
GODOLPHIN RESOURCES LIMITED

ABN 13 633 779 950

Financial report for the half year ended 31 December 2024

CORPORATE DIRECTORY

Directors

Jeremy Read	Non-Executive Chair
Jeneta Owens	Managing Director
Christopher Gibbs	Non-Executive Director
Christopher Hartley	Non-Executive Director
Amanda Sparks	Non-Executive Director

Company Secretary and Chief Financial Officer

Ian Morgan

Registered Office

Level 14
167 Eagle Street
Brisbane City QLD 4000

Business Office

10/259 Clergate Road
Orange NSW 2800

Postal Address

Level 14
167 Eagle Street
Brisbane City QLD 4000

Telephone

+61 7 3505 6453

Email

info@godolphinresources.com.au

Website

www.godolphinresources.com.au

Securities Exchange

Australian Securities Exchange (ASX)

ASX Codes: GRL and GRLO

Securities Registry

Automic Pty Ltd

Level 5, 126 Phillip Street

Sydney NSW 2000

Telephone

(within Australia): 1 300 288 664

(outside Australia): +61 2 9698 5414

Auditor

Dry Kirkness (Audit) Pty Ltd

Ground Floor

50 Colin Street

West Perth WA 6005

CONTENTS

CORPORATE DIRECTORY.....	2
CONTENTS	3
DIRECTORS' REPORT	4
CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME	11
CONSOLIDATED STATEMENT OF FINANCIAL POSITION	12
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY	13
CONSOLIDATED STATEMENT OF CASH FLOWS	14
NOTES TO THE INTERIM FINANCIAL STATEMENTS	15
DIRECTORS' DECLARATION	23
AUDITOR'S INDEPENDENCE DECLARATION	24
INDEPENDENT AUDITOR'S REVIEW REPORT	25

DIRECTORS' REPORT

The Directors of Godolphin Resources Limited (**Company** or **Godolphin**) and its subsidiaries (together referred to as the **Group**) present their report together with the consolidated financial report for the half year ended 31 December 2024 and the auditor's review report thereon.

DIRECTORS

Unless disclosed otherwise, the directors of the Company have not changed at any time during or since the end of the half year ended 31 December 2024:

Jeremy Read	Non-Executive Chair	
Jeneta Owens	Managing Director	
Christopher Hartley	Non-Executive Director	
Amanda Sparks	Non-Executive Director	
Christopher Gibbs	Non-Executive Director	Appointed 14 October 2024

Godolphin Resources is an Australian mineral exploration company. The Company listed on the ASX on 18 December 2019 with several 100% controlled Australian-based projects in the Lachlan Fold Belt (LFB) region of NSW, a world-class gold-copper and Rare Earth Elements (REE) province. Godolphin is actively engaged in exploration activities across its project suite.

There were no significant changes in the nature of the activities of the Group during the half year. Godolphin recorded a net loss attributable to members for the half year ended 31 December 2024 of \$1,519,076 (2023: \$1,628,782).

Godolphin's strategy is to explore and develop its large tenement holding within the LFB, a favourable mining jurisdiction, creating value from its Lewis Ponds gold, copper and base metals Project and the Narraburra Rare Earth Project, as well as its portfolio of copper-gold projects.

Throughout its extensive tenement package, the Company has four JORC-compliant mineral resources at the Narraburra Rare Earth Elements (REE) Project, Mt Aubrey, Lewis Ponds and Yeoval deposits. The Company has also built a commanding footprint of additional ground surrounding the Narraburra REE Project, allowing the potential to expand the existing REE mineral resource at Narraburra and discover new REE mineral resources.

Godolphin is actively progressing opportunities to progress the low-cost mining potential and downstream processing potential at Narraburra, while actively taking steps to expand the known Mineral Resource Estimate at Lewis Ponds.

REVIEW OF OPERATIONS

During the six months ended 31 December 2024, Godolphin undertook the following key activities across its portfolio of assets:

Corporate:

Completion of \$1.2m capital raise to fast-track exploration at Lewis Ponds:

DIRECTORS' REPORT

The Company completed placements to professional, sophisticated and institutional investors via the issue of a total of 96,000,000 fully paid ordinary shares (Shares) in two tranches, at an issue price of A\$0.0125 per Share (Placements) to raise \$1,200,000.

The Placements included a firm commitment from existing substantial shareholder American Rare Earths Limited (ASX: ARR), totalling A\$510,000. These Shares were issued under Tranche 2 of the Placements, following the receipt of shareholder approval at the Company's Annual General Meeting on 20 November 2024.

Funds raised from the Placements have been deployed to advance exploration the Lewis Ponds gold, silver and base metals Project. Exploration initiatives comprised diamond drilling and will include metallurgical testing to increase the confidence level in the upper portion of the existing resource and update the current JORC 2012 Inferred Resource of 6.20Mt at 2.0g/t gold, 80g/t silver, 2.7% zinc, 1.6% lead and 0.2% copper (refer ASX announcement: 2 February 2021).

Strongly supported Share Purchase Plan raising further \$614,000:

Godolphin raised an additional \$614,000 in funding through a share purchase plan (SPP), which launched following Tranche 1 of the Placements. The SPP provided eligible shareholders with the opportunity to each apply for up to \$30,000 worth of new Shares, at the same issue price (\$0.0125) as the Placements.

Godolphin targeted \$300,000 from the SPP but received a total of 68 separate applications to raise \$614,000.

Considering the strong demand by shareholders, and added financial flexibility, Godolphin accepted all valid SPP applications. The considerable interest in the SPP highlighted strong confidence in the Company's exploration initiatives and served as a strong vote of confidence of its stated strategy.

Appointment of Mr Chris Gibbs as Non-Executive Director:

Mr Gibbs was appointed to the Board, effective 14 October 2024. Over nearly a 30-year period, Mr Gibbs has built a distinguished career in the resources sector in Australia, USA, Canada, South America and Europe. He is an innovative leader with a demonstrated track record of implementing organisational growth.

Mr Gibbs is currently CEO of American Rare Earths Limited (ASX: ARR). Prior to his role with ARR, he was VP and General Manager of Argonaut Gold's Canadian business. In this role, he led the development of the Magino Gold Project.

