

ASX Announcement

31 January 2019

Quarterly Activities Report – Quarter Ended 31 December 2018

Caeneus Minerals Ltd ("Caeneus" or "the Company") is pleased to provide the following report on its activities for the quarter ended 31 December 2018.

Exploration

Pardoo Project, Pilbara Region of Western Australia

During the quarter, diamond drilling of three modelled HPFLTEM plate conductors was completed at the Pardoo – Supply Well Project (refer to announcement 19 October 2018).

Subsequently, all three modelled ground HPFLTEM plates (PRC10b, CV3 and PRC07) were tested for a total of 690.6m drilled. The geology intersected at the three targets was very similar and predominantly comprised of deformed and tightly folded cherty to shale-rich metasedimentary units with interlayer bands of sulphides comprising substantially of pyrrhotite and pyrite. The bands typically measured in thickness from fine millimetre-scale to several 10's of centimetres thick sulphide layers and bands within and parallel to the sedimentary layering. The individual sulphide-bearing metasedimentary chert and shale units measured in thickness from 10 to 70 metres down hole thickness. Sufficient sulphide was intersected at the target depths to explain the conductivity anomalies targeted.

The results of the drilling validated the HPFLTEM survey approach with sulphides intersected at the modelled conductivity plates. With this, the company had confidence that continued use of the system on the project will generate further targets for drill testing.

A total of 18 representative samples across the three holes were selected, cut and sent for assays at ALS Global. All samples had a multi element assay package including gold, silver and platinum group elements.

The Company looks forward to keeping the market updated with the assays once they become available.

Corporate

Convertible Note Raising

The Company announced on 11 December 2018 that it has raised \$450,000 by way of a convertible note raising ("Fund Raising").

All necessary shareholder approvals were obtained by the Company at the AGM held on 27 November 2018. Details of the Fund Raising are set out in Section 12 of the Company's Notice of Annual General Meeting announced to the market on 29 October 2018.

The Company intends to use the funds raised towards exploration on the Company's existing assets (the Nevada Lithium project and Pardoo Nickel project), and as a working capital in respect of the Company's existing activities, together with ongoing standard corporate expenses. Further details of the indicative use of funds are set out in details in the Company's Notice of Annual General Meeting announced to the market on 29 October 2018.

Board Changes

On 7 December 2018, the Company advised that Mr Christopher Jan Zielinski has tendered his resignation as Non-Executive Director due to personal commitments and to pursue other business interests.

The Company would like to thank Mr Zielinski for his valued contribution, including his assistance in recovering the Company from its suspension and wishes him all the best in his future endeavours.

The Board announced that Mr David Sanders was appointed as a Non-Executive Director.

Mr Sanders has more than 20 years of experience in corporate law. He has advised numerous entities, including ASX-Listed and private companies on capital raising, mergers and acquisitions, Corporations Act and ASX Listing Rules compliance, as well as commercial transactions across a range of industries and jurisdictions. David also advises a range of public, private and indigenous corporation Boards in relation to compliance and corporate governance. In addition to his legal qualifications, David has a Bachelor of Commerce and Graduate Diploma of Applied Finance and Investment from the Securities Institute of Australia. David is the Chairman of Murlpirrmarra Connection Limited, which focuses on education and training for indigenous youth in the Yilgarn Region of Western Australia. He is also a non-executive director of a range of public and private companies.

General Meeting

On 29 October 2018, the Company announced a General Meeting which was held on 27 November 2018. All resolutions were passed by poll initiated by the Chair of the meeting. Details of the poll in respect of each resolution are set out in a summary attached to the announcement made on 28 November 2018.

For and on behalf of the board

Johnathon Busing

Non-Executive Director and Company Secretary

Caeneus Minerals Limited

Competent Persons Statement

The information in this announcement that relates to Exploration Results and Mineral Resources has been compiled under the supervision of Mr Bill Oliver, a consultant to the Company. Mr Oliver is a Member of the Australasian Institute of Mining and Metallurgy and the Australasian Institute of Geoscientists. 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 Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (JORC Code). Mr Oliver consents to the inclusion in this announcement of the matters based on his information in the form and context in which it appears.

