



A L I C A N T O
MINERALS LIMITED

ASX Announcement & Media Release
31 July 2013

Quarterly Report

For the period ended 30 June 2013

CAPITAL STRUCTURE

Shares on Issue 26m
Options on Issue 10m
Market Cap ~ \$4m
Cash (Jun Q 2013) \$0.8m

ASX Code: **AQI**

BOARD & MANAGEMENT

Didier Murcia	Non-Exec Chairman
Matthew Bowles	Non-Exec Director
Tony Cooper	Non-Exec Director
Brett Dunnachie	CFO & Co. Secretary
Marcus Harden	Chief Geologist
Black Peak	Technical Consultants

GUYANAN GOLD PROJECTS

ARAKAKA & TASSAWINI GOLD PROJECTS

Regional scale projects
Highly prospective North West Guyana
Shield Greenstone Belt

AUSTRALIAN PROJECTS

MEEKATHARRA PROJECT (70%)

Gold, Copper-Gold
Gnaweeda greenstone belt
World Class Murchison Goldfields

YERILLA PROJECT (70%)

Gold, Copper-Zinc
Norseman-Wiluna Belt
Proximal to the Keith Kilkenny Fault Zone

DOOLGUNNA PROJECT (70%)

Gold, Copper-Gold, Copper-Zinc
Nabberu Basin

REGISTERED OFFICE

Alicanto Minerals Limited
ACN 149 126 858

Freemasons Hall
181 Roberts Road
Subiaco Western Australia 6008
T: +61 8 6489 0700
F: +61 8 6489 0710
E: admin@alicantominerals.com.au

Highlights

- ◆ **Alicanto completed the acquisition of two exciting, regional scale gold projects in Guyana, South America. The Arakaka and Tassawini Gold Projects, both located within the highly prospective North West Guyana Shield.**
- ◆ **The total land holding in both projects is 550km² with approximately US\$40 million spent previously in a joint venture with Newmont Mining Corporation.**
- ◆ **Previous work has left a significant historical exploration data, including first class Newmont JV datasets, which the Company is continuing to review.**
- ◆ **Geological mapping, trenching and soil sampling work has commenced at the Arakaka Gold Project.**
- ◆ **A review of the portfolio of projects across Australia and Guyana with a view to focussing work on the areas considered most prospective in the near term is underway.**
- ◆ **Cost reductions and ongoing cost reviews have been implemented**

Introduction

Alicanto Minerals Ltd (ASX: AQI) is an emerging mineral exploration company focused on the exploration and development of a portfolio of precious and base metals projects in Guyana, South America and Western Australia.

On the 15 April 2013 Alicanto completed the acquisition of StrataGold Guyana Inc, (ASX Announcement 10th December 2012), from Takara Resources Inc. StrataGold Guyana Inc. owns both the Arakaka and Tassawini Gold Projects located in Northern Guyana.

