

25 January 2022

DECEMBER 2021 QUARTERLY ACTIVITIES REPORT

- Drilling commenced at Gundagai gold projects 11-hole 1,825m program at historic Emu Gold Mine
- Zones of gold, silver and base metal mineralisation intersected in four Reverse
 Circulation percussion drill holes at the Quarry Lode, Lewis Ponds Project
- Soil re-interpretation completed at Lewis Ponds confirms significant gold and multielement anomalism – geochemical comparisons with the two-million-ounce McPhillamy's Gold Deposit
- Planning for drilling at Yeoval and Cyclops prospects completed following comprehensive assessment of historical exploration data
- Two new strategic Exploration Licenses granted, providing Godolphin with significantly strengthened landholding
- Multiple exploration initiatives underway concurrently across the project suite

Godolphin Resources Limited (ASX:GRL) ("Godolphin" or the "Company") is pleased provide the following update on activities for the quarter ended 31 December 2021 (the "quarter"). The Company made considerable progress during the quarter on its exploration initiatives at the Lewis Ponds, Gundagai and Yeoval Projects, which are located in the world class Lachlan Fold Belt. In addition, Godolphin secured two new Exploration Licences, increasing its total landholding.

Managing Director Ms Jeneta Owens said: "Godolphin has made considerable progress during the quarter and continued to execute on its defined exploration strategy, which will allow us to unlock value across the Company's entire project suite.

Drilling at a number of prospects is underway and we expect a steady flow of assay results and additional exploration activities over the coming months. Further, we are excited to begin exploration on the leases which were granted during the quarter. These significantly bolster our landholding, in a highly prospective region."

OPERATIONAL OVERVIEW

Lewis Ponds Project – EL5583

Assay results were received from the Quarry Lode Reverse Circulation ("RC") percussion drill program at the Lewis Ponds Project (ASX: GRL announcement 10 November 2021). Lewis Ponds remains a high priority project with an Inferred Mineral Resource Estimate ("MRE") of 6.2Mt @ 2.0g/t gold, 80g/t silver, 2.7% zinc, 1.6% lead & 0.2% copper*.

The four RC holes testing the Quarry Lode mineralisation near surface and to the northwest of the current MRE at Lewis Ponds revealed all four holes intersected gold, silver and base metal mineralisation. Sulphides were intersected in all holes, with occurrences of chalcopyrite, galena and sphalerite observed.

* Refer to ASX: GRL announcement of 2 February 2021





Further narrow zones of stringer veins containing lead and zinc sulphides and gold mineralisation also occurred across all four holes drilled in the program (*Refer Table 1 for a summary of the drill result highlights*).

HoleID	From	То	Interval (m)	Au g/t	Ag ppm	Pb %	Pb ppm	Zn %	Zn ppm	Au Eq g/t
GLPRC008	14	15	1	0.12	38.2	0.57	5680	C	.96 9580	1.99
	59	60	1	0.08	29.3	0.34	3380	1	.06 10610	2.04
	66	67	1	0.66	32.1	0.50	5030	1	.37 13700	2.68
	70	78	8	1.07	42.6	0.49	4868	1	.09 10880	3.07
incl.	70	71	1	6.5	172	1.38	13800		.28 2800	12.85
GLPRC009	50	51	1	0.07	22	0.52	5240	1	.02 10200	1.60
	54	55	1	0.07	25.2	0.91	9130	1	.01 10100	2.03
	66	73	7	0.65	22.74	0.37	3708	0	.78 7798	1.95
incl.	69	70	1	0.08	36.2	0.75	7450	1	.47 14700	2.37
and	72	73	1	4.09	12	0.14	1410		.33 3260	4.71
GLPRC010	35	37	1	0.43	93.9	1.42	14240	2	.36 23600	4.93
incl.	35	36		0.75	154	2.31	23100	3	.55 35500	7.80
GLPRC011	1	2	1	0.09	39.8	0.687	6870	1	.42 14200	2.29
	52	53	1	1.75	32.4	0.594	5940	1	.01 10100	2.23161

Table 1: Summary of drill result highlights from the quarry drilling program

Results, coupled with open mineralisation highlight the outstanding opportunity to increase the resource size, particularly along the western contact and to the north of the current Lewis Ponds MRE.

