

ASX Announcement

March 2012 Quarterly Report

Highlights:

- **China SFECO Group completes its due diligence on the acquisition of a 60% interest in the Zara Gold Project**
- **Terms of the sale of a 30% interest to ENAMCO have been varied to align completion of the transaction to the SFECO transaction**
- **On settlement of the sale of the Zara Project, Chalice will have ~US\$80 million cash on hand**
- **Chalice to focus its exploration efforts on the Mogoraib North VMS project, 10km north of the Bisha Mine**
- **5,000m diamond drill program to commence shortly at Mogoraib North to test multiple bedrock conductor targets.**
- **The Koka Mining Licences were granted**
- **Further high-grade results received from drilling at Koka South**

1. Sale of the Zara Project

In December 2011 Chalice entered into a conditional agreement to sell its remaining 60 per cent interest in the Zara Project in Eritrea, East Africa to China SFECO Group (SFECO), a subsidiary of Shanghai Construction Group Co. Ltd.

Following completion of due diligence by SFECO and further negotiation, Chalice has now agreed to sell its interest in the Zara Project to SFECO for a total of US\$80 million, which consists of US\$78 million at completion of the agreement and a deferred payment of US\$2 million on first gold pour at the Koka Gold Mine.

The agreement is still subject to SFECO board approval and other conditions outlined in the announcement to ASX on 28 December 2011 and 18 April 2012, and execution of a formal sale and purchase agreement, which is expected shortly.

During the quarter, Chalice agreed to vary the terms of its sale of its 30 percent interest in the Zara Project to the Eritrean National Mining Corporation ("ENAMCO"). ENAMCO has made an interim payment of US\$3 million to Chalice with the balance of ~US\$31 million payable to Chalice on completion of the sale to SFECO.

Under the terms of the Shareholders Agreement with ENAMCO, from 1 January 2012, ENAMCO have been and will continue to sole fund ~US\$4M of exploration and pre-development expenditures at the Zara Project.

The expected completion of the SFECO transaction in late July, combined with proceeds from the sale of the 30 per cent interest to ENAMCO, will leave the Company with a strong cash balance –estimated at around US\$80M post-tax – and the ability to identify, acquire and develop high quality resource assets.

Chalice Gold Mines Limited, Level 2, 1292 Hay Street, West Perth, Western Australia

T: +618 9322 3960 F: +618 9322 5800 E: info@chalicegold.com

www.chalicegold.com

1. Exploration at the Zara Project

Eight diamond drill holes, ZARD 238 to 245, were drilled during the Quarter for a total of 3,030 metres. Six holes were drilled at Koka South and most obtained intersections of the mineralised microgranite-porphyry at depth and/or on the southern end of the Koka South system. A further two holes were drilled north of the Koka Main deposit targeting extensions at depth to this and parallel zones (see *Figure 2*).

Results were received for the last two holes from the 2011 campaign as well as the first three holes of 2012. Several high-grade intersections were encountered, including:

- **1m @ 138.65g/t gold** from 185m (ZARD 237)
- **1m @ 56.38g/t gold** from 195m (ZARD 237)
- **1m @ 36.97g/t gold** from 199m (ZARD 237)
- **1m @ 16.82g/t gold** from 322m (ZARD 236)
- **2m @ 11.49g/t** from 312m (ZARD 239)
- **2m @ 6.60g/t** from 312m (ZARD 240)

A full listing of significant intersections is appended to this announcement (see *Table 1*) and drill hole pierce points are shown on the long section (see *Figure 3*).

Koka South lies immediately to the south of the Koka Main deposit (Probable Mineral Reserve of 760,000oz @ 5.1g/t gold). Mineralisation at Koka South has so far been delineated over a strike length of 250 metres and remains open to the south and at depth.

2. Grant of the Zara Project Mining Licence

On 16 January 2012, two Mining Licences covering the high-grade Koka Gold Mine were granted to the Company's 60 per cent-owned subsidiary, Zara Mining Share Company. The two licences, ML's 01/2012 and 02/2012, cover an area of 16.42 square kilometres and are valid for a minimum of 18 years (see *Figure 4*).

3. Mogoraib North Exploration

The agreement with SFECO excludes the Company's Mogoraib North and Hurum exploration licences located to the southwest of the Zara Project (*Figure 1*).

Negotiations are underway with ENAMCO to enter into a joint venture arrangement which would result in ENAMCO owning 40 per cent (including a 10 per cent free carried interest) and Chalice 60 per cent. Both parties would fund their pro rata share of expenditures in accordance with their paid participating interests.

