

31 July 2012

Company Announcements Platform
ASX Limited
Exchange Centre
20 Bridge Street
SYDNEY NSW 2000

Senior Associate
Direct Line
Email
Partner
Our Ref

Toby Yiu
(02) 8083 0494
toby.yiu@holdingredlich.com
Darren Pereira
TCY:DAP:12650014

Dear Sir/Madam

**Takeover offer by LionGold Corp Ltd for Castlemaine Goldfields Limited (ASX:CGT)
Notice declaring takeover offer unconditional**

We act for LionGold Corp Ltd (**LionGold**) in relation to its off-market takeover offer for all the shares in Castlemaine Goldfields Limited.

In accordance with section 650F of the *Corporations Act 2001* (Cth), we **attach** a notice from LionGold which declares the takeover offer free from all conditions. Accordingly, the takeover offer is now unconditional.

LionGold's takeover offer is currently scheduled to close at 7 pm (Sydney time) on 13 August 2012.

Yours sincerely



HOLDING REDLICH

Attachment: 1

S:2997440_1 DAP

Sydney . Melbourne . Brisbane

Level 65 MLC Centre 19 Martin Place Sydney NSW 2000 DX 529 Sydney
GPO Box 4118 Sydney NSW 2001 T +61 2 8083 0388 www.holdingredlich.com

ABN 15 364 527 724

LionGold Corp Ltd

Notice declaring takeover offer unconditional

To: ASX Limited
Castlemaine Goldfields Limited (**Castlemaine**)

LionGold Corp Ltd (**LionGold**) has made offers under an off-market takeover bid for all the shares in Castlemaine (**Offers**) pursuant to a bidder's statement dated 13 June 2012 (**Bidder's Statement**) (as supplemented by a first, second and third supplementary bidder's statement dated 10 July 2012, 13 July 2012 and 27 July 2012, respectively.

For the purposes of section 650F of the *Corporations Act 2001 (Cth)*, LionGold:

- (a) declares the Offers and each contract resulting from acceptance of the Offers are free from each of the Offer Conditions; and
- (b) gives notice that as at 9.30 am on 31 July 2012, its voting power in Castlemaine is 29.10%.

Unless the context requires otherwise, defined terms in this notice have the same meaning as in the Bidder's Statement.

Signed for and on behalf of LionGold Corp Ltd:



Wong Choy Yin
Director

Dated: 31 July 2012