

9 July 2012

Companies Announcements Office
ASX Ltd
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Dear Sir/Madam

**Takeover by LionGold Corp Ltd of Castlemaine Goldfields Limited (ASX:CGT)
Notice of variation of offer – extension of offer period
Notice of new date for giving notice of status of conditions**

On behalf of LionGold Corp Ltd, we **attach** a notice stating that LionGold has varied its offer as required under section 650D(1) of the *Corporations Act 2001* (Cth) (**Corporations Act**).

The Offer is now due to close at 7pm (Sydney time) on 13 August 2012 (unless further extended).

We also **attach** a notice under section 630(2)(b) of the *Corporations Act* specifying 3 August 2012 as the new date for notifying the status of conditions.

Yours faithfully



HOLDING REDLICH

Enclosures: 2

S:2449158_1 TCY

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**Notice of Variation of Offer under section 650D(1) of the *Corporations Act 2001* (Cth)
Extension of Offer Period**

To: Castlemaine Goldfields Limited (**Castlemaine**)
Australian Securities and Investments Commission (**ASIC**)
Each holder of Castlemaine shares to whom the Offer referred to below has been made

This is a notice given by LionGold Corp Ltd (**LionGold**) in relation to the offers dated 13 June 2012 made under its off-market takeover bid for all of the ordinary shares in Castlemaine (**Offer**) pursuant to its bidder's statement dated 13 June 2012.

In accordance with section 650D(1) of the *Corporations Act 2001* (Cth), LionGold gives notice that the Offer is varied by extending the period during which the Offer remains open for acceptance until 7.00pm (Sydney time) on 13 August 2012.

A copy of this notice was lodged with ASIC on 9 July 2012. Neither ASIC nor any of its officers takes any responsibility for the contents of this notice.

This notice has been approved by a unanimous resolution of the directors of LionGold.

Signed for and on behalf of LionGold Corp Ltd.



Director

Dated: 9 July 2012



Director

Dated: 9 July 2012

Notice of new date for giving notice of status of conditions

To: ASX Limited
Castlemaine Goldfields Limited (**Castlemaine**)

LionGold Corp Ltd hereby gives notice under section 630(2)(b) of the Corporations Act that as a result of the extension of the Offer Period, the new date for giving notice on the status of the Conditions is 3 August 2012, subject to variation in accordance with section 630(2) of the Corporations Act.

As at the date of this notice:

- (a) so far as LionGold Corp Ltd knows, none of the Conditions set out in Section 11.5 of the Bidder's Statement have been fulfilled; and
- (b) the Offer has not been freed from and remains subject to those Conditions.

Unless the context requires otherwise, defined terms in this notice have the same meaning as in the Bidder's Statement dated 13 June 2012.

Signed for and on behalf of LionGold Corp Ltd:



Wong Choy Yin
Director

Dated: 9 July 2012