29th April 2014

March Quarterly Report

Highlights - *Ghana Gold Exploration*

765 RAB holes drilled for 19,866m and a 30 hole RC program completed at Bundi and Kpali prospects

High grade gold intersected at Bundi prospect with assays up to 51 g/t

Drilling tested an 1100m long target and intersected a high grade gold surface with associated zinc sulphide mineralisation including 10m @ 1.16% Zn and 5m @ 1.54% Zn. The high grade gold surface is open along strike and at depth

Open ended gold mineralisation intersected at Kpali prospect over 600m of strike. RC intercepts include:

28m @ 2.26 g/t gold from 81m (13SWRC049)
inc. **13m @ 3.87 g/t gold** from 81m and
5m @ 8.41g/t gold from 89m
21m @ 1.55 g/t gold from 86m (13 SWRC053)
inc. 15m @ 2.08 g/t gold from 87m
inc. 10m @ 2.84 g/t gold from 92m
inc. 3m @ 6.52 g/t gold from 97m
14m @ 2.29 g/t gold from 98m (13 SWRC054)
inc. 5m @ 4.53 g/t gold from 99m
16m @ 3.23 g/t gold from 9m (13SWRC 057)
10m @ 2.01 g/t gold from 22m (13SWRC059) and
10m @ 1.45 g/t gold from 49m
10m @ 1.41 g/t gold from 50m (13SWRC059)
8m @ 1.44 g/t gold from 100m (13SWRC060)

RAB drilling intersects a new area of oxide gold mineralisation 400m east of Kpali

Mineralisation sits on the east side of the Kpali granite and is aligned with a demagnetised corridor; this setting is considered extremely favourable for gold mineralisation

Corporate

End of quarter cash and listed shares of $0.77M with 128,492,519 fully paid shares on issue. Two million Merah shares (ASX:MEH) were issued to Castle as part consideration for the Antubia gold project option to purchase. This shareholding represents a 7% holding in MEH

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Capital Structure
Quoted Shares: 128.5 million
Unlisted Options: 1.05m @ 40c

ASX Code: CDT

Wa Project (Castle Minerals 100%)

Exploration on the Company's Wa Project in north west Ghana focussed on the new gold discoveries at Bundi and Kpali.

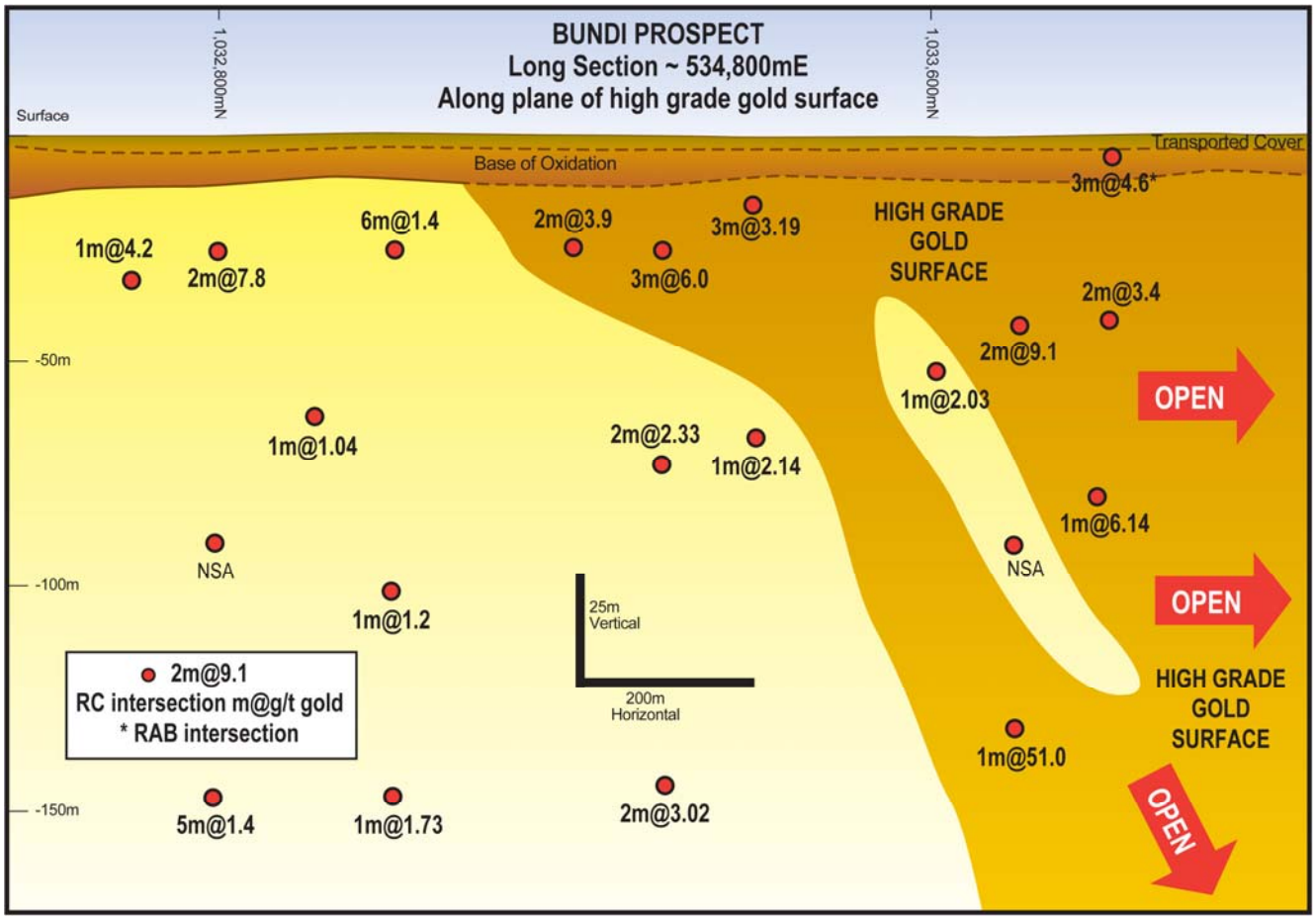
Bundi Prospect

Bundi is a high grade gold and zinc prospect defined over 1100m strike that provides significant potential for a gold resource to be defined.

Final results were received for the fourteen RC holes completed in January 2014 that intersected a high grade gold surface with assays up to 51 g/t gold. Drilling has now tested an 1100m long target with 16 of the 20 holes testing the Bundi structure reporting significant gold mineralisation.

