1 6
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NMC1118659	LODE	MM 121	CARLIN TREND MINING SERVICES NMC1118539	12/27/2015	2 0 1 6
NMC1118660	LODE	MM 122	CARLIN TREND MINING SERVICES NMC1118539	12/27/2015	2 0 1 6
NMC1118661	LODE	MM 123	CARLIN TREND MINING SERVICES NMC1118539	12/27/2015	2 0 1 6
NMC1118662	LODE	MM 140	CARLIN TREND MINING SERVICES NMC1118539	12/26/2015	2 0 1 6

Columbus Marsh Project

Location	Project Name	Claim #	Ownership	Titleholder
Nevada, USA	Columbus Marsh	CSM32	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSM33	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSM34	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSM35	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSM36	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSME1	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSME2	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSME3	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSM1	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSM2	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSM3	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSM4	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSM5	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSM6	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSM1W	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSM5W	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSM28	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSM27	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSM29	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSM30	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.
Nevada, USA	Columbus Marsh	CSM31	<i>Refer to Note 1 below</i>	Gold Exploration Management Inc.

Note 1: ATC Resources Pty Ltd (“ATC Resources”) has entered into the assignments of binding Options Agreements to acquire 100% of Scotty’s South and Columbus Marsh from Gold Exploration Management Inc. ATC Resources is a wholly owned subsidiary of Caeneus Minerals Ltd.

New King Project

Location	Project Name	Claim #	Ownership	Titleholder
Nevada, USA	New King	KVA1	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	KVA2	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	KVA3	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	KVA4	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	KVA5	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	KVA6	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	KVA7	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	KVA8	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	KVA9	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	KVA10	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	KVA11	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP1	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP2	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP3	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP4	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP5	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 9	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 10	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 11	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 12	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 13	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 17	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 18	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 19	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 20	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.

Nevada, USA	New King	MTP 21	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 25	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP26	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 27	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 28	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 29	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MPT 36	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 37	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 38	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MPT 39	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP51	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP52	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP53	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP54	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP55	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP56	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 60	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 61	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 62	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 63	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 64	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 65	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 66	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 85	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 86	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 87	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 88	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.

Nevada, USA	New King	MTP 89	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 90	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 91	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 92	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 96	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 97	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 98	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 99	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 100	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 101	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 102	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 107	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 108	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 109	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 110	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 111	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 112	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 113	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 114	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 115	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 116	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 117	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.
Nevada, USA	New King	MTP 118	<i>Refer to Note 2 below</i>	Gold Exploration Management Inc.

Note 2: Nevada Clays Pty Ltd (“Nevada Clays”) has entered into the assignments of binding Options Agreements to acquire 100% of New King from Gold Exploration Management Inc. Nevada Clays is a wholly owned subsidiary of Caeneus Minerals Ltd.

AUSTRALIAN TENEMENTS

Location	Project Name	Tenement #	Ownership	Titleholder
Western Australia	Supernova	E69/3066	100%	Caeneus Resources Pty Ltd
Western Australia	Pardoo	E45/1866	<i>Refer to Note 3 below</i>	Segue (Pardoo) Limited
Western Australia	Pardoo	E45/4279	<i>Refer to Note 3 below</i>	Segue (Pardoo) Limited
Western Australia	Pardoo	E45/4585	100%	Port Exploration Pty Ltd
Western Australia	Pardoo	E45/4671 – application	<i>Refer to Note 3 below</i>	Applicant – Plumridge East Pty Ltd
Western Australia	Pardoo	P45/3011 – application	<i>Refer to Note 3 below</i>	Applicant – Plumridge East Pty Ltd
Western Australia	Pardoo	P45/3012 – application	<i>Refer to Note 3 below</i>	Applicant – Plumridge East Pty Ltd

Note 3: Port Exploration Pty Ltd entitlement to earn up to 80% via Farm-In Joint Venture Agreement

Appendix 5B

Mining exploration entity and oil and gas exploration entity quarterly report

Introduced 01/07/96 Origin Appendix 8 Amended 01/07/97, 01/07/98, 30/09/01, 01/06/10, 17/12/10, 01/05/13, 01/09/16

Name of entity

CAENEUS MINERALS LTD

ABN

42 082 593 235

Quarter ended ("current quarter")

