

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 guarter 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

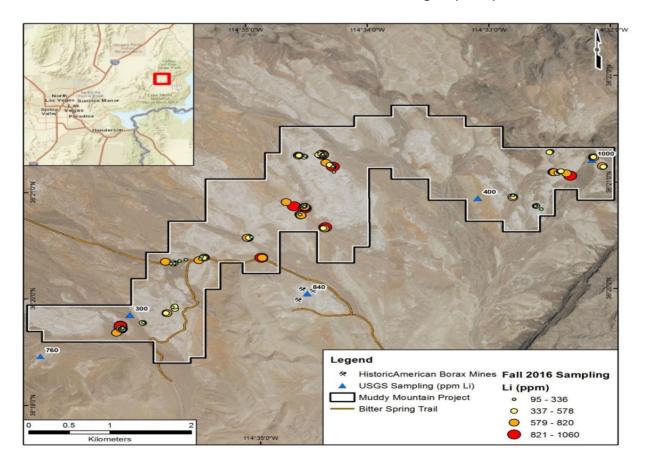
During the quarter, the Company received a ground disturbance permit from the American Bureau of Land Management ("BLM"). The permit allows the Company to complete the proposed drilling program (Refer ASX Announcement on 3 October 2016). It is anticipated that drilling will commence following a drilling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

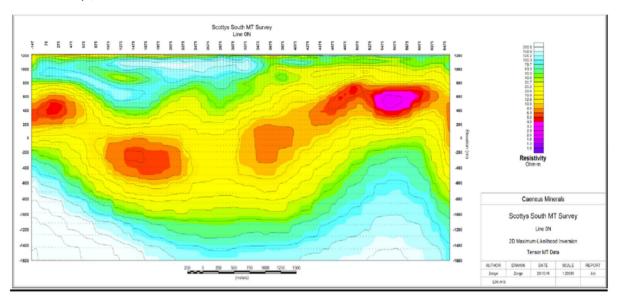


For the complete analytical results refer ASX Announcement dated 19 December 2016, Appendix 1.

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

Maltery)

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
_V 2	NMC1117904	CARLIN TREND MINING SERVICES		21 0060S	0420E		1 NE	NV009	12/21/2015
_V 3	NMC1117905	CARLIN TREND MINING SERVICES		21 0060S	0420E		1 NE	NV009	12/21/2015
_V 4	NMC1117906	CARLIN TREND MINING SERVICES		21 0060S	0420E		1 NE	NV009	12/21/2015
_V 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
_V 8	NMC1117910	CARLIN TREND MINING SERVICES		21 0060S	0420E		1 NE	NV009	12/21/2015
_V 9	NMC1117911	CARLIN TREND MINING SERVICES		21 0060S	0420E		1 SE	NV009	12/21/2015
_V 10	NMC1117912	CARLIN TREND MINING SERVICES		21 0060S	0420E		1 SE	NV009	12/21/2015
_V 11	NMC1117913	CARLIN TREND MINING SERVICES		21 0060S	0420E		1 SE	NV009	12/21/2015
_V 12	NMC1117914	CARLIN TREND MINING SERVICES		21 0060S	0420E		1 SE	NV009	12/21/2015
_V 13	NMC1117915	CARLIN TREND MINING SERVICES		21 0060S	0420E		1 SE	NV009	12/21/2015
_V 14	NMC1117916	CARLIN TREND MINING SERVICES		21 0060S	0420E		1 SE	NV009	12/21/2015
_V 15	NMC1117917	CARLIN TREND MINING SERVICES		21 0060S	0420E		1 SE	NV009	12/21/2015
_V 16	NMC1117918	CARLIN TREND MINING SERVICES		21 0060S	0420E		1 SE	NV009	12/21/2015
.V 17	NMC1117919	CARLIN TREND MINING SERVICES		21 0060S	0420E	1	12 NE	NV009	12/21/2015
.V 18	NMC1117920	CARLIN TREND MINING SERVICES		21 0060S	0420E	1	12 NE	NV009	12/21/2015
.V 19	NMC1117921	CARLIN TREND MINING SERVICES		21 0060S	0420E	1	12 NE	NV009	12/21/2015
.V 20	NMC1117922	CARLIN TREND MINING SERVICES		21 0060S	0420E	1	12 NE	NV009	12/21/2015
_V 21	NMC1117923	CARLIN TREND MINING SERVICES		21 0060S	0420E	1	12 NE	NV009	12/21/2015
_V 22	NMC1117924	CARLIN TREND MINING SERVICES		21 0060S	0420E	1	12 NE	NV009	12/21/2015
_V 23	NMC1117925	CARLIN TREND MINING SERVICES		21 0060S	0420E	1	12 NE	NV009	12/21/2015
_V 24	NMC1117926	CARLIN TREND MINING SERVICES		21 0060S	0430E		6 NW	NV009	12/21/2015
_V 25	NMC1117927	CARLIN TREND MINING SERVICES		21 0060S	0430E		6 NW	NV009	12/21/2015
_V 26	NMC1117928	CARLIN TREND MINING SERVICES		21 0060S	0430E		6 NW	NV009	12/21/2015
_V 27	NMC1117929	CARLIN TREND MINING SERVICES		21 0060S	0430E		6 NW	NV009	12/21/2015
_V 28	NMC1117930	CARLIN TREND MINING SERVICES		21 0060S	0430E		6 NE	NV009	12/21/2015
_V 29	NMC1117931	CARLIN TREND MINING SERVICES		21 0060S	0430E		6 NE	NV009	12/21/2015
_V 30	NMC1117932	CARLIN TREND MINING SERVICES		21 0060S	0430E		6 NE	NV009	12/21/2015
_V 31	NMC1117933	CARLIN TREND MINING SERVICES		21 0060S	0430E		6 NE	NV009	12/21/2015
.V 32	NMC1117934	CARLIN TREND MINING SERVICES		21 0060S	0430E		5 NW	NV009	12/21/2015
.V 33	NMC1117935	CARLIN TREND MINING SERVICES		21 0060S	0430E		5 NW	NV009	12/21/2015
.V 34	NMC1117936	CARLIN TREND MINING SERVICES		21 0060S	0430E		5 NW	NV009	12/21/2015
_V 35	NMC1117937	CARLIN TREND MINING SERVICES		21 0060S	0430E		5 NW	NV009	12/21/2015
.V 36	NMC1117938	CARLIN TREND MINING SERVICES		21 0060S	0430E		6 NW	NV009	12/21/2015
_V 37	NMC1117939	CARLIN TREND MINING SERVICES		21 0060S	0430E		6 NW	NV009	12/21/2015
_V 38	NMC1117940	CARLIN TREND MINING SERVICES		21 0060S	0430E		6 NW	NV009	12/21/2015
.V 39	NMC1117941	CARLIN TREND MINING SERVICES		21 0060S	0430E		6 NW	NV009	12/21/2015