Re-interpretation of the 2020 100m x 50m soil sampling program at Lewis Ponds identified zones of gold (Au) mineralisation coincident with anomalous copper-barium-bismuth-molybdenum-lead-tellurium (Cu-Ba-Bi-Mo-Pb-Te) to the south of the resource. While further testing is required, geochemical comparisons can be made with one of Australia's largest undeveloped open-pit gold resources, the two-million-ounce McPhillamy's Gold Deposit located approximately 20km southeast along the Godolphin Fault Zone.

The findings provide Godolphin with a much greater understanding of the geological setting of Lewis Ponds. A number of initiatives have been planned with a focus of extending the gold mineralisation to the northwest as well as defining the anomalous Cu-Ba-Bi-Mo-Pb zone to the south with targeted soil and rock chip sampling and detailed geological mapping to inform drill hole designs.

Soil sampling continued at the Williams Prospect over the quarter, targeting trends in the southeast of the Lewis Ponds Project. By the end of the quarter 130 soil samples have been collected, dried, sieved and sent for geochemical analysis. It is anticipated that the assay results will be received in the first quarter of 2022.

Gundagai Gold Projects – EL8586 and EL8061

Godolphin commenced an 11-hole RC drill program, testing several prospects including the historically worked Emu Gold Mine, which has previously returned high-grade rock chip samples of up to 386g/t Au.

The program was planned for 1,825m and utilised a track-mounted RC drill rig which allowed for considerably easier navigation across steeper and wetter terrain following adverse weather events during the quarter. The program followed an extensive review of historical workings and recent assay results from rock chip sampling.



Following the completion of the drilling at the Emu Prospect, the rig was moved to Manton's Prospect to test the historic workings along mineralised quartz veins and porphyry dykes at depth. Logging from the drill program identified several quartz vein intersections with occasional pyrite mineralisation within wider chlorite altered and siliceous dacite porphyry.

Due to persistent unseasonable weather events, the program at the Gundagai project was delayed briefly. Once recommenced an updated plan was developed which included 12 RC holes covering approximately 1,975m. Key prospects, including Manton's, Big Ben and Surprise Hill North, were targeted for drilling testing historical gold workings and mapped quartz veins. Assay results from the drilling in 2021 are expected during the first quarter of 2022.

Yeoval Project - EL8538

A number of prospects with significant potential to host economic copper mineralisation were identified at the Yeoval Project, following a review of historical data. With these targets identified, an exploration plan was developed to further explore these targets.

The initial focus will be on the highly prospective Yeoval and Cyclops Prospects within the existing land package. The two projects are located northwest of the Yeoval township (*refer Figure 1*), and both are hosted within the north-trending Devonian granodiorite of the Yeoval Batholith.

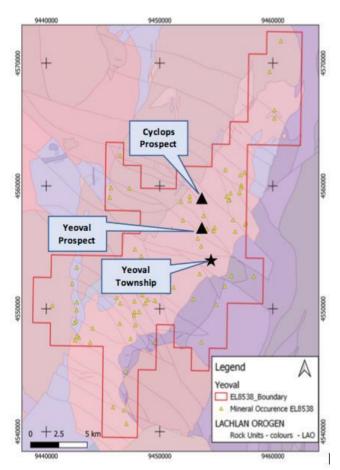


Figure 1: Location of the highly ranked Yeoval and Cyclops prospects

Godolphin

QUARTERLY ACTIVITY REPORT

Historical data reveals the mineralisation at Yeoval is typical of a copper porphyry deposit, with disseminated and vein-hosted chalcopyrite, bornite and molybdenite throughout. While mineralisation at the Cyclops Prospect has also been described as a copper-gold porphyry style. The previously reported JORC 2012 Mineral Resource Estimate for Yeoval is 12.8 Mt at 0.38% copper, 0.14g/t gold, 2.2g/t silver and 120 ppm molybdenum (0.2% Cu cut off) (refer Godolphin Resources Limited Prospectus, dated 29 October 2019).

The next steps in the exploration plan involve surface mapping and a soil sampling program utilising multielement geochemistry at the Yeoval and Cyclops Prospects to test for potential extensions to the mineralisation in under-explored areas and to follow up by both RC and diamond drilling.

Sebastopol - EL9337

EL9337 Sebastopol, is located in the southern Lachlan Fold Belt, 16km south-southwest of Temora and covers 10 km² (*Figure 2*). Godolphin lodged an application for the tenement on the basis of several old gold workings, including the Morning Star Mine, which is reported to have produced the majority of the region's gold.