A Versatile Time-domain Electro-Magnetic (VTEM) survey was completed in mid 2011 that identified over 60 bedrock conductors potentially indicative of Volcanic Hosted Massive Sulphide (VHMS) bodies. Modelling of the VTEM conductor geometries has been completed and the numerous targets identified have been prioritised for drilling. A 5000m diamond drilling program is planned to commence in early Q2, 2012 targeting potential Volcanic Hosted Massive Sulphide (VHMS) deposits.



DR DOUGLAS JONES
Managing Director

26 April 2012

For further information, please contact:

Tim Goyder, Executive Chairman
Dr Doug Jones, Managing Director

Chalice Gold Mines Limited
Telephone +61 9322 3960

For media inquiries, please contact:

Nicholas Read

Read Corporate
Telephone: +618 9388 1474

Table 1: Significant Intercepts – Koka South 2011-12

Hole ID	Easting	Northing	Azimuth	Dip	From (m)	To (m)	Length (m)	Au g/t
ZARD202**	390144	1823877	070E	-60	145	146	1	44.35
ZARD209**	380134	1823844	102E	-55	138	139	1	1.24
					164	165	1	15.94
ZARD210** incl incl	390144	1823877	102E	-60	134	137	3	4.54
					134	135	1	7.59
					136	137	1	1.48
ZARD211** incl incl	390188	1823805	102E	-62	89	90	1	3.46
					103	105	2	12.80
					103	104	1	3.45
					104	105	1	22.14
ZARD 212**+	390154	1823774	102E	-60	139	140	1	1.80
ZARD 213** incl	390134	1823924	102E	-60	141	149	8	1.94
					148	149		11.70
ZARD 215** incl incl	390170	1823840	102E	-55	80	85	5	1.85
					116	120	4	29.59
					116	117	1	101.61
					119	120	1	19.86
ZARD 216** incl incl	390190	1823826	102E	-45	32	33	1	16.46
					48	51	3	8.73
					48	49	1	11.51
					50	51	1	14.65
ZARD 217** incl incl	390171	1823786	102E	-60	129	130	1	1.01
					138	143	5	5.92
					138	139	1	14.97
					142	143	1	13.09
ZARD 218**	390171	1823786	102E	-45	117	119	2	7.36
ZARD 219**	390162	1823808	102E	-60	144	145	1	168.64
					154	155	1	3.20
ZARD 220**	390162	1823808	102E	-70	103	104	1	4.47
ZARD 221** incl incl	390162	1823808	102E	-55	98	103	5	86.23
					98	99	1	20.73
					100	101	1	401.08
					113	114	1	25.66
ZARD 222** incl incl	390177	1823869	102E	-45	53	59	6	5.08
					53	55	2	13.08
					58	59	1	4.24
					80	81	1	8.15
ZARD 223** incl incl incl	390116	1823853	102E	-60	162	170	8	7.36
					162	164	2	20.01
					165	166	1	7.48
					169	170	1	6.80
					178	180	2	12.69
ZARD 225**	390284	1823940	282E	-45	No mineralization intersected			

ZARD 233** incl	390152	1823713	102E	-75	124	127	3	39.25
					126	127	1	115.33
					132	137	5	21.38
					188	189	1	3.11
					244	249	5	6.06
ZARD 234** incl	390113	1823787	102E	-55	135	138	3	1.26
					141	148	7	9.73
					146	147	1	49.64
ZARD 235	390099	1823678	102E	-60	No mineralization intersected			
ZARD 236 incl incl	389966	1823751	102E	-45	272	273	1	1.13
					317	323	6	3.11
					317	318	1	1.45
					322	323	1	16.82
ZARD 237 incl incl incl	390070	1823774	102E	-55	185	214	29	10.87
					185	186	1	138.65
					195	196	1	56.38
					199	200	1	36.97
					210	213	3	2.09
					226	228	2	1.35
ZARD 238⁺	389956	1823709	102E	-48	Yet to reach mineralized zone			
ZARD 239	389939	1823670	102E	-45	312	314	2	11.49
ZARD 240	389972	1823788	102E	-45	264	265	1	2.22
					267	268	1	2.48
					303	304	1	2.36
					312	314	2	6.60
ZARD 241	390089	1823947	102E	-60	Assays Pending			
ZARD 242	390158	1823971	102E	-63	Assays Pending			
ZARD 245	389940	1823669	270E	-58	Assays Pending			
ZARD 246	389912	1823638	102E	-60	Assays Pending			