ı	LV 40	NMC1117942	CARLIN T	REND MINING S	ERVICES	21 0060S	0430E	6 NE	NV009	12/21/2015
ı	LV 41	NMC1117943	CARLIN T	REND MINING S	ERVICES	21 0060S	0430E	6 NE	NV009	12/21/2015
1	LV 42	NMC1117944	CARLIN T	REND MINING S	ERVICES	21 0060S	0430E	6 NE	NV009	12/21/2015
1	LV 43	NMC1117945	CARLIN T	REND MINING S	ERVICES	21 0060S	0430E	6 NE	NV009	12/21/2015
	LV 44	NMC1117946	CARLIN T	REND MINING S	ERVICES	21 0060S	0430E	5 NW	NV009	12/21/2015
	LV 45	NMC1117947	CARLIN T	REND MINING S	ERVICES	21 0060S	0430E	5 NW	NV009	12/21/2015
	LV 46	NMC1117948	CARLIN T	REND MINING S	ERVICES	21 0060S	0430E	5 NW	NV009	12/21/2015
	LV 47			REND MINING S		21 0060S	0430E	5 NW		12/21/2015
	LV 48			REND MINING S		21 0060S	0430E	6 SW		12/21/2015
	LV 49			REND MINING S		21 0060S	0430E	6 SW		12/21/2015
	LV 50			REND MINING S		21 0060S	0430E	6 SW		12/21/2015
	LV 51			REND MINING S			0430E	6 SW		
						21 0060S				12/21/2015
	LV 52			REND MINING S		21 0060S	0430E	6 SE		12/21/2015
	LV 53			REND MINING S		21 0060S	0430E	6 SE		12/21/2015
	LV 54	NMC1117956	CARLIN T	REND MINING S	ERVICES	21 0060S	0430E	6 SE	NV009	12/21/2015
	LV 55	NMC1117957	CARLIN T	REND MINING S	ERVICES	21 0060S	0430E	6 SE	NV009	12/21/2015
	LV 56	NMC1117958	CARLIN T	REND MINING S	ERVICES	21 0060S	0430E	5 SW	NV009	12/21/2015
-	LV 57	NMC1117959	CARLIN T	REND MINING S	ERVICES	21 0060S	0430E	5 SW	NV009	12/21/2015
1	LV 58	NMC1117960	CARLIN T	REND MINING S	ERVICES	21 0060S	0430E	5 SW	NV009	12/21/2015
1	LV 59	NMC1117961	CARLIN T	REND MINING S	ERVICES	21 0060S	0430E	5 SW	NV009	12/21/2015
ı	LV 60	NMC1117962	CARLIN T	REND MINING S	ERVICES	21 0060S	0430E	6 SW	NV009	12/21/2015
	LV 61	NMC1117963	CARLIN T	REND MINING S	ERVICES	21 0060S	0430E	6 SW	NV009	12/22/2015
ı	LV 62	NMC1117964	CARLIN T	REND MINING S	ERVICES	21 0060S	0430E	6 SW	NV009	12/22/2015
ı	LV 63	NMC1117965	CARLIN T	REND MINING S	ERVICES	21 0060S	0430E	6 SW	NV009	12/22/2015
ı	LV 64	NMC1117966	CARLIN T	REND MINING S	ERVICES	21 0060S	0430E	6 SE	NV009	12/22/2015
ı	LV 65	NMC1117967	CARLIN T	REND MINING S	ERVICES	21 0060S	0430E	6 SE	NV009	12/22/2015
ı	LV 66	NMC1117968	CARLIN T	REND MINING S	ERVICES	21 0060S	0430E	6 SE	NV009	12/22/2015
1	LV 67	NMC1117969	CARLIN T	REND MINING S	ERVICES	21 0060S	0430E	6 SE	NV009	12/22/2015
1	LV 68	NMC1117970	CARLIN T	REND MINING S	ERVICES	21 0060S	0430E	5 SW	NV009	12/22/2015
	LV 69	NMC1117971	CARLIN T	REND MINING S	ERVICES	21 0060S	0430E	5 SW	NV009	12/22/2015
	LV 70	NMC1117972	CARLIN T	REND MINING S	ERVICES	21 0060S	0430E	5 SW	NV009	12/22/2015
	LV 71	NMC1117973	CARLIN T	REND MINING S	ERVICES	21 0060S	0430E	5 SW	NV009	12/22/2015
	LV 72	NMC1117974	CARLIN T	REND MINING S	ERVICES	21 0060S	0430E	7 NW	NV009	12/22/2015
	LV 73	NMC1117975	CARLIN T	REND MINING S	ERVICES	21 0060S	0430E	7 NW	NV009	12/22/2015
	LV 74			REND MINING S		21 0060S	0430E	7 NW	NV009	12/22/2015
	LV 75			REND MINING S		21 0060S	0430E	7 NW		12/22/2015
	LV 76			REND MINING S		21 0060S	0430E	7 NE	NV009	12/22/2015
	LV 77			REND MINING S		21 0060S	0430E	7 NE	NV009	12/22/2015
	LV 78			REND MINING S		21 0060S	0430E	7 NE	NV009	12/22/2015
	LV 79			REND MINING S		21 0060S	0430E	7 NE	NV009	12/22/2015
	LV 80			REND MINING S		21 0060S	0430E	8 NW		12/22/2015
	LV 81			REND MINING S		21 0060S	0430E	8 NW	NV009	12/22/2015
	LV 82	NMC1117984	CARLIN T	REND MINING S	ERVICES	21 0060S	0430E	8 NW	NV009	12/22/2015
	LV 83	NMC1117985	CARLIN T	REND MINING S	ERVICES	21 0060S	0430E	8 NW	NV009	12/22/2015
-	LV 84	NMC1117986	CARLIN T	REND MINING S	ERVICES	21 0060S	0430E	8 NE	NV009	12/22/2015
1	LV 85	NMC1117987	CARLIN T	REND MINING S	ERVICES	21 0060S	0430E	8 NE	NV009	12/22/2015
1	LV 86	NMC1117988	CARLIN T	REND MINING S	ERVICES	21 0060S	0430E	8 NE	NV009	12/22/2015