Historic soil, rock chip and drill hole samples are concentrated in the north-east of the project area, towards the major Gilmore Fault Zone. The main gold-bearing quartz veins are orientated parallel to the Gilmore Fault Zone and drilling showed these continue at depth. A 1.6km strike length historic gold soil anomaly associated with the Morning Star Mine remains untested along its entirety. North and south of EL9337, along the Gilmore Fault Zone and in a similar structural setting to Sebastopol, are the West Wyalong gold fields and the Adelong gold fields, that each produced well over one million ounces of gold. (NSW Department of Primary Industries, *Primefact 558*, Feb 2007).

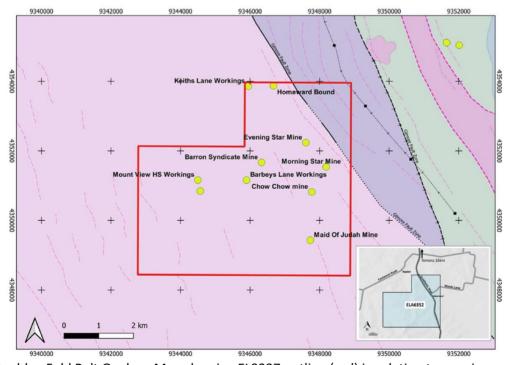


Figure 2: Lachlan Fold Belt Geology Map showing EL9337 outline (red) in relation to a major regional fault zone and associated splays. Old mine workings located in and around EL9337 are indicated in yellow.



Kinross - EL9333

During the Quarter Godolphin received confirmation that EL9333- Kinross had been granted. The Kinross project is located on the western boundary to the highly prospective Lewis Ponds Project and is 100ha in area.

It is situated three kilometres northwest of the historic Mt Bulga massive sulphide deposit which was worked during the late 1800's for silver and base metals. Historic exploration across EL9333 involved rock chip sampling, geological mapping, gradient array and dipole-dipole IP surveys and two RC drill holes. Strong base metal surface geochemistry is present aligned northwest parallel to the strike of the volcanics (*refer Figure 3*).

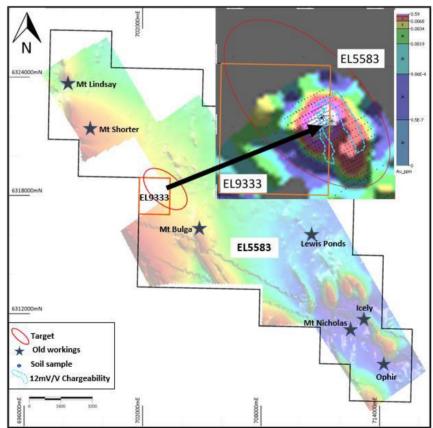


Figure 3: Kinross and Lewis Ponds overlain with 2010 magnetic survey and historic workings

Godolphin will undertake Kinross exploration concurrent workstreams at the Lewis Ponds Project.

Joint Venture Calarie Gold Project

Godolphin's Farm-in Joint Venture ("JV") Calarie Project with Orange Minerals (refer ASX: GRL announcement 18 December 2020) commenced an RC drilling program with the aim to validate historical drill holes and look to extend mineralisation.

Phase one of the program was completed in December 2021(refer ASX: OMX announcement 16 December 2021), with 10 holes drilled for a total of 1,044m. RC drill samples have been sent to the laboratory for assay with results expected to be received in February 2022. Following the receipt of assay results Orange Minerals intends to undertake a resource review and commence planning Phase 2 drilling.



Financial overview

The cash balance as at 31 December 2021 was \$3.27m, which provides Godolphin with considerable financial flexibility to progress its multi-discovery strategy across its project suite.

Statement of Commitments

	Revised Estimate (as announced 16 December						
	2019)	2020	2021	Sep 2021	Dec 2021	Total	Variance
		FY	FY	QTR	QTR		
	<u>\$000</u>	<u>\$000</u>	<u>\$000</u>	<u>\$000</u>	<u>\$000</u>	<u>\$000</u>	<u>\$000</u>
IPO December 2019							
IPO Costs and cost repayable under the loan agreement	1,000	1,241	-	-	-	1,241	(241)
Corporate, management after listing	1,270	534	1,257	377	412	2,580	(1,310)
Explorations, drilling, assays, supervision	4,567	627	2,269	153	438	3,487	1,080
Modelling, resource estimate, reporting	90	38	96	34	37	205	(115)
Tenement holding costs	70	179	104	7	22	312	(242)
Contingency for exploration, new targets	484	-	-	-	-	-	484
	7,481	2,619	3,726	571	909	7,825	(344)
Cash Placement 2020							
Capital raising costs		-	220	1	-	221	(221)
	7,481	2,619	3,946	572	909	8,046	(565)