** Previously reported

+ Hole abandoned in mineralization

Competent Persons and Qualified Person Statement

The information in this news release that relates to exploration results is based on information compiled by Dr Doug Jones, a full-time employee and Director of Chalice Gold Mines Limited, who is a Member of the Australasian Institute of Mining and Metallurgy and is a Chartered Professional Geologist. Dr Jones has sufficient experience in the field of activity being reported to qualify as a Competent Person as defined in the 2004 edition of the Australasian Code for Reporting of Exploration Results, Minerals Resources and Ore Reserves, and is a Qualified Person under National Instrument 43-101 – 'Standards of Disclosure for Mineral Projects'. The Qualified Person has verified the data disclosed in this release, including sampling, analytical and test data underlying the information contained in this release. Dr Jones consents to the release of information in the form and context in which it appears here.

The Mineral Resource estimate was prepared by Mr. John Tyrrell who is a Member of the Australasian Institute of Mining and Metallurgy. Mr. Tyrrell is a full time employee of AMC and has sufficient experience in gold resource estimation to act as Competent Person as defined in the 2004 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (the JORC Code)' and was a Qualified Person under National Instrument 43-101 – 'Standards of Disclosure for Mineral Projects' at the date the National Instrument 43-101 was filed with the Toronto Stock Exchange. Mr Tyrrell consents to the inclusion of this information in the form and context in which it appears.

The information in this statement of Ore Reserves is based on information compiled by Mr David Lee who is a Member of the Australasian Institute of Mining and Metallurgy and a full time employee of AMC. Mr Lee has sufficient relevant experience to be a Competent Person as defined in the JORC Code and was a Qualified Person under National Instrument 43-101 – 'Standards of Disclosure for Mineral Projects' at the date the National Instrument 43-101 was filed with the Toronto Stock Exchange. Mr Lee consents to the inclusion of this information in the form and context in which it appears.

Forward Looking Statements

This document may contain forward-looking information within the meaning of Canadian securities legislation and forward-looking statements within the meaning of the United States Private Securities Litigation Reform Act of 1995 (collectively, “forward-looking statements”). These forward-looking statements are made as of the date of this document and Chalice Gold Mines Limited (the Company) does not intend, and does not assume any obligation to update these forward-looking statements except as required by law or regulation.

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Forward-looking statements relate to future events or future performance and reflect Company management’s expectations or beliefs regarding future events and include, but are not limited to, statements with respect to the estimation of mineral reserves and mineral resources, the realization of mineral reserve estimates, the likelihood of exploration success, the timing and amount of estimated future production, costs of production, capital expenditures, success of mining operations, environmental risks, unanticipated reclamation expenses, title disputes or claims and limitations on insurance coverage, as well as the possibility that a sale of the Zara Gold Project may be consummated.

In certain cases, forward-looking statements can be identified by the use of words such as plans, expects or does not expect, is expected, budget, scheduled, estimates, forecasts, intends, anticipates or does not anticipate, or believes, or variations of such words and phrases or statements that certain actions, events or results may, could, would, might or will be taken, occur or be achieved or the negative of these terms or comparable terminology. By their very nature forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Such factors include, among others, risks related to actual results of current exploration activities; changes in project parameters as plans continue to be refined; future prices of mineral resources; possible variations in ore reserves, grade or recovery rates; accidents, labour disputes and other risks of the mining industry; delays in obtaining governmental approvals or financing or in the completion of development or construction activities; completion of the sale of the Zara Gold Project to SFECO; the tax payable on any such transaction; completion of the sale of a 30% interest in the Zara Gold Project to the Eritrean National Mining Corporation; the use of any sale proceeds received from the sale of the Zara Gold Project; as well as those factors detailed from time to time in the Company’s interim and annual financial statements, all of which are filed and available for review on SEDAR at sedar.com. Although the Company has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements.

Accordingly, readers should not place undue reliance on forward-looking statements.

Cautionary Note

For readers to fully understand the information in this news release, they should read the Technical Report for the Koka Gold Deposit dated July 27, 2010 (available at www.chalicegold.com) in its entirety, including all qualifications, assumptions and exclusions that relate to the information set out in this news release which qualifies the Technical Information. Readers are advised that mineral resources that are not mineral reserves do not have demonstrated economic viability. The Technical Report is intended to be read as a whole, and sections should not be read or relied upon out of context. The technical information in the report is subject to the assumptions and qualifications contained in the Technical Report.