Ľ	V 87	NMC1117989	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	8 NE	NV009	12/22/2015
Ľ	V 88	NMC1117990	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	9 NW	NV009	12/22/2015
Ľ	V 89	NMC1117991	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	7 NW	NV009	12/22/2015
Ľ	V 90	NMC1117992	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	7 NW	NV009	12/22/2015
Ľ	V 91	NMC1117993	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	7 NW	NV009	12/22/2015
Ľ	V 92	NMC1117994	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	7 NW	NV009	12/22/2015
Ľ	V 93	NMC1117995	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	7 NE	NV009	12/22/2015
Ľ	V 94	NMC1117996	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	7 NE	NV009	12/22/2015
Ľ	V 95	NMC1117997	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	7 NE	NV009	12/22/2015
Ľ	V 96	NMC1117998	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	7 NE	NV009	12/22/2015
Ľ	V 97	NMC1117999	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	8 NW	NV009	12/22/2015
Ľ	V 98	NMC1118000	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	8 NW	NV009	12/22/2015
Ľ	V 99	NMC1118001	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	8 NW	NV009	12/22/2015
Ľ	V 100	NMC1118002	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	8 NW	NV009	12/22/2015
Ľ	V 101	NMC1118003	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	8 NE	NV009	12/22/2015
Ľ	V 102	NMC1118004	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	8 NE	NV009	12/22/2015
Ľ	V 103	NMC1118005	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	8 NE	NV009	12/22/2015
Ľ	V 104	NMC1118006	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	8 NE	NV009	12/22/2015
Ľ	V 105	NMC1118007	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	9 NW	NV009	12/22/2015
Ľ	V 106	NMC1118008	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	7 SW	NV009	12/22/2015
Ľ	V 107	NMC1118009	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	7 SW	NV009	12/22/2015
Ľ	V 108	NMC1118010	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	7 SE	NV009	12/22/2015
Ľ	V 109	NMC1118011	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	7 SE	NV009	12/22/2015
Ľ	V 110	NMC1118012	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	7 SE	NV009	12/22/2015
Ľ	V 111	NMC1118013	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	7 SE	NV009	12/22/2015
Ľ	V 112	NMC1118014	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	8 SW	NV009	12/22/2015
Ľ	V 113	NMC1118015	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	8 SW	NV009	12/22/2015
Ľ	V 114	NMC1118016	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	8 SW	NV009	12/22/2015
Ľ	V 115	NMC1118017	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	8 SW	NV009	12/22/2015
Ľ	V 116	NMC1118018	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	8 SE	NV009	12/22/2015
Ľ	V 117	NMC1118019	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	8 SE	NV009	12/22/2015
Ľ	V 118	NMC1118020	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	8 SE	NV009	12/22/2015
Ľ	V 119	NMC1118021	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	8 SE	NV009	12/22/2015
Ľ	V 120	NMC1118022	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	9 SW	NV009	12/22/2015
Ľ	V 121	NMC1118023	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	7 SE	NV009	12/22/2015
Ľ	V 122	NMC1118024	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	7 SE	NV009	12/22/2015
Ľ	V 123	NMC1118025	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	8 SW	NV009	12/22/2015
Ľ	V 124	NMC1118026	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	8 SW	NV009	12/22/2015
Ľ	V 125	NMC1118027	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	8 SW	NV009	12/22/2015
Ľ	V 126	NMC1118028	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	8 SW	NV009	12/22/2015
Ľ	V 127	NMC1118029	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	8 SE	NV009	12/22/2015
Ľ	V 128	NMC1118030	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	8 SE	NV009	12/22/2015
Ľ	V 129	NMC1118031	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	8 SE	NV009	12/22/2015
Ľ	V 130	NMC1118032	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	8 SE	NV009	12/22/2015
Ľ	V 131	NMC1118033	CARLIN TREND MIN	ING SERVICES	21 0060S	0430E	9 SW	NV009	12/22/2015

