



3 August 2012

ASX Limited  
Exchange Centre,  
20 Bridge Street  
**SYDNEY NSW 2000**

Senior Associate	Michael MacMahon
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Partner	David Walker
Our Ref	MBM:12650014

Dear Sir/Madam,

**Takeover offer by LionGold Corp Ltd for Castlemaine Goldfields Limited (ASX:CGT)  
Notice of status of conditions**

We act for LionGold Corp Ltd in relation to its off-market takeover bid for all the ordinary shares in Castlemaine Goldfields Limited (**Offer**).

In accordance with section 630(3) of the *Corporations Act 2001 (Cth)*, we enclose a notice of the status of the conditions to the Offer.

Yours sincerely

A handwritten signature in blue ink that reads 'Holding Redlich'.

**HOLDING REDLICH**

Enclosure

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## LionGold Corp Ltd

### Notice of status of conditions

To: ASX Limited  
Castlemaine Goldfields Limited (Castlemaine)

LionGold Corp Ltd (LionGold) has made offers under an off-market takeover bid for all the shares in Castlemaine (Offer) pursuant to a bidder's statement dated 13 June 2012 (as supplemented by a first, second and third supplementary bidder's statements dated 10 July 2012, 13 July 2012 and 27 July 2012, respectively).


For the purposes of section 630(3) of the *Corporations Act 2001* (Cth), LionGold gives notice that:

- (a) pursuant to the notice declaring the Offer unconditional dated 31 July 2012, the Offer is free from the Offer Conditions; and
- (b) so far as LionGold knows, none of the Offer Conditions has been satisfied other than:
  - (i) Offer Condition 11.5(a) (Minimum acceptance);
  - (ii) Offer Condition 11.5(d) (No Prescribed Occurrences between Announcement Date and service of Bidder's Statement); and
  - (iii) Offer Condition 11.5(f) (Approvals by Government Agencies) – partially satisfied to the extent that LionGold has received the in-principle approval of the SGX for the listing and quotation of the LionGold Shares to be issue as Offer Consideration.

As at the close of business on 2 August 2012 LionGold's voting power in Castlemaine is 58.97%.

Unless the context requires otherwise, defined terms in this notice have the same meaning as in the Bidder's Statement.

Signed for and on behalf of LionGold Corp Ltd:

  
\_\_\_\_\_  
Ng Su Ling  
Director

Dated: 3 August 2012