Forward Looking Statements Disclaimer

This announcement contains forward-looking statements that involve a number of risks and uncertainties. These forward-looking statements are expressed in good faith and believed to have a reasonable basis. These statements reflect current expectations, intentions or strategies regarding the future and assumptions based on currently available information. Should one or more of the risks or uncertainties materialise, or should underlying assumptions prove incorrect, actual results may vary from the expectations, intentions and strategies described in this announcement. No obligation is assumed to update forward looking statements if these beliefs, opinions and estimates should change or to reflect other future developments.

CORPORATE INFORMATION

Board

Peter Christie Chairman

David Sanders Non-Executive Director

Johnathon Busing Non-Executive Director/Company Secretary

Registered Office and Principal Place of Business

Ground Floor, 168 Stirling Highway, Nedlands WA 6009

Telephone: +61 8 6165 8858

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 December 2018), the total fully paid ordinary shares on issue were 14,063,075,478.

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

Columbus Marsh Project

<u>Columbus Marsh Pro</u>					
Location	Project Name	Claim #	Ownership	Titleholder	
Nevada, USA	Columbus Marsh	CSM32	Refer to Note 1	Gold Exploration	
	23.4343	33.1.32	below	Management Inc.	
Nevada, USA	Columbus Marsh	CSM33	Refer to Note 1	Gold Exploration	
	Columbus Warsh	2311133	below	Management Inc.	
Nevada, USA	Columbus Marsh	CSM34	Refer to Note 1	Gold Exploration	
140 4444, 05/1	Columbus Warsh	CSIVIST	below	Management Inc.	
Nevada, USA	Columbus Marsh	CSM35	Refer to Note 1	Gold Exploration	
140 Vada, 05/1	Columbus Warsh	CSIVISS	below	Management Inc.	
Nevada, USA	Columbus Marsh	CSM36	Refer to Note 1	Gold Exploration	
Nevada, OSA	Columbus Ividisii	CSIVISO	below	Management Inc.	
Nevada, USA	Columbus Marsh	CSME1	Refer to Note 1	Gold Exploration	
ivevada, OSA	Columbus Marsh	COIVILI	below	Management Inc.	
Nevada, USA	Columbus Marsh	CSME2	Refer to Note 1	Gold Exploration	
Nevaua, OSA	Columbus Marsh	CSIVILZ	below	Management Inc.	
Nevada, USA	Columbus Marsh	CSME3	Refer to Note 1	Gold Exploration	
Nevaua, OSA	Columbus Marsh	CSIVILS	below	Management Inc.	
Nevada, USA	Columbus Marsh	CSM1	Refer to Note 1	Gold Exploration	
Nevaua, USA	Columbus Marsh	CSIVIT	below	Management Inc.	
Nevada, USA	Columbus Marsh	CSM2	Refer to Note 1	Gold Exploration	
Nevaua, USA	Columbus Marsh	CSIVIZ	below	Management Inc.	
Nevada, USA	Columbus Marsh	CSM3	Refer to Note 1	Gold Exploration	
Nevaua, USA	Columbus Marsh	CSIVIS	below	Management Inc.	
Novada LICA	Columbus Marsh	CSM4	Refer to Note 1	Gold Exploration	
Nevada, USA	Columbus Marsh	C31V14	below	Management Inc.	
Novada IICA	Calumbus March	CCNAF	Refer to Note 1	Gold Exploration	
Nevada, USA	Columbus Marsh	CSM5	below	Management Inc.	
Novada LICA	Calumbus March	CCMC	Refer to Note 1	Gold Exploration	
Nevada, USA	Columbus Marsh	CSM6	below	Management Inc.	