He has also held various leadership roles with Centerra Gold and Thompson Creek Metals, including VP of Operations, General Manager of the Langeloth Metallurgical Company in Pittsburgh and General Manager of the Endako Mine in British Columbia. Mr Gibbs also held various leadership roles with large resources companies including Barrick Gold, Placer Dome and Millennium Chemicals.

Copper, gold and base metals projects:

Lewis Ponds Gold, Silver and Base Metals Project:

Receipt of drill permits

During the half year, Godolphin confirmed the receipt of drilling permits from the New South Wales Resources Regulator for its 100%-owned Lewis Ponds gold, silver and base metals Project in the Lachlan Fold Belt. The drilling permits allowed for the commencement of a 1,500m diamond drill program which was designed to test

DIRECTORS' REPORT

the upper portions of the existing resource, with the aim of increasing the confidence in the resource from Inferred to Indicated. Lewis Ponds has an existing high gold and silver JORC 2012 Inferred Resource of 6.20 Mt at 2.0g/t gold, 80g/t silver, 2.7% zinc, 1.6% lead and 0.2% copper.

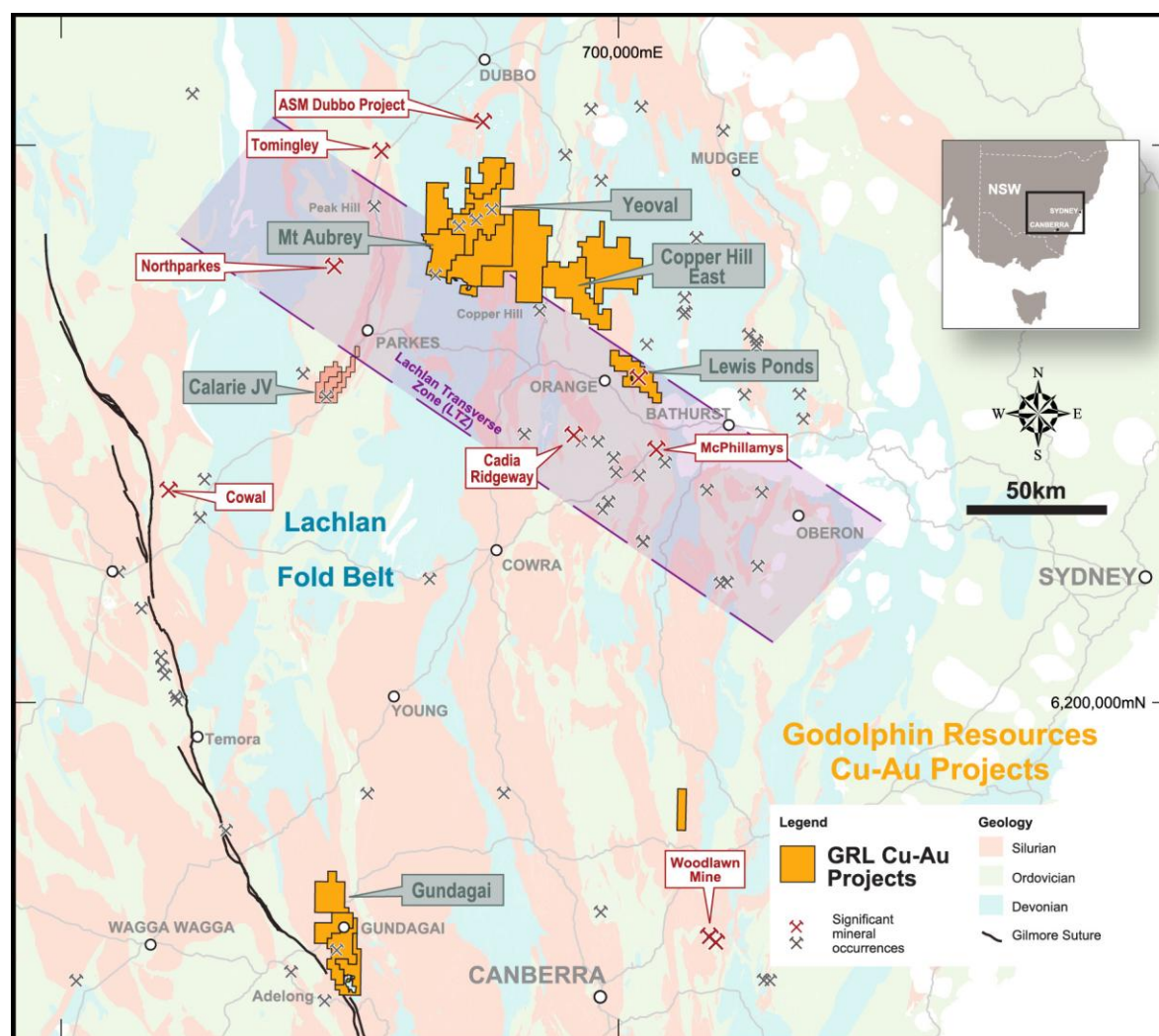


Figure 1: Location map of Godolphin Resources Gold and Copper Projects in NSW.

40m intersection of semi-massive sulphide mineralisation

Following the commencement of drilling in November 2024, the Company announced that the first two drill holes from the planned 1,500m drilling program had intersected the targeted Spicer's Lode, with highly encouraging massive to semi-massive sulphide mineralisation intersected in drill hole GLPDD006 (refer ASX announcement: 5 December 2024).

The first hole, GLPDD005, was terminated at 14m due to intersecting an unidentified underground void. The second hole, GLPDD006, was designed to target high grade gold and silver mineralisation between historic drillholes TLPD-36W and TLPD-06A, which intersected 16m @ 11.46g/t AuEq from 195m and 43m @ 4.6g/t AuEq from 298m incl 25m @ 6.54g/t AuEq from 298m respectively.¹

¹ Gold Equivalents have been calculated using the formula:

DIRECTORS' REPORT

GLPDD006 intersected approximately 40m of mineralisation between 219.43m and 259.65m downhole, within an envelope of mixed breccias. Within this, several lenses of massive (>50% total sulphide) to semi massive sulphide (25-50% total sulphide) zones were intersected, providing the Company with confidence that gold and silver mineralisation should be present in the new intersection.