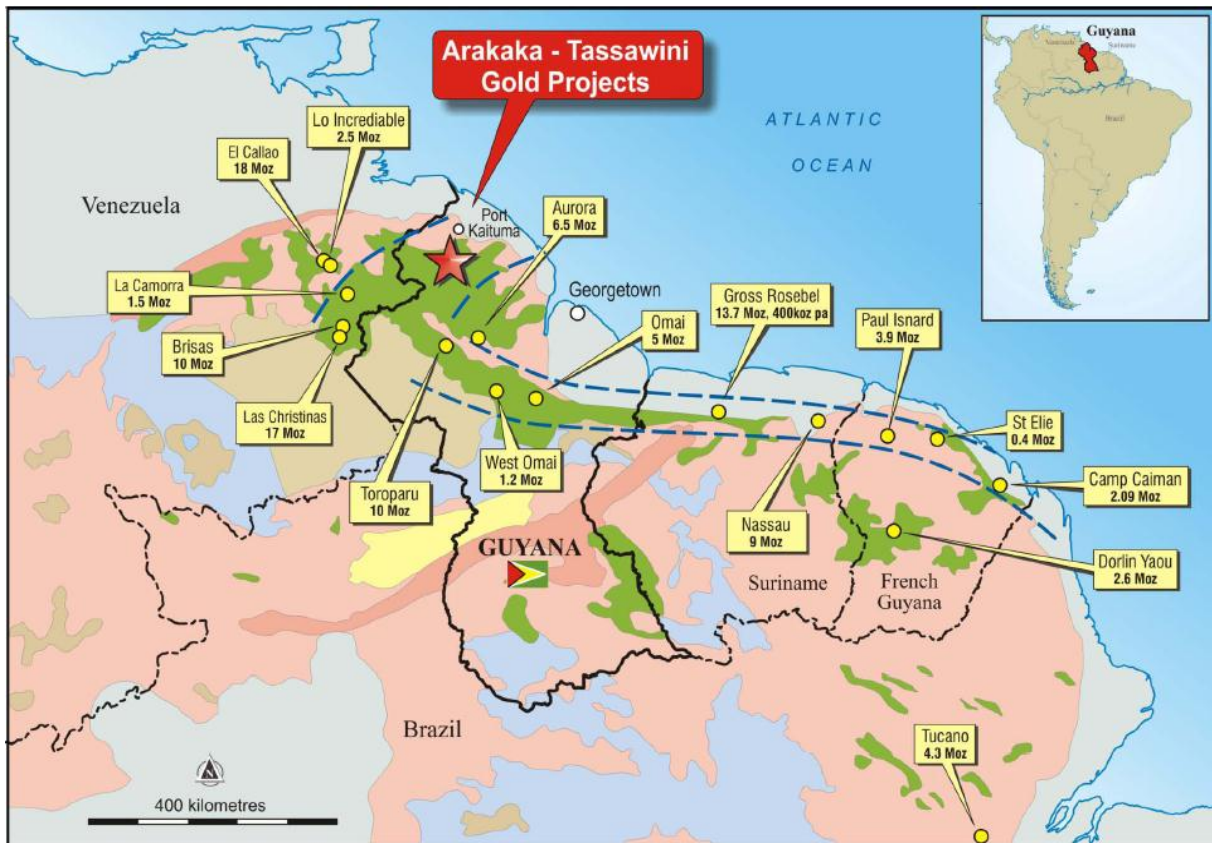
The Company immediately commenced field and desktop reviews of the geological, geochemical and geophysical datasets acquired for the Guyana projects. In addition a soil sampling, mapping and trenching program commenced in the 14-Mile region of the Arakaka trend to further define targets to support a maiden drilling program to be scheduled as soon as practicable.

Both the Arakaka and Tassawini Gold Projects are made up of a number of permits, subject to underlying agreements, that cover a total area of over 550km² within the Northern Guyana Shield. These projects cover volcano-sedimentary Paleoproterozoic greenstone rocks of the Barama-Mazaruni supergroup which are highly prospective for large tonnage, orogenic gold deposits.

The Guiana Shield hosts numerous “World Class” (+3 million ounce) gold deposits, but still remains relatively under explored. The majority of the known gold deposits located within a portion of the Shield that lies in greenstone belts within 200km of the coast. The Company believe the projects present a significant regional scale gold opportunity.

The Company also continued field work and desktop reviews of the Gnaweeda, Meekatharra and Yerilla Projects in Western Australia.

Figure 1 | Location Map – Arakaka and Tassawini Gold Projects



About Guyana

Guyana is located in the north east coast of South America, the official language is English and it is a member of the Commonwealth of Nations. The legal system of Guyana is based on English common law and it has a modern and transparent mining code and a Government that is supportive of mining.