Novada IICA	Columbus Marsh	CSM1W	Refer to Note 1	Gold Exploration	
Nevada, USA	Columbus Marsh	CSIVITVV	below	Management Inc.	
Novada IICA	Columbus March	CCNAENA	Refer to Note 1	Gold Exploration	
Nevada, USA	Columbus Marsh	CSIVISW	below	Management Inc.	
Novada USA	Columbus Marsh	CCM20	Refer to Note 1	Gold Exploration	
Nevada, USA	Columbus Marsh	CSM28	below	Management Inc.	
Novede UCA	Calumalaria Marrili	CCN427	Refer to Note 1	Gold Exploration	
Nevada, USA	Columbus Marsh	CSM27	below	Management Inc.	
Novada UCA	Columbia Maria	CCN420	Refer to Note 1	Gold Exploration	
Nevada, USA	Columbus Marsh	CSM29	below	Management Inc.	
Novede UCA	Calumala va Marveli	CCN42C	Refer to Note 1	Gold Exploration	
Nevada, USA	Columbus Marsh	CSM30	below	Management Inc.	
Novede UCA	Calumala N.4 a l	CCN424	Refer to Note 1	Gold Exploration	
Nevada, USA	Columbus Marsh	CSM31	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.
		1/1/4.2	Refer to Note 2	Gold Exploration
Nevada, USA	New King	KVA2	below	Management Inc.
		10.44.2	Refer to Note 2	Gold Exploration
Nevada, USA	New King	KVA3	below	Management Inc.
		10.74.4	Refer to Note 2	Gold Exploration
Nevada, USA	New King	KVA4	below	Management Inc.
		10.445	Refer to Note 2	Gold Exploration
Nevada, USA	New King	KVA5	below	Management Inc.
		10.74.6	Refer to Note 2	Gold Exploration
Nevada, USA	New King	KVA6	below	Management Inc.
		10.74.7	Refer to Note 2	Gold Exploration
Nevada, USA	New King	KVA7	below	Management Inc.
		10.44.0	Refer to Note 2	Gold Exploration
Nevada, USA	New King	KVA8	below	Management Inc.
		10.440	Refer to Note 2	Gold Exploration
Nevada, USA	New King	KVA9	below	Management Inc.
		10/110	Refer to Note 2	Gold Exploration
Nevada, USA	New King	KVA10	below	Management Inc.
		10/44	Refer to Note 2	Gold Exploration
Nevada, USA	New King	KVA11	below	Management Inc.
		NATD4	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP1	below	Management Inc.
		NATE:	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP2	below	Management Inc.
		NATDO	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP3	below	Management Inc.
		NATD A	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP4	below	Management Inc.
		NATOE	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP5	below	Management Inc.
		MTP 9	Refer to Note 2	Gold Exploration
Nevada, USA	New King	IVITP 9	below	Management Inc.
		MTP 10	Refer to Note 2	Gold Exploration
Nevada, USA	New King	IVITP 10	below	Management Inc.
		MTP 11	Refer to Note 2	Gold Exploration
Nevada, USA	New King	IVITE	below	Management Inc.
		MTP 12	Refer to Note 2	Gold Exploration
Nevada, USA	New King	IVITE 12	below	Management Inc.
		MTP 13	Refer to Note 2	Gold Exploration
Nevada, USA	New King	IVITE 13	below	Management Inc.
		MTP 17	Refer to Note 2	Gold Exploration
Nevada, USA	New King	IVIIF 1/	below	Management Inc.
		MTP 18	Refer to Note 2	Gold Exploration
Nevada, USA	New King	IVIIF 10	below	Management Inc.
		MTP 19	Refer to Note 2	Gold Exploration
Nevada, USA	New King	IVITE 19	below	Management Inc.
		MTP 20	Refer to Note 2	Gold Exploration
Nevada, USA	New King	10117 20	below	Management Inc.