Godolphin Resources Limited Tenement Schedule as at 31 December 2021

Tenure	Location	Godolphin Interest	Status	Note
EL 5583	Lewis Ponds	100%	Live	1
EL 8323	Ophir	100%	Live	2
EL 8556	Copper Hill East	100%	Live	
EL 8966	Mt Bulga	100%	Live	
EL 8901	Caledonian	100%	Live	
EL 8532	Mt Aubrey	100%	Live	
EL 8538	Yeoval	100%	Live	
EL 8964	Yallundry	100%	Live	
EL 8963	Obley West	100%	Live	
EL 8962	Obley North	100%	Live	
EL 8890	Cumnock	100%	Live	
EL 8554	Wisemans Creek	100%	Live	2
EL 8555	Calarie	100%	Live	2
EL 8580	Calarie Central	100%	Live	2
ML 0739	Calarie Lachlan Mine	100%	Live	2
EL 8061	Gundagai South	100%	Live	
EL 8586	Gundagai North	100%	Live	
EL 8889	Gundagai	100%	Live	
EL8998	Gadara	100%	Live	
EL9243	Goodrich	100%	Live	
EL9333	Kinross	100%	Live	3
EL9337	Sebastopol	100%	Live	3

Note 1: A finder's fee is payable to David Timms on EL5583 sale transaction or production commencement (\$2M cap).

Note 2: EL8323, EL8554, EL8555, EL8580 & ML0739 are subject to farm in agreements between GRL & Orange Minerals Pty Ltd as announced on 18 December 2020. At the date of this report GRL's interest in the tenements remains at 100%.

Note 3: There have been no mining tenements acquired or disposed during the Quarter. Two exploration Licences, EL9333 and EL9337 were granted during the Quarter.



Exploration Expenditure Summary

During the quarter ended 31 December 2021, Godolphin's cash expenditure for exploration & evaluation totalled \$497,000¹ and consisted of:

	Current Quarter	Year to Date (6 Months)
	\$000	\$000
Drilling and sample storage	305	353
Direct Salaries	116	176
Tenement rental	22	29
Security Deposits	20	77
Laboratory costs	14	16
Consulting fees	20	40
Other		1
	497	692

Payments to related parties of the entity and their associates

The amount included in section 6.1 of the Appendix 5B includes cash payments of \$127,819 in directors' fees and remuneration for Directors' fees (\$41,194) and salaries (\$86,625).

<<ENDS>>

This announcement has been authorised for release by the Board of Godolphin Resources Limited.

For further information regarding Godolphin, please visit godolpinresources.com.au or contact:

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Released through: Henry Jordan, Six Degrees Investor Relations, +61 431 271 538

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¹ Refer Item 2.1(d) of Godolphin's Appendix 5B Mining exploration entity or oil and gas exploration entity quarterly cash flow report to 31 December 2021.



About Godolphin Resources

Godolphin Resources (ASX:GRL) is an ASX listed resources company, with 100% controlled Australian-based projects in the Lachlan Fold Belt ("LFB") NSW, a world-class gold-copper province. Currently the Company's tenements cover 3,200km² of highly prospective ground focussed on the Lachlan Transverse Zone (LTZ), one of the key structures which controlled the formation of copper and gold deposits within the LFB, the Godolphin Fault and the Molong Volcanic Belt.

Godolphin is exploring for structurally hosted, epithermal gold and base-metal deposits and large, gold-copper Cadia style porphyry deposits and is pleased to announce a re-focus of exploration efforts for unlocking the potential of its East Lachlan tenement holdings, including increasing the mineral resource of its advanced Lewis Ponds Project. Reinvigoration of the exploration efforts across the tenement package is the key to discovery and represents a transformational stage for the Company and its shareholders.

COMPLIANCE STATEMENT The information in this report that relates to Exploration Targets, Exploration Results, Mineral Resources or Ore Reserves is based on information compiled by Ms Jeneta Owens, a Competent Person who is a Member of the Australian Institute of Geoscientists. Ms Owens is the Managing Director and full-time employee of Godolphin Resources Limited. Ms Owens has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity being undertaken 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. Ms Owens consents to the inclusion in the report of the matters based on her information in the form and context in which it appears.

