

December 2014 Quarterly Report



Highlights

- Detailed review of exploration data was ongoing for all of Castle exploration areas and project review was completed on a number of third party projects.
- Discussions with a number of parties are continuing with respect to possible funding and/or project joint venture or outright project sale.

Corporate

- End of quarter cash of \$0.23M. Castle also holds two million Merah shares (ASX:MEH) representing a 2.6% holding in MEH and post end of quarter raised an additional \$30,000 through a share placement to a sophisticated investor. Castle has 131M shares on issue following the share placement. Overhead, corporate and exploration cost reductions continue to be implemented reducing administration and overheads to ~ \$20,000 per month.



Ghana Project locations

Castle Minerals Limited
Unit 6, 1 Clive St
West Perth
WA 6005

ACN 116 095 802

PO BOX 437
West Perth
WA 6872
Tel: +618 9322 7018

www.castleminerals.com
Email: info@castleminerals.com

Registered Office
Unit 6, 1 Clive St
West Perth
WA 6005

Ghana Office
PO Box CT9 East Cantonments,
Near NAFTI
Accra, Ghana
Tel: +233 21 771 889

Share Registry Enquiries
Security Transfer Registrars Pty
PO Box 535
Applecross
WA 6953
Tel: (08) 9315 2333
Fax: (08) 9315 2233
www.securitytransfer.com.au

Capital Structure
Quoted Shares: 131 million
Unlisted Options: 1.05m @ 40c

ASX Code: CDT

Board Members
Michael Ashforth
Non Executive Chairman

Michael Ivey
Managing Director & CEO

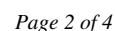
Campbell Ansell
Non Executive Director

Des Kelly
Company Secretary

Castle continued to focus its efforts on its 100% owned gold projects in Ghana. Castle's concessions are located within the historic Ashanti and Sefwi gold belts of South West Ghana and in the Wa-Lawra and Bolgatanga greenstone belts in the north. Castle has five distinct projects known as Antubia, Bondaye, Akoko, Wa and Opon Mansi. **Castle has defined gold resources that total 362,000 ounces**, within the Wa and Akoko Projects that remain the focus of exploration activities.

Castle's large Wa Gold Project (~10,000km²) in north west Ghana hosts two Birimian greenstone belts covering over 200 strike kilometres of prospective rocks. Since 2008 Castle has explored this previously untested area and discovered six new areas of gold mineralisation with five of these having a defined gold resource; (Julie West, Danyawu, Kandia (2) and Kpali).

Wa Gold Project
geology and prospects.
Red circles show
locations of gold targets
proposed for drill
testing. Project area is
170km long and 20 to
80km wide.



Corporate

Cash Position

End of quarter cash of \$0.23M and post quarter end Castle raised an additional \$30,000 through a share placement to a sophisticated investor. Castle has a total of 130,992,519 shares on issue following the share placement. Overhead, corporate and exploration cost reductions continue to be implemented reducing administration and overheads to ~ \$20,000 per month. Discussions with a number of parties are continuing with respect to possible funding and/or project joint venture or outright project sale.

During the quarter Merah Resources limited (ASX:MEH) terminated the option agreement to acquire Castle's Antubia Project. Merah has not acquired any interest in the project. Castle holds two million Merah shares as proceeds of the option agreement representing a 2.6% holding in MEH.

For further information please contact:

Michael Ivey

Managing Director & CEO

+61(8) 9322 7018

www.castleminerals.com

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 Antubia Project is 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 STATEMENT

Information in this announcement that relates to Exploration Results and Mineral Resources is based on information compiled by Michael Ivey, Castle Minerals Limited Managing Director, who is a Member of The Australasian Institute of Mining and Metallurgy. Michael Ivey is a permanent consultant to Castle Minerals Limited 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 JORC Code. Michael 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 December 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

Government of Ghana has the right to acquire a 10% free carried interest in all licences. Licences are held in Carlie Mining Limited and Topago Mining Limited. Carlie and Topago are 100% owned subsidiary's of Castle Minerals Limited. Where required Castle has lodged applications for extension of the licences and in those cases is awaiting renewal or extension of the licences.

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

83 116 095 802

Quarter ended ("current quarter")

31 December 2014

Consolidated statement of cash flows

		Current quarter \$A'000	Year to date (3 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	(16)	(56)
	(b) development	-	-
	(c) production	-	-
	(d) administration	(72)	(168)
1.3	Dividends received	-	-
1.4	Interest and other items of a similar nature received	3	5
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	-	136
	• Other	12	12
Net Operating Cash Flows		(73)	(71)
Cash flows related to investing activities			
1.8	Payment for purchases of: (a) prospects	-	-
	(b) equity investments	-	-
	(c) other fixed assets	-	(1)
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)
1.13	Total operating and investing cash flows (carried forward)	-	1

+ See chapter 19 for defined terms.

Appendix 5B**Mining exploration entity and oil and gas 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 (provide details if material)	-	-
Net financing cash flows	-	-
Net increase (decrease) in cash held	(73)	(74)
1.20 Cash at beginning of quarter/year to date	310	311
1.21 Exchange rate adjustments to item 1.20	-	
1.22 Cash at end of quarter	237	237

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	16
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

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- 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

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+ See chapter 19 for defined terms.

Appendix 5B

Mining exploration entity and oil and gas exploration entity quarterly report

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	40
4.2 Development	-
4.3 Production	-
4.4 Administration	30
Total	70

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	77	107
5.2 Deposits at call	160	203
5.3 Bank overdraft	-	-
5.4 Other (provide details)	-	-
Total: cash at end of quarter (item 1.22)	237	310

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				

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.

+ See chapter 19 for defined terms.

Appendix 5B**Mining exploration entity and oil and gas exploration entity quarterly report**

	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 <i>(description)</i>				
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				
7.5 *Convertible debt securities <i>(description)</i>				
7.6 Changes during quarter				
(a) Increases through issues				
(b) Decreases through securities matured, converted				
7.7 Options <i>(description and conversion factor)</i>	1,050,000	-	<i>Exercise price</i> 40 cents	<i>Expiry date</i> 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	-	<i>Expiry date</i> 22 November 2016	
7.12 Issued during quarter				
7.13 Exercised during quarter				
7.14 Expired/cancelled during quarter				

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:

(Company secretary)

Date: 28 January 2015

Print name:

Desmond J Kelly

+ 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 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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