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Nevada, USA	New King	MTP 98	below	Management Inc.
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Nevada, USA	New King	MTP 99	below	Management Inc.
		NATE 400	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.
		NATD 102	Refer to Note 2	Gold Exploration
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		NATD 4.07	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP 107	below	Management Inc.
		NATD 100	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP 108	below	Management Inc.
		NATD 100	Refer to Note 2	Gold Exploration
Nevada, USA	New King	MTP 109	below	Management Inc.
		MTP 110	Refer to Note 2	Gold Exploration
Nevada, USA	New King	IVITP 110	below	Management Inc.
		MTP 111	Refer to Note 2	Gold Exploration
Nevada, USA	New King	IVITE III	below	Management Inc.
		MTP 112	Refer to Note 2	Gold Exploration
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		MTP 113	Refer to Note 2	Gold Exploration
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		MTP 114	Refer to Note 2	Gold Exploration
Nevada, USA	New King	10111 114	below	Management Inc.
		MTP 115	Refer to Note 2	Gold Exploration
Nevada, USA	New King	IVITE 113	below	Management Inc.
		MTP 116	Refer to Note 2	Gold Exploration
Nevada, USA	New King	14111 110	below	Management Inc.
		MTP 117	Refer to Note 2	Gold Exploration
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		MTP 118	Refer to Note 2	Gold Exploration
Nevada, USA	New King	IALL TTO	below	Management Inc.
		RM 26	Refer to Note 2	
Nevada, USA	Rhodes Marsh	11111 20	below	Arizona Lithium Co Ltd

Rhodes Marsh Project

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Location	Project Name	Claim #	Ownership	Titleholder
		DM 27	Refer to Note 2	
Nevada, USA	Rhodes Marsh	RM 27	below	Arizona Lithium Co Ltd

	1		T = 6	
Nevada, USA	Rhodes Marsh	RM 28	Refer to Note 2 below	Arizona Lithium Co Ltd
			Refer to Note 2	
Nevada, USA	Rhodes Marsh	RM 29	below	Arizona Lithium Co Ltd
,			Refer to Note 2	
Nevada, USA	Rhodes Marsh	RM 30	below	Arizona Lithium Co Ltd
,			Refer to Note 2	
Nevada, USA	Rhodes Marsh	RM 31	below	Arizona Lithium Co Ltd
			Refer to Note 2	7 11 12 11 12 11 11 11 11 12 12 12 1
Nevada, USA	Rhodes Marsh	RM 32	below	Arizona Lithium Co Ltd
1404444, 05/1	TATIONES TATALISTI		Refer to Note 2	7 112011a Elemani eo Eta
Nevada, USA	Rhodes Marsh	RM 33	below	Arizona Lithium Co Ltd
Nevada, OSA	TATIOUCS IVIUI SIT		Refer to Note 2	Anzona Elemani eo Eta
Nevada, USA	Rhodes Marsh	RM 34	below	Arizona Lithium Co Ltd
Nevaua, USA	Kiloues Maisii		Refer to Note 2	Alizona Litilium Co Ltu
Novada IICA	Rhodes Marsh	RM 35	below	Arizona Lithium Co Ltd
Nevada, USA	Knodes Marsh			Arizona Lithium Co Ltd
Navada UCA	Discolor Manuels	RM 36	Refer to Note 2	Autono de Libleto de College
Nevada, USA	Rhodes Marsh		below	Arizona Lithium Co Ltd
		RM 37	Refer to Note 2	
Nevada, USA	Rhodes Marsh		below	Arizona Lithium Co Ltd
		RM 38	Refer to Note 2	
Nevada, USA	Rhodes Marsh		below	Arizona Lithium Co Ltd
		RM 39	Refer to Note 2	
Nevada, USA	Rhodes Marsh	1	below	Arizona Lithium Co Ltd
		RM 40	Refer to Note 2	
Nevada, USA	Rhodes Marsh	1	below	Arizona Lithium Co Ltd
		RM 41	Refer to Note 2	
Nevada, USA	Rhodes Marsh	1(1(1) +1	below	Arizona Lithium Co Ltd
		RM 42	Refer to Note 2	
Nevada, USA	Rhodes Marsh	INIVI 42	below	Arizona Lithium Co Ltd
		RM 43	Refer to Note 2	
Nevada, USA	Rhodes Marsh	INIVI 43	below	Arizona Lithium Co Ltd
		RM 44	Refer to Note 2	
Nevada, USA	Rhodes Marsh	1(101 44	below	Arizona Lithium Co Ltd
		RM 45	Refer to Note 2	
Nevada, USA	Rhodes Marsh	1(101 45	below	Arizona Lithium Co Ltd
		RM 46	Refer to Note 2	
Nevada, USA	Rhodes Marsh	1(101 40	below	Arizona Lithium Co Ltd
		RM 47	Refer to Note 2	
Nevada, USA	Rhodes Marsh	IXIVI 47	below	Arizona Lithium Co Ltd
		RM 48	Refer to Note 2	
Nevada, USA	Rhodes Marsh	1/11/1 40	below	Arizona Lithium Co Ltd
		RM 49	Refer to Note 2	
Nevada, USA	Rhodes Marsh	1/11/1 43	below	Arizona Lithium Co Ltd
		RM 50	Refer to Note 2	
Nevada, USA	Rhodes Marsh	INIVI JU	below	Arizona Lithium Co Ltd
		RM 51	Refer to Note 2	
Nevada, USA	Rhodes Marsh	IVIAI 2T	below	Arizona Lithium Co Ltd
		RM 52	Refer to Note 2	
Nevada, USA	Rhodes Marsh	INIVI JZ	below	Arizona Lithium Co Ltd
		RM 53	Refer to Note 2	
Nevada, USA	Rhodes Marsh	IVINI 72	below	Arizona Lithium Co Ltd
		RM 54	Refer to Note 2	
Nevada, USA	Rhodes Marsh	NIVI 34	below	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	INVI JT	below	Arizona Lithium Co Ltd