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	2016
NMC1118540	LODE	MM 2	CARLIN TREND MINING SERVICES	NMC1118539	12/24/2015	2016
NMC1118541	LODE	MM 3	CARLIN TREND MINING SERVICES	NMC1118539	12/24/2015	2016
NMC1118542	LODE	MM 4	CARLIN TREND MINING SERVICES	NMC1118539	12/24/2015	2016
NMC1118543	LODE	MM 5	CARLIN TREND MINING SERVICES	NMC1118539	12/24/2015	2016
NMC1118544	LODE	MM 6	CARLIN TREND MINING SERVICES	NMC1118539	12/24/2015	2016
NMC1118545	LODE	MM 7	CARLIN TREND MINING SERVICES	NMC1118539	12/24/2015	2016
NMC1118546	LODE	MM 8	CARLIN TREND MINING SERVICES	NMC1118539	12/24/2015	2016
NMC1118547	LODE	MM 9	CARLIN TREND MINING SERVICES	NMC1118539	12/24/2015	2016
NMC1118548	LODE	MM 10	CARLIN TREND MINING SERVICES	NMC1118539	12/24/2015	2016
NMC1118549	LODE	MM 11	CARLIN TREND MINING SERVICES	NMC1118539	12/24/2015	2016
NMC1118550	LODE	MM 12	CARLIN TREND MINING SERVICES	NMC1118539	12/24/2015	2016
NMC1118551	LODE	MM 13	CARLIN TREND MINING SERVICES	NMC1118539	12/24/2015	2016
NMC1118552	LODE	MM 14	CARLIN TREND MINING SERVICES	NMC1118539	12/25/2015	2016
NMC1118553	LODE	MM 15	CARLIN TREND MINING SERVICES	NMC1118539	12/25/2015	2016
NMC1118554	LODE	MM 16	CARLIN TREND MINING SERVICES	NMC1118539	12/25/2015	2016
NMC1118555	LODE	MM 17	CARLIN TREND MINING SERVICES	NMC1118539	12/25/2015	2016
NMC1118556	LODE	MM 18	CARLIN TREND MINING SERVICES	NMC1118539	12/25/2015	2016
NMC1118557	LODE	MM 19	CARLIN TREND MINING SERVICES	NMC1118539	12/25/2015	2016
NMC1118558	LODE	MM 20	CARLIN TREND MINING SERVICES	NMC1118539	12/25/2015	2016
NMC1118559	LODE	MM 21	CARLIN TREND MINING SERVICES	NMC1118539	12/24/2015	2016
NMC1118560	LODE	MM 22	CARLIN TREND MINING SERVICES	NMC1118539	12/24/2015	2016
NMC1118561	LODE	MM 23	CARLIN TREND MINING SERVICES	NMC1118539	12/24/2015	2016
NMC1118562	LODE	MM 24	CARLIN TREND MINING SERVICES	NMC1118539	12/24/2015	2016
NMC1118563	LODE	MM 25	CARLIN TREND MINING SERVICES	NMC1118539	12/24/2015	2016
NMC1118564	LODE	MM 26	CARLIN TREND MINING SERVICES	NMC1118539	12/24/2015	2016
NMC1118565	LODE	MM 27	CARLIN TREND MINING SERVICES	NMC1118539	12/24/2015	2016
NMC1118566	LODE	MM 28	CARLIN TREND MINING SERVICES	NMC1118539	12/24/2015	2016
NMC1118567	LODE	MM 29	CARLIN TREND MINING SERVICES	NMC1118539	12/24/2015	2016
NMC1118568	LODE	MM 30	CARLIN TREND MINING SERVICES	NMC1118539	12/24/2015	2016
NMC1118569	LODE	MM 31	CARLIN TREND MINING SERVICES	NMC1118539	12/27/2015	2016
NMC1118570	LODE	MM 32	CARLIN TREND MINING SERVICES	NMC1118539	12/25/2015	2016
NMC1118571	LODE	MM 33	CARLIN TREND MINING SERVICES	NMC1118539	12/25/2015	2016
NMC1118572	LODE	MM 34	CARLIN TREND MINING SERVICES	NMC1118539	12/25/2015	2016
NMC1118573	LODE	MM 35	CARLIN TREND MINING SERVICES	NMC1118539	12/25/2015	2016
NMC1118574	LODE	MM 36	CARLIN TREND MINING SERVICES	NMC1118539	12/25/2015	2016
NMC1118575	LODE	MM 37	CARLIN TREND MINING SERVICES	NMC1118539	12/25/2015	2016
NMC1118576	LODE	MM 38	CARLIN TREND MINING SERVICES	NMC1118539	12/25/2015	2016
NMC1118577	LODE	MM 39	CARLIN TREND MINING SERVICES	NMC1118539	12/25/2015	2016
NMC1118578	LODE	MM 40	CARLIN TREND MINING SERVICES	NMC1118539	12/25/2015	2016
NMC1118579	LODE	MM 41	CARLIN TREND MINING SERVICES	NMC1118539	12/25/2015	2016
NMC1118580	LODE	MM 42	CARLIN TREND MINING SERVICES	NMC1118539	12/25/2015	2016
NMC1118581	LODE	MM 43	CARLIN TREND MINING SERVICES	NMC1118539	12/25/2015	2016
NMC1118582	LODE	MM 44	CARLIN TREND MINING SERVICES	NMC1118539	12/25/2015	2016

