

19 April 2024

Godolphin Acquires 100% of the Narraburra Rare Earth Project

- Godolphin acquires the remaining 49% of the highly prospective Narraburra Project from joint venture partner, EX9 Pty Ltd, to take full control of the project
- Under the terms of the agreement, Godolphin will acquire full ownership of two Exploration Licences from EX9 – takes GRL’s total landholding in the area to over 500km² for:
 - \$150,000 in cash and \$100,000 of fully paid ordinary GRL shares,
 - Two tranches of performance rights issued to EX9, which will vest on the date which GRL’s shares (as recorded on the ASX) equals or exceeds \$0.15 (Tranche 1) and then \$0.25 (Tranche 2) respectively
- This strategic acquisition follows extensive exploration undertaken by GRL, which has delivered a maiden Mineral Resource Estimate for Narraburra of 94.9MT at 739ppm TREYO¹, including a higher-grade component of 20MT at 1,079ppm TREYO in accordance with JORC (2012)

Godolphin Resources Limited (ASX: GRL) (“**Godolphin**” or the “**Company**”) is pleased to advise that it has agreed to acquire the remaining 49% interest in its flagship Narraburra Rare Earths project (“Narraburra”), in which it already holds a 51% stake, from Joint Venture partner EX9 Pty Ltd.

Execution of the agreement allows Godolphin 100% control of the asset as it accelerates plans to move from exploration to mine development at Narraburra – a highly prospective REE project located 12km northeast of Temora in central west New South Wales.

The acquisition was completed on attractive commercial terms for Godolphin, comprising an upfront cash payment of \$150,000 and \$100,000 of GRL shares. The agreement also includes the issue two tranches of performance rights to EX9, which will vest on the date which GRL’s shares (as recorded on the ASX) equals or exceeds \$0.15 (Tranche 1) and then \$0.25 (Tranche 2) respectively.

An estimated 5.8 million equity securities² (shares and performance rights) will be issued using the Company’s available placement capacity under ASX listing rule 7.1.

Management commentary

Managing Director Ms Jeneta Owens said: *“The strategic decision to move to a 100% ownership interest in Narraburra reflects our belief in the Project’s potential to develop into a significant rare earths asset. This view has been further strengthened by recent developments, highlighted by strong metallurgy results and the successful commissioning of a Scoping Study based on the existing JORC 2012-compliant Mineral Resource Estimate.*

¹ “TREYO” is Total Rare Earth Oxide plus Yttrium Oxide, La2O3 + CeO2 + Pr6O11 + Nd2O3 + Sm2O3 + Eu2O3 + Gd2O3 + Tb4O7 + Dy2O3 + Ho2O3 + Er2O3 + Tm2O3 + Yb2O3 + Lu2O3 + Y2O3.

² Assumes that 3,125,000 ordinary fully paid shares (Shares) (\$100,000) will be issued, based on a Share price of \$0.032. The number is based on the Company’s Share price at the present date, which may change. The agreed Share issue price is the five-day volume weighted average price (VWAP) of the Shares following the date of this announcement.



“By approving this acquisition, the Godolphin Board and management team capitalised on an opportunity to acquire full ownership of Narraburra on attractive commercial terms, leaving the Company well positioned to execute our stated exploration and development strategy. With 100% control of two new exploration licences adjacent to our existing tenements, Godolphin is well positioned to expand its 2024 works program at Narraburra to include further drilling and exploration activities alongside our ongoing project development plans.

“Exploration and development at Narraburra will be complemented by a flexible funding pathway, where discussions with interested counterparties for potential asset sales from within Godolphin’s diversified project portfolio are ongoing. We look forward to now focusing our resources and efforts on building Narraburra into a flagship rare earths asset within the Australian resources sector.”

Upon completion of the transaction, Godolphin will assume 100% control of the two additional exploration licences which make up the Narraburra Project – EL 8420 and EL 9258. Collectively, Godolphin will hold 100% ownership and control of an expanded exploration area of 504.9km² in the region, which includes the Narraburra Rare Earths Project, as well as the Cambrai, Trungley and Temora exploration licences (refer Figure 1).