Nevada, USA Rhodes Marsh RM 56 below below Arizona Lithium Co Ltd Nevada, USA Rhodes Marsh RM 56 below below Arizona Lithium Co Ltd Nevada, USA Rhodes Marsh RM 57 below Below Arizona Lithium Co Ltd Nevada, USA Rhodes Marsh RM 58 Below Below Below Arizona Lithium Co Ltd Arizona Lithium Co Ltd Nevada, USA Rhodes Marsh RM 60 Below Arizona Lithium Co Ltd Arizona Lithium Co Ltd Nevada, USA Rhodes Marsh RM 60 Below Arizona Lithium Co Ltd Arizona Lithium Co Ltd Nevada, USA Rhodes Marsh RM 61 Below Arizona Lithium Co Ltd Arizona Lithium Co Ltd Nevada, USA Rhodes Marsh RM 62 Below Arizona Lithium Co Ltd Arizona Lithium Co Ltd Nevada, USA Rhodes Marsh RM 62 Below Arizona Lithium Co Ltd Arizona Lithium Co Ltd Nevada, USA Rhodes Marsh RM 62 Below Arizona Lithium Co Ltd Arizona Lithium Co Ltd Nevada, USA Rhodes Marsh RM 63 Below Arizona Lithium Co Ltd Arizona Lithium Co Ltd Nevada, USA Rhodes Marsh RM 65 Below Arizona Lithium Co Ltd Arizona Lithium Co Ltd Nevada, USA				56	
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Nevada, USA Rhodes Marsh RM 57 below Arizona Lithium Co Ltd Nevada, USA Rhodes Marsh RM 57 Refer to Note 2 below Arizona Lithium Co Ltd Nevada, USA Rhodes Marsh RM 58 Refer to Note 2 below Arizona Lithium Co Ltd Nevada, USA Rhodes Marsh RM 60 Refer to Note 2 below Arizona Lithium Co Ltd Nevada, USA Rhodes Marsh RM 61 Refer to Note 2 below Arizona Lithium Co Ltd Nevada, USA Rhodes Marsh RM 61 Refer to Note 2 below Arizona Lithium Co Ltd Nevada, USA Rhodes Marsh RM 62 Refer to Note 2 below Arizona Lithium Co Ltd Nevada, USA Rhodes Marsh RM 63 Refer to Note 2 below Arizona Lithium Co Ltd Nevada, USA Rhodes Marsh RM 63 Refer to Note 2 below Arizona Lithium Co Ltd Nevada, USA Rhodes Marsh RM 65 Refer to Note 2 below Arizona Lithium Co Ltd Nevada, USA Rhodes Marsh RM 66 Refer to Note 2 below Arizona Lithium Co Ltd Nevada, USA Rhodes Marsh	,			Refer to Note 2	
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Nevada, USA Rhodes Marsh RM 60 Below Arizona Lithium Co Ltd Nevada, USA Rhodes Marsh RM 60 Refer to Note 2 below Arizona Lithium Co Ltd Nevada, USA Rhodes Marsh RM 61 Refer to Note 2 below Arizona Lithium Co Ltd Nevada, USA Rhodes Marsh RM 62 Refer to Note 2 below Arizona Lithium Co Ltd Nevada, USA Rhodes Marsh RM 63 Refer to Note 2 below Arizona Lithium Co Ltd Nevada, USA Rhodes Marsh RM 65 Refer to Note 2 below Arizona Lithium Co Ltd Nevada, USA Rhodes Marsh RM 65 Refer to Note 2 below Arizona Lithium Co Ltd Nevada, USA Rhodes Marsh RM 66 Refer to Note 2 below Arizona Lithium Co Ltd Nevada, USA Rhodes Marsh RM 68 Refer to Note 2 below Arizona Lithium Co Ltd Nevada, USA Rhodes Marsh RM 69 Refer to Note 2 below Arizona Lithium Co Ltd Nevada, USA Rhodes Marsh RM 70 Refer to Note 2 below Arizona Lithium Co Ltd Nevada, USA Rhodes Marsh	,			Refer to Note 2	