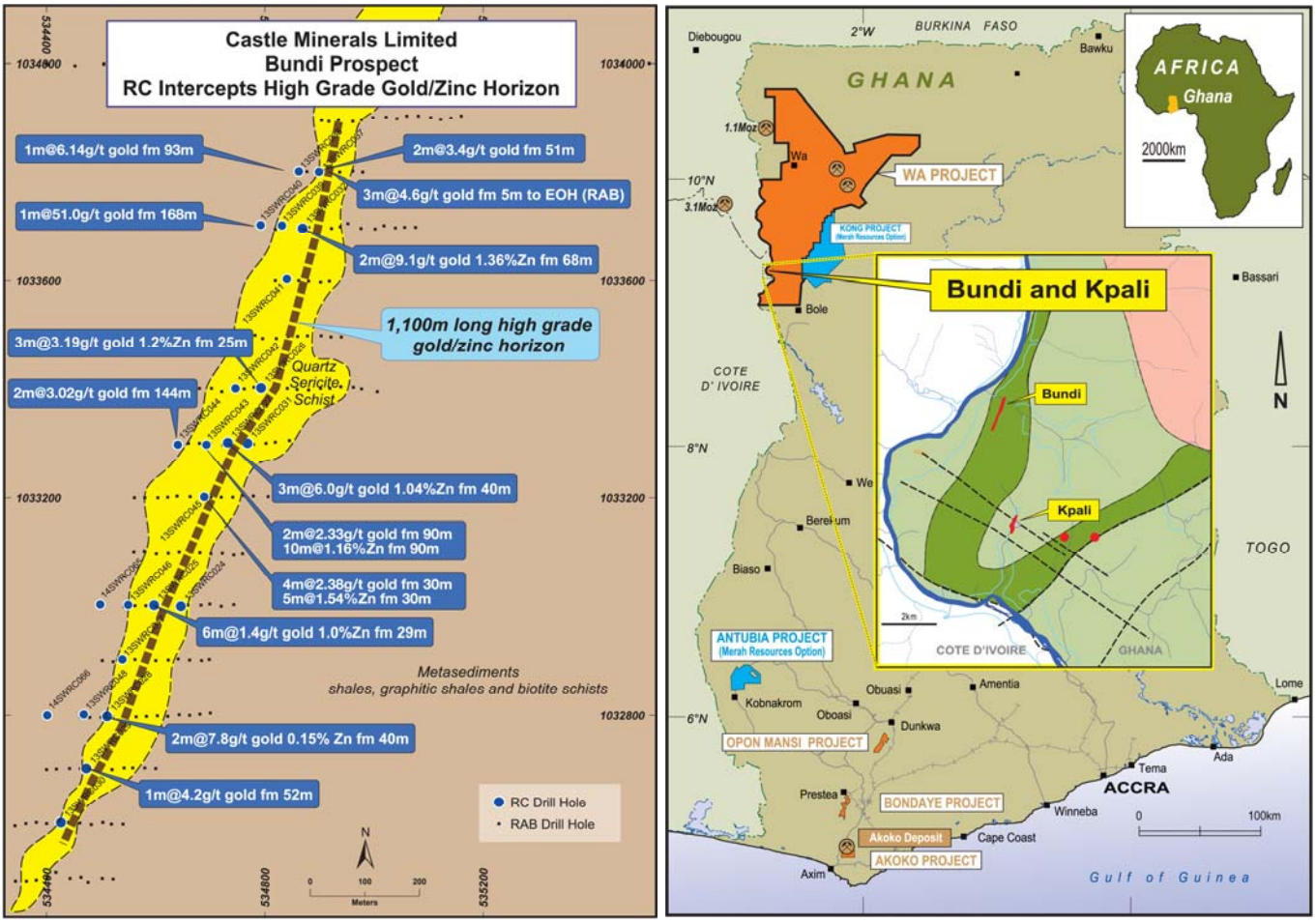
The gold mineralisation is associated with zinc sulphides with highly anomalous zinc intercepts including 10m @ 1.16% Zn and 5m @ 1.54% Zn reported. The high grade gold surface is open along strike and at depth and further RC and diamond drilling is proposed.

Gold mineralisation at Bundi is hosted within altered Birimian shales and sediments with associated sericite alteration and 1-3% disseminated sulphides including pyrite, pyrrhotite, sphalerite and chalcopyrite. Bundi is a grassroots gold discovery in a previously unexplored area.



Bundi long section showing RC gold intercepts

A 20,000m RAB drilling program is currently underway testing for extensions and repetitions to Bundi and Kpali. During the quarter this drilling successfully defined a strong bedrock anomaly east of Kpali. Drilling is also testing a +10km long demagnetised zone south of Bundi that was identified from interpretation of geophysical data flown by Castle in 2013.



Bundi hole plan and Ghana Project locations with detail on Bundi and Kpali prospects

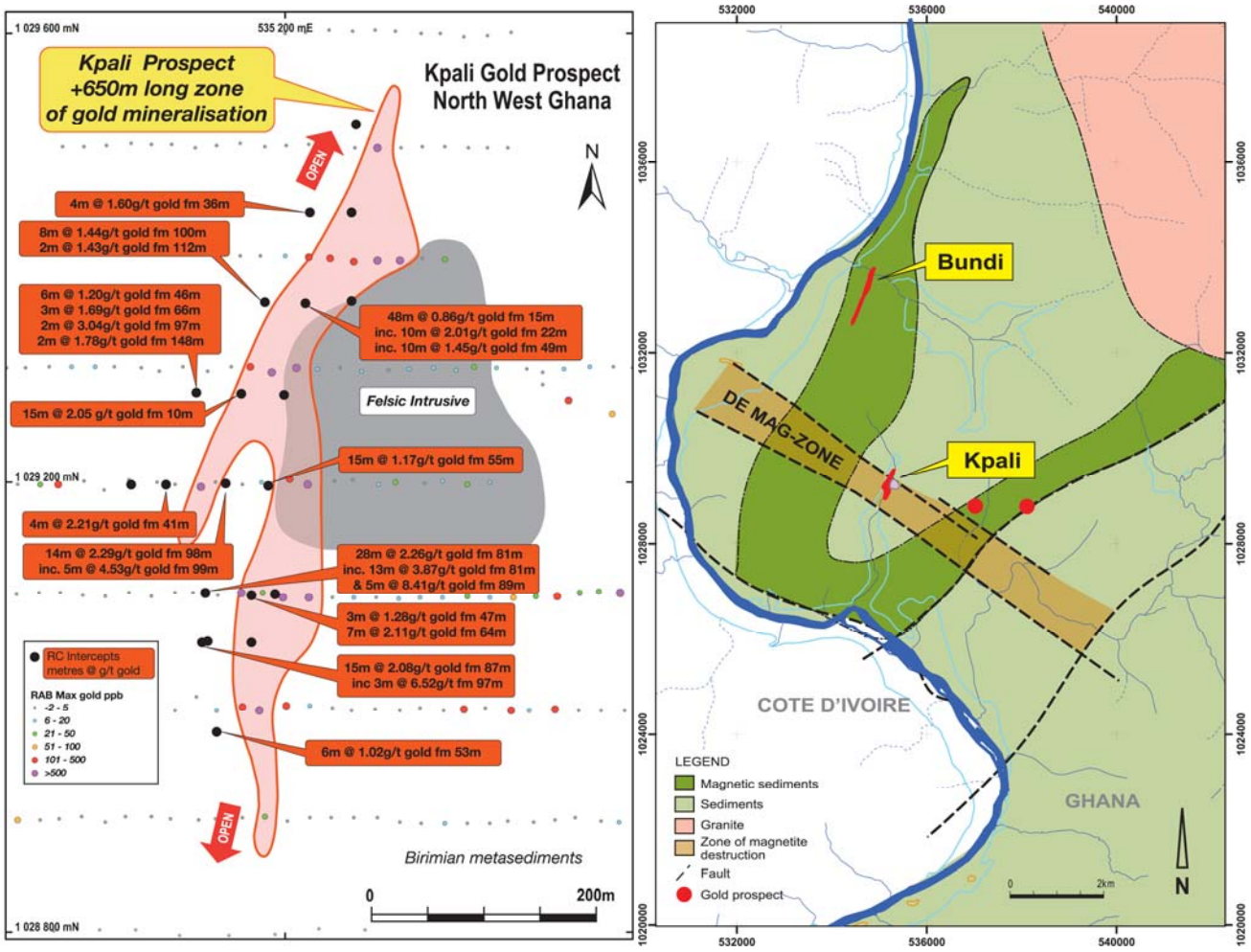
Kpali Prospect

Kpali is located 4km south of Bundi and assays from a sixteen hole RC program were received during the quarter identifying an open ended high grade gold zone. Gold mineralisation appears as hydrothermal lode style providing great encouragement that substantial gold mineralisation could be present at Kpali.