The sulphides were predominantly pyrite and, in order of abundance, sphalerite (zinc sulphide), galena (lead sulphide), chalcopyrite (copper sulphide) and pyrrhotite (magnetic sulphide). This mineralisation style is associated with gold and silver mineralisation in the historic drill holes up and down dip of GLPDD006.

Completion of drill program

In January 2025, the Company announced the completion of first phase diamond drilling at Lewis Ponds, comprising a total of five holes for 1,094.8m. The second to last hole, GLPDD008, was designed to intersect the Spicer's Lode in an area up dip of historic drillhole TLPD-37 which intersected 34m @ 3.01g/t AuEq from 149m. The last hole, GLPDD009, was designed to target an area of thickened mineralisation above historic drillhole TLPD-09A, where the Spicer's and Torphy's Lodes are in close proximity (refer ASX announcement: 30 January 2025).

The final two drill holes intersected further encouraging base metal mineralisation. GLPDD008 intersected 20.25m of sulphide mineralisation between 125.25m and 145.5m downhole, within a zone of mixed breccias, the same package intersected by the earlier drilling at the project. Within this zone, several lenses of massive (>50% total sulphide) to semi massive sulphide (25-50% total sulphide) were intersected.

GLPDD009 intersected two sulphide lode horizons. The upper Spicer's Lode intersected 42.7m of sulphide mineralisation between 208.3m and 251m downhole. The lower Torphy's Lode intersected a further 27m of sulphide mineralisation between 268.7m and 295.7m downhole. Within these zones, several lenses of massive (>50% total sulphide) to semi massive sulphides (25-50% total sulphide) were intersected

First assay results

In February 2025, Godolphin announced assay results from the first two holes of the recently completed five-hole diamond drill program. Results were highlighted by drillhole GLPDD006, which intersected a thicker mineralised package than anticipated returning:

- **49.6m @ 3.53g/t AuEq from 210m** including a high-grade core of:
 - o **28.2m @ 5.76g/t AuEq from 219.4m** (refer ASX announcement: 10 February 2025).

GLPDD006 was drilled in the far north of the deposit, targeting high grade gold associated with the Spicer's Lode, positioned between historic drillholes TLPD-36 and TLPD-06A. In addition to the main Spicer's Lode intersection, several narrow lenses were intersected in the footwall package consistent with the Torphy's Lode, including 5.65m @ 1.08g/t AuEq from 268.4m and 9.0m @ 1.05g/t AuEq from 277.05m. It is important to note that the Torphy's Lode currently sits outside of the existing MRE, providing considerable scope to increase the overall tonnage of the deposit.

$$\left(\frac{\text{Au grade g/t} \times \text{Au price US\$/oz} \times \text{Au recov}}{31.1035} + \frac{\text{Ag grade g/t} \times \text{Ag price US\$/oz} \times \text{Ag recov}}{31.1035} + \frac{\text{Cu grade \%} \times \text{Cu price US\$/t} \times \text{Cu recov}}{100} + \frac{\text{Zn grade \%} \times \text{Zn price US\$/t} \times \text{Zn recov}}{100} + \frac{\text{Pb grade \%} \times \text{Pb price US\$/t} \times \text{Pb recov}}{100} \right) / \left(\frac{\text{Au price g/t} \times \text{Au recov}}{31.1035} \right)$$
 Prices in US\$ of Au = \$2,637.20/oz, Ag = \$30.5/oz, Cu = \$8871/t, Zn = \$3085/t, Pb = 2040/t (sourced from LME cash prices for Cu-Pb-Zn and Kitco for Au & Ag - accessed 3/12/24)

Several metallurgical studies have been initiated on the Lewis Pond's resource but have been limited and inconclusive. The most recent work was completed by SGS in 2017 / 2018 indicated a relatively simple flotation process producing two concentrates, a zinc concentrate and a lead-copper concentrate containing the majority of precious metals. The average recoveries for the various metals were Gold = 60%, Silver = 79%, Zinc = 92%, Lead = 75% and Copper = 69%. These recoveries have been used in the gold equivalent calculation. Further information is available within the 2012 JORC Inferred MRE (refer ASX announcement: 2 February 2021). It is the Company's opinion that all the elements included in the metal equivalents calculation have a reasonable potential to be recovered and sold.

DIRECTORS' REPORT

GLPDD007 was drilled in the far north of deposit, targeting an area in the far upper section of the Spicer's Lode. In this area, the Spicer's Lode was previously interpreted to pinch out, mainly on the basis that grade continuity is hindered due to the absence of assay data in historic drillhole, TLPD-11. GLPDD007 intersected:

- **39.9m at 3.59g/t AuEq from 135.3m including**
 - o **7.10m at 7.08g/t AuEq.**

This result indicates that the Spicer's Lode may not pinch out as it approaches surface, a concept which must be drill tested in the future, and illustrates the potential to increase resource tonnage closer to surface in this location.

As at the date of this report, Godolphin remains confident that additional assays will further demonstrate the Project's potential as a profitable gold, silver, and base metal venture, which has considerable scope for expansion via the Torphy's Lode and infill drilling within the deposit area.