NMC1118583	LODE	MM 45	CARLIN TREND MINING SERVICES NMC1118539	12/25/2015	2016
NMC1118584	LODE	MM 46	CARLIN TREND MINING SERVICES NMC1118539	12/25/2015	2016
NMC1118585	LODE	MM 47	CARLIN TREND MINING SERVICES NMC1118539	12/25/2015	2016
NMC1118586	LODE	MM 48	CARLIN TREND MINING SERVICES NMC1118539	12/25/2015	2016
NMC1118587	LODE	MM 49	CARLIN TREND MINING SERVICES NMC1118539	12/25/2015	2016
NMC1118588	LODE	MM 50	CARLIN TREND MINING SERVICES NMC1118539	12/25/2015	2016
NMC1118589	LODE	MM 51	CARLIN TREND MINING SERVICES NMC1118539	12/25/2015	2016
NMC1118590	LODE	MM 52	CARLIN TREND MINING SERVICES NMC1118539	12/26/2015	2016
NMC1118591	LODE	MM 53	CARLIN TREND MINING SERVICES NMC1118539	12/26/2015	2016
NMC1118592	LODE	MM 54	CARLIN TREND MINING SERVICES NMC1118539	12/26/2015	2016
NMC1118593	LODE	MM 55	CARLIN TREND MINING SERVICES NMC1118539	12/26/2015	2016
NMC1118594	LODE	MM 56	CARLIN TREND MINING SERVICES NMC1118539	12/26/2015	2016
NMC1118595	LODE	MM 57	CARLIN TREND MINING SERVICES NMC1118539	12/26/2015	2016
NMC1118596	LODE	MM 58	CARLIN TREND MINING SERVICES NMC1118539	12/29/2015	2016
NMC1118597	LODE	MM 59	CARLIN TREND MINING SERVICES NMC1118539	12/29/2015	2016
NMC1118598	LODE	MM 60	CARLIN TREND MINING SERVICES NMC1118539	12/29/2015	2016
NMC1118599	LODE	MM 61	CARLIN TREND MINING SERVICES NMC1118539	12/29/2015	2016
NMC1118600	LODE	MM 62	CARLIN TREND MINING SERVICES NMC1118539	12/29/2015	2016
NMC1118601	LODE	MM 63	CARLIN TREND MINING SERVICES NMC1118539	12/29/2015	2016
NMC1118602	LODE	MM 64	CARLIN TREND MINING SERVICES NMC1118539	12/29/2015	2016
NMC1118603	LODE	MM 65	CARLIN TREND MINING SERVICES NMC1118539	12/29/2015	2016
NMC1118604	LODE	MM 66	CARLIN TREND MINING SERVICES NMC1118539	12/29/2015	2016
NMC1118605	LODE	MM 67	CARLIN TREND MINING SERVICES NMC1118539	12/29/2015	2016
NMC1118606	LODE	MM 68	CARLIN TREND MINING SERVICES NMC1118539	12/29/2015	2016
NMC1118607	LODE	MM 69	CARLIN TREND MINING SERVICES NMC1118539	12/29/2015	2016
NMC1118608	LODE	MM 70	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118609	LODE	MM 71	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118610	LODE	MM 72	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118611	LODE	MM 73	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118612	LODE	MM 74	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118613	LODE	MM 75	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118614	LODE	MM 76	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118615	LODE	MM 77	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118616	LODE	MM 78	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118617	LODE	MM 79	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118618	LODE	MM 80	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118619	LODE	MM 81	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118620	LODE	MM 82	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118621	LODE	MM 83	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118622	LODE	MM 84	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118623	LODE	MM 85	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118624	LODE	MM 86	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118625	LODE	MM 87	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118626	LODE	MM 88	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118627	LODE	MM 89	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118628	LODE	MM 90	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118629	LODE	MM 91	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016

NMC1118630	LODE	MM 92	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118631	LODE	MM 93	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118632	LODE	MM 94	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118633	LODE	MM 95	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118634	LODE	MM 96	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118635	LODE	MM 97	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118636	LODE	MM 98	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118637	LODE	MM 99	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118638	LODE	MM 100	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118639	LODE	MM 101	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118640	LODE	MM 102	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118641	LODE	MM 103	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118642	LODE	MM 104	CARLIN TREND MINING SERVICES NMC1118539	12/30/2015	2016
NMC1118643	LODE	MM 105	CARLIN TREND MINING SERVICES NMC1118539	12/29/2015	2016
NMC1118644	LODE	MM 106	CARLIN TREND MINING SERVICES NMC1118539	12/29/2015	2016
NMC1118645	LODE	MM 107	CARLIN TREND MINING SERVICES NMC1118539	12/29/2015	2016
NMC1118646	LODE	MM 108	CARLIN TREND MINING SERVICES NMC1118539	12/29/2015	2016
NMC1118647	LODE	MM 109	CARLIN TREND MINING SERVICES NMC1118539	12/29/2015	2016
NMC1118648	LODE	MM 110	CARLIN TREND MINING SERVICES NMC1118539	12/29/2015	2016
NMC1118649	LODE	MM 111	CARLIN TREND MINING SERVICES NMC1118539	12/29/2015	2016
NMC1118650	LODE	MM 112	CARLIN TREND MINING SERVICES NMC1118539	12/29/2015	2016
NMC1118651	LODE	MM 113	CARLIN TREND MINING SERVICES NMC1118539	12/27/2015	2016
NMC1118652	LODE	MM 114	CARLIN TREND MINING SERVICES NMC1118539	12/27/2015	2016
NMC1118653	LODE	MM 115	CARLIN TREND MINING SERVICES NMC1118539	12/27/2015	2016
NMC1118654	LODE	MM 116	CARLIN TREND MINING SERVICES NMC1118539	12/27/2015	2016
NMC1118655	LODE	MM 117	CARLIN TREND MINING SERVICES NMC1118539	12/29/2015	2016
NMC1118656	LODE	MM 118	CARLIN TREND MINING SERVICES NMC1118539	12/29/2015	2016
NMC1118657	LODE	MM 119	CARLIN TREND MINING SERVICES NMC1118539	12/27/2015	2016
NMC1118658	LODE	MM 120	CARLIN TREND MINING SERVICES NMC1118539	12/27/2015	2016
NMC1118659	LODE	MM 121	CARLIN TREND MINING SERVICES NMC1118539	12/27/2015	2016
NMC1118660	LODE	MM 122	CARLIN TREND MINING SERVICES NMC1118539	12/27/2015	2016
NMC1118661	LODE	MM 123	CARLIN TREND MINING SERVICES NMC1118539	12/27/2015	2016
NMC1118662	LODE	MM 140	CARLIN TREND MINING SERVICES NMC1118539	12/26/2015	2016