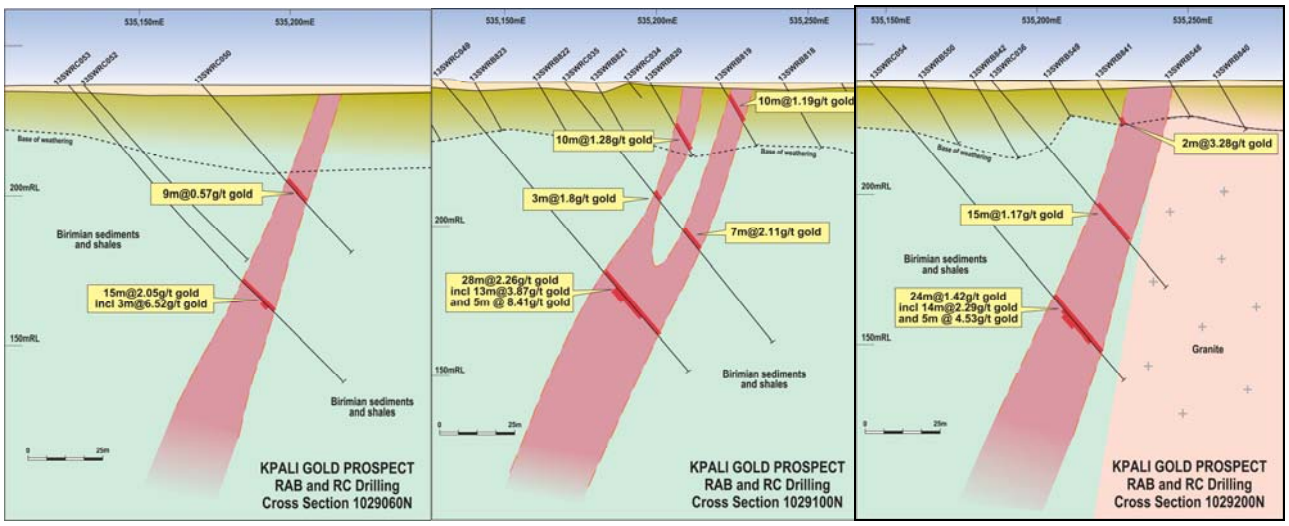
Consistent gold mineralisation was intersected over 600m of strike and remains completely open at depth. A strong trend is evident on the sections with the grade and width of the mineralisation increasing with depth. Significant gold intercepts from 1m RC samples include:

28m @ 2.26 g/t gold from 81m (13SWRC049)
inc. 13m @ 3.87 g/t gold from 81m and
5m @ 8.41g/t gold from 89m
21m @ 1.55 g/t gold from 86m (13 SWRC053)
inc. 15m @ 2.08 g/t gold from 87m
inc. 10m @ 2.84 g/t gold from 92m
inc. 3m @ 6.52 g/t gold from 97m
14m @ 2.29 g/t gold from 98m (13 SWRC054)
inc. 5m @ 4.53 g/t gold from 99m
16m @ 3.23 g/t gold from 9m (13SWRC 057)
10m @ 2.01 g/t gold from 22m (13SWRC059) and
10m @ 1.45 g/t gold from 49m
10m @ 1.41 g/t gold from 50m (13SWRC059)
8m @ 1.44 g/t gold from 100m (13SWRC060)

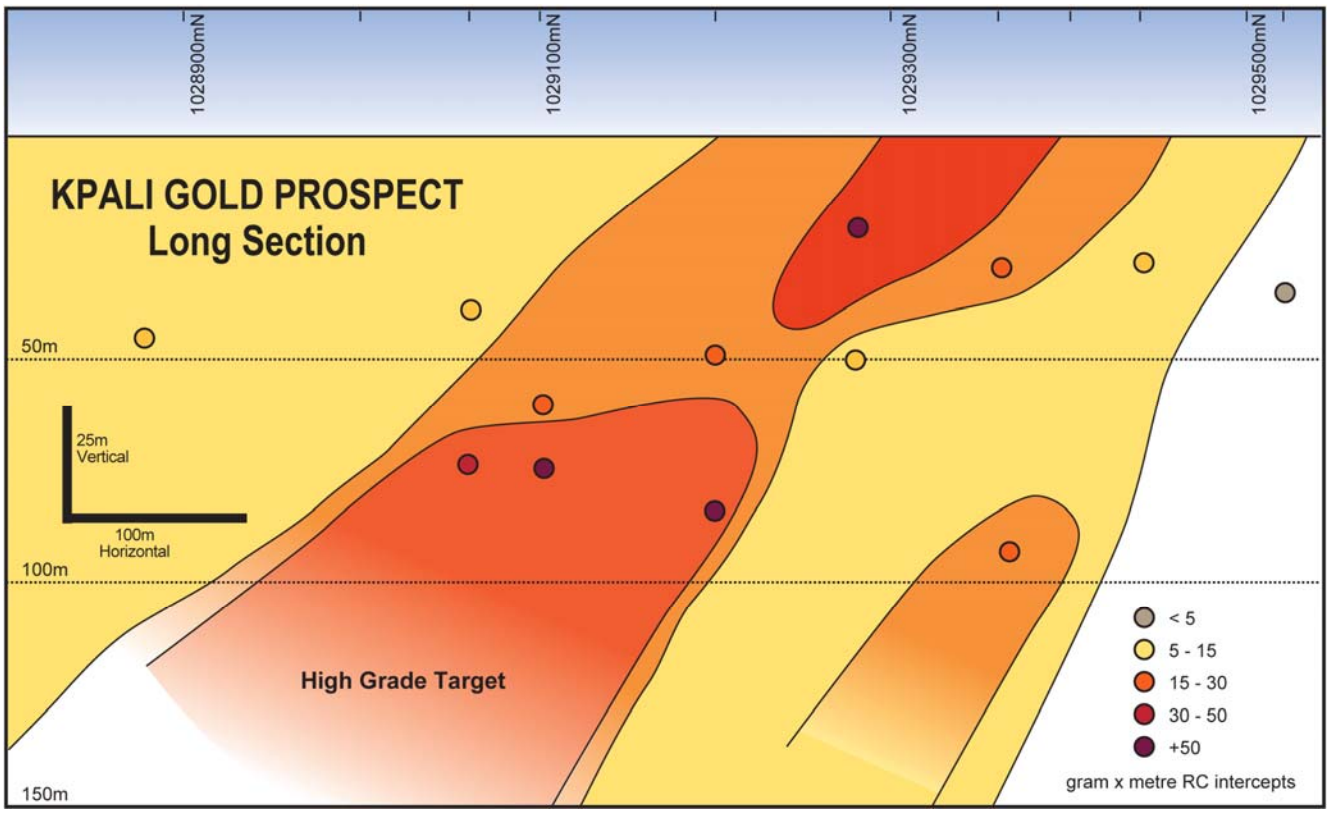
These intercepts are considered the most significant drill results received to date from Castle's gold exploration in Ghana and provide real promise that a substantial gold deposit could be defined. Drilling is wide spaced, being completed on approximately 80m spaced sections with mineralisation displaying excellent continuity. Further drilling is proposed.



Kpali drill hole location plan (left) showing location and results of RC drilling and right prospect location plan showing interpreted de magnetised zone.



