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9 December 2014

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

Dear Sir

Completion of minimum holding share buy-back

Pursuant to the Company's announcement on 17 October 2014, Chalice has now completed its unmarketable parcel minimum holding buy-back.

Of the eligible parcels held at that date, a total of 1,780,917 ordinary shares have been acquired and cancelled at a price of 11.5 cents per share.

The outcome of the minimum holding buy-back on Chalice's share structure is as follows:

Number of ordinary shares on issue before cancellation of buy-back shares	287,491,719
Number of ordinary shares on issue after cancellation of buy-back shares	285,710,802
Number of shareholders before buy-back	3,740
Number of shareholders after buy-back	1,976

Attached is a copy of Form 484 lodged with ASIC.

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

09-12-2014

C1 Cancellation of shares

Reason for cancellation

Shares cancellation details

Reason for cancellation

**ss.257H(3) Share buyback - Minimum holding
buy-back only**

The cancelled shares are listed below:

Share class code	Number of shares cancelled	Amount paid (cash or otherwise)	
ORD	1780917	204805.46	

Earliest Date of
cancellation

08-12-2014

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	285710802	22487054.32	0.00

Earliest date of
change

08-12-2014