Rare earth projects:

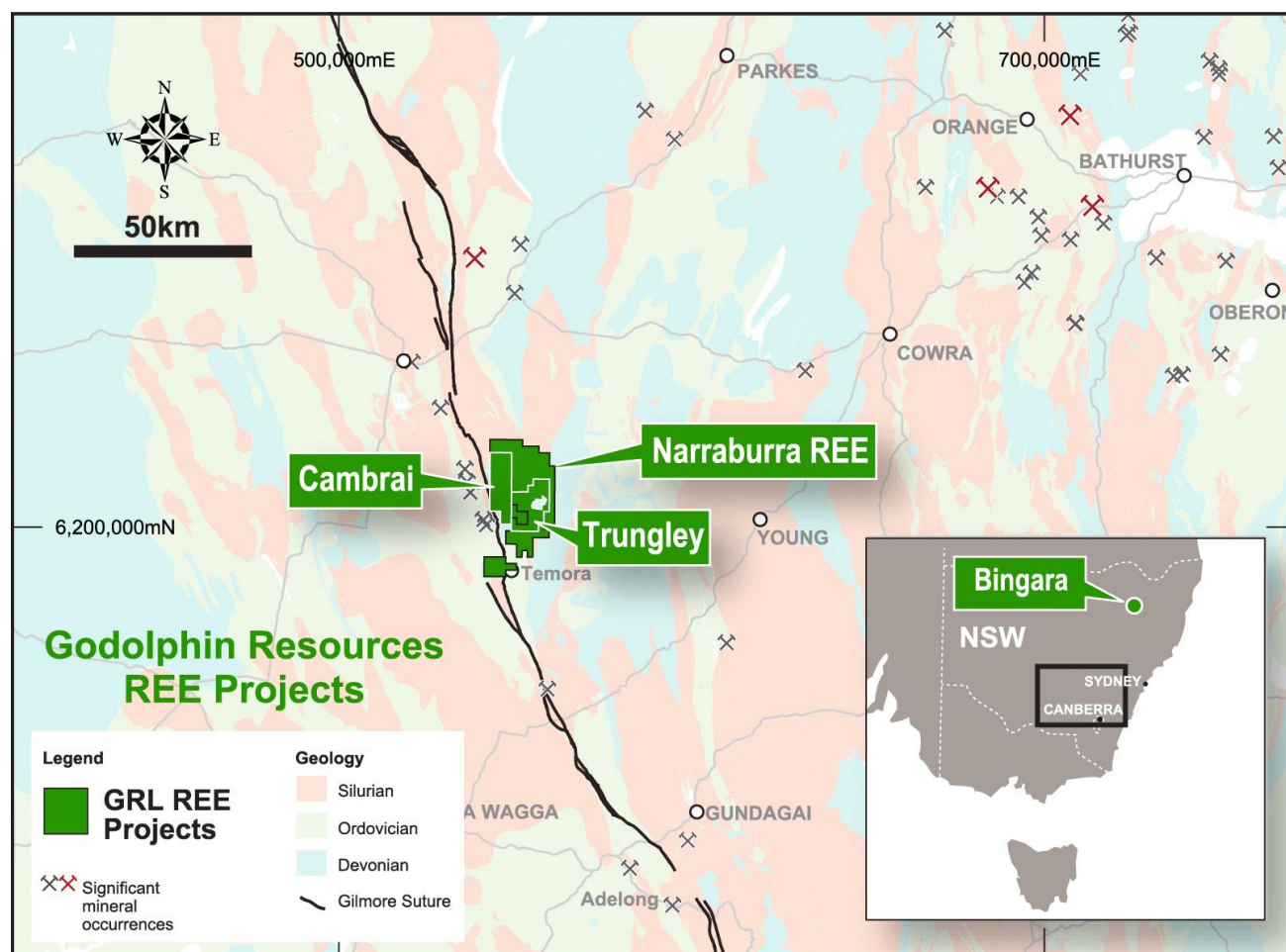


Figure 2: Location of REE focussed tenements in NSW

Narraburra REE Project

Geophysics indicate large clay basin hosting the Narraburra deposit, indicating resource expansion potential

DIRECTORS' REPORT

During the half year, Godolphin acquired an Airborne Electromagnetic ('AEM') survey completed by the NSW Resources and Geosciences Department, as part of the NSW Government's Critical Minerals and High-Tech Metals Strategy. The AEM survey was conducted over several key areas of importance across NSW and one of the survey lines flew directly over the existing Narraburra REE Mineral Resource.

Results from the AEM survey highlighted that the clay hosting the Narraburra REE mineralisation is associated with an extensive conductivity anomaly. The conductivity anomaly, resulting from the clay basin hosting the Narraburra REE mineralisation, extends to the north and south of the deposit over a strike length of 25km and is up to 4km wide coincident with A-Type Granites which are interpreted to be the source of the Narraburra REE mineralisation.

The highly prospective zone featuring the same geological setting that caused the formation of the existing Narraburra REE Deposit is highly encouraging, and indicative of the potential to significantly expand Godolphin's existing JORC (2012) Mineral Resource Estimate of 94.9 million tonnes at 739ppm TREO, which includes a higher-grade component of 20 million tonnes at 1,079ppm TREO₂ using a 600ppm cutoff (refer ASX announcements: 19 & 21 April 2023). Results from the AEM survey will be used to inform the Company's planned mineral resource extension and exploration activities at Narraburra.

Metallurgical testing - Slurry leach results from process development testing identify conditions for optimal REE extraction:

Significant progress was completed on the metallurgical test work program for the Narraburra Project. The Company continued to engage Australian Nuclear Science and Technology Organisation (ANSTO), leaders in this type of metallurgy test work in Australia, for this body of work. The tests completed included the slurry leach phase of Process Development Testing. This was part of the third stage of metallurgical testing, which yielded encouraging results.

The slurry leach phase indicated results of **up to 81% Magnet Rare Earth Oxide (MREO) overall recovery** with **low deleterious element** (impurity) extraction and **low acid consumption** of 1.0 - 3.3kg/t.

This highlights that the optimal conditions to process Narraburra's mineralisation are a 40wt% solids/liquid slurry density at pH 2.2, with the addition of 0.3M – 0.5M ammonium sulphate reagent, at 50°C for 24 hours (refer ASX announcement: 26 August 2024).

Completion of Process Development Testing and production of two Mixed Rare Earth Concentrate products

The Company considerably advanced metallurgical testing during the half year, with the program designed to simulate the mineral processing flow sheet required to process the Narraburra REE mineralisation, including slurry leaching, impurity removal and the production of two Mixed Rare Earth Carbonate (MREC) samples.

The works program culminated in the production of the Company's maiden Mixed Rare Earth Concentrate (MREC-1) product. This was highly encouraging for future project economics of Narraburra. MREC-1 comprised 57.6% total rare earth oxide (TREO) of which the percentage of magnet rare earth oxides (MREO = Neodymium, Praseodymium, Dysprosium and Terbium oxides) was 14.2% of the MREC weight or 24.6% of the contained TREO.