Kpali drill cross sections showing RAB and RC gold intercepts

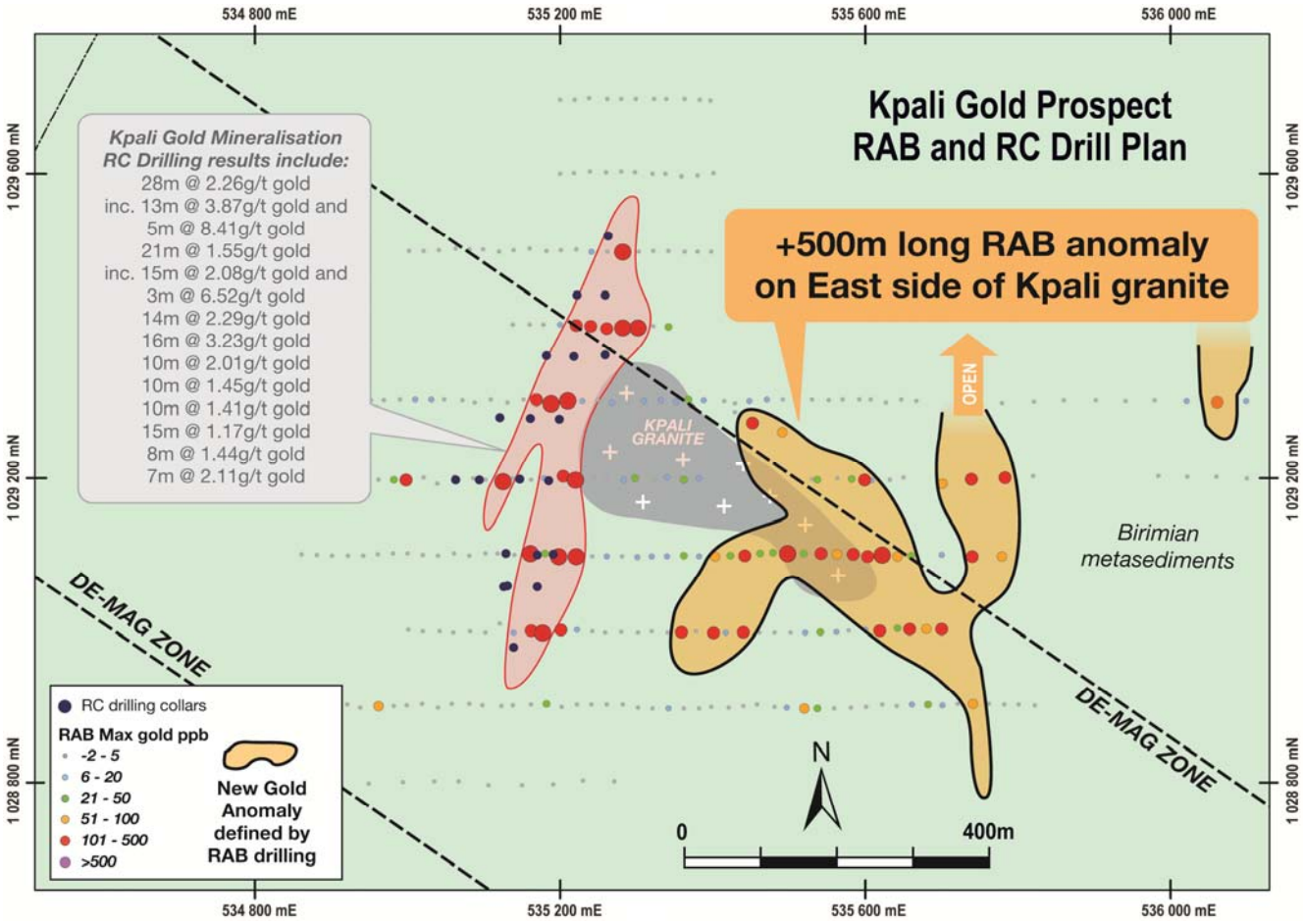


Long section of Kpali gold mineralisation showing interpreted south plunging high grade shoot
Drilling is wide spaced being completed on approximately 80m spaced fences

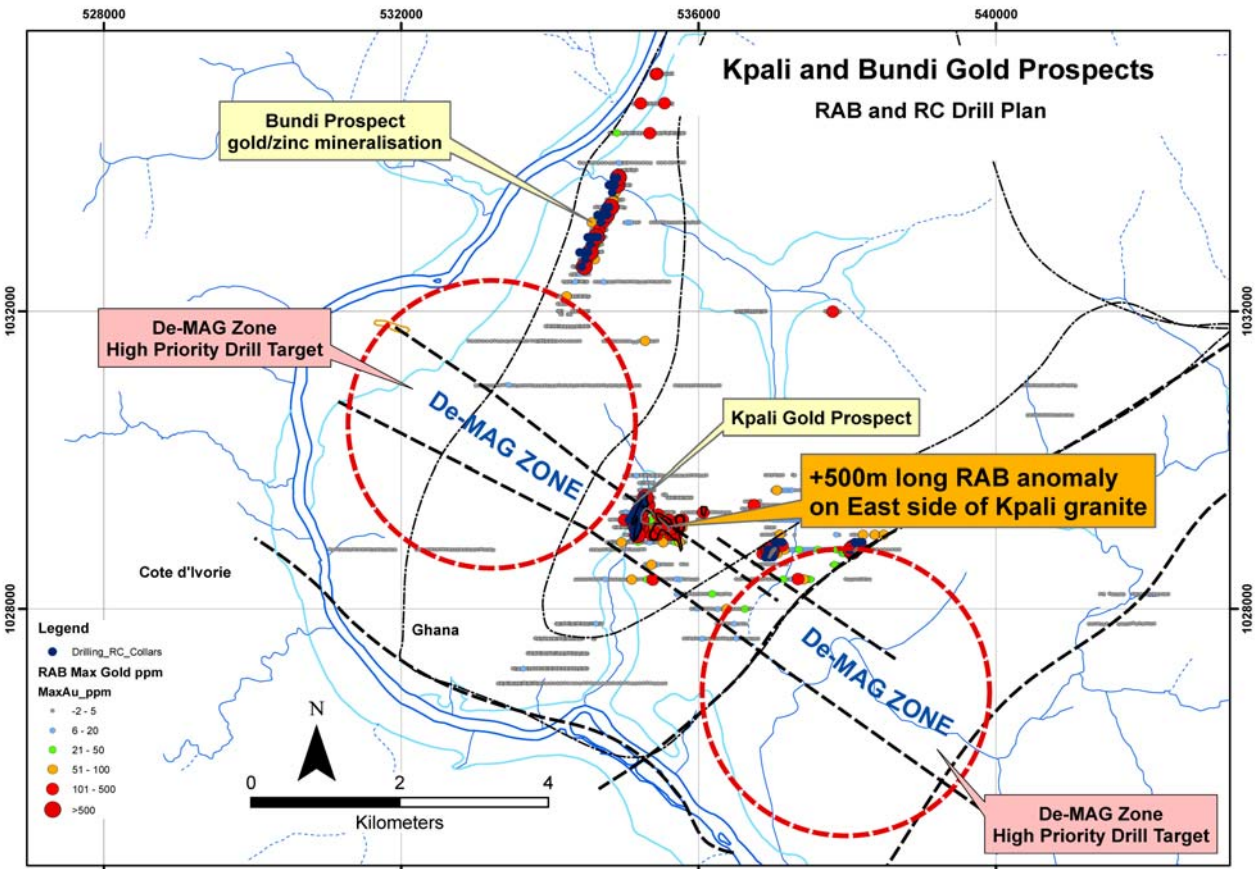
Kpali East RAB Anomaly

RAB drilling has intersected a new area of near surface gold mineralisation 500m east of Kpali. This zone has excellent potential to host primary gold mineralisation. The RAB intercepts overlie the east side of the Kpali granite and are aligned with a demagnetised corridor; a setting that is considered extremely favourable for gold mineralisation. The orientation and setting of the RAB intercepts is consistent with the regional structural interpretation and provides strong evidence that the +10km long "demagnetised" corridor identified could be host to significant gold mineralisation. Significant intercepts include;

8m @ 0.16 g/t gold from 0m 13SWRB920 and
5m @ 0.59 g/t gold from 18m
23m @ 0.14 g/t gold from 0m 13SWRB921
24m @ 0.20 g/t gold from 9m 13SWRB922
3m @ 1.44 g/t gold from 0m 13SWRB926
8m @ 0.26 g/t gold from 0m 13SWRB972
32m @ 0.10 g/t gold from 0m 13SWRB974
18m @ 0.13 g/t gold from 13m 13SWRB976
5m @ 0.29 g/t gold from 13m 13SWRB985
20m @ 0.24g/t gold from 28m 14SWRB1903



Drill hole plan showing new RAB anomaly 400m east of Kpali



Regional drill plan for Bundi and Kpali prospects showing Kpali East RAB anomaly and +10km long De-Mag Zone that is a priority drill target.