The strategic decision to take 100% control of the Project follows a considerable level of exploration and due diligence undertaken by Godolphin which has included diamond drilling, the delivery of a maiden JORC 2012 resource, exceptional recoveries from diagnostic leach testing completed by the Australian Nuclear Science and Technology Organisation (ANSTO) and the award of the Mining Scoping study to leading engineering firm Ausenco.

Project Overview and Recent Exploration and Development Initiatives

The Narraburra Rare Earth Element Project is located approximately 340km west of Sydney and 15km north of Temora in central west NSW.

Recent developments at Narraburra include the appointment of multinational mining services group Ausenco to complete a Scoping Study at Narraburra (refer ASX: GRL Announcement 25 March 2024). The Scoping Study will be based on the existing Mineral Resource Estimate of 94.9 million tonnes at 739ppm TREYO³, which includes a higher-grade component of 20 million tonnes at 1,079ppm TREYO in accordance with JORC (2012) (refer ASX: GRL announcements: 19 April 2023 and 21 April 2023).

In February 2024, Godolphin received the results from the second phase program of leach testing and size fraction analysis, undertaken by the Australian Nuclear Science and Technology Organisation (ANSTO). These demonstrated excellent extraction rates of between 80% - 95% for key magnet REEs (Nd, Pr, Tb, Dy), further confirming the Project’s development potential through low-cost downstream processing methods.

Following this acquisition of the additional exploration licences from EX9 Pty Ltd, Godolphin will commence plans for additional exploration at Narraburra alongside its ongoing mine development activities.

³ Refer Footnote 1 on page 1.