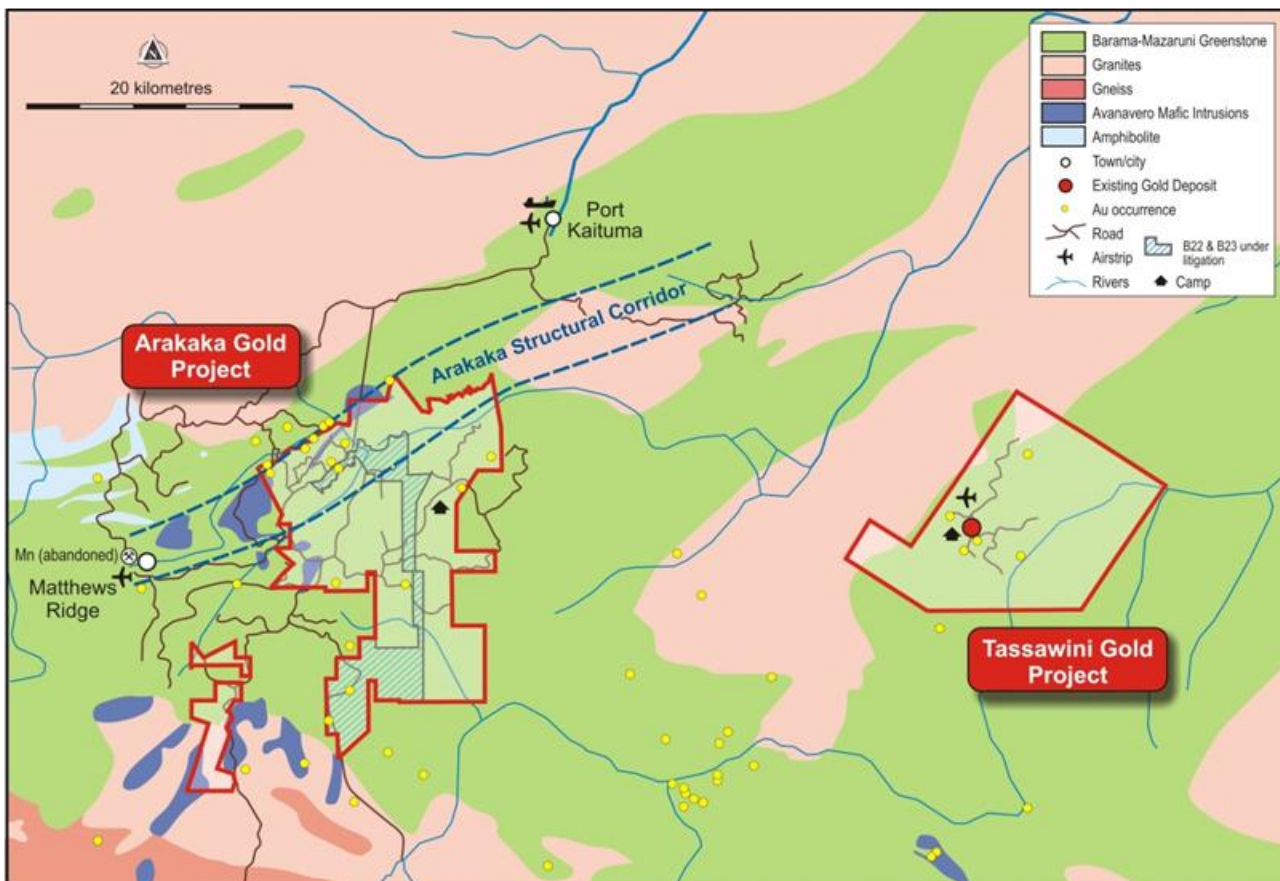
Guyana Gold Projects

The Arakaka and Tassawini Gold Projects are located in Northern Guyana and are owned 100%. Both projects are made up of a number of permits, subject to underlying Joint Venture agreements, covering a total area of over 550km² within the Northern Guyana Shield. These projects cover volcano-sedimentary Paleoproterozoic greenstone rocks of the Barama-Mazaruni supergroup which are highly prospective for large tonnage, orogenic gold deposits. In excess of US\$40 million of exploration expenditures have already been incurred on the project areas.

Geologically Guyana is underlain by the Guiana shield a Proterozoic aged craton that before the opening of the Atlantic Ocean was contiguous with the Leo Mann Shield of West Africa. As such there is significant continuity between the Guiana Shield and Birimian Shield of West Africa however, while Guyana hosts extensive greenstone coverage it remains significantly underexplored relative to West Africa.

Of the gold discoveries in Guyana, the Guiana Shield hosts numerous “World Class” (+3 million ounce) gold deposits with the majority of the known gold deposits located within a portion of the Shield that lies in greenstone belts within 200km of the coast.