Antubia and Kong Projects

In March 2013 Castle signed option agreements with Merah Resources Limited (ASX:**MEH**) to acquire Castle's 100% interest in the Antubia and Kong gold Projects. Under the key terms of the agreements, Merah must (subject to statutory approvals) issue up to 6 million Merah shares to Castle for each project in three equal tranches based on (i) tenement grant and/or ministerial consent; (ii) definition of a JORC resource and (iii) completion of a PFS and mining lease grant. Merah must also make staged cash payments to Castle totalling $270,000 and commit to spending a minimum $350,000 per annum on exploration.

During the quarter 2 Million Merah shares (ASX:MEH) were issued to Castle as part consideration for the Antubia gold project option to purchase. This shareholding represents a 7% holding in MEH

Corporate

Cash Position

End of quarter cash ($0.614M) and listed shares ($0.16M) totalled $0.77M. Castle has a total of 128,492,519 shares on issue. Overhead, corporate and exploration cost reductions continue to be implemented.

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About Castle:

Castle Minerals listed on the Australian Stock Exchange in May 2006 (ASX code '**CDT**') and has five mineral projects in Ghana, West Africa including Akoko, Antubia, Bondaye, Opon Mansi (application) and Wa covering more than 11,000km².

The Wa and Akoko projects are 100% owned by Castle Minerals (subject to Ghanaian Government right to a free-carried 10% interest). Bondaye and Opon Mansi are applications and the Kong and Antubia Projects are subject to a sale agreement with Merah Resources (ASX: MEH). Castle's corporate objectives are exploration and development of its projects in Ghana and the acquisition and exploration of other mineral resource opportunities, particularly in West Africa. The country of Ghana has a long history of gold mining and exploration and is Africa's second largest gold producer behind South Africa.

COMPETENT PERSONS STATEMENTS

The Information in this report that relates to Exploration Results is based on information compiled by Mr Michael Ivey, who is a Member of The Australasian Institute of Mining and Metallurgy. Mr Ivey is Castle Minerals Limited Managing Director, and has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr Ivey consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

Summary of Exploration Tenements at 31 March 2014

Location	Tenement Name	Tenement Reference	Percentage Held
Antubia, Ghana	Boizan	PL2/400	100*
Antubia, Ghana	Antubia (Juabeso)	PL2/399	100*
Bondaye, Ghana	Bondaye	Application	100
Akoko, Ghana	Akoko	PL. 2/398	100
Akoko, Ghana	Akoko West	PL. 2/425	100
Opon Mansi, Ghana	Opon Mansi	Application	100
Wa,Ghana	Wonachiyiri	Application	100
Wa,Ghana	Jang	RL. 10/23	100
Wa,Ghana	Julie West	PL. 10/13	100
Wa,Ghana	Wa	RL. 10/13	100
Wa,Ghana	Degbiwu	PL 10/26	100
Wa,Ghana	Bulenga	PL 10/23	100
Wa,Ghana	Charingu	PL 10/25	100
Wa,Ghana	Kandia	Application	100
Wa,Ghana	Baayiri	PL 10/24	100
Wa,Ghana	Kunche Trend 1	Application	100
Wa,Ghana	Kunche Trend 2	Application	100
Wa,Ghana	Sawla	PL.10/34	100*
Wa,Ghana	Sawla East	PL.10/32	100*
Wa,Ghana	Sawla South	PL.10/29	100*
Wa,Ghana	Jandra	PL.10/33	100*
Wa,Ghana	Jandra North	PL 10/28	100*
Wa,Ghana	Tuna	PL.10/31	100*
Wa,Ghana	Jang North	PL.10/30	100*
Wa,Ghana	Jang North West	PL.10/27	100*
Wa,Ghana	Gbinyiri	RL. 8/27	100
Wa,Ghana	Gurungu	RL. 8/28	100
Wa,Ghana	Jumo	RL. 8/31	100
Wa,Ghana	Chasia	RL. 8/30	100
Wa,Ghana	Perisi	RL. 8/29	100
Wa,Ghana	Funsi	Application	100
Wa,Ghana	Kambale	PL10/47	100

*Tenements under Option/Sale Agreement to Merah Resources (ASX:MEH) where MEH may acquire a 100% interest

Government of Ghana has the right to acquire a 10% free carried interest in all tenements

Significant RC Drilling Intercepts - Kpali Gold Prospect

Grid: **UTM**

Hole Number	Northing	Easting	mRL	Azimuth	Dip	Hole Depth	Intercept
13SWRC049	1029102	535129	237	90	-50	125	28m @ 2.26 g/t gold from 81m
						inc.	13m @ 3.87 g/t gold from 81m
						inc.	5m @ 8.41 g/t gold from 89m
13SWRC050	1029058	535170	237	90	-50	75	5m @ 0.78 g/t gold from 47m
13SWRC051	1028978	535139	234	90	-50	95	3m @ 0.93 g/t gold from 42m
						and	6m @ 1.02 g/t gold from 53m
13SWRC053	1029058	535126	229	90	-50	135	21m @ 1.55 g/t gold from 86m
						inc.	15m @ 2.08 g/t gold from 87m
						inc.	10m @ 2.84 g/t gold from 92m
						inc.	3m @ 6.52 g/t gold from 97m
13SWRC054	1029199	535147	233	90	-50	130	24m @ 1.42 g/t gold from 91m
						inc.	14m @ 2.29 g/t gold from 98m
						inc.	5m @ 4.53 g/t gold from 99m
13SWRC057	1029279	535161	239	90	-50	*100*	*16m @ 3.23 g/t gold from 9m*
						and	2m @ 2.09 g/t gold from 57m
13SWRC059	1029360	535218	240	90	-50	100	48m @ 0.86 g/t gold from 15m
						inc.	10m @ 2.01 g/t gold from 22m
						inc.	10m @ 1.45 g/t gold from 49m
13SWRC060	1029361	535182	229	90	-50	150	23m @ 0.89 g/t gold from 98m
						inc.	8m @ 1.44 g/t gold from 100m
						and	2m @ 1.43 g/t gold from 112m
						and	3m @ 1.11 g/t gold from 116m
13SWRC061	1029280	535121	232	90	-50	150	6m @ 1.20 g/t gold from 46m
						and	7m @ 0.95 g/t gold from 63m
						and	6m @ 1.16 g/t gold from 97m
						and	4m @ 0.50 g/t gold from 130m
						and	2m @ 1.78 g/t gold from 148m
13SWRC063	1029441	535222	234	90	-50	140	4m @ 1.60 g/t gold from 36m
						and	2m @ 0.73 g/t gold from 65m

