WOODLEIGH NOMINEES PTY. LTD.
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FINAL REPORT ON  A24268

including exploration activity for  the period

23/04/2007  to  30/01/2009

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Summary:

Work undertaken within A24268 targeted two commodities; alluvial and hardrock gold by Woodleigh Nominees (the tenement holder) and iron by Territory Resources under a joint venture agreement.

The original plan to drill between MLN 770 and MCN1646 to confirm the continuation at depth of the orebody connecting these tenements was postponed indefinitely due to the lack of available drilling equipment and geologists at the time. The target was shifted to the alluvial potential of the area. This decision was made as it has been found in the past that the removal of alluvial material from the surface provides a clearer vision for future hard rock exploration. In addition, it provides an income stream to fund further exploration work in the area.

Work undertaken by Territory Resources comprised geological reconnaissance traversing the prospective Wildman Siltstones located along the southeast trending strike length of the ironstone outcrops of the Ochre Hill deposit in EL9999 and the Saddle Extended deposits in EL22856. This traverse included areas within the adjoining A24268.

The exploration of A24268 demonstrated that a minable alluvial gold resource existed on the valley floor to the east and south of the Francis Creek Gold mine site. There is also to a lesser extent a resource in the scree material shedding from the adjoining foothills which are in the main part of the Francis Creek Gold mine group of tenements. Potential exists elsewhere on A24268.

The plan to repair the Fountain Head Alluvials treatment plant and transport bulk samples of approximately 100 cubic metres to the mine site for treatment was abandoned due to the difficult nature of access to the site due to the redevelopment of the GBS Gold Fountain Head mine. Currently this is the only access route into the Fountain Head Alluvials site and it has been blocked by the placement of a large mound of dirt/rock across the roadway. Crocodile Gold has been requested to remove this obstacle or allow Woodleigh to remove it but to date no response has been forthcoming.
History:

The Casey Family and later Woodleigh Nominees Pty. Ltd. has been involved with the area of A24268 for some time either in their own right or as joint venture partners with CSR Limited. After CSR Ltd. withdrew from the mining industry the Caseys and/or Woodleigh purchased their interests in the area and proceeded with further exploration. The focus changed somewhat in that the alluvial resources became the prime object of attention. The bulk of the area of A24268 was covered by mineral lease applications, 1082, 1099 and 1101. An estimated $0.75M was spent collectively on exploration of the area. In November 1992 the then Minister for Mines and Energy refused these applications.

The area remained under RO1323 until 29/04/05 when it was granted to Woodleigh for a period of 6 years.

In early 2005 Woodleigh was approached by a representative of Australasian Gold NL with a view to including the Casey/Woodleigh tenements in a proposed company float to proceed in 2006. This exercise involved a number of meetings both in Darwin and interstate together with time spent in the field. Ultimately the whole exercise proved to be a waste of time and resources.

In early 2006, Woodleigh, in order to maximise the exploitation of the area, following an approach by Territory Iron entered into an agreement to allow Territory Iron Ltd. to explore A24268 for Iron Ore to supplement the reserves available to them within the old Francis Creek - Ochre Hill area.

Discussions were undertaken with the management of GBS regarding the milling of ore from the Francis Creek Gold mine at the GBS Gold Union Reef facility. These discussions proved fruitless principally due to reasons best known to GBS.
Approximate area: 3000ha
Exploration:

**Woodleigh Nominees**

Exploration work completed due the term of A24268 targeted two commodities; alluvial and hard rock gold by Woodleigh Nominees and Iron Ore by Territory Resources under a joint venture agreement.

The original plan to drill between MLN 770 and MCN1646 to confirm the continuation at depth of the orebody connecting these tenements was postponed indefinitely due to the lack of available drilling equipment and geologists at the time.

The target was shifted to the alluvial potential of the area. This decision was made as it has been found in the past that the removal of alluvial material from the surface provides a clearer vision for future hard rock exploration. A bulk sampling programme was planned which would have used a small test plant operating on site. However whilst some components were secured other key components proved unavailable at a reasonable cost with the result that this plan was set aside. The use of a hand auger and washing dish are time honoured techniques which provide instant results and are non-invasive from an environmental point of view.

The plan to recommission the Fountain Head Alluvials treatment plant and transport bulk samples of approximately 100 cubic metres to the mine site for treatment was also abandoned due to the difficult/impossible nature of access to the site due to the redevelopment of the GBS Gold Fountain Head mine. Currently this is the only practical access route into the Fountain Head Alluvials mine site and it has been blocked by the placement of a large mound of dirt/rock across the roadway. Efforts to date have not been successful in resolving this issue.

Exploration work comprised a re-assessment of past exploration data and field assessments of these results. The valley floor adjacent to the Francis Creek Gold Mine indicated an average grade in the order of .5gms/cubic metre. The work to date has not given any indications of the extent of the alluvium beyond a depth of approximately 750mm below the level of the creek bed near the old airstrip. It was planned that the work programme for this year would provide information which would assist in the formulation of a mine plan to accompany a mineral lease application. The depth of the alluvium is useful to the long term mine planning as this will assist in the selection of the method of mining, the location of tailings dams and the location of the treatment plant among other things. This work can be conducted in conjunction with mining operations which would commence at or near the eastern boundary of the existing Francis Creek Gold mine tenements.

A helicopter survey of the area was conducted in the company of the GBS Gold exploration personnel with time spent primarily on the Francis Creek Gold mine site.
Following the failure of Territory Resources to renew the Joint Venture agreement and Woodleigh Nominees securing EL25903, attention given to the area adjacent to the Saddle Extended iron ore deposit within EL25903 and A24268. Territory Resources advised they were focused on extending the reserves of the areas previously mined by FIMCO in the early 1970’s. It is considered that a workable Iron Ore resource exists in the North Western sector of A24268. There appears to be an overlay of alluvial material which may produce a small amount of gold and a saleable iron product. The gold is expected to run in the order of 0.3g/t and the iron concentrate could be as high as 50-60%Fe. However, the initial work completed in this area is not exhaustive and it is intended that once an alluvial operation is established further work will be done in this direction.

Further work required:

Bulk sampling is still required for further evaluation of parts of this area. This programme will be able to be implemented once an alluvial operation has been established in the area currently under Mineral Lease Application 27155 as it will be a simple matter to switch to treating a bulk sample as needed. Sample sites should not occupy an area of more that 1Ha. Trenching would be done within each sample site to ascertain the location and nature of the bed-rock material. The depth of these sites is an unknown quantity as the drilling work done to date does not extend beyond a few metres in depth. Possible methods of assessing the depth of alluvial material should it go beyond the reach of an excavator are auger drilling and/or seismic testing. Equipment and operators can be hired if it appears there is a significant need for this.

Expenditure:

- Record research; 2 days @ $500/day $ 1,000
- Field trips to Francis Creek, 3x400km. @ $1.00/Km 1,200
- 15 days @ $500/day 7,500
- Camp supplies, 15days@$60/day 900
- 2 day preparing annual report @$500/day 1,000
- 1 day preparing and lodging ML(A)27155 500
- Total $ 12,100