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Nevada, USA Rhodes Marsh RM 74 Refer to Note 2 below RM 75 Refer to Note 2 below Arizona Lithium Co Ltd Refer to Note 2 below Arizona Lithium Co Ltd Refer to Note 2 below RM 75 Refer to Note 2 below Arizona Lithium Co Ltd Refer to Note 2 below Arizona Lithium Co Ltd Refer to Note 2 below Arizona Lithium Co Ltd Refer to Note 2 below Arizona Lithium Co Ltd Refer to Note 2 below Arizona Lithium Co Ltd Refer to Note 2 below Arizona Lithium Co Ltd Refer to Note 2 below Arizona Lithium Co Ltd Refer to Note 2 below Arizona Lithium Co Ltd Refer to Note 2 below Arizona Lithium Co Ltd Refer to Note 2 below Arizona Lithium Co Ltd Refer to Note 2 below Arizona Lithium Co Ltd Refer to Note 2 below Arizona Lithium Co Ltd Refer to Note 2 below Arizona Lithium Co Ltd Refer to Note 2	Nevada, USA	Rhodes Marsh	RIVI /2	below	Arizona Lithium Co Ltd
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Nevada, USA Rhodes Marsh RM 75 Refer to Note 2 below Refer to Note 2 below Arizona Lithium Co Ltd Refer to Note 2 below Arizona Lithium Co Ltd RM 76 Refer to Note 2 below Arizona Lithium Co Ltd RM 77 Refer to Note 2 below Arizona Lithium Co Ltd RM 77 Refer to Note 2 below Arizona Lithium Co Ltd RM 78 Refer to Note 2 below Arizona Lithium Co Ltd RM 78 Refer to Note 2 below Arizona Lithium Co Ltd RM 79 Refer to Note 2 below Arizona Lithium Co Ltd RM 79 Refer to Note 2 below Arizona Lithium Co Ltd RM 79 Refer to Note 2 below Arizona Lithium Co Ltd RM 80 Refer to Note 2 below Arizona Lithium Co Ltd RM 80 Refer to Note 2 below Arizona Lithium Co Ltd RM 80 Refer to Note 2 Below Arizona Lithium Co Ltd RM 80 Refer to Note 2	Nevada, USA	Rhodes Marsh	KIVI /3	below	Arizona Lithium Co Ltd
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Nevada, USA Rhodes Marsh RM 76 Refer to Note 2 below Refer to Note 2 below Arizona Lithium Co Ltd RM 77 Refer to Note 2 below Arizona Lithium Co Ltd RM 77 Refer to Note 2 below Arizona Lithium Co Ltd RM 78 Refer to Note 2 below Arizona Lithium Co Ltd RM 78 Refer to Note 2 below Arizona Lithium Co Ltd RM 79 Refer to Note 2 below Arizona Lithium Co Ltd RM 79 Refer to Note 2 below Arizona Lithium Co Ltd RM 79 Refer to Note 2 below Arizona Lithium Co Ltd RM 80 Refer to Note 2 below Arizona Lithium Co Ltd RM 80 Refer to Note 2 Arizona Lithium Co Ltd RM 80 Refer to Note 2	Nevada, USA	Rhodes Marsh	NIVI 74	below	Arizona Lithium Co Ltd
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Nevada, USA Rhodes Marsh Refer to Note 2 Nevada, USA Rhodes Marsh RM 80 Refer to Note 2			RM 79	-	
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Nevada, USA Rhodes Marsh below Arizona Lithium Co Ltd Refer to Note 2			RM 80		
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The state of the s			RM 81	-	
Nevada, USA Rhodes Marsh Rhodes Marsh below Arizona Lithium Co Ltd	Nevada, USA	Rhodes Marsh		below	Arizona Lithium Co Ltd