Bundi Prospect Significant Gold and Zinc Drilling Intercepts

RC Drilling 1m Splits

Hole Number	Northing	Easting	mRL	Azimuth	Dip	Hole Depth	Gold Intercept	Zinc Intercept
13SWRC037	1033798	534899	232	90	-50	60	**2m @ 3.4 g/t gold from 51m**	15m @ 0.22% Zn from 40m
13SWRC038	1033800	534861	219	90	-50	115	13m @ 0.94 g/t gold from 81m	16m @ 0.36% Zn from 81m
						includes	**1m @ 6.14g/t gold from 93m**	
13SWRC039	1033701	534831	219	90	-50	150	1m @ 1.08 g/t gold from 102m	5m @ 0.29% Zn from 111m
13SWRC040	1033701	534792	216	90	-50	190	**1m @ 51.03 g/t gold from 168m**	8m @ 0.30% Zn from 160m
13SWRC041	1033602	534839	216	90	-50	80	1m @ 2.03 g/t gold from 69m	10m @ 0.33% Zn from 65m
13SWRC042	1033401	534748	224	90	-50	110	8m @ 0.54 g/t gold from 80m	20m @ 0.48% Zn from 80m
						includes	1m @ 2.14 g/t gold from 83m	**inc. 1m @ 2.69% Zn from 92m**
13SWRC043	1033300	534692	227	90	-50	120	**2m @ 2.33 g/t gold from 90m**	22m @ 0.72% Zn from 88m
						and	1m @ 1.59 g/t gold from 108m	**inc. 10m @ 1.16% Zn from 90m**
13SWRC044	1033300	534640	227	90	-50	190	1m @ 2.15 g/t gold from 137m	17m @ 0.42% Zn from 144m
						and	10m @ 0.92 g/t gold from 144	**inc. 1m @ 1.26% Zn from 145m**
						includes	**2m @ 3.02 g/t gold from 144**	
13SWRC045	1033202	534688	216	90	-50	80	**4m @ 2.38 g/t gold from 30m**	**5m @ 1.54% Zn from 30m**
						includes	**2m @3.90 g/t gold from 30m**	and 11m @ 0.58% Zn from 40m
						and	3m @ 1.92 g/t gold from 48m	
13SWRC046	1033002	534550	221	90	-50	130	1m @1.20 g/t gold from 91m	
							8m @ 0.41 g/t gold from 111m	8m @ 0.45% Zn from 111m
							4m @ 0.52 g/t gold from 126m	
13SWRC047	1032902	534540	223	90	-50	85	1m @ 1.38 g/t gold from 67m	16m @ 0.32% Zn from 62m
							1m @ 1.04 g/t gold from 73m	
14SWRC065	1032999	534507	226	90	-50	200	8m @ 0.72 g/t gold from 192m	22m @ 0.38% Zn from 176m
						inc	1m @ 1.73 g/t gold from 195m	
14SWRC066	1032797	534399	220	90	-50	240	5m @ 1.40 g/t gold from 209m	7m @ 0.12% Zn from 208m

Notes: Minimum Intersection Length = 1m, Interval Top Cut = 999.00 ppm Au, Interval Bottom Cut = 0.20 ppm Au, Maximum Internal Dilution = 2m

JORC Code, 2012 Edition – Table 1

- **Section 1: Sampling Techniques and Data**

Criteria	JORC Code explanation	Certified Person Commentary
Sampling techniques	Nature and quality of sampling (e.g. cut channels, random chips, or specific specialised industry standard measurement tools appropriate to the minerals under investigation, such as down hole gamma sondes, or handheld XRF instruments, etc). These examples should not be taken as limiting the broad meaning of sampling.	Sampling has been undertaken with Reverse Circulation (RC) drilling and Rotary Air Blast (RAB) drilling. Zinc assaying of RC and RAB samples has been undertaken using a hand held XRF.
	Include reference to measures taken to ensure sample representivity and the appropriate calibration of any measurement tools or systems used.	Drill hole collar coordinates are in UTM grid (UTM WGS84 Zone 30N) are measured by handheld GPS with accuracy of +/-2m.
	Aspects of the determination of mineralisation that are Material to the Public Report.	As per section below.
	In cases where 'industry standard' work has been done this would be relatively simple (eg 'reverse circulation drilling was used to obtain 1 m samples from which 3 kg was pulverised to produce a 30 g charge for fire assay'). In other cases more explanation may be required, such as where there is coarse gold that has inherent sampling problems. Unusual commodities or mineralisation types (e.g. submarine nodules) may warrant disclosure of detailed information.	Reverse Circulation (RC) drilling was used to obtain 1m samples from which 2kg was riffle split, in anticipation of being sent to the lab and pulverised to produce a 50g charge for fire assay for gold assaying. 5m composite samples were then taken and sent to the lab first to identify the mineralised zones in each drill hole. The 1m splits in the mineralised zones were then sent to the lab for assay from the zones where the 5m composites assayed >0.1g/t. Rotary Air Blast (RAB) drilling was used to obtain 1m open-hole samples, from which 5m composite samples were taken and sent to lab where 2kg was pulverised and assayed by 50g aqua regia for gold.
Drilling techniques	Drill type (eg core, reverse circulation, open-hole hammer, rotary air blast, auger, Bangka, sonic, etc) and details (eg core diameter, triple or standard tube, depth of diamond tails, face-sampling bit or other type, whether core is oriented and if so, by what method, etc).	RC drilling has been conducted using a face sampling hammer, and stainless steel starter rods to enable downhole surveying of the hole. RAB drilling has been conducted using a blade bit, usually to depth of refusal at the fresh rock interface. A hammer bit was used to penetrate any quartz veins encountered, or occasionally to penetrate and sample the fresh bedrock if required.
Drill sample recovery	Method of recording and assessing core and chip sample recoveries and results assessed.	No methods for ascertaining RC or RAB sample recoveries have been conducted. On the whole sample recoveries were good, with large samples recovered, and with variable levels of groundwater intersected to date. 10 of the 30 holes in the December 2013 RC program were drilled and sampled wet through the mineralized zone.
	Measures taken to maximise sample recovery and ensure representative nature of the samples.	No special measures have been undertaken – standard industry drilling techniques have been applied.
	Whether a relationship exists between sample recovery and grade and whether sample bias may have occurred due to preferential loss/gain of fine/coarse material.	This relationship has not been tested, as it is not believed to be a concern.
Logging	Whether core and chip samples have been geologically and geotechnically logged to a level of detail to support appropriate Mineral Resource estimation, mining studies and metallurgical studies.	RC and RAB chip samples have been routinely geologically logged and photographed in the field by geologists. The day's drilling plod sheets, and the collar, survey, logging and sampling data, were checked by the Senior Geologist, and sent to the Perth office each evening for loading into the company database.

		No specific geotechnical of metallurgical logging has been undertaken on the RC or RAB drill samples to date.
	Whether logging is qualitative or quantitative in nature. Core (or costean, channel, etc) photography.	Logging includes noting lithology, colour, weathering, grain size, structure, alteration, sulphide mineralisation, and veining. Each RC chip tray (10m) is photographed. The sample piles, and washed chips, of each complete RAB hole are photographed.
	The total length and percentage of the relevant intersections logged.	Every metre sample from every hole has been logged individually.
Sub-sampling techniques and sample preparation	If core, whether cut or sawn and whether quarter, half or all core taken.	No core drilling to date.
	If non-core, whether riffled, tube sampled, rotary split, etc and whether sampled wet or dry.	1m RC samples riffle split when dry, and tube sampled if wet. 5m RC composites tube sampled from each RC retention bag after 1m riffle split sampling completed. 5m RAB composite samples scooped from several places from each 1m sample pile.
	For all sample types, the nature, quality and appropriateness of the sample preparation technique.	Riffle splitting of dry 1m RC samples is standard industry practice, and considered appropriate for resource level work in this deposit style. Where the samples are wet, tube sampling of 1m RC samples is considered to be adequate sampling for resource level work. 5m composites in RC and RAB drilling is considered appropriate for first-pass work to indicate the presence of mineralisation, in anticipation of subsequent follow up drilling and sampling.
	Quality control procedures adopted for all sub-sampling stages to maximise representivity of samples.	Every 50th RC and RAB sample is taken as a duplicate sample.
	Measures taken to ensure that the sampling is representative of the in situ material collected, including for instance results for field duplicate/second-half sampling.	Analysis of duplicate results has not raised any concerns about sample quality to date.
	Whether sample sizes are appropriate to the grain size of the material being sampled.	To date both the grainsize of the rocks and the gold mineralisation, are considered relatively fine. There is not believed to be any "coarse gold" issue, and the chosen sampling techniques are considered appropriate.
Quality of assay data and laboratory tests	The nature, quality and appropriateness of the assaying and laboratory procedures used and whether the technique is considered partial or total.	All RC samples were submitted to **Intertek** Laboratory in Tarkwa, Ghana, for 50g Fire Assay analysis for Au. Preparation was by drying, crushing to 75% passing 2mm, then <2kg riffle split pulverised to nominal 95% passing 75µm in a LM2 mill (lab method PT01). Analysis method was 50g Fire Assay for Au, with Flame AAS finish, 0.01ppm detection limit (lab method "FA51"). All RAB gold samples were submitted to **Intertek** Laboratory in Tarkwa, Ghana, for 50g Aqua Regia analysis for Au. Preparation was by drying and pulverising <2kg to nominally 95% passing 75µm in LM2 mill (lab method "PT01"). Analysis method was 50g Aqua Regia for Au, with AAS finish, 1ppb detection limit (lab method "AR50"). Both assay techniques are considered as total. Results were sent by email as "csv files" to the Wa and Perth offices.