Figure 2 | Arakaka and Tassawini Gold Projects



Arakaka Gold Project (100%)

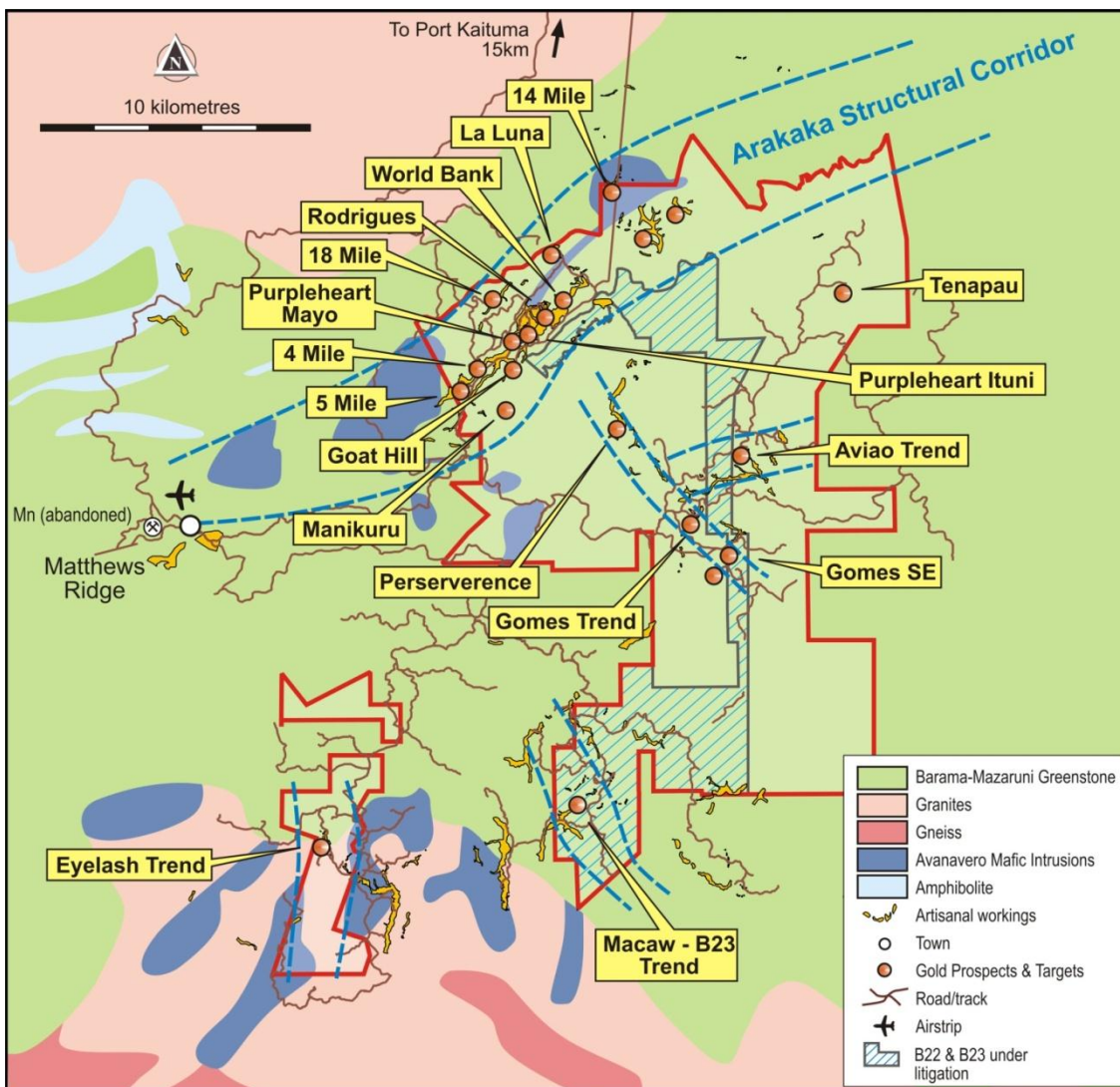
The Arakaka Gold Project is located in the North West Mining District of Guyana. It is only 1 hour drive from port facilities at Port Kaituma and a 15 minute drive from a commercial airport at Matthews Ridge. The project is approximately 170kms from Georgetown, the capital of Guyana.