More importantly, the combined content of Dysprosium and Terbium in the MREC was 3.1%, or 5.4% of the contained TREO, which is an important factor in the economics of clay-hosted REE mineralisation projects. This

DIRECTORS' REPORT

is critical due to the value of Dysprosium being over four times that of Neodymium and Praseodymium; and the value of Terbium is almost 14 times that of Neodymium and Praseodymium.

The metallurgical test work program was highlighted by the production of a second, cleaner MREC (MREC-2). For the second sample, Godolphin added an additional ion exchange (IX) process step, which removed 98% of uranium from the purified leach solution, reducing the total uranium to 7ppm in MREC-2 with negligible MREO and TREO losses.

MREC-2 had similar concentrations of MREO to MREC-1 with only 8ppm UO₂ content, considerably lower than other MREC products reported from most other clay-hosted projects, providing Narraburra with a strategic advantage. In turn, the composition of both MREC products will be used as a catalyst for the Company's engagement with potential off take partners (refer ASX announcements: 25 October 2024 & 10 December 2024).

SUBSEQUENT EVENTS

There has not arisen in the interval between the end of the half year and the date of this Financial Report any item, transaction or event of a material and unusual nature likely, in the opinion of the directors of the Company, to affect significantly the operations of the Group, the results of those operations, or the state of affairs of the Group.

LEAD AUDITOR'S INDEPENDENCE DECLARATION UNDER SECTION 307C OF THE CORPORATIONS ACT 2001

The lead auditor's independence declaration is set out on page 24 and forms part of the Directors' Report for the half year ended 31 December 2024.

COMPETENT PERSON'S STATEMENT

The Information in this report relating to Mineral Resources and Exploration Results is extracted from reports lodged as market announcements and available to view on the Company's web-site

<https://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 announcement and that all material assumptions and technical parameters underpinning the estimates in the relevant market announcement continue to apply and have not materially changed. The Company confirms that the form and context in which the Competent Person's findings are presented have not been materially modified from the original market announcement.

Signed in accordance with a resolution of the Board of directors:



Jeremy Read
Chair

Hideaway Bay, Queensland
12 March 2025

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

HALF YEAR ENDED 31 DECEMBER 2024

	Note	2024 \$	2023 \$
Income			
Australian Government Grant Income		61,797	585,394
Other Income		-	50,000
		61,797	635,394
Expenses			
Exploration and evaluation expenses		(896,708)	(1,289,170)
Non-cash employee expense from granting of options		(21,172)	(226,824)
Employee, Administration, Corporate and Other Costs	A.5	(672,535)	(763,121)
		(1,590,415)	(2,279,115)
Loss before interest and income tax		(1,528,618)	(1,643,721)
Less: Financial income - interest		9,542	14,939
Loss before income tax		(1,519,076)	(1,628,782)
Income tax benefit		-	-
Net loss attributable to members of the parent		(1,519,076)	(1,628,782)
Other comprehensive income for the half year, net of income tax		-	-
Total comprehensive income for the half year		(1,519,076)	(1,628,782)
		Cents	Cents
Loss per share – basic	C.1	(0.6)	(1.0)
Loss per share – diluted	C.1	(0.6)	(1.0)

The notes on pages 15 to 22 are an integral part of these interim financial statements.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT 31 DECEMBER 2024

	Note	31 December 2024 \$	30 June 2024 \$
Current assets			
Cash and cash equivalents		1,585,213	1,576,814
Prepayments and other receivables	A.9	256,571	138,465
Total current assets		1,841,784	1,715,279
Non-current assets			
Financial assets	A.10	256,800	256,800
Property, plant and equipment	A.11	431,672	437,087
Right of use asset	A.12	-	29,227
Exploration and evaluation assets	A.13	6,518,561	6,518,561
Total non-current assets		7,207,033	7,241,675
Total assets		9,048,817	8,956,954
Current liabilities			
Trade and other payables		101,481	205,013
Lease liability – right of use asset		-	33,758
Provisions - employee benefits		38,324	17,180
Total current liabilities		139,805	255,951
Non-current liabilities			
Provisions – restoration		94,155	94,155
Total non-current liabilities		94,155	94,155
Total liabilities		233,960	350,106
Net assets		8,814,857	8,606,848
Equity			
Issued capital	A.6	23,776,786	22,117,445
Reserves	A.8	261,581	324,775
Accumulated losses		(15,223,510)	(13,835,372)
Total Equity		8,814,857	8,606,848

The notes on pages 15 to 22 are an integral part of these interim financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

HALF YEAR ENDED 31 DECEMBER 2024

	Note	Issued Capital \$	Share based payments reserve \$	Accumulated losses \$	Total Equity \$
Balance 1 July 2024		22,117,445	324,775	(13,835,372)	8,606,848
Issue of ordinary fully paid shares	A.6	1,814,442	-	-	1,814,442
Capital raising costs	A.6	(155,101)	46,572	-	(108,529)
Equity settled share-based payments for the half year	A.8	-	21,172	-	21,172
		(155,101)	67,744	-	(87,357)
Total comprehensive income for the half year		-	-	(1,519,076)	(1,519,076)
Expiry of options not exercised	A.8	-	(130,938)	130,938	-
Balance 31 December 2024		23,776,786	261,581	(15,223,510)	8,814,857
Balance 1 July 2023		18,935,447	14,488	(10,623,967)	8,325,968
Issue of ordinary fully paid shares		2,136,647	-	-	2,136,647
Capital raising costs		(127,187)	-	-	(127,187)
Equity settled share-based payments for the half year		(71,676)	71,676	-	-
		(198,863)	71,676		(127,187)
Total comprehensive income for the half year		-	226,824	(1,628,782)	(1,401,958)
Expiry of options not exercised	A.8	-	(1,195)	1,195	-
Balance 31 December 2023		20,873,231	311,793	(12,251,554)	8,933,470

The notes on pages 15 to 22 are an integral part of these interim financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS

HALF YEAR ENDED 31 DECEMBER 2024

	Note	2024 \$	2023 \$
Cash flows used in operating activities			
Payments for exploration and evaluation costs		(963,797)	(1,281,414)
Payments to suppliers and employees		(743,765)	(826,191)
Interest received		8,242	15,528
Net cash flows used in operating activities		(1,699,320)	(2,092,077)
Cash flows used in investing activities			
Proceeds from refund of tenement bond		-	10,000
Proceeds from non-refundable deposit		-	50,000
Payments for property, plant and equipment	A.11	(2,997)	(24,972)
Net cash flows (used in) / from investing activities		(2,997)	35,028
Cash flows from financing activities			
Proceeds from capital raisings	A.6	1,814,442	2,136,647
Share application funds received to exercise options		4,803	-
Payments for capital raising costs		(108,529)	(127,187)
Net cash flows from financing activities		1,710,716	2,009,460
Net increase / (decrease) in cash and cash equivalents		8,399	(47,589)
Cash and cash equivalents at 1 July		1,576,814	1,242,212
Cash and cash equivalents at 31 December		1,585,213	1,194,623

The notes on pages 15 to 22 are an integral part of these interim financial statements.

NOTES TO THE INTERIM FINANCIAL STATEMENTS

SECTION A KEY FINANCIAL INFORMATION AND PREPARATION BASIS

A.1 REPORTING ENTITY

Godolphin Resources Limited (**Company**) is a company domiciled in Australia. These consolidated interim financial statements (“interim financial statements”) as at and for the half year ended 31 December 2024 comprise the Company and its subsidiaries (together referred to as the “Group”).

Godolphin is an Australian mineral exploration company which listed on the ASX on 18 December 2019 and has 100%-controlled Australian-based projects in the Lachlan Fold Belt (**LFB**) region of NSW, a world-class gold-copper and REE province. Godolphin has drill ready targets at all its projects.

There were no significant changes in the nature of the activities of the Group during the half year.

A.2 BASIS OF PREPARATION

These interim financial statements are general purpose financial statements prepared in accordance with AASB 134 Interim Financial Reporting and the Corporations Act 2001.

They do not include all of the information required for a full annual financial report. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group’s financial position and performance since the last annual consolidated annual financial report of the Group as at and for the year ended 30 June 2024.

These interim financial statements were approved by the Board of Directors on 12 March 2025.

The Company is of a kind referred to in ASIC Corporations Instrument 2016/191 dated 1 April 2016 and, in accordance with the Class Order, amounts in these interim financial statements and directors’ report have been rounded to the nearest dollar, unless otherwise stated.

A.3 USE OF JUDGEMENTS AND ESTIMATES

In preparing these interim financial statements, the Company’s management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from those estimates.

The significant judgements made by Management in applying the Group’s accounting policies and the key sources of estimation uncertainty were the same as those that applied to the last annual consolidated annual financial report of the Group as at and for the year ended 30 June 2024.

A.4 GOING CONCERN

During the half year ended 31 December 2024, the Company incurred a loss of \$1,519,076 (2023: \$1,628,782) and net cash outflows from operating activities of \$1,699,320 (2023: \$2,092,077). At 31 December 2024, cash and cash equivalents were \$1,585,213 (June 2024: \$1,576,814) and there were net assets of \$8,814,857 (June 2024: \$8,606,848). The financial report has been prepared on the basis of a going concern. This basis presumes that funds will be available to finance future operations and that the realisation of assets and settlement of liabilities will occur in the normal course of business.

NOTES TO THE INTERIM FINANCIAL STATEMENTS

Management believes that forecast cash levels are sufficient to fund ongoing administration and budgeted exploration. The ability of the Group to continue as a going concern is principally dependent upon one or more of the following:

- the ability of the Group to raise additional capital in the form of equity;
- the continued support of current shareholders; and
- the ability to successfully develop and extract value from its projects that are under development.

Directors believe that the going concern basis of preparation is appropriate due to the following reasons:

- To-date, the Group has funded its activities through issuance of equity securities;
- It is expected that the Group will be able to fund its future activities through further issuances of equity securities; and
- Directors believe there is sufficient cash available for the Group to continue operating until it can raise sufficient further capital to fund its ongoing activities.

A.5 OTHER EXPENSES

	2024	2023
	\$	\$
Administration and compliance costs	198,652	244,257
Depreciation expense	31,192	47,275
Directors' fees	110,751	94,350
Employee and consulting expenses	187,395	194,671
Other expenses	144,545	165,776
Unrealised loss on investment	-	16,792
	672,535	763,121

NOTES TO THE INTERIM FINANCIAL STATEMENTS

A.6 ISSUED CAPITAL

	Number of Shares	\$
Balance 30 June 2024	213,891,221	22,117,445
Shares issued for cash		
Placement share issue 3 October 2024	53,200,000	665,000
Share Purchase Plan share issue 17 October 2024	49,120,000	614,000
Placement share issue 6 December 2024	42,800,000	535,000
Shares issued for 7,372 Options exercised 20 December 2024	7,372	442
	145,127,372	1,814,442
Shares issued for non-cash	-	-
Shares issued for the half year ended 31 December 2024	145,127,372	1,814,442
Capital raising costs	-	(155,101)
Balance 31 December 2024	359,018,593	23,776,786
Balance 30 June 2023	118,369,447	18,935,447
Shares issued for cash		
Placement share issue 13 July 2023	17,023,816	715,000
Entitlement Offer 22 August 2023	14,119,554	593,021
Entitlement Offer 1 September 2023	19,729,200	828,627
Placement 3 May 2024	18,333,336	550,000
Entitlement Offer 11 June 2024	22,473,527	674,206
Placement 20 June 2024	400,000	12,000
	92,079,433	3,372,854
Shares issued for non-cash		
Part payment for acquisition of 49% of Narraburra 1 May 2024	3,442,341	100,000
Shares issued for the year ended 30 June 2024	95,521,774	3,472,854
Capital raising costs	-	(290,856)
Balance 30 June 2024	213,891,221	22,117,445