		QAQC sample results (blanks, standards and duplicates) were checked and any problems were communicated and addressed with the lab before results were entered into the Castle database. 63 Bundi zone RAB pulps, chosen from in and around the anomalous gold zones, were sent to Bureau Veritas Mineral Laboratories in Abidjan for multi-element geochemistry by ICP (Mixed Acid Digest with ICP-AES Finish – method code MA101).
	For geophysical tools, spectrometers, handheld XRF instruments, etc, the parameters used in determining the analysis including instrument make and model, reading times, calibrations factors applied and their derivation, etc.	Zinc analysis was completed on one metre bagged RC split samples (before they were sent off to the lab for gold assaying) using a handheld portable XRF machine (initial programs utilised a Niton model XL3t, programs since December 2013 have used an Olympus Innov-X Delta Premium). Reading times were 60-90 seconds. Multiple readings were taken from anomalous zinc zones to confirm analysis. Results were verified using the supplied Niton and Innov-X XRF standards, and samples of known zinc value sourced from conventional laboratory analysis of Bundi RAB samples. The 2013 Helicopter-borne Magnetics, Radiometrics and VTEM surveys was completed by Geotech Limited (Canada) on 200m spaced E-W lines, with interpretation of magnetic data by Bill Robertson of Value Adding Resources Pty Ltd (Perth), and VTEM data by Brett Adams of Spinifex Geophysics (Perth).
	Nature of quality control procedures adopted (e.g. standards, blanks, duplicates, external laboratory checks) and whether acceptable levels of accuracy (i.e. lack of bias) and precision have been established.	Duplicate samples were taken every 50th sample. Blank samples (obtained from a stone quarry near Wa) were inserted every 20th sample. Standards (from Geostats in Perth) were inserted every 50th sample. QAQC analysis and reporting has not highlighted any areas of concern.
Verification of sampling and assaying	The verification of significant intersections by either independent or alternative company personnel.	RAB holes with good intersections are usually confirmed by drilling RC holes under them. RC 5m composite samples with good assays are confirmed by assaying the 1m split samples from the same zones.
	The use of twinned holes.	No holes have been twinned to date. RC holes have been drilled intentionally following up good results encountered in RAB drilling, and have confirmed the occurrence of mineralisation in the RAB holes.
	Documentation of primary data, data entry procedures, data verification, data storage (physical and electronic) protocols.	The daily drilling plod sheets, and the collar, survey, logging and sampling data, were checked by the Senior Geologist, and sent to the Perth office each evening for loading into the company database. Lab assay results were sent by email as “csv files” to the Wa and Perth offices. QAQC sample results (blanks, standards and duplicates) were checked and any problems were communicated and addressed with the lab before results were entered into the Castle database.
	Discuss any adjustment to assay data.	There has been no adjustment to assay data.
Location of data points	Accuracy and quality of surveys used to locate drill holes (collar and down-hole surveys), trenches, mine workings and other locations used in Mineral Resource estimation.	Drill hole collar coordinates are in UTM grid (UTM WGS84 Zone 30N) are measured by handheld GPS with accuracy of +/-2m. RC holes were downhole surveyed using stainless steel rods at the end of the drill string and a Reflex Ezi Shot tool provided by the drillers. In shallower RC

		holes down hole surveys were taken at the collar, halfway down the hole, and at end-of-hole. Deeper RC holes had surveys taken approximately every 50m. The initial 15 holes in the December 2013 Bundi and Kpali RC program were surveyed but data indicates a malfunctioning Reflex survey tool – these hole surveys were retrospectively adjusted using average changes in dip and azimuth recorded by an alternative Reflex survey tool used in the 15 RC holes drilled later in the same program.
	Specification of the grid system used.	UTM grid (UTM WGS84 Zone 30N) used exclusively
	Quality and adequacy of topographic control.	The topography in the area is largely flat. No other relative level (RL) control was used other than handheld GPS measurements, which in RL may be accurate to +/-20m.
Data spacing and distribution	Data spacing for reporting of Exploration Results.	RAB spacing ranged from 100m to 200m lines, and 20m to 40m collar spacing. Initial RC drilling targeted below encouraging RAB intercepts, with first pass infill RC drilling in December 2013 bringing spacings to variably 80m, 100m or 200m spaced sections, with one to three holes drilled on each section on a nominal 40m spacing. The 2013 Helicopter-borne Magnetics, Radiometrics and VTEM survey was completed on 200m spaced E-W lines.
	Whether the data spacing and distribution is sufficient to establish the degree of geological and grade continuity appropriate for the Mineral Resource and Ore Reserve estimation procedure(s) and classifications applied.	Contingent on interpretation of assay results (not yet received), infill RC drilling conducted in December 2013 may now be sufficiently closely spaced to enable Mineral Resource classifications to be applied.
	Whether sample compositing has been applied.	RC intercepts reported are from 1m splits where available, or from 5m composites when 1m splits results are still awaited. RAB intercepts reported are from 5m composites.
Orientation of data in relation to geological structure	Whether the orientation of sampling achieves unbiased sampling of possible structures and the extent to which this is known, considering the deposit type.	Both the Bundi and Kpali mineralised structures appear to be striking N to NNE, and dipping steeply to the west. The drilling azimuth of 090 appears to be appropriate at both prospects.
	If the relationship between the drilling orientation and the orientation of key mineralised structures is considered to have introduced a sampling bias, this should be assessed and reported if material.	There is not considered to be any significant sampling bias from current information.
Sample security	The measures taken to ensure sample security.	Samples are systematically numbered and recorded, bagged in labelled polyweave sacks, and dispatched in batches to the lab using local transport. The lab confirms receipt of all samples on the submission form on arrival at the lab.
Audits or reviews	The results of any audits or reviews of sampling techniques and data.	No audits or reviews of sampling techniques have been conducted. Analysis of performance of QAQC samples for the 2012-2013 field season has been reported by consultant Database Manager, Joe Reid, with no issues highlighted.

