Form 603

Corporations Act 2001 Section 671B

Notice of initial substantial holder

Details of substantial holder (1) TIMOTHY R B COYDER WARSN (if applicable) holder became a substantial holder on 26/6/2006 Petails of voting power total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had number of securities (3) in on the date the substantial holder or an associate had in the following voting securities on the date the substantial holder became a ster are as follows: Details of relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a ster are as follows: Holder of relevant interest Nature of relevant interest (7) Class and number of securities	N/ARSN	Vame/Scheme	CHITLI	CE GOLL	3 1711VE	3 L7	<u> </u>
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	e consideratio	interest REFER tion on paid for each relevant intereler is as follows: Holder of relevant interelevant interelerst	st referred to in	urities A paragraph 3 above, and acceptance of acquisition	registered as	holder (8) In this prior to the day In (9)	of securities that the substantial holder Class and number
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6. Asso				
The reaso	ons the persons named in paragraph 3 abo	ove are associates of the substantial holder are as fo		
	Name and ACN/ARSN (if appli	cable) Nature of association		and the same of th
	REFER ANN	EXURE A		
	.,)
7, Add				
The addr	esses of persons named in this form are a	s fallavvs:		
	Name	Adoress		
	REFER ANN	EXURE A		A. Carathanna
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	Entertained and Applications of the Control of the	Maria de la companya		
	And the second s			
Signa	ature			
	princheme Tie	GOYDER.	capacity DIRECTOR	
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	şign here	11/May/	date 3 / 07 / 06	
	parameter and the second			
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		DIRECTIONS		
				का भाग महाराष्ट्र
(1)			corporation and its related corporations, or the manages ts of a group of persons are essentially similar, they no	
	throughout the form as a specifically na	med group if the membership of each group, with th	e names and addresses of members is clearly set out	iu baisārabii) di cis
	form.	- A . Nond	· :	
(2)	See the definition of "associate" in sect	ion 9 of the Corporations ACC 2001.		
(3)	See the definition of "relevant interest"	in sections 60B and 671B(7) of the Corporations Act	: 2001.	
·		2022811 Officeres attituded into sometime relevant		
(4)	"	ste one class unless divided into separate classes.		
(5)		if the voting shares in the company or voting interes	is the scheme (if any) that the person or an associa	te has a relevant
	interest in.	·		
(6)	The person's votes divided by the total	votes in the body corporate or scheme multiplied by	100.	
(6)	·			
(?)	Include details of:	ner circumstances by which the relevant interest wa	s acquired. It subsection 6718(4) applies, a copy of all	ny document setting cut
	the CAPPAC OF EDU (OLG)/3DL 2CL	eement, and a statement by the person giving full at tren statement certifying this contract, scheme or a	100 Same de la constante de la	Sucur Jager accomown)
	Assertation of the American	and a name of the everying remaind the exercise of OC	influence the exercise of, the voting powers or dispos	al of the securities to
	Thick the relevant interest it	liste2 (metroring cless is the harrong seconds seconds	rich the qualification applies).	
	See the definition of "relevant agreem	ent" in section 9 of the Corporations Act 2001.		
in-	(Calum unharmortist holder stainable to de	germine the identity of the person (eg. if the releval	nt Interest orises because of an option) write "unknow	ባ՟.
(8)				
(9)	Details of the consideration must inclu	de any and all benefits, money and other, that any productions Details must be included even if the bene	erson from whom a relevant interest was acquired ha iffit is conditinual on the happening or not of a contingi to the acquisitions, even if they are not paid cirectly to	ancy. Defails must be
	included of any benefit paid on behalf the relevant interest was acquired.	of the substantial holder or its associate in relation i	and is conditional on the happening of local of contractly to to the acquisitions, even if they are not paid directly to	Chief for construction
	F. R. IDIDAGHE BIDDINGS ALTON SEJEN DO.			

