

4 June 2026

Corporations Act – Purported Section 249D Notice

Godolphin Resources Limited (**Godolphin**) advises that it has received a notice from High Fidelity Capital Pty Ltd and Geosan Consulting Pty Ltd (together, the **Requisitioning Shareholders**) purportedly issued pursuant to section 249D of the *Corporations Act 2001* (Cth) (**Defective Requisition Notice**).

The Defective Requisition Notice seeks to remove each of Mr Jeremy Read, Ms Jeneta Owens and Ms Amanda Sparks as Directors of Godolphin and the appointment of Mr Conrad Karageorge as Managing Director and Mr Edward Mead as a Director.

The Company's lawyers have advised Godolphin that the Defective Requisition Notice does not comply with section 249D of the Corporations Act.

Godolphin Chair Jeremy Read said, *“The receipt of this notice is an unfortunate distraction for Godolphin at a time when the Company is focused on executing its existing strategy, including advancement of our flagship Lewis Ponds Project, with a drilling program currently in progress, and the potential spin-out and separate ASX listing of the Narraburra Rare Earth Project.*

The Board sought to engage constructively with the Requisitioning Shareholders through a number of discussions to better understand their concerns and their proposed strategy for Godolphin. While these discussions were undertaken in good faith and with a genuine desire to reach a mutually acceptable outcome, it was not possible to resolve the matters raised in a manner that the Board considered to be in the best interests of all shareholders.

Throughout this process, the Board's overriding priority has been to protect and promote the interests of all Godolphin shareholders, not just the Requisitioning Shareholders. We remain firmly focused on executing the Company's strategy and delivering value through the advancement of our high-quality asset portfolio.”

Accordingly, the Company is not required, and does not intend to take, any action in response to the Defective Requisition Notice. The Company will keep shareholders informed of any future material developments.

<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 www.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 primarily located within the Lachlan Fold Belt (“LFB”) NSW, a world-class gold-copper and rare earth element province of Australia. Godolphin have strategic focus on exploring for and development of critical minerals and metals, we remain committed to sustainability across the community in which we operate, the environment we undertake exploration and development on and to deliver projects which will assist Australia and the world in the clean energy transition. Currently the Company’s tenements cover 3038km² of ground highly prospective for gold, silver, base metals and rare earths and is host to the Company’s advanced Lewis Ponds Gold and Silver Project, the Narraburra REE Project and the Yeoval Cu-Au and Mt Aubrey Au Projects. At Godolphin we aim to operate ethically and responsibly and remain outcome focused to deliver on what we say to add value for all stakeholders.