

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity	Chalice Gold Mines Limited
ABN	47 116 648 956

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Dr Douglas Jones
Date of last notice	24 September 2010

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Indirect and direct
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Mrs Margaret Jones is the spouse of Dr Jones. Eburnean Superfund – Dr Jones is the trustee and beneficiary of the Eburnean Superfund. D&M Jones Family Trust – Dr Jones is the trustee.
Date of change	14 December 2012
No. of securities held prior to change	296,278 fully paid ordinary shares. 1,250,000 unlisted options with an exercise price of 35 cents, a vesting date of 31 March 2010, with an expiry date of 31 March 2014. 1,250,000 options with an exercise price of 45 cents vesting on 31 March 2011, with an expiry date of 31 March 2014.
Class	Unlisted options

+ See chapter 19 for defined terms.

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Number acquired	N/A
Number disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	N/A
No. of securities held after change	296,278 fully paid ordinary shares. 1,250,000 unlisted options with an exercise price of 25 cents, a vesting date of 31 March 2010, with an expiry date of 31 March 2014. 1,250,000 options with an exercise price of 35 cents vesting on 31 March 2011, with an expiry date of 31 March 2014.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	As a result of the capital return approved by shareholders on 30 November 2012 and in accordance with the Company's Employee Share Option Plan and the ASX Listing Rules, the exercise price of each option on issue has been reduced by 10 cents. The number of options on issue to Dr Jones has not changed.

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A

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Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

+ See chapter 19 for defined terms.