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Nevada, USA	Rhodes Marsh	RM 82	Refer to Note 2 below	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 83	Refer to Note 2 below	Arizona Lithium Co Ltd
		D14.04	Refer to Note 2	
Nevada, USA	Rhodes Marsh	RM 84	below	Arizona Lithium Co Ltd
		RM 85	Refer to Note 2	
Nevada, USA	Rhodes Marsh	INVI 65	below	Arizona Lithium Co Ltd
Name de LICA	Discriss Marrish	RM 86	Refer to Note 2	Ani-analithium Caltal
Nevada, USA	Rhodes Marsh		below	Arizona Lithium Co Ltd
Novede UCA	Dhadas Marsh	RM 87	Refer to Note 2	Avisana Lithiuwa Ca Ltd
Nevada, USA	Rhodes Marsh		below	Arizona Lithium Co Ltd
Nevada, USA	Rhodes Marsh	RM 88	Refer to Note 2 below	Arizona Lithium Co Ltd
ivevaua, USA	MIDUES IVIAISII		Refer to Note 2	Anzona Litilium Co Ltu
Nevada, USA	Rhodes Marsh	RM 89	below	Arizona Lithium Co Ltd
1101000, 0071	Tanodes Ividisii		Refer to Note 2	7112011d Eletindin Co Eta
Nevada, USA	Rhodes Marsh	RM 90	below	Arizona Lithium Co Ltd
,		D14.04	Refer to Note 2	
Nevada, USA	Rhodes Marsh	RM 91	below	Arizona Lithium Co Ltd
		RM 92	Refer to Note 2	
Nevada, USA	Rhodes Marsh	KIVI 92	below	Arizona Lithium Co Ltd
		RM 93	Refer to Note 2	
Nevada, USA	Rhodes Marsh	TAIVI 55	below	Arizona Lithium Co Ltd
		RM 94	Refer to Note 2	
Nevada, USA	Rhodes Marsh		below	Arizona Lithium Co Ltd
		RM 95	Refer to Note 2	
Nevada, USA	Rhodes Marsh		below	Arizona Lithium Co Ltd
AL LICA	District Name of	RM 96	Refer to Note 2	Address Publication
Nevada, USA	Rhodes Marsh		below	Arizona Lithium Co Ltd
Nevada LICA	Rhodes Marsh	RM 97	Refer to Note 2 below	Arizona Lithium Co Ltd
Nevada, USA	NIIUUES IVIdISII		Refer to Note 2	Anzona Litilium Co Lta
Nevada, USA	Rhodes Marsh	RM 98	below	Arizona Lithium Co Ltd
ivevada, OSA	Miloues iviaisii		Refer to Note 2	7 112011a Ettiliaili CO Eta
Nevada, USA	Rhodes Marsh	RM 99	below	Arizona Lithium Co Ltd
2122, 22.			Refer to Note 2	22.1.2 2.3.1.2.1.1 23 2.34
Nevada, USA	Rhodes Marsh	RM 100	below	Arizona Lithium Co Ltd
-		DN4 104	Refer to Note 2	
Nevada, USA	Rhodes Marsh	RM 101	below	Arizona Lithium Co Ltd
		RM 102	Refer to Note 2	
Nevada, USA	Rhodes Marsh	IVIAL TOS	below	Arizona Lithium Co Ltd