Arakaka was previously a joint venture project, formed in 2005 between StrataGold and Newmont Overseas Exploration Limited, a subsidiary of Newmont Mining Corporation.

The district has been popular with local placer miners for the past 100 years, but until recently, the region has not been systematically explored using modern techniques. StrataGold and Newmont were one of the first to implement an exploration program which included regional and detailed stream sediment and soil geochemistry surveys, induced polarization ground geophysical surveys, detailed structural mapping, prospecting and trenching.

The Arakaka Trend is principally underlain by diorite bodies intruded into carbonaceous shales and mudstones. Multiple structural characteristics of the region indicates it is affected by high strain.

Figure 3 | Arakaka Gold Project



Key highlights of the Arakaka Gold Project are:

- ◆ Limited historical regional trenching results include 16m @ 2.15g/t Au at the Aviao target.
- ◆ At the Gomes Hill/Trend Prospect historical diamond drill results include 14m @ 3.43g/t Au from 60m, 17.4m @ 3.11g/t Au from 15m and 44.11m @ 2.39g/t Au from 40m. Drilling is open along strike and down dip.
- ◆ Over 25 target areas identified and advanced over multi-stage exploration programs including detailed stream sediment and soil geochemistry surveys, detailed structural mapping and induced polarization ground geophysical surveys.
- ◆ A total of 7,400m of diamond core has been drilled to date.
- ◆ Historical diamond drill results from other areas include 13.5m @ 7.37g/t Au from 80m at Purple Heart, 24.5m @ 1.37g/t Au from 55m at the Rodrigues area, plus 24m @ 2.57g/t Au in trenching at Goat Hill and 20.5m @ 2.96g/t Au in trenching at the Macaw prospect area.

The Arakaka Gold Project is subject to various underlying agreements comprising a large land position situated in the North West Mining District of Guyana.

Ownership of two of the permits, known as B-22 and B-23 are currently subject to ongoing litigation.

Activities during the June Quarter

During the quarter the Company commenced field and desktop reviews of the geological, geochemical and geophysical datasets acquired for the Arakaka Gold Project. In addition a soil sampling, mapping and trenching programs commenced on the 14-Mile region of the Arakaka trend to further define multiple targets to support a maiden drilling program to commence as soon as practicable.

Over the next quarter further soil sampling, mapping and trenching will be conducted to tie together the geology and better refine drill targets.

Tassawini Gold Project (100%)

Tassawini is located approximately 45km to the east of Arakaka. The project has a NI 43-101 and JORC indicated and inferred mineral resource estimate of 12.7Mt @ 1.2g/t gold for 499,000oz gold (prepared by SRK Consulting (Canada) Inc in 2008 using a 0.5g/t gold cut). Refer to table 1 for further details. The Tassawini Gold Project is partially located on an Amerindian Reservation and is required to have an impact benefit agreement in place prior to a commercial mining licence being granted.

Activities during the June Quarter

During the quarter the Company continued the review of the existing resource and regional datasets to generate targets for further exploration.

Over the next quarter the review of the existing resource and regional datasets will determine the work program.

Australian Projects

Meekatharra Project (70%)

Lying within the world class Murchison Goldfields and located east of Meekatharra, Western Australia, the Meekatharra Project is comprised of exploration licences E51/1442 and E51/1443, totalling an area of 211.08 km².

The Murchison Province is one of Australia's most important gold producing regions with in excess of 20 million ounces of resources discovered. The Murchison Province hosts multiple deposit styles including hydrothermal epigenetic gold, epigenetic copper and copper-gold, laterite-hosted gold, volcanic-hosted zinc-copper-silver-gold, magmatic platinum-palladium, magmatic vanadium magnetite and iron ore. However, epigenetic gold deposits have been by far the most economically important and the focus of most of the historical exploration.