Previously Reported Information

The information in this report references previously reported Exploration Targets, Exploration Results, Mineral Resources or Ore Reserves The announcements are available to view on the Company's website, or on the ASX website (www.asx.com.au).

The Company confirms that it is not aware of any new information that materially affects the information included in the original market announcements and that all material assumptions and technical parameters underpinning the estimates in the relevant market announcements continue to apply and have not materially changed. The Company confirms that the form and context in which the Competent Persons' findings are presented have not been materially modified from the original market announcements.

Appendix 5B

Mining exploration entity or oil and gas exploration entity quarterly cash flow report

Name of entity

Godolphin Resources Limited	
ABN	Quarter ended ("current quarter")
13 633 779 950	31 December 2021

Con	solidated statement of cash flows	Current quarter \$A'000	Year to date (6 months) \$A'000
1.	Cash flows from operating activities		
1.1	Receipts from customers	-	-
1.2	Payments for		
	(a) exploration & evaluation (if expensed)	-	-
	(b) development	-	-
	(c) production	-	-
	(d) staff costs	(111)	(200)
	(e) administration and corporate costs	(300)	(594)
1.3	Dividends received (see note 3)		
1.4	Interest received	2	8
1.5	Interest and other costs of finance paid		
1.6	Income taxes paid		
1.7	Government grants and tax incentives		
1.8	Other		
1.9	Net cash from / (used in) operating activities	(409)	(786)

	Consolidated statement of cash flows	Current quarter \$A'000	Year to date (6 months) \$A'000
2.	Cash flows from investing activities		
2.1	Payments to acquire or for:		
	(a) entities	-	-
	(b) tenements	-	-
	(c) property, plant and equipment	(3)	(3)
	(d) exploration & evaluation (if capitalised) 1	(497)	(692)
	(e) investments	-	-
	(f) other non-current assets	-	-
2.2	Proceeds from the disposal of:		
	(a) entities	-	-
	(b) tenements	-	-
	(c) property, plant and equipment	-	-
	(d) investments	-	-
	(e) other non-current assets	-	-
2.3	Cash flows from loans to other entities	-	-
2.4	Dividends received (see note 3)	-	-
2.5	Other (provide details if material)	-	-
2.6	Net cash from / (used in) investing activities	(500)	(695)

¹ Consists of:

	(497)	(692)
Other		(1)
Consulting fees	(20)	(40)
Laboratory costs	(14)	(16)
Security Deposits	(20)	(77)
Tenement rental	(22)	(29)
Direct Salaries	(116)	(176)
Drilling and sample storage	(305)	(353)

	Consolidated statement of cash flows	Current quarter \$A'000	Year to date (6 months) \$A'000
3.	Cash flows from financing activities		
3.1	Proceeds from issues of equity securities (excluding convertible debt securities)	-	-
3.2	Proceeds from issue of convertible debt securities	-	-
3.3	Proceeds from exercise of options	-	-
3.4	Transaction costs related to issues of equity securities or convertible debt securities	-	-
3.5	Proceeds from borrowings	-	-
3.6	Repayment of borrowings	-	-
3.7	Transaction costs related to loans and borrowings	-	-
3.8	Dividends paid	-	-
3.9	Other (provide details if material)	-	(1)
3.10	Net cash from / (used in) financing activities	-	(1)

4.	Net increase / (decrease) in cash and cash equivalents for the period		
4.1	Cash and cash equivalents at beginning of period	4,174	4,747
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(409)	(786)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	(500)	(695)
4.4	Net cash from / (used in) financing activities (item 3.10 above)	-	(1)
4.5	Effect of movement in exchange rates on cash held	-	-
4.6	Cash and cash equivalents at end of period ²	3,265	3,265

² Includes term deposit for security deposit over rental property \$17,714.