This is Annexure 'A' of two pages referred to in Form 603 Notice of Initial Substantial Holder

CHALICE GOLD MINES LIMITED ACN 116 648 956

Question One

Details of substantial holder:

Plato Prospecting Pty Ltd ("Plato Prospecting") (ACN: 008 964 896)

Plato Prospecting Pty Ltd (ACN: 008 964 896) As Trustee for the TRB Goyder Superannuation Fund (" Goyder Super Fund")

Grimwood Davies Pty Ltd ("Grimwood Davies") (ACN: 009 119 500)

Timothy Rupert Barr Goyder ("Timothy Goyder")

Lotaka Pty Ltd ("Lotaka") (ACN: 008 839 192)

ACN/ARSN (if applicable)

Question Two

Details of voting power					
Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)		
Fully Paid Ordinary Shares	5,228,408	5,228,408	7.18%		

Question Three

Details of relevant interests		
Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Plato Prospecting Pty Ltd	Timothy Goyder has a relevant interest in these shares by virtue of the Corporations Act 2001 as he is the sole director of Plato Prospecting and he owns 100% of the issued capital of Plato Prospecting.	3,138,613 ordinary
Goyder Super Fund .	Timothy Goyder has a relevant interest in these shares by virtue of the Corporations Act 2001 as he is the sole director of Plato Prospecting and he owns 100% of the issued capital of Plato Prospecting. Timothy Goyder is a beneficiary under the Goyder Superannuation Fund.	284,003 ordinary
Grimwood Davies Pty Ltd	Timothy Goyder has a relevant interest in these shares by virtue of the Corporations Act 2001 as he is the sole director of Grimwood Davies and he owns 100% of the issued capital of Grimwood Davies.	1,785,792 ordinary
Lotaka Pty Ltd	Timothy Goyder has a relevant interest in these shares by virtue of the Corporations Act 2001 as he is the sole director of Lotaka and he owns 100% of the issued capital of Lotaka.	10,000 ordinary
Timothy Goyder		10,000 ordinary

Question Four

Details of present registered	holders		
Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Plato Prospecting Pty Ltd	Plato Prospecting is entitled to be the registered holder of 3,138,613 ordinary shares.	Plato Prospecting Pty Ltd	3,138,613 ordinary
Goyder Super Fund	Plato Prospecting ATF Goyder Super Fund is entitled to be the registered holder of 284,003 ordinary shares.	Goyder Super Fund	284,003 ordinary
Grimwood Davies Pty Ltd	Grimwood Davies Pty Ltd is entitled to be the registered holder of 1,785,792 ordinary shares.	Grimwood Davies Pty Ltd	1,785,792 ordinary
Timothy Goyder	Timothy Goyder is entitled to be the registered holder of 10,000 ordinary shares.	TRBGoyder	10,000 ordinary
Lotaka Pty Ltd	Lotaka Pty Ltd is entitled to be the registered holder of 10,000 ordinary shares.	Lotaka Pty Ltd	10,000 ordinary

Question Five

Consideration				
Holder of relevant interest	Date of acquisition	ate of acquisition Consideration (9)		Class and number of securities
		Cash	Non-cash	
Plato Prospecting Pty Ltd	21 March 2006	\$250,000		1,250,000 ordinary
Goyder Superfund	21 March 2006	\$10,000	<u>-</u>	50,000 ordinary
Grimwood Davies Pty Ltd	21 March 2006	\$150,000	+	750,000 ordinary
Timothy Goyder	21 March 2006	\$2,000	_	10,000 ordinary
Lotaka Pty Ltd	21 March 2006	\$2,000		10,000 ordinary
Plato Prospecting Pty Ltd	26 June 2006	-	1st tranche of pro rata distribution of Chalice Gold Mines Limited shares from Uranium Equities Limited (previously Bullion Minerals Limited) pursuant to Uranium Equities Limited shareholder approval on 8 May 2006, representing 50% of total distribution.	1,888,613 ordinary (held in escrow for 2 years)
Goyder Superfund	26 June 2006	-	as above	234,003 ordinary (held in escrow for 2 years)
Grimwood Davies Pty Ltd	26 June 2006		as above	1,035,792 ordinary (held in escrow for 2 years)

Question Six

Associates	
Name and ACN/ARSN (if applicable)	Nature of Association
Refer to Question 3	

Question Seven

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Addresses	
The address of the persons name in this form are as follows:	
	,,,
Plato Prospecting Pty Lid	24 Saunders Street, Mosman Park WA 6012
Goyder Superfund	24 Saunders Street, Mosman Park WA 6012
Grimwood Davies Pty Ltd	1/0 Kewdale Road, Kewdale WA 6105
Timothy Goyder	24 Saunders Street, Mosrnan Park WA 6012
Lotaka Piy Ltd	24 Saunders Street, Mosman Park WA 6012

Signature

Name: Timothy R G Goyder

Sign here

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In his capacity as director of Plato Prospecting Ply Ltd., Grimwood Davies Pty Ltd & Lotaka Pty Ltd.

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