Activities during the June Quarter

During the quarter the Company continued to review the six priority exploration targets at its Meekatharra and Gnaweeda Gold Projects. These targets were generated from desktop and field reviews supported by Alicanto's recently acquired geological and drill spoil sample geochemical data. The recent work consisted of a hyper spectral (PIMA) study of Alicanto's sampling which confirmed the presence of a regional scale, potentially mineralising, hydrothermal systems on both the properties.

In addition satellite imagery was purchased covering the properties to aid in the regolith interpretation of the tenement areas and in the planning of future exploration programs.

Yerilla Project (70%)

The Yerilla Project is located within the Archaean Norseman-Wiluna Greenstone Belt proximal to the highly prospective Keith Kilkenny Fault Zone in the Eastern Goldfields of Western Australia. Located 160km to the north east of Kalgoorlie, the Yerilla Project consists of exploration licences E31/619 and E31/961, for a total surface area of 41.44 km², adjacent to the historic Yerilla Mining Centre.

Activities during the June Quarter

During the quarter the Company continued to review the priority exploration targets at its Yerilla Gold Project. These targets were generated from desktop and field reviews supported by Alicanto's recently acquired geological and drill spoil sample geochemical data. The recent work consisted of a hyper spectral (PIMA) study of Alicanto's sampling which confirmed the presence of a regional scale, potentially mineralising, hydrothermal systems on the properties.

In addition satellite imagery was purchased covering the properties to aid in the regolith interpretation of the tenement areas and in the planning of future exploration programs.

Doolgunna Project (70%)

The Doolgunna Project is comprised of exploration licence E51/1365, and covers a total area of 64.65 km². The Project is located 70km to the north east of Meekatharra.

Activities during the June Quarter

During the quarter the Company continued its desktop review of the available datasets for the Doolgunna Project area. In addition satellite imagery was purchased covering the property to aid in the regolith interpretation of the tenement area and in the planning of future exploration programs.

Corporate

As at 30 June 2013, the Company had cash of approximately \$850,000. In light of the current markets the Company has implemented a number of cost reductions and review of ongoing costs.

Project Generation

With the acquisition of StrataGold Guyana Inc. Alicanto has acquired a core strategic asset in one of the most underexplored greenstone belts in the world. The Company intends to continuously evaluate additional projects within Guyana for potential joint venture or acquisition. In addition the Company shall also continue to evaluate projects in Australia and overseas, in gold, copper and other commodities to grow shareholder value.

For detailed information on all aspects of the company and its project please visit: www.alicantominerals.com.au

For further information please contact:

Matthew Bowles – Director on +61 8 6489 0700

Competent Persons Statement

The information in this report that relates to Exploration Results is based on information compiled by Mr Scott Bishop, who is a Member of The Australasian Institute of Mining and Metallurgy. Mr Bishop is a consultant to the company. Mr Bishop has sufficient experience which is relevant to the style of mineralisation and type of deposits under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2004 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr Bishop consents to their inclusion in the report of the matters based on his information in the form and context in which it appears.

The information in this report that relates to Guyana Exploration Results is based on information compiled by Mr Shane Hibbird, who is a Member of The Australasian Institute of Mining and Metallurgy. Mr Hibbird is a consultant to the company. Mr Hibbird has sufficient experience which is relevant to the style of mineralisation and type of deposits under consideration and to the activity which he is undertaking to qualify as a Competent Person as defined in the 2004 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr Hibbird consents to their inclusion in the report of the matters based on his information in the form and context in which it appears.

The information in this report that relates to Mineral Resources on the Tassawini gold project is based on information compiled under the supervision of Dr. Jean-Francois Couture, P.GeO (APGO#0197), who is a member of Association of Professional Geoscientists of Ontario, a Recognised Overseas Professional Organisation included in a list promulgated by the ASX from time to time. Dr. Couture is employed by SRK Consulting (Canada) Inc. Dr. Couture has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which he supervised to qualify as a Competent Person as defined in the 2004 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Dr. Couture consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.'