Sampling Procedures and Quality Assurance

Diamond drill core is logged and photographed prior to splitting with a core saw. One half of the core is retained on site whilst the other half is bagged and dispatched to the Africa Horn Preparation facility (a division of NATA-accredited Intertek-Genalysis Laboratories) in Asmara for crushing to -2mm and splitting. Certified reference materials (CRMs) are submitted with all sample batches at the rate of 1 per 20-25 routine samples. The CRM’s inserted have values ranging from very low to high grade. The coarse reject is stored and the split sub-sample is pulverized to a nominal 95% passing -75 micron using an LM2 pulverizer.

The pulverized pulp is further split into two 100g to 150g sub-samples; a primary pulp sample is sent for analysis and a duplicate pulp sample is kept as a reference and the remaining fine (-75 micron) reject is stored. A quartz wash is pulverized between samples and is stored for random testing of preparation contamination.

The sample pulps are transported by air to NATA-accredited Intertek-Genalysis Laboratories in Perth Western Australia for assay. For drill core and RC samples used for resource analysis the majority of gold assaying is completed using a lead collection of 50g fire assay method with an atomic absorption spectroscopy (AAS) finish. Additional specified multi-element assays are carried out by ICP-OES on 25g sub-sample prepared using aqua regia digest. Bulk density determinations using water immersion method are carried out on every metre of core within expected mineralisation and every 10m within waste zones. QA/QC monitoring is applied to all drill core assays as per the protocols described above.

