Godolphin RESOURCES

ASX:GRL

28 July 2026

Results of Meeting and Additional Clarifications

Godolphin Resources Limited (**ASX: GRL**) (**Godolphin**) advises that, in accordance with Listing Rule 3.13.2 and section 251AA of the Corporations Act 2001 (Cth), the results of the resolutions put to shareholders at today's General Meeting are detailed in the attached summary.

Each of the resolutions put to the General Meeting failed by a poll.

As announced to the ASX yesterday, over the course of the weekend the Requisitioning Shareholders "withdrew" their 249D notices. However, the General Meeting was required to proceed today given that the Directors have no authority to cancel a meeting convened on the request of a shareholder.

Accordingly, while the Directors regret the cost and inconvenience caused by this process, the Directors are grateful for the overwhelming support from shareholders and look forward to moving on from all the recent disruptions caused by Mr Karageorge and his Associates.

Clarification

The Company has become aware of recent correspondence from Mr Karageorge to shareholders making several allegations, including:

1. **Online Voting** – Mr Karageorge has alleged that the absence of online voting has had the ultimate effect of limiting the number of votes that can be cast.

   This is incorrect.

   In fact, participation in the General Meeting has far exceeded all shareholder meetings in the last three years as shown in the below table.

Meeting Date	Number of Votes	% of Shares Voted	Number of Shareholders who lodged a proxy
28 July 2026	313,489,478	36.94%	206
20 June 2026	248,812,997	29.36%	119
13 November 2025	237,495,227	34.12%	75
17 July 2025	91,820,260	20.46%	44
20 November 2024	67,804,332	21.44%	61
13 June 2024	20,703,700	9.70%	50
30 October 2023	59,972,732	35.44%	76

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The top 100 shareholders of Godolphin hold 62.4% of all shares on issue and, as it related to today's meeting, of the top 100 shareholders 75 shareholders had cast a proxy vote by 2pm on 26 July. Outside of the Requisitioning Shareholders, only 4 of the top 100 shareholders voted for the resolutions put by the Requisitioning Shareholders.

2. **No Attempt to Suppress Shareholder Communication** – The Requisitioning Shareholders have stated that the Directors sought to suppress shareholder communication.

   This is incorrect.

   Godolphin simply requested that the Requisitioning Shareholders refrain from any further misleading or deceptive conduct.

   This request followed Godolphin becoming aware that the Requisitioning Shareholders were using a copy of Godolphin's register of members for a purpose different from the one they had represented when requesting the register of members under the Corporations Act.

3. **Request for an explanation was not dismissed** – The Requisitioning Shareholders have stated that their request for an explanation as to why shareholders' ability to return proxies was limited was dismissed by Godolphin's lawyers.

   This is incorrect.

   In fact, the Requisitioning Shareholders did not ever request an explanation from Godolphin.
   Rather, the Requisitioning Shareholders stated that the omission of online voting had been raised with the Requisitioning Shareholders by other shareholders and demanded that Godolphin arrange for proxy forms to be able to be lodged online.

   In response, Godolphin requested that the Requisitioning Shareholders pass on the details of the relevant shareholders so that the casting of their votes could be facilitated, noting that both email and fax lodgement was facilitated in addition to postal and physical return.

   The details of those shareholders were never provided to Godolphin, nor was any legal basis to support the Requisitioning Shareholders being entitled to make unilateral demands of Godolphin.

<ENDS>

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

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

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Disclosure of Proxy Votes

Godolphin Resources Limited

General Meeting

Tuesday, 28 July 2026

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In accordance with section 251AA of the Corporations Act 2001, the following information is provided in relation to resolutions put to members at the meeting.

			Proxy Votes				Poll Results (if applicable)			Results
Resolution	**Decided by Show of Hands (S) or Poll (P)**	**Total Number of Proxy Votes exercisable by proxies validly appointed**	**FOR**	**AGAINST**	**ABSTAIN**	**PROXY'S DISCRETION**	**FOR**	**AGAINST**	**ABSTAIN**	**OUTCOME**
1 Removal of Director – Mr Jeremy Read	P	313,489,478	57,530,456 18.35%	255,959,022 81.65%	0	0 0.00%	57,530,456 18.35%	255,959,022 81.65%	0	Not Carried
2 Removal of Director – Ms Jeneta Owens	P	313,489,478	58,916,295 18.79%	254,573,183 81.21%	0	0 0.00%	58,916,295 18.79%	254,573,183 81.21%	0	Not Carried
3 Removal of Director – Ms Amanda Sparks	P	313,489,478	57,214,585 18.25%	256,274,893 81.75%	0	0 0.00%	57,214,585 18.25%	256,274,893 81.75%	0	Not Carried
4 Appointment of Director – Mr Conrad Karageorge	-	313,489,478	56,484,383 18.02%	257,005,095 81.98%	0	0 0.00%	Resolution withdrawn			-
5 Appointment of Director – Mr Edward Mead	-	313,489,478	56,830,254 18.13%	256,659,224 81.87%	0	0 0.00%	Resolution withdrawn			-