A.7 OPTIONS AND PERFORMANCE RIGHTS

Each option provides the holder with the right to be issued one share by the Company, upon payment of the exercise price during the exercise period. None of the outstanding options are subject to escrow. During the half year ended 31 December 2024 there were 7,372 shares issued with the exercise of options, 7,200,000 options were issued and 77,555,782 options expired unexercised. There were 18,946,723 options outstanding at 31 December 2024 (June 2024: 89,309,877). None of the options outstanding at 31 December 2024 were listed on the ASX (ASX: GRLO) (June 2024: 75,643,211). Details of unquoted options and performance right over ordinary shares in the Company that were granted, exercised, vested and expired during the financial year are as follows:

Exercise Price per Share	Type of Equity Security	ASX Ticker	Expiry Date	Balance 1 July		Expired during the period Number	Exercised during the period	Issued during the period Number	Vested during the period Number	Balance 31 December 2024 / 30 June 2024	
				Vested Number	Unvested Number					Vested Number	Unvested Number
Half Year Ended 31 December 2024											
25 cents	Options	GRLAK	6 Dec 24	-	1,000,000	1,000,000	-	-	-	-	-
35 cents	Options	GRLAL	6 Dec 25	-	1,000,000	1,000,000	-	-	-	-	-
6 cents	Options	GRLO	31 Dec24	75,643,211	-	75,555,782	7,372	-	-	80,057	-
5.3 cents	Options	GRLAP	30 Nov 26	9,000,000	-	-	-	-	-	9,000,000	-
15 cents	Performance Rights	GRLAQ	18 Apr 29	-	1,666,666	-	-	-	-	-	1,666,666
25 cents	Performance Rights	GRLAR	18 Apr 29	-	1,000,000	-	-	-	-	-	1,000,000
3 cents	Options	GRLAD	31 Dec 26	-	-	-	-	7,200,000	7,200,000	7,200,000	-
				84,643,211	4,666,666	77,555,782	7,372	7,200,000	7,200,000	16,280,057	2,666,666
Year Ended 30 June 2024											
25 cents	Options	GRLAK	6 Dec 24	-	1,000,000	-	-	-	-	-	1,000,000
35 cents	Options	GRLAL	6 Dec 25	-	1,000,000	-	-	-	-	-	1,000,000
6 cents	Options	GRLO	31 Dec24	-	-	-	-	75,643,211	75,643,211	75,643,211	-
5.3 cents	Options	GRLAP	30 Nov 26	-	-	-	-	9,000,000	9,000,000	9,000,000	-
15 cents	Performance Rights	GRLAQ	18 Apr 29	-	-	-	-	1,666,666	-	-	1,666,666
25 cents	Performance Rights	GRLAR	18 Apr 29	-	-	-	-	1,000,000	-	-	1,000,000
				-	2,000,000	-	-	87,309,877	84,643,211	84,643,211	4,666,666

A.8 SHARE BASED PAYMENTS RESERVE

	\$
2024	
Balance 30 June 2024	324,775
Equity settled share-based costs for the half year	
Employee expense	21,172
Capital raising costs	46,572
	392,519
Expiry of options not exercised – transferred to accumulated losses	(130,938)
Balance 31 December 2024	261,581
2023	
Balance 30 June 2023	14,488
Equity settled share-based costs for the year	
Employee expense	238,510
Capital raising costs	72,972
	325,970
Expiry of options not exercised – transferred to accumulated losses	(1,195)
Balance 30 June 2024	324,775

A.9 PREPAYMENTS AND OTHER RECEIVABLES

	31 December 2024	30 June 2024
	\$	\$
Current		
Australian Government grant income receivable	61,797	-
GST receivable	79,191	63,944
Prepayments	84,487	49,302
Security deposit over rental property	17,778	17,778
Other receivables	13,318	7,441
	256,571	138,465

NOTES TO THE INTERIM FINANCIAL STATEMENTS

A.10 FINANCIAL ASSETS

	Current Investment	Non-Current Tenement Deposits	Tenements held for sale	Total
	\$	\$	\$	\$
2024				
Balance 30 June 2024	-	256,800	-	256,800
Balance 31 December 2024	-	256,800	-	256,800
2023				
Balance 30 June 2023	94,463	334,800	-	429,263
Proceeds received during the year	(47,413)	-	-	(47,413)
Tenements transferred on disposal from Exploration & Evaluation costs	-	-	150,439	150,439
Loss during the year	(47,050)	(62,000)	(150,439)	(259,489)
Refund of tenement bonds	-	(16,000)	-	(16,000)
Balance 30 June 2024	-	256,800	-	256,800

A.11 PROPERTY, PLANT AND EQUIPMENT

	Land	Plant and Equipment	Total
	\$	\$	\$
Balance 30 June 2024	367,000	70,087	437,087
Additions during the half year	-	2,997	2,997
Depreciation during the half year	-	(8,412)	(8,412)
Balance 31 December 2024	367,000	64,671	431,672
Balance 30 June 2023	367,000	70,065	437,065
Additions during the year	-	24,972	24,972
Depreciation during the year	-	(24,950)	(24,950)
Balance 30 June 2024	367,000	70,087	437,087

NOTES TO THE INTERIM FINANCIAL STATEMENTS

A.12 RIGHT OF USE ASSET

	\$
Current	
Balance 30 June 2024	29,227
Depreciation adjustment due to adjusting the present value of lease payments to be made over the lease term	(6,448)
Depreciation and amortisation during the half year	(22,779)
	(29,227)
Balance 31 December 2024	-
Non-Current	
Balance 30 June 2023	224,564
Adjustment due to adjusting the present value of lease payments to be made over the lease term	(134,627)
Depreciation and amortisation during the year	(60,710)
	(195,337)
Balance 30 June 2024	29,227

A.13 EXPLORATION AND EVALUATION ASSETS

	\$
Balance 30 June 2024	6,518,561
Balance 31 December 2024	6,518,561
Balance 30 June 2023	6,419,000
Tenements transferred to financial assets on disposal	(150,439)
Acquisition of 49% of Narraburra	250,000
Balance 30 June 2024	6,518,561

A.14 COMMITMENTS

Since the last annual reporting date (30 June 2024), there has not been a material change to commitments.