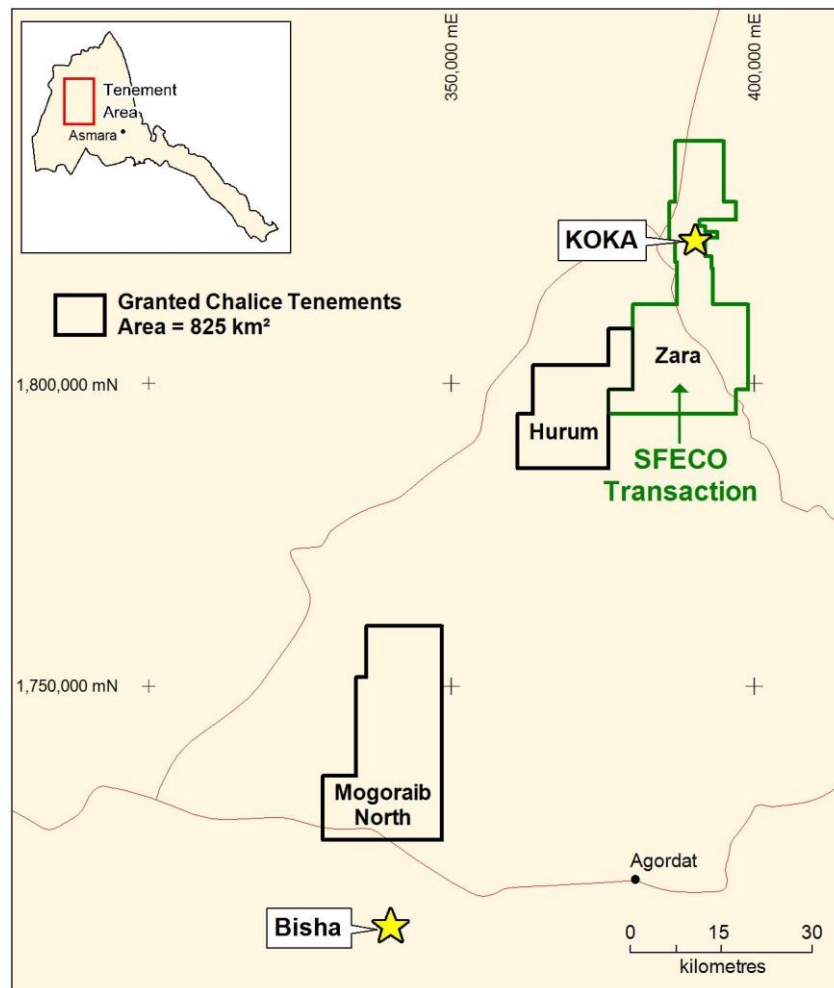


Figure 1: Chalice Gold Mines and SFECO Transaction Tenements

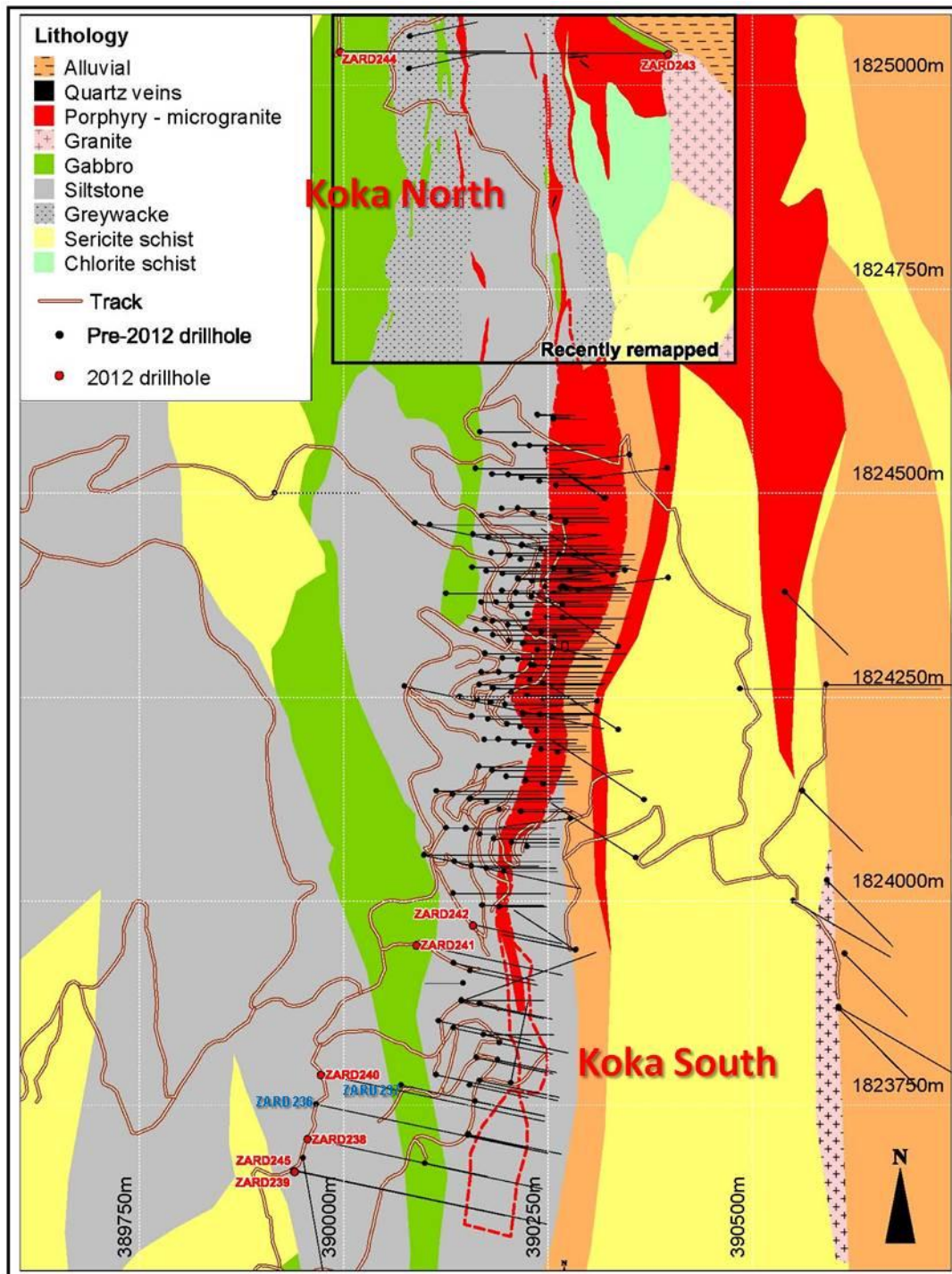


Figure 2: Location of the Koka drillholes. Holes completed in 2012 are shown in red. Other reported holes in blue.