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	Pardoo	E45/1866	Refer to Note 3 below	Plumridge East Pty Ltd
Western Australia	Pardoo	E45/4279	Refer to Note 3 below	Plumridge East Pty Ltd
Western Australia	Pardoo	E45/4585	100%	Port Exploration Pty Ltd
Western Australia	Pardoo	E45/4671	Refer to Note 3 below	Plumridge East Pty Ltd
Western Australia	Roberts Hill Project	E47/3846	100%	Mount Roe Mining Pty Ltd
Western Australia	Mt Berghaus Project	E45/5041	100%	Mount Roe Mining Pty Ltd
Western Australia	Yule River Project	E47/3857	100%	Blue Ribbon Mines Pilbara 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 2018

Con	solidated statement of cash flows	Current quarter	Year to date (12 months)
		\$A'000	\$A'000
1.	Cash flows from operating activities		
1.1	Receipts from customers		
1.2	Payments for		
	(a) exploration & evaluation	(381)	(730)
	(b) development	-	-
	(c) production	-	-
	(d) staff costs	(43)	(76)
	(e) administration and corporate costs	(92)	(360)
1.3	Dividends received (see note 3)	-	-
1.4	Interest received	-	-
1.5	Interest and other costs of finance paid	-	-
1.6	Income taxes paid	-	-
1.7	Research and development refunds	-	-
1.8	Other (GST refunds)	52	89
1.9	Net cash from / (used in) operating activities	(464)	(1,077)

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

⁺ See chapter 19 for defined terms

Con	solidated statement of cash flows	Current quarter	Year to date (12 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	-	-

3.	Cash flows from financing activities		
3.1	Proceeds from issues of shares	-	586
3.2	Proceeds from issue of convertible notes	450	450
3.3	Proceeds from exercise of share options	-	-
3.4	Transaction costs related to issues of shares, convertible notes or options	-	(17)
3.5	Funds Advanced	-	-
3.6	Repayment of borrowings	-	-
3.7	Transaction costs related to loans and borrowings	-	-
3.8	Dividends paid	-	-
3.9	Other (shares yet to be issued)	-	-
3.10	Net cash from / (used in) financing activities	450	1,019

4.	Net increase / (decrease) in cash and cash equivalents for the period		
4.1	Cash and cash equivalents at beginning of period	325	369
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(464)	(1,077)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	-	-
4.4	Net cash from / (used in) financing activities (item 3.10 above)	450	1,019
4.5	Effect of movement in exchange rates on cash held	-	-
4.6	Cash and cash equivalents at end of period	311	311

⁺ See chapter 19 for defined terms 1 September 2016

Page 2

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	311	325
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)	311	325

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 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

Payments for director fees: \$42,900*

All payments are on normal commercial terms

*Payments on cash basis incudes services rendered prior to and including December quarter

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 transaction items 7.1 and 7.2	ons included in

N/A		
IN/A		

⁺ See chapter 19 for defined terms

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			
N/A			

9.	Estimated cash outflows for next quarter	\$A'000
9.1	Exploration and evaluation	100
9.2	Development	-
9.3	Production	-
9.4	Staff costs	30
9.5	Administration and corporate costs	70
9.6	Total estimated cash outflows	200

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				
10.2	Interests in mining tenements and petroleum tenements acquired or increased				

⁺ See chapter 19 for defined terms

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 2019

Company Secretary

Print name: Johnathon Busing

Notes

- 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.

⁺ See chapter 19 for defined terms