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9 January 2015

Australian Securities Exchange Limited
Level 40 Central Park
152-158 St Georges Terrace
Perth WA 6000

Dear Sir

**On-Market Buy-Back
Notification of Cancellation of Shares**

In accordance with Listing Rule 3.8A, we enclose a copy of the Form 484 that was lodged with ASIC.

Yours faithfully

A handwritten signature in black ink, appearing to read "L Stevens".

LEANNE STEVENS
Company Secretary

Change to company details

Company details

Company name

CHALICE GOLD MINES LIMITED

Australian Company Number (ACN)

116 648 956

Lodgement details

Who should ASIC contact if there is a query about this form?

Name

Leanne STEVENS

Signature

This form must be signed by a current officeholder of the company.

I certify that the information in this form is true and complete

Name

Leanne STEVENS

Capacity

Secretary

Signature

Date signed

09-01-2015

C1 Cancellation of shares

Reason for cancellation

Shares cancellation details

Reason for cancellation

ss.257H(3) Share buyback - Other buy-back type. A form 280 or 281 must be lodged at least 14 days, and no more than 1 year before the share buy-back can take place

The cancelled shares are listed below:

Share class code	Number of shares cancelled	Amount paid (cash or otherwise)	
ORD	3000000	299850.83	

Earliest Date of cancellation **18-12-2014**

C3 Change to share structure

The updated details for this changed share class are shown in the table below.

Share class code	Full title if not standard	Total number of shares	Total amount paid on these shares	Total amount unpaid on these shares
ORD	ORDINARY	282710802	22187203.49	0.00

Earliest date of change **18-12-2014**