Table 1 | Tassawini Gold Project Mineral Resource Estimate

Resource Classification NI 43-101 and JORC	Tonnes (Mt)	Grade (g/t)	Contained Gold (koz)
Indicated	10.8	1.3	437
Inferred	1.9	1.0	62
Total	12.7	1.2	499

Table 1: Tassawini mineral resource reported using a 0.5g/t gold lower cut

Appendix 5B

Mining exploration entity quarterly report

Introduced 1/7/96. Origin: Appendix 8. Amended 1/7/97, 1/7/98, 30/9/2001, 01/06/10.

Name of entity

ALICANTO MINERALS LIMITED

ABN

81 149 126 858

Quarter ended ("current quarter")

30 June 2013

Consolidated statement of cash flows

Cash flows related to operating activities	Current quarter \$A'000	Year to date (12 months) \$A'000
1.1 Receipts from product sales and related debtors	-	-
1.2 Payments for (a) exploration & evaluation	(280)	(791)
(b) development	-	-
(c) production	-	-
(d) administration	(60)	(230)
1.3 Dividends received	-	-
1.4 Interest and other items of a similar nature received	7	28
1.5 Interest and other costs of finance paid	-	-
1.6 Income taxes paid	-	-
1.7 Other (provide details if material)	-	-
Net Operating Cash Flows	(333)	(993)
Cash flows related to investing activities		
1.8 Payment for purchases of:		
(a) prospects	-	(78)
(b) equity investments	-	-
(c) other fixed assets	(3)	(3)
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- Payments for acquisition of Subsidiary	(476)	(573)
Net investing cash flows	(479)	(654)
1.13 Total operating and investing cash flows (carried forward)	(812)	(1,647)

+ See chapter 19 for defined terms.

Appendix 5B
Mining exploration entity quarterly report

1.13	Total operating and investing cash flows (brought forward)	(812)	(1,647)
	Cash flows related to financing activities		
1.14	Proceeds from issues of shares, options, etc.	-	2,400
1.15	Proceeds from sale of forfeited shares	-	-
1.16	Proceeds from borrowings	-	-
1.17	Repayment of borrowings	-	-
1.18	Dividends paid	-	-
1.19	Costs of issuing shares	-	(139)
	Net financing cash flows	-	2,261
	Net increase (decrease) in cash held	(812)	614
1.20	Cash at beginning of quarter/year to date	1,660	234
1.21	Exchange rate adjustments to item 1.20	-	-
1.22	Cash at end of quarter	848	848

Payments to directors of the entity and associates of the directors
Payments to 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	58
1.24	Aggregate amount of loans to the parties included in item 1.10	-

1.25 Explanation necessary for an understanding of the transactions

Payments to Directors	
Salaries, fees and superannuation	29
Payments to Director related entities	
Gryphon Minerals Limited (recharge of shared resources)	23
Murcia Pestell Hillard (legal fees)	6

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

Nil

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

Nil

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	-	-
3.2 Credit standby arrangements	-	-

+ See chapter 19 for defined terms.

Estimated cash outflows for next quarter

		\$A'000
4.1	Exploration and evaluation	222
4.2	Development	-
4.3	Production	-
4.4	Administration	73
Total		295

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	849	1,660
5.2 Deposits at call	-	-
5.3 Bank overdraft	-	-
5.4 Other (provide details)	-	-
Total: cash at end of quarter (item 1.22)	849	1,660

Changes in interests in mining tenements

	Tenement reference	Nature of interest (note (2))	Interest at beginning of quarter	Interest at end of quarter
6.1	Interests in mining tenements relinquished, reduced or lapsed	Nil		
6.2	Interests in mining tenements acquired or increased	PL 01/2005, GS14: S-15	-	100%
		PL 34/2005, GS14: S-16	-	100%
		V-04/MP/000, MP 47/98	-	100%
		V-5/MP/000, MP 23/01	-	100%
		V-5/MP/001, MP 24/01	-	100%
		V-5/MP/002, MP 25/01	-	100%
		PL 02/2011, GS14: S-35	-	100%
		PL 03/2011, GS14: S-36	-	100%
		Y-33/000/04, PPMS/680/04	-	100%
		Y-33/001/04, PPMS/681/04	-	100%
		Y-31/000/04, PPMS/463/04	-	100%
		Y-31/001/04, PPMS/464/04	-	100%
		J-81/000/02, PPMS/884/02	-	100%
		J-81/001/02, PPMS/885/02	-	100%
		J-81/002/02, PPMS/886/02	-	100%
		J-59/000/2000, PPMS/1057/2002	-	100%
		J-59/001/2000, PPMS/1058/2002	-	100%

+ See chapter 19 for defined terms.