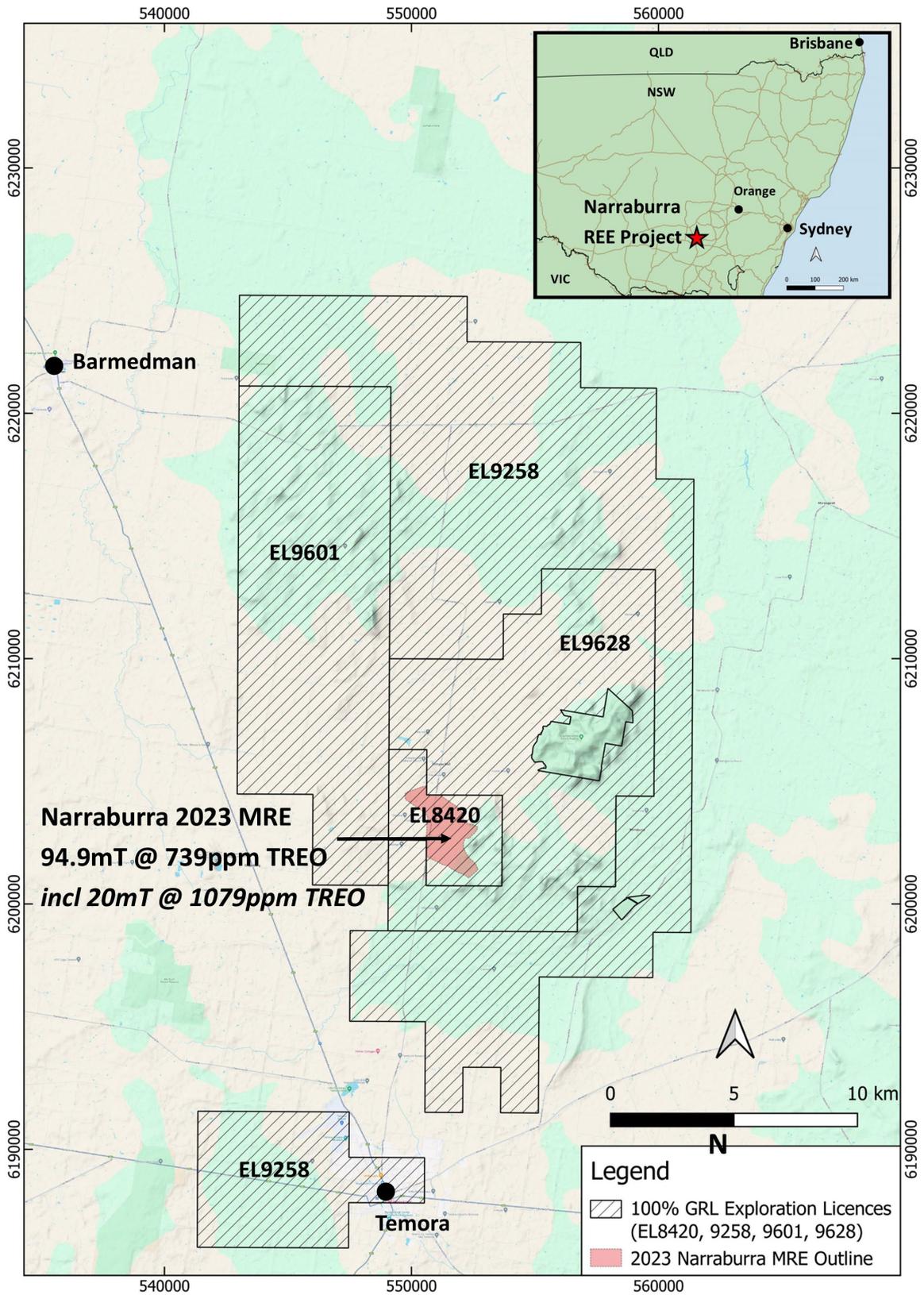


Figure 1: Location map of the Narraburra REE Project and surrounding tenements covering 504 km²



Key Terms and Conditions of the Purchase Agreement:

The Company's wholly owned subsidiary Critical Rare Earths Pty Ltd agreed to purchase all EX9's rights, titles and interest in and to the Narraburra Temora Farm-In and Joint Venture Agreement.

Consideration payable by the Company to EX9 is:

- (a) Payment of \$150,000 cash;
- (b) Issue of \$100,000 of fully paid ordinary GRL Shares at their VWAP for 5 trading days following the date of this announcement;
- (c) Issue of 1,666,666 Performance Rights which each convert into one GRL ordinary share when GRL's share price equals or exceeds \$0.15. Expiry date is 60 months after 18 April 2024; and
- (d) Issue of 1,000,000 Performance Rights which each convert into one GRL share when GRL's share price equals or exceeds \$0.25. Expiry date is 60 months after 18 April 2024.

Godolphin Resources agreed to reasonably consider the engagement of Messrs Paul Ferguson and Jim Luders (and/or their related companies) for any future field based geological exploration work that Godolphin Resources may require from time to time, subject to them being cost competitive and having the requisite skills required for the relevant work. The obligation is subject to completion occurring and shall cease to apply on the date that is 18 months after the date of completion.

Other terms and conditions standard for this type of transaction.

<<ENDS>>

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

For further information regarding Godolphin, please visit <https://godolphinresources.com.au/> or contact:

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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. A strategic focus on critical minerals and green metals through ongoing exploration and development in central west NSW. Currently the Company's tenements cover over 3,500km² of highly prospective ground focussed on the Lachlan Fold Belt, a highly regarded province for the discovery of Rare Earth Elements, Copper, Gold and Base Metal deposits. Additional prospectivity attributes of GRL tenure include the McPhillamys gold hosting Godolphin Fault and the Boda gold-copper hosting Molong Volcanic Belt.

Godolphin is exploring for clay hosted REE's in both NSW and QLD, structurally hosted & epithermal gold, base-metal deposits and large, gold-copper Cadia style porphyry deposits in the Lachlan Fold Belt. It is pleasing to be continuing a focus of exploration efforts to define new targets for unlocking the potential of



its East Lachlan tenement holdings and increasing the mineral resources of its advanced Copper Gold Projects. Ongoing of 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, full-time employee, Shareholder and Optionholder 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.

Information in this announcement is extracted from reports lodged as market announcements referred to above and available on the Company's website www.godolphinresources.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.