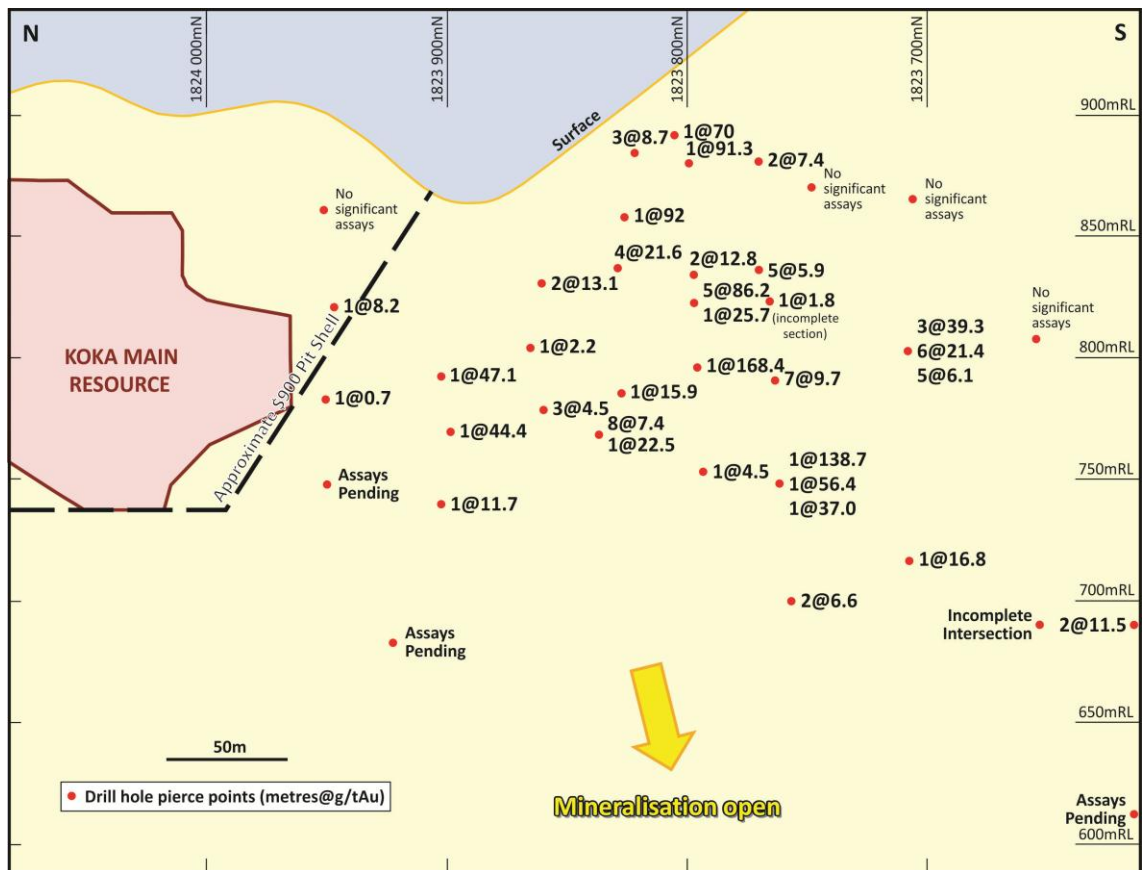


Figure 3: Long section showing drill hole pierce points and intersections (1@11.7 = 1 metre grading 11.7 g/t gold)

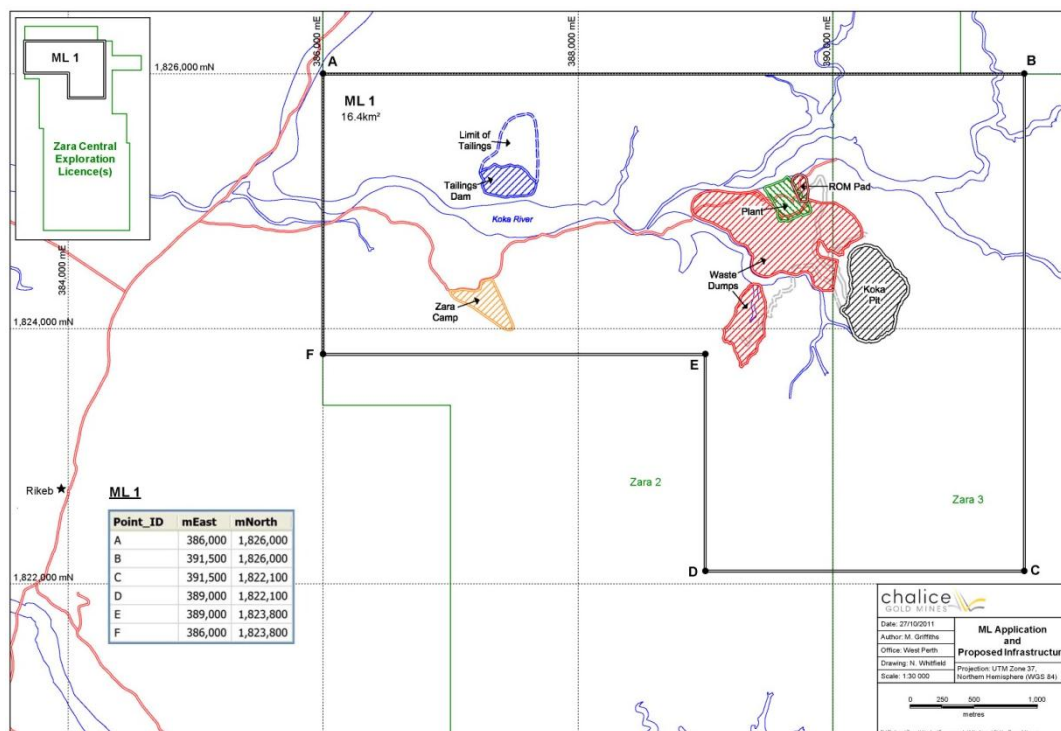


Figure 4: Koka Mining Licence relative to proposed Koka Mine Infrastructure

Appendix 5B

Mining 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

Name of entity

CHALICE GOLD MINES LIMITED

ABN

47 116 648 956

Quarter ended ("current quarter")