<u>Scotty's South – Sarcobatus Flats Project</u>

Location	Project Name	Claim #	Ownership	Titleholder
Nevada, USA	Scotty's South –	SFE-31	Refer to Note 1	Gold Exploration
Nevaua, USA	Sarcobatus Flats	3FE-31	below	Management Inc.
Novada LICA	Scotty's South –	CEE 33	Refer to Note 1	Gold Exploration
Nevada, USA	Sarcobatus Flats	SFE-32	below	Management Inc.
Novada IICA	Scotty's South –	CEE 33	Refer to Note 1	Gold Exploration
Nevada, USA	Sarcobatus Flats	SFE-33	below	Management Inc.
Novada IICA	Scotty's South –	SFE-34	Refer to Note 1	Gold Exploration
Nevada, USA	Sarcobatus Flats	3FE-34	below	Management Inc.
Novada LICA	Scotty's South –	CEE SE	Refer to Note 1	Gold Exploration
Nevada, USA	Sarcobatus Flats	SFE-35	below	Management Inc.
Novada LICA	Scotty's South –	SEE 36	Refer to Note 1	Gold Exploration
Nevada, USA	Sarcobatus Flats	SFE-36	below	Management Inc.
Nevede UCA	Scotty's South –	CEE 27	Refer to Note 1	Gold Exploration
Nevada, USA	Sarcobatus Flats	SFE-37	below	Management Inc.
Nevada, USA	Scotty's South –	SFE-38	Refer to Note 1	Gold Exploration
Nevaua, USA	Sarcobatus Flats	3FE-30	below	Management Inc.
Nevada, USA	Scotty's South –	SFE-39	Refer to Note 1	Gold Exploration
Nevaua, USA	Sarcobatus Flats	3FE-39	below	Management Inc.
Nevada, USA	Scotty's South –	SFE-40	Refer to Note 1	Gold Exploration
Nevaua, USA	Sarcobatus Flats	3FE-4U	below	Management Inc.
Novada IICA	Scotty's South –	SFE-41	Refer to Note 1	Gold Exploration
Nevada, USA	Sarcobatus Flats	3FE-41	below	Management Inc.
Novada IICA	Scotty's South –	SFE-42	Refer to Note 1	Gold Exploration
Nevada, USA	Sarcobatus Flats	3FE-4Z	below	Management Inc.
Novada IICA	Scotty's South –	SFE-43	Refer to Note 1	Gold Exploration
Nevada, USA	Sarcobatus Flats	3FE-45	below	Management Inc.
Nevada, USA	Scotty's South –	SFE-44	Refer to Note 1	Gold Exploration
Nevaua, USA	Sarcobatus Flats	3FE-44	below	Management Inc.
Nevada, USA	Scotty's South –	SFE-45	Refer to Note 1	Gold Exploration
ivevaua, OSA	Sarcobatus Flats	31 L-43	below	Management Inc.
Nevada, USA	Scotty's South –	SFE-46	Refer to Note 1	Gold Exploration
Nevaua, OSA	Sarcobatus Flats	31 L-40	below	Management Inc.
Nevada, USA	Scotty's South –	SFE-47	Refer to Note 1	Gold Exploration
ivevaua, OSA	Sarcobatus Flats	31 L-47	below	Management Inc.
Nevada, USA	Scotty's South –	SFE-48	Refer to Note 1	Gold Exploration
ivevaua, USA	Sarcobatus Flats	JI L-40	below	Management Inc.
Nevada, USA	Scotty's South –	SFE-50	Refer to Note 1	Gold Exploration
ivevaua, USA	Sarcobatus Flats	31 L-30	below	Management Inc.
Nevada, USA	Scotty's South –	SFE-51	Refer to Note 1	Gold Exploration
ivevaua, USA	Sarcobatus Flats	31 F-31	below	Management Inc.
Nevada, USA	Scotty's South –	SFE-52	Refer to Note 1	Gold Exploration
ivevaua, USA	Sarcobatus Flats	3FE-34	below	Management Inc.
Nevada, USA	Scotty's South –	SFE-53	Refer to Note 1	Gold Exploration
ivevaua, USA	Sarcobatus Flats	JI L-JJ	below	Management Inc.
Nevada, USA	Scotty's South –	SFE-54	Refer to Note 1	Gold Exploration
ivevaua, USA	Sarcobatus Flats	JI L-J4	below	Management Inc.
Nevada, USA	Scotty's South –	SFE-55	Refer to Note 1	Gold Exploration
ivevaud, USA	Sarcobatus Flats	31 6-33	below	Management Inc.
Nevada IICA	Scotty's South –	SFE-56	Refer to Note 1	Gold Exploration
Nevada, USA	Sarcobatus Flats	3FE-30	below	Management Inc.

