

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity:	Golden State Mining Limited
ABN:	52 621 105 995

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Damien Paul Kelly
Date of last notice	13 November 2018

Part 1 - Change of director's relevant interests in securities ⁽¹⁾

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	(i) Indirect (ii) Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	(i) Advanced Capital Management Pty Ltd <South Point A/C> (director and beneficiary) (ii) Dooma Holdings Pty Ltd <Super Fund A/C> (director and beneficiary)
Date of change	29 March 2019
No. of securities held prior to change	(i) 1,435,100 fully paid ordinary shares 1,500,000 options (25c, expiring 8 Nov 2021) (ii) 75,000 fully paid ordinary shares
Class	Refer above and below
Number acquired ⁽¹⁾	(i) 717,550 option (25c, expiring 8 Nov 2019) (ii) 37,500 options (25c, expiring 8 Nov 2019)
Number disposed ⁽¹⁾	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	(i) \$3,588 (ii) \$188

(1) Within this Part 1, numerals (i) to (ii) correspond with the relevant holder

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No. of securities held after change	(i) 1,435,100 fully paid ordinary shares 1,500,000 options (25c, expiring 8 Nov 2021) 717,550 options (25c, expiring 8 Nov 2019) (ii) 75,000 fully paid ordinary share 37,500 options (25c, expiring 8 Nov 2019)
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	(i) Participation in the loyalty options entitlement offer pursuant to the prospectus lodged with ASIC and ASX on 25 Feb 2019. (ii) Participation in the loyalty options entitlement offer pursuant to the prospectus lodged with ASIC and ASX on 25 Feb 2019.

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

+ See chapter 19 for defined terms.