31 December 2016

Consolidated statement of cash flows	Current quarter \$A'000	Year to date (6 months) \$A'000
1. Cash flows from operating activities		
1.1 Receipts from customers		
1.2 Payments for		
(a) exploration & evaluation	(99)	(524)
(b) development	-	-
(c) production	-	-
(d) staff costs	(60)	(150)
(e) administration and corporate costs	(153)	(609)
1.3 Dividends received (see note 3)	-	-
1.4 Interest received	-	1
1.5 Interest and other costs of finance paid	-	-
1.6 Income taxes paid	-	-
1.7 Research and development refunds	-	-
1.8 Other (provide details if materials)	-	-
1.9 Net cash from / (used in) operating activities	(312)	(1,282)

2. Cash flows from investing activities		
2.1 Payments to acquire:		
(a) property, plant and equipment	-	-
(b) tenements (see item 10)	(26)	(112)
(c) investments	-	-
(d) other non-current assets	-	-

Consolidated statement of cash flows		Current quarter	Year to date (6 months)
		\$A'000	\$A'000
2.2	Proceeds from the disposal of:		
	(a) property, plant and equipment	-	-
	(b) tenements (see item 10)	-	-
	(c) investments	-	-
	(d) 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)	-	-
2.6	Net cash from / (used in) investing activities	(26)	(112)

3.	Cash flows from financing activities		
3.1	Proceeds from issues of shares	-	1,607
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	-	(82)
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 (Proceeds from shares not yet issued)	45	45
3.10	Net cash from / (used in) financing activities	45	1,570

4.	Net increase / (decrease) in cash and cash equivalents for the period		
4.1	Cash and cash equivalents at beginning of period	676	207
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(312)	(1,282)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	(26)	(112)
4.4	Net cash from / (used in) financing activities (item 3.10 above)	45	1,570
4.5	Effect of movement in exchange rates on cash held	-	-
4.6	Cash and cash equivalents at end of period	383	383

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	383	676
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)*	383	676

* Subsequent to the end of the quarter, the Company raised \$1,049,431.09 via a placement to sophisticated and professional investors.

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	60
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	

Directors' fees – all payments are on normal commercial terms

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	-
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	

N/A

Mining exploration entity and oil and gas exploration entity quarterly report

8. Financing facilities available

Add notes as necessary for an understanding of the position

8.1 Loan facilities

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.

Total facility amount at quarter end \$A'000	Amount drawn at quarter end \$A'000
-	-
-	-
-	-

N/A

9. Estimated cash outflows for next quarter	\$A'000
9.1 Exploration and evaluation	500
9.2 Development	-
9.3 Production	-
9.4 Staff costs	60
9.5 Administration and corporate costs	150
9.6 Other (provide details if material)	-
9.7 Total estimated cash outflows	710

10. Changes in tenements (items 2.1(b) and 2.2(b) above)	Tenement reference and location	Nature of interest	Interest at beginning of quarter	Interest at end of quarter
10.1 Interests in mining tenements and petroleum tenements lapsed, relinquished or reduced	E80/4994 – Western Australia	Held by subsidiary	100%	-
10.2 Interests in mining tenements and petroleum tenements acquired or increased	Refer Annexure 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:



Company Secretary

Date: 31 January 2017

Print name: Keith Bowker

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 6: Exploration for and Evaluation of Mineral Resources and 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 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.

ANNEXURE A

Item 10.2 – Interests in mining tenements and petroleum tenements acquired or increased

All tenements below are in the State of Nevada in USA.

Project Name: New King

Claim Name/Numbers

KVA1	MTP53
KVA2	MTP54
KVA3	MTP55
KVA4	MTP56
KVA5	MTP 60
KVA6	MTP 61
KVA7	MTP 62
KVA8	MTP 63
KVA9	MTP 64
KVA10	MTP 65
KVA11	MTP 66
MTP1	MTP 85
MTP2	MTP 86
MTP3	MTP 87
MTP4	MTP 88
MTP5	MTP 89
MTP 9	MTP 90
MTP 10	MTP 91
MTP 11	MTP 92
MTP 12	MTP 96
MTP 13	MTP 97
MTP 17	MTP 98
MTP 18	MTP 99
MTP 19	MTP 100
MTP 20	MTP 101
MTP 21	MTP 102
MTP 25	MTP 107
MTP26	MTP 108
MTP 27	MTP 109
MTP 28	MTP 110
MTP 29	MTP 111
MPT 36	MTP 112
MTP 37	MTP 113
MTP 38	MTP 114
MPT 39	MTP 115
MTP51	MTP 116
MTP52	MTP 117
	MTP 118