31 March 2012

Consolidated statement of cash flows

Cash flows related to operating activities

- 1.1 Receipts from product sales and related debtors
- 1.2 Payments for
 - (a) exploration & evaluation
 - (b) development
 - (c) production
 - (d) administration
- 1.3 Dividends received
- 1.4 Interest and other items of a similar nature received
- 1.5 Interest and other costs of finance paid
- 1.6 Income taxes paid
- 1.7 Other - GST

Net Operating Cash Flows

Cash flows related to investing activities

- 1.8 Payment for purchases of:
 - (a) prospects
 - (b) equity investments
 - (c) other fixed assets
- 1.9 Proceeds from sale of:
 - (a) prospects
 - (b) equity investments
 - (c) other fixed assets
- 1.10 Loans to other entities
- 1.11 Loans repaid by other entities
- 1.12 Other (provide details if material)

Net investing cash flows

- 1.13 Total operating and investing cash flows (carried forward)

Current quarter	Year to date (9 months)
\$A'000	\$A'000
42	146
(1,037)	(6,632)
(597)	(1,464)
-	-
(863)	(2,382)
-	-
51	251
-	-
-	-
11	73
(2,393)	(10,008)
-	-
-	-
(110)	(356)
2,895	2,895
-	-
-	-
-	-
1,051	2,133
(167)	(167)
3,669	4,505
1,276	(5,503)

Appendix 5B

Mining exploration entity quarterly report

	Cash flows related to financing activities		
1.14	Proceeds from issues of shares, options, etc.	-	-
1.15	Proceeds from sale of forfeited shares	-	-
1.16	Proceeds from borrowings	-	-
1.17	Repayment of borrowings	-	-
1.18	Dividends paid	-	-
1.19	Other	-	-
	Net financing cash flows	-	-
	Net increase (decrease) in cash held	1,276	(5,503)
1.20	Cash at beginning of quarter/year to date	3,508	10,194
1.21	Exchange rate adjustments to item 1.20	(34)	59
1.22	Cash at end of quarter	4,750	4,750

Payments to directors of the entity and associates of the directors

Payments to related entities of the entity and associates of the related entities

	Current quarter \$A'000
1.2 Aggregate amount of payments to the parties included in item 1.2	173
1.2 Aggregate amount of loans to the parties included in item 1.10	-

1.2 Explanation necessary for an understanding of the transactions

Item 1.9(a) – Represents an interim payment of US\$3 million from ENAMCO for ENAMCO's acquisition of a 30 per cent interest in the Zara Gold Project in Eritrea. The balance of ~US\$31 million (including reimbursement of certain costs) is payable on completion of the sale to China SFECO Group.

Item 1.11 – Relates to the contribution received from the Eritrean National Mining Corporation ("ENAMCO") for funds owed to Zara Mining Share Company for exploration and development of the Zara Project in Eritrea (see 2.1 below).

Item 1.2 – Amounts paid to related parties include remuneration, directors' fees, consulting fees and reimbursements of out of pocket expenses to directors.

Non-cash financing and investing activities

2.1 Details of financing and investing transactions which have had a material effect on consolidated assets and liabilities but did not involve cash flows

Under the terms of the Shareholders Agreement between Chalice and ENAMCO, as at 31 December 2011, ENAMCO are required to contribute ~US\$4.0 million towards exploration and development costs at the Zara Project to bring them in line with their contribution obligations given that Chalice has been funding the project since 1 April 2011. After period end and until the date of this report, ENAMCO have contributed ~US\$2.2 million and will continue to be the sole contributor until such time as they have met their share of pro-rata costs since 1 April 2011. After ENAMCO have contributed ~US\$4.0 million, both Chalice and ENAMCO will revert to funding the Zara Project on a two-thirds/one-third basis (or until completion of the proposed sale of the Zara Project to China SFECO Group).

+ See chapter 19 for defined terms.