Appendix 5B
Mining exploration entity quarterly report

J-59/002/2000, PPMS 1059/2002		-	100%
J-59/003/2000, PPMS/1060/2002		-	100%
J-59/004/2000, PPMS/1061/2002		-	100%
J-59/005/2000, PPMS/1062/2002		-	100%
J-59/006/2000, PMS/1063/2002		-	100%
J-59/007/2000, PPMS/1064/2002		-	100%
J-59/008/2000, PPMS/1065/2002		-	100%
J-59/009/2000, PPMS/1066/2002		-	100%
J-59/010/2000, PPMS/1067/2002		-	100%
J-59/011/2000, PPMS/1068/2002		-	100%
J-59/012/2000, PPMS/1069/2002		-	100%
J-59/013/2000, PPMS/1070/2002		-	100%
J-59/014/2000, PPMS/1071/2002		-	100%
51/002/94, Ituni #1		-	100%
51/003/94, Ituni #2		-	100%
51/324/74, May		-	100%
P-109/000/2000, PPMS/809/2001		-	100%
P-109/001/2000, PPMS/810/2001		-	100%
P-109/002/2000, PPMS/811/2001		-	100%
P-109/003/2000, PPMS/812/2001		-	100%
P-109/004/2000, PPMS/813/2001		-	100%
P-109/005/2000, PPMS/814/2001		-	100%
P-128/000/02, PPMS/707/02		-	100%
P-128/001/02, PPMS/708/02		-	100%
P-128/002/02, PPMS/709/02		-	100%
P-128/003/02, PPMS/710/02		-	100%
P-128/004/02, PPMS/711/02		-	100%
P-17/000, PPMS/0222/1994		-	100%
P-17/001, PPMS/0223/1994		-	100%
P-8/000/94, PPMS/0074/1994		-	100%
P-8/001, PPMS/73/1994		-	100%
P-8/002, PPMS/75/1994		-	100%
51/2005/235, Dennis #1		-	100%
51/2005/236, Dennis #2		-	100%
51/2005/237, Dennis #3		-	100%
51/2005/238, Dennis #4		-	100%
51/1983/034, Wintime		-	100%
51/1983/035, Intime		-	100%
51/1984/028, Ester aka Esta		-	100%
S-267/000/07, PPMS/629/07		-	100%
S-269/000/07, PPMS/631/07		-	100%
P-9/000, PPMS/76/94		-	100%
P-9/001, PPMS/77/94		-	100%
P-9/002, PPMS/78/94		-	100%
Y-1/MP/000/06, MP 91/2007		-	100%
PL 06/2009, GS14: S-25		-	100%
PL 07/2009, GS14: S-41		-	100%
K-132/000/09, PPMS/1310/09		-	100%
K-132/001/09, PPMS/1311/09		-	100%
PL 38/2009, GS14: S-40		-	100%
PL 07/2009, GS14: S-32		-	100%

+ 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 <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	26,000,001	14,207,501		
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>	5,850,000	-	<i>Exercise price</i> 20.0 cents	<i>Expiry date</i> 31 July 2015
	500,000	-	30.0 cents	31 July 2015
	3,550,000	-	20.0 cents	31 May 2016
7.8 Issued during quarter	-	-	-	-
7.9 Exercised during quarter	-	-	-	-
7.10 Expired during quarter	-	-	-	-
7.11 Debentures <i>(totals only)</i>	-	-		
7.12 Unsecured notes <i>(totals only)</i>	-	-		

+ 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 4).
- 2 This statement does give a true and fair view of the matters disclosed.



Sign here: Date: 31 July 2013
(Company Secretary)

Print name: Brett Dunnachie

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 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, 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: Cash Flow Statements* apply to this report.
- 5 **Accounting Standards** ASX will accept, for example, the use of International Accounting 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.

== == == == ==

+ See chapter 19 for defined terms.