▪ Section 2: Reporting of Exploration Results

Criteria	JORC Code explanation	Certified Person Commentary
Mineral tenement and land tenure status	Type, reference name/number, location and ownership including agreements or material issues with third parties such as joint ventures, partnerships, overriding royalties, native title interests, historical sites, wilderness or national park and environmental settings.	All the work contained in this report has been conducted on the 100% owned **Degbiwu Prospecting Licence, granted on 30 April 2012**, part of the Wa Project in NW Ghana. The Wa Project is 100% owned by Carlie Mining Limited (subject to Ghanaian Government right to a free-carried 10% interest). Carlie Mining is a 100% owned subsidiary of Castle Minerals Limited.
	The security of the tenure held at the time of reporting along with any known impediments to obtaining a licence to operate in the area.	The concession is in good standing, and no known impediments exist.
Exploration done by other parties	Acknowledgment and appraisal of exploration by other parties.	No previous exploration data is known from the immediate Degbiwu PL area, apart from wide-spaced regional BLEG sampling by Newmont, and regional geological mapping by Russian geologists in the 1960s.
Geology	Deposit type, geological setting and style of mineralisation.	Castle is exploring for mesothermal gold deposits in the Birimian host-rocks of NW Ghana. The highly anomalous levels of zinc in the Bundi Au-Zn prospect has highlighted there may also be potential for base metal (possibly VHMS-style) deposits in the Degbiwu area.
Drill hole Information	A summary of all information material to the understanding of the exploration results including a tabulation of the following information for all Material drill holes: o easting and northing of the drill hole collar o elevation or RL (Reduced Level – elevation above sea level in metres) of the drill hole collar o dip and azimuth of the hole o down hole length and interception depth o hole length.	Appropriate tabulations for all significant RC and RAB results in the Degbiwu PL area have been included in previous announcements to the ASX about Bundi and Kpali prospects: 22nd April 2013, 6th May 2013, 20th May 2013 23rd May 2013, 24th May 2013, 17th June 2013 4th July 2013 28th January 2014, 31st January 2014, 20th March 2014
	If the exclusion of this information is justified on the basis that the information is not Material and this exclusion does not detract from the understanding of the report, the Competent Person should clearly explain why this is the case.	Appropriate tabulations for all significant RC and RAB results in the Degbiwu PL area have been included in previous announcements to the ASX.
Data aggregation methods	In reporting Exploration Results, weighting averaging techniques, maximum and/or minimum grade truncations (e.g. cutting of high grades) and cut-off grades are usually Material and should be stated	Intercept results are arithmetic averages if 1m splits, and weighted averages if unequal composite lengths are included. No top cuts are applied. RC intercepts are reported above 0.5g/t, unless there is geological reason (i.e. demonstrable continuity of the mineralisation and alteration) to include internal zones of lower assays to >0.2g/t. RAB assay intercepts are generally reported above 0.1g/t.
	Where aggregate intercepts incorporate short lengths of high grade results and longer lengths of low grade results, the procedure used for such	Higher-grade internal zones within a broader mineralised zone may be reported if there is one or more unusually high grades in an otherwise consistent

	aggregation should be stated and some typical examples of such aggregations should be shown in detail.	zone.
	The assumptions used for any reporting of metal equivalent values should be clearly stated.	No metal equivalence used or stated.
Relationship between mineralisation widths and intercept lengths	These relationships are particularly important in the reporting of Exploration Results.	The RC holes are drilled at -50 to 090 (E), and the RAB holes are drilled at -60 to 090.
	If the geometry of the mineralisation with respect to the drill hole angle is known, its nature should be reported.	From interpretation of available data, it is believed that on average the strike of mineralisation is N-NNE, and dipping steeply W.
	If it is not known and only the down hole lengths are reported, there should be a clear statement to this effect (eg 'down hole length, true width not known').	Only the downhole lengths are reported. The true width is not precisely known at this time.
Diagrams	Appropriate maps and sections (with scales) and tabulations of intercepts should be included for any significant discovery being reported These should include, but not be limited to a plan view of drill hole collar locations and appropriate sectional views.	See diagrams in this, and previous, announcements.
Balanced reporting	Where comprehensive reporting of all Exploration Results is not practicable, representative reporting of both low and high grades and/or widths should be practiced to avoid misleading reporting of Exploration Results.	Appropriate tabulations for all significant RC and RAB results in the Degbiwu PL area have been included in previous announcements to the ASX.
Other substantive exploration data	Other exploration data, if meaningful and material, should be reported including (but not limited to): geological observations; geophysical survey results; geochemical survey results; bulk samples – size and method of treatment; metallurgical test results; bulk density, groundwater, geotechnical and rock characteristics; potential deleterious or contaminating substances.	No other material exploration data to report at this time.
Further work	The nature and scale of planned further work (e.g. tests for lateral extensions or depth extensions or large-scale step-out drilling).	Further work planned as stated in this announcement.
	Diagrams clearly highlighting the areas of possible extensions, including the main geological interpretations and future drilling areas, provided this information is not commercially sensitive.	See diagrams in this announcement.

Rule 5.5

Appendix 5B

Mining exploration entity and oil and gas 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, 01/05/2013

Name of entity

Castle Minerals Limited

ABN	Quarter ended ("current quarter")
83 116 095 802	31 March 2014

Consolidated statement of cash flows

		Current quarter $A'000	Year to date (9 months) $A'000
Cash flows related to operating activities			
1.1	Receipts from product sales and related debtors	-	-
1.2	Payments for (a) exploration & evaluation	(397)	(953)
	(b) development	-	-
	(c) production	-	-
	(d) administration	(107)	(339)
1.3	Dividends received	-	-
1.4	Interest and other items of a similar nature received	12	39
1.5	Interest and other costs of finance paid	-	-
1.6	Income taxes paid	-	-
1.7	Other (provide details if material)		
	• R&D tax concession	-	175
	• Other	5	12
	Net Operating Cash Flows	(487)	(1,066)
	Cash flows related to investing activities		
1.8	Payment for purchases of: (a) prospects	-	-
	(b) equity investments	-	-
	(c) other fixed assets	(41)	(41)
1.9	Proceeds from sale of: (a) prospects	85	85
	(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	44	44
1.13	Total operating and investing cash flows (carried forward)	(443)	(1,022)

+ See chapter 19 for defined terms.

1.13	Total operating and investing cash flows (brought forward)	(443)	(1,022)
	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 (provide details if material)	-	-
	Net financing cash flows	-	-
	Net increase (decrease) in cash held	(443)	(1,022)
1.20	Cash at beginning of quarter/year to date	1,059	1,637
1.21	Exchange rate adjustments to item 1.20	(2)	(1)
1.22	**Cash at end of quarter**	614	614

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

		Current quarter $A'000
1.23	Aggregate amount of payments to the parties included in item 1.2	68
1.24	Aggregate amount of loans to the parties included in item 1.10	-

1.25 Explanation necessary for an understanding of the transactions

Item 1.23 includes aggregate amounts paid to directors including salary, directors' fees, consulting fees and superannuation

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

As part consideration for the sale of prospects the Group received 2,000,000 ordinary shares in ASX listed Merah Resources Limited with a deemed total value of $20,000.

As part consideration for drilling services received the Company issued 4,245,067 ordinary shares with a deemed total value of $148,577.

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

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	250
4.2	Development	-
4.3	Production	-
4.4	Administration	50
	Total	**300**

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	364	102
5.2	Deposits at call	250	957
5.3	Bank overdraft	-	-
5.4	Other (provide details)	-	-
	Total: cash at end of quarter (item 1.22)	614	1,059

Changes in interests in mining tenements and petroleum tenements

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

+ See chapter 19 for defined terms.

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)*				
7.2	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs, redemptions				
7.3	**+Ordinary securities**	128,492,519	128,492,519		
7.4	Changes during quarter (a) Increases through issues (b) Decreases through returns of capital, buy-backs	4,245,067	4,245,067		
7.5	**+Convertible debt securities** (*description)*				
7.6	Changes during quarter (a) Increases through issues (b) Decreases through securities matured, converted				
7.7	**Options** *(description and conversion factor)*	1,050,000	-	*Exercise price* 40 cents	*Expiry date* 1 September 2016
7.8	Issued during quarter				
7.9	Exercised during quarter				
7.10	Expired during quarter				
7.11	**Performance Rights**	2,000,000	-	*Expiry date* 22 November 2016	
7.12	Issued during quarter				
7.13	Exercised during quarter				
7.14	Expired/cancelled during quarter				

+ See chapter 19 for defined terms.

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 /~~does not~~* *(delete one)* give a true and fair view of the matters disclosed.

Sign here: Date: 29 April 2014
(Company secretary)

Print name: **Desmond J Kelly**

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 and petroleum 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 or petroleum 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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