- 2.2 Details of outlays made by other entities to establish or increase their share in projects in which the reporting entity has an interest

Nil

Financing facilities available

Add notes as necessary for an understanding of the position.

	Amount available \$A'000	Amount used \$A'000
3.1 Loan facilities	Nil	Nil
3.2 Credit standby arrangements	Nil	Nil

Estimated cash outflows for next quarter

	\$A'000
4.1 Exploration and evaluation	1,147
4.2 Development	253
4.3 Production	-
4.4 Administration	878
Total	2,278

Reconciliation of cash

Reconciliation of cash at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts is as follows.

	Current quarter \$A'000	Previous quarter \$A'000
5.1 Cash on hand and at bank	3,702	1,975
5.2 Deposits at call	1,048	1,533
5.3 Bank overdraft	-	-
5.4 Other (provide details)	-	-
Total: cash at end of quarter (item 1.22)	4,750	3,508

Appendix 5B
Mining exploration entity quarterly report

Changes in interests in mining tenements

		Tenement reference	Nature of interest (note (2))	Interest at beginning of quarter	Interest at end of quarter
6.1	Interests in mining tenements relinquished, reduced or lapsed	Nil			
6.2	Interests in mining tenements acquired or increased	Nil			

Issued and quoted securities at end of current quarter

Description includes rate of interest and any redemption or conversion rights together with prices and dates.

		Total number	Number quoted	Issue price per security (see note 3) (cents)	Amount paid up per security (see note 3) (cents)
7.1	Preference +securities (description)	Nil	Nil	Nil	Nil
7.2	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs, redemptions	N/A	N/A	N/A	N/A
7.3	+Ordinary securities	250,030,886	250,030,886	N/A	N/A
7.4	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs	Nil Nil	Nil Nil	N/A N/A	N/A N/A
7.5	+Convertible debt securities (description)	Nil	Nil	N/A	N/A
7.6	Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted	Nil Nil	Nil Nil	N/A N/A	N/A N/A

+ See chapter 19 for defined terms.

Appendix 5B
Mining exploration entity quarterly report

7.7	Options (<i>description and conversion factor</i>)	500,000	Nil	Exercise price \$0.25	Expiry date 1 December 2012
		500,000	Nil	\$0.20	31 July 2013
		1,250,000	Nil	\$0.35	31 March 2014
		1,250,000	Nil	\$0.45	31 March 2014
		750,000	Nil	\$0.50	1 September 2012
		187,500	Nil	\$0.55	30 April 2014
		187,500	Nil	\$0.65	30 April 2014
		375,000	Nil	\$0.75	30 April 2014
		750,000	Nil	\$0.45	14 September 2014
		2,500,000	Nil	\$0.50	30 November 2014
		100,000	Nil	\$0.45	30 November 2014
	Performance Rights	500,000	Nil	Nil	30 June 2015
		400,000	Nil	Nil	1 October 2014
7.8	Issued during quarter: Options	Nil	Nil	N/A	N/A
	Performance Rights	Nil	Nil	N/A	
7.9	Exercised during quarter	Nil	Nil	N/A	N/A
7.10	Expired during quarter Options	1,000,000	Nil	\$0.36	31 March 2012
		500,000	Nil	\$0.40	31 March 2014
	Performance Rights	750,000	Nil	N/A	30 June 2015
7.11	Debentures (<i>totals only</i>)	Nil	Nil		
7.12	Unsecured notes (<i>totals only</i>)	Nil	Nil		

Compliance statement

- 1 This statement has been prepared under accounting policies which comply with accounting standards as defined in the Corporations Act or other standards acceptable to ASX (see note 5).
- 2 This statement does give a true and fair view of the matters disclosed.

Sign here:



Date: 26 April 2012

Joint Company Secretary

Print name:

Leanne Forgione

+ See chapter 19 for defined terms.

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 wanting to disclose additional information is encouraged to do so, in a note or notes attached to this report.
- 2 The "Nature of interest" (items 6.1 and 6.2) includes options in respect of interests in mining tenements acquired, exercised or lapsed during the reporting period. If the entity is involved in a joint venture agreement and there are conditions precedent which will change its percentage interest in a mining tenement, it should disclose the change of percentage interest and conditions precedent in the list required for items 6.1 and 6.2.
- 3 **Issued and quoted securities** The issue price and amount paid up is not required in items 7.1 and 7.3 for fully paid securities.
- 4 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.
- 5 **Accounting Standards** ASX will accept, for example, the use of International Financial Reporting Standards for foreign entities. If the standards used do not address a topic, the Australian standard on that topic (if any) must be complied with.

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