Columbus Marsh Project

Location	Project Name	Claim #	Ownership	Titleholder
Nevada, USA	Columbus	CSM32	Refer to Note 1	Gold Exploration
Nevaua, USA	Marsh	CSIVISZ	below	Management Inc.
Nevada, USA	Columbus	CSM33	Refer to Note 1	Gold Exploration
Nevaua, USA	Marsh	CSIVISS	below	Management Inc.
Novada IICA	Columbus	CSM34	Refer to Note 1	Gold Exploration
Nevada, USA	Marsh	C31V134	below	Management Inc.
Nevada, USA	Columbus	CSM35	Refer to Note 1	Gold Exploration
Nevaua, OSA	Marsh	CSIVISS	below	Management Inc.
Nevada, USA	Columbus	CSM36	Refer to Note 1	Gold Exploration
Nevaua, OSA	Marsh	CSIVISO	below	Management Inc.
Nevada, USA	Columbus	CSME1	Refer to Note 1	Gold Exploration
Nevaua, OSA	Marsh	CSIVIET	below	Management Inc.
Nevada, USA	Columbus	CSME2	Refer to Note 1	Gold Exploration
Nevaua, OSA	Marsh	CSIVILZ	below	Management Inc.
Nevada, USA	Columbus	CSME3	Refer to Note 1	Gold Exploration
Nevaua, OSA	Marsh	CSIVILS	below	Management Inc.
Nevada, USA	Columbus	CSM1	Refer to Note 1	Gold Exploration
Nevaua, OSA	Marsh	CSIVIT	below	Management Inc.
Nevada, USA	Columbus	CSM2	Refer to Note 1	Gold Exploration
Nevaua, OSA	Marsh	CSIVIZ	below	Management Inc.
Nevada, USA	Columbus	CSM3	Refer to Note 1	Gold Exploration
Nevada, OSA	Marsh	CSIVIS	below	Management Inc.
Nevada, USA	Columbus	CSM4	Refer to Note 1	Gold Exploration
Nevaua, OSA	Marsh	C31V14	below	Management Inc.
Nevada, USA	Columbus	CSM5	Refer to Note 1	Gold Exploration
Nevaua, OSA	Marsh	CSIVIS	below	Management Inc.
Nevada, USA	Columbus	CSM6	Refer to Note 1	Gold Exploration
Nevaua, OSA	Marsh	CSIVIO	below	Management Inc.
Nevada, USA	Columbus	CSM1W	Refer to Note 1	Gold Exploration
Nevada, OSA	Marsh	CSIVITVV	below	Management Inc.
Nevada, USA	Columbus	CSM5W	Refer to Note 1	Gold Exploration
Nevada, OSA	Marsh	CSIVISVV	below	Management Inc.
Nevada, USA	Columbus	CSM28	Refer to Note 1	Gold Exploration
Nevaua, OSA	Marsh	CSIVIZO	below	Management Inc.
Nevada, USA	Columbus	CSM27	Refer to Note 1	Gold Exploration
ivevada, OJA	Marsh	CSIVIZ	below	Management Inc.
Nevada, USA	Columbus	CSM29	Refer to Note 1	Gold Exploration
i ve vada, OSA	Marsh	CSIVIZS	below	Management Inc.
Nevada, USA	Columbus	CSM30	Refer to Note 1	Gold Exploration
ivevada, OSA	Marsh	C31V13U	below	Management Inc.
Nevada, USA	Columbus	CSM31	Refer to Note 1	Gold Exploration
ivevada, ooa	Marsh	COIVIOI	below	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
		KVA1	Refer to Note 2	Gold Exploration
Nevada, USA	New King	KVAI	below	Management Inc.
		KVA2	Refer to Note 2	Gold Exploration
Nevada, USA	New King	KVAZ	below	Management Inc.
		KVA3	Refer to Note 2	Gold Exploration
Nevada, USA	New King	KVAS	below	Management Inc.
		KVA4	Refer to Note 2	Gold Exploration
Nevada, USA	New King	KVA4	below	Management Inc.
		KVA5	Refer to Note 2	Gold Exploration
Nevada, USA	New King	KVAS	below	Management Inc.
		KVA6	Refer to Note 2	Gold Exploration
Nevada, USA	New King	KVAU	below	Management Inc.
		KVA7	Refer to Note 2	Gold Exploration
Nevada, USA	New King	KVA/	below	Management Inc.
		V\/A Q	Refer to Note 2	Gold Exploration
Nevada, USA	New King	KVA8	below	Management Inc.
		KVAA	Refer to Note 2	Gold Exploration
Nevada, USA	New King	KVA9	below	Management Inc.
		KVA10	Refer to Note 2	Gold Exploration
Nevada, USA	New King	KVAIU	below	Management Inc.
		KVA11	Refer to Note 2	Gold Exploration
Nevada, USA	New King	KVAII	below	Management Inc.
		NATD1	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP1	below	Management Inc.
		MATDO	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP2	below	Management Inc.
		MATDO	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP3	below	Management Inc.
		NATD 4	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP4	below	Management Inc.
		MATRE	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP5	below	Management Inc.
		MTDO	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP 9	below	Management Inc.
		NATO 10	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP 10	below	Management Inc.
		NATO 11	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP 11	below	Management Inc.
		NATO 12	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP 12	below	Management Inc.
		MTP 13	Refer to Note 2	Gold Exploration
Nevada, USA	New King	IVITE 13	below	Management Inc.
		NATO 17	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP 17	below	Management Inc.
		NATO 10	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP 18	below	Management Inc.
	_	NATO 40	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP 19	below	Management Inc.
	_	NATE 20	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP 20	below	Management Inc.
, 0011	7.5.1		~~.~	