A.15 SEGMENT REPORTING

An operating segment is a component of the Group that engages in business activities whose operating results are reviewed regularly by the Group's Board and for which discrete financial information is available. The Group's exploration activities are located solely in Australia.

The Group is involved solely in mineral exploration within its 100% controlled Australian-based copper-gold projects in the Lachlan Fold Belt (LFB) NSW and on the Narraburra REE and RM Project and thus has a single operating segment.

The results and financial position of the Group's single operating segment are prepared on a basis consistent with Australian Accounting Standards and thus no additional disclosures in relation to the revenues, profit or loss, assets and liabilities and other material items have been

NOTES TO THE INTERIM FINANCIAL STATEMENTS

made. Entity-wide disclosures in relation to the Group's product and services and geographical areas are detailed below.

A.16 CONTINGENT LIABILITIES

Since the last annual reporting date (30 June 2024), there has not been a material change to contingent liabilities.

A.17 SUBSEQUENT EVENTS

There has not arisen in the interval between the end of the half year and the date of this Financial Report any item, transaction or event of a material and unusual nature likely, in the opinion of the directors of the Company, to affect significantly the operations of the Group, the results of those operations, or the state of affairs of the Group.

SECTION B KEY MANAGEMENT PERSONNEL AND RELATED PARTY DISCLOSURES

B.1 RELATED PARTY TRANSACTIONS

There have been no new related party transactions entered into since the last annual reporting date (30 June 2024).

SECTION C OTHER DISCLOSURES

C.1 EARNINGS PER SHARE

The calculation of basic and diluted losses per share for the half year ended 31 December 2024 was based on the net loss attributable to ordinary shareholders of \$1,519,076 (2023: \$1,628,782) and a weighted average number of ordinary shares outstanding during the half year ended 31 December 2024 of 265,461,227 (2023: 157,217,095), calculated as follows:

	2024 \$	2023 \$
Loss for the half year attributable to ordinary shareholders	1,519,076	1,628,782

C.2 WEIGHTED AVERAGE NUMBER OF ORDINARY SHARES

Weighted Average Number of Shares

Weighted average number of ordinary shares used in calculating basic and diluted loss per share

Number	Number
265,461,227	157,217,095

Depending on the Company's share price, up to 90,092,045 potential shares (2023: 24,573,454) were excluded from the calculation of diluted earnings per share because they are antidilutive for the half year ended 31 December 2024 as the Company is in a loss position.

C.3 MATERIAL ACCOUNTING POLICIES

The accounting policies and methods of computation adopted in the preparation of the financial report are consistent with those adopted and disclosed in in the Group's consolidated financial statements as at and for the year ended 30 June 2024.

END OF NOTES

DIRECTORS' DECLARATION

In the opinion of the directors of Godolphin Resources Limited:

- (a) the consolidated financial statements and notes set out on pages 11 to 22 are in accordance with the *Corporations Act 2001*, including:
 - i. giving a true and fair view of the Group's financial position as at 31 December 2024 and of its performance for the half year ended 31 December 2024; and
 - ii. complying with Australian Accounting Standards *AASB 134 Interim Financial Reporting* and the *Corporations Regulations 2001*; and
- (b) there are reasonable grounds to believe that the Group will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of the directors:



Jeremy Read
Chair

Hideaway Bay, Queensland
12 March 2025

AUDITOR'S INDEPENDENCE DECLARATION

As lead auditor for the review of Godolphin Resources Limited for the half year ended 31 December 2024, I declare that, to the best of my knowledge and belief, there have been:

- a) No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and
- b) No contraventions of any applicable code of professional conduct in relation to the review.

This declaration is in respect of Godolphin Resources Limited and the entities it controlled during the period.

DRY KIRKNESS (AUDIT) PTY LTD



BARRY-JOHN ROTHMAN
Director

Perth

Date: 12th March 2025

**INDEPENDENT AUDITOR'S REVIEW REPORT
TO THE MEMBERS OF GODOLPHIN RESOURCES LIMITED**

Conclusion

We have reviewed the accompanying half year financial report of Godolphin Resources Limited ("the Company") and its controlled entities ("the Group"), which comprises the consolidated statement of financial position as at 31 December 2024 and the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the half year ended on that date, a summary of material accounting policy information and other explanatory information and the directors' declaration.

Based on our review, which is not an audit, nothing has come to our attention that causes us to believe that the accompanying half year financial report of the Group is not in accordance with the *Corporations Act 2001* including:

- a) giving a true and fair view of the Group's financial position as at 31 December 2024 and of its financial performance for the half year ended on that date; and
- b) complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

Emphasis of matter – material uncertainty related to going concern

We draw attention to Note A.4 in the financial report which describes the principal conditions that raise doubt about the Group's ability to continue as a going concern. These conditions indicate the existence of a material uncertainty that may cast doubt on the Group's ability to continue as a going concern and therefore, the Group may not be able to realise its assets and discharge its liabilities in the ordinary course of business. Our review conclusion is not modified in respect of this matter.

Basis for Conclusion

We conducted our review in accordance with Auditing Standard on Review Engagements ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the *Auditor's responsibilities for the review of the half year financial report* section of our report.

We are independent of the Group in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's *APES 110 Code of Ethics for Professional Accountants (including Independence Standards)* (the Code) that are relevant to our audit of the annual financial report in Australia. We have also fulfilled our ethical requirements in accordance with the Code.

Directors' responsibilities for the half year financial report

The directors of the Company are responsible for the preparation and fair presentation of the half year financial report in accordance with the Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the half year financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

Auditor's responsibilities for the half year financial report

Our responsibility is to express a conclusion on the half year financial report based on our review. ASRE 2410 requires us to conclude whether anything has come to our attention that causes us to believe that the half year financial report is not in accordance with the *Corporations Act 2001* including; giving a true and fair view of the Group's financial position as at 31 December 2024 and its financial performance and its cash flows for the half year ended on that date; and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*

A review of a half year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

DRY KIRKNESS (AUDIT) PTY LTD



BARRY JOHN ROTHMAN
Director

Perth

Date: 12th March 2025