5.	Reconciliation of cash and cash equivalents at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts	Current quarter \$A'000	Previous quarter \$A'000
5.1	Bank balances	727	1,029
5.2	Call deposits	2,538	3,145
5.3	Bank overdrafts	-	-
5.4	Other (provide details)	-	-
5.5	Cash and cash equivalents at end of quarter (should equal item 4.6 above) ³	3,265	4,174

6.	Payments to related parties of the entity and their associates	Current quarter \$A'000
6.1	Aggregate amount of payments to related parties and their associates included in item 1	128 ⁴
6.2	Aggregate amount of payments to related parties and their associates included in item 2	-
	if any amounts are shown in items 6.1 or 6.2, your quarterly activity report must includ nation for, such payments.	le a description of, and an

7.	Financing facilities Note: the term "facility' includes all forms of financing arrangements available to the entity. Add notes as necessary for an understanding of the sources of finance available to the entity.	Total facility amount at quarter end \$A'000	Amount drawn at quarter end \$A'000	
7.1	Loan facilities	-	-	
7.2	Credit standby arrangements	-	-	
7.3	Other (please specify)	-	-	
7.4	Total financing facilities	-	-	
7.5	Unused financing facilities available at quarter end -			
7.6	Include in the box below a description of each facility above, including the lender, interest rate, maturity date and whether it is secured or unsecured. If any additional financing facilities have been entered into or are proposed to be entered into after quarter end, include a note providing details of those facilities as well.			
	Not applicable			

³ Includes term deposit for security deposit over rental property \$17,714.

⁴ Consists of Directors' fees (\$41,194) and salaries (\$86,625).

8.	Estim	nated cash available for future operating activities	\$A'000
8.1	Net cash from / (used in) operating activities (item 1.9)		(409)
8.2	(Payments for exploration & evaluation classified as investing activities) (item 2.1(d))		(497)
8.3	Total relevant outgoings (item 8.1 + item 8.2)		(906)
8.4	Cash and cash equivalents at quarter end (item 4.6) 3,		3,265
8.5	Unused finance facilities available at quarter end (item 7.5)		
8.6	Total available funding (item 8.4 + item 8.5)		3,265
8.7	Estimated quarters of funding available (item 8.6 divided by item 8.3)		3.60
	Note: if the entity has reported positive relevant outgoings (ie a net cash inflow) in item 8.3, answer item 8.7 as "N/A". Otherwise, a figure for the estimated quarters of funding available must be included in item 8.7.		
8.8	If item 8.7 is less than 2 quarters, please provide answers to the following questions:		
	8.8.1 Does the entity expect that it will continue to have the current level of net operating cash flows for the time being and, if not, why not?		
	Answer: Not Applicable		
	8.8.2 Has the entity taken any steps, or does it propose to take any steps, to raise further cash to fund its operations and, if so, what are those steps and how likely does it believe that they will be successful?		
	8.8.2	cash to fund its operations and, if so, what are those steps and	
		cash to fund its operations and, if so, what are those steps and	
		cash to fund its operations and, if so, what are those steps and believe that they will be successful?	I how likely does it
	Answe 8.8.3	cash to fund its operations and, if so, what are those steps and believe that they will be successful? er: Not Applicable Does the entity expect to be able to continue its operations and	I how likely does it

Compliance statement

- 1 This statement has been prepared in accordance with accounting standards and policies which comply with Listing Rule 19.11A.
- 2 This statement gives a true and fair view of the matters disclosed.

Date: 25 January 2022

Authorised by the Board

(Name of body or officer authorising release – see note 4)

Notes

- 1. This quarterly cash flow report and the accompanying activity report provide a basis for informing the market about the entity's activities for the past quarter, how they have been financed and the effect this has had on its cash position. An entity that wishes to disclose additional information over and above the minimum required under the Listing Rules is encouraged to do so.
- 2. If this quarterly cash flow report has been prepared in accordance with Australian Accounting Standards, 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. If this quarterly cash flow report has been prepared in accordance with other accounting standards agreed by ASX pursuant to Listing Rule 19.11A, the corresponding equivalent standards apply to this report.
- Dividends received may be classified either as cash flows from operating activities or cash flows from investing activities, depending on the accounting policy of the entity.
- 4. If this report has been authorised for release to the market by your board of directors, you can insert here: "By the board". If it has been authorised for release to the market by a committee of your board of directors, you can insert here: "By the [name of board committee eg Audit and Risk Committee]". If it has been authorised for release to the market by a disclosure committee, you can insert here: "By the Disclosure Committee".
- 5. If this report has been authorised for release to the market by your board of directors and you wish to hold yourself out as complying with recommendation 4.2 of the ASX Corporate Governance Council's *Corporate Governance Principles and Recommendations*, the board should have received a declaration from its CEO and CFO that, in their opinion, the financial records of the entity have been properly maintained, that this report complies with the appropriate accounting standards and gives a true and fair view of the cash flows of the entity, and that their opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.