		MTP 21	Refer to Note 2	Gold Exploration
Nevada, USA	New King	14111 21	below	Management Inc.
		MTP 25	Refer to Note 2	Gold Exploration
Nevada, USA	New King	14111 25	below	Management Inc.
		MTP26	Refer to Note 2	Gold Exploration
Nevada, USA	New King	10111 20	below	Management Inc.
		MTP 27	Refer to Note 2	Gold Exploration
Nevada, USA	New King	10111 27	below	Management Inc.
		MTP 28	Refer to Note 2	Gold Exploration
Nevada, USA	New King	10111 20	below	Management Inc.
		MTP 29	Refer to Note 2	Gold Exploration
Nevada, USA	New King	10111 23	below	Management Inc.
		MPT 36	Refer to Note 2	Gold Exploration
Nevada, USA	New King	IVIF I 30	below	Management Inc.
		MTP 37	Refer to Note 2	Gold Exploration
Nevada, USA	New King	IVITE 37	below	Management Inc.
		MTP 38	Refer to Note 2	Gold Exploration
Nevada, USA	New King	IVITE 30	below	Management Inc.
		MDT 20	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MPT 39	below	Management Inc.
		NATDE1	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP51	below	Management Inc.
		NATRE 2	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP52	below	Management Inc.
		NATES 2	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP53	below	Management Inc.
		NATES A	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP54	below	Management Inc.
		NATRE	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP55	below	Management Inc.
		NATREC	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP56	below	Management Inc.
		NATO CO	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP 60	below	Management Inc.
		NATO CA	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP 61	below	Management Inc.
		NATO CO	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP 62	below	Management Inc.
		NATO CO	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP 63	below	Management Inc.
		NATO CA	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP 64	below	Management Inc.
		NATO CE	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP 65	below	Management Inc.
		NATO CC	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP 66	below	Management Inc.
	-	NATE OF	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP 85	below	Management Inc.
	_	NATROC	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP 86	below	Management Inc.
	-	NATO 07	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP 87	below	Management Inc.
	-	NATE OF	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP 88	below	Management Inc.
				-

Nevada, USA	New King	MTP 89	Refer to Note 2 below	Gold Exploration Management Inc.
			Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP 90	below	Management Inc.
			Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP 91	below	Management Inc.
			Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP 92	below	Management Inc.
,	<u> </u>		Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP 96	below	Management Inc.
		A 4TD 07	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP 97	below	Management Inc.
		AATD OO	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP 98	below	Management Inc.
		NATE OF	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP 99	below	Management Inc.
		NATD 100	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP 100	below	Management Inc.
		NATD 101	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP 101	below	Management Inc.
		MTP 102	Refer to Note 2	Gold Exploration
Nevada, USA	New King	IVITP 102	below	Management Inc.
		MTP 107	Refer to Note 2	Gold Exploration
Nevada, USA	New King	WITP 107	below	Management Inc.
		MTP 108	Refer to Note 2	Gold Exploration
Nevada, USA	New King	IVITE 100	below	Management Inc.
		MTP 109	Refer to Note 2	Gold Exploration
Nevada, USA	New King	10111 103	below	Management Inc.
		MTP 110	Refer to Note 2	Gold Exploration
Nevada, USA	New King	10111 110	below	Management Inc.
		MTP 111	Refer to Note 2	Gold Exploration
Nevada, USA	New King	14111 111	below	Management Inc.
		MTP 112	Refer to Note 2	Gold Exploration
Nevada, USA	New King	10111 112	below	Management Inc.
		MTP 113	Refer to Note 2	Gold Exploration
Nevada, USA	New King	14111 113	below	Management Inc.
		MTP 114	Refer to Note 2	Gold Exploration
Nevada, USA	New King	11.	below	Management Inc.
		MTP 115	Refer to Note 2	Gold Exploration
Nevada, USA	New King	==0	below	Management Inc.
		MTP 116	Refer to Note 2	Gold Exploration
Nevada, USA	New King		below	Management Inc.
		MTP 117	Refer to Note 2	Gold Exploration
Nevada, USA	New King		below	Management Inc.
		MTP 118	Refer to Note 2	Gold Exploration
Nevada, USA	New King		below	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	Refer to Note 3 below	Segue (Pardoo) Limited
Western Australia	Pardoo	E45/4279	Refer to Note 3 below	Segue (Pardoo) Limited
Western Australia	Pardoo	E45/4585	100%	Port Exploration Pty Ltd
Western Australia	Pardoo	E45/4671 –	Refer to Note 3	Applicant – Plumridge East
Western Australia	Paruoo	application	below	Pty Ltd
Western Australia	Pardoo	P45/3011 -	Refer to Note 3	Applicant – Plumridge East
Western Australia	Paruoo	application	below	Pty Ltd
Mostorn Australia	Pardoo	P45/3012 -	Refer to Note 3	Applicant – Plumridge East
Western Australia	Pardoo	application	below	Pty Ltd

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

+Rule 5.5

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

Quarter ended ("current quarter")

42 082 593 235

31 December 2016

Con	solidated statement of cash flows	Current quarter	Year to date (6 months)
		\$A'000	\$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	-	-

⁺ See chapter 19 for defined terms

¹ September 2016

Con	solidated 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

⁺ See chapter 19 for defined terms 1 September 2016

Page 3

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			

1 September 2016

⁺ See chapter 19 for defined terms

Page 4

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	-	-
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.

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			

1 September 2016

⁺ See chapter 19 for defined terms

Date: 31 January 2017

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

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.

1 September 2016 Page 5

⁺ See chapter 19 for defined terms

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
-------	--------------

Ciaiiii ivaiiie/ivaiiibei3		
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	