Form 604

Corporations Act 2001 Section 671B

Notice of change of interests of substantial holder

<u>To Company Name/Scheme</u> Godolphin Resources Limited (**Godolphin**)

ACN/ARSN 633 779 950

1. Details of substantial holder (1)

Name Ian Buchhorn and Associates

ACN/ARSN (if applicable)

There was a change in the interests of the substantial holder on

The previous notice was given to the company on

The previous notice was dated

22/08/2023		
3/09/2022		
2/09/2022		

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities	Previous notice		Present notice		
(4)	Person's votes Voting power (5)		Person's votes	Voting power (5)	
Fully paid ordinary shares (ORD) in Godolphin	8,524,559	7.20% (based on 118,369,447 total ORD on issue)	10,655,700	7.13% (based on 149,512,817 total ORD on issue)	

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date o change	of	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
22/08/2023		Kurana Pty Ltd <buchhorn Unit Account></buchhorn 	Participation in Entitlement Offer (refer Prospectus dated 7 July 2023)	\$0.042 per share	ORD 792,683	792,683
22/08/2023		Hazurn Pty Ltd <buchhorn Super Fund A/C></buchhorn 	Participation in Entitlement Offer (refer Prospectus dated 7 July 2023)	\$0.042 per share	ORD 712,492	712,492
22/08/2023		Mrs Pamela Jean Buchhorn	Participation in Entitlement Offer (refer Prospectus dated 7 July 2023)	\$0.042 per share	ORD 372,314	372,314
22/08/2023		Manorina Mining Pty Ltd	Participation in Entitlement Offer (refer Prospectus dated 7 July 2023)	\$0.042 per share	ORD 132,625	132,625
22/08/2023		Mr Ian James Buchhorn	Participation in Entitlement Offer (refer Prospectus dated 7 July 2023)	\$0.042 per share	ORD 121,027	121,027

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
	MANORINA MINING PTY LTD	MANORINA MINING PTY LTD	A relevant	ORD 663,125	663,125
HAZURN PTY LTD <buchhorn super<="" td=""><td>HAZURN PTY LTD <buchhorn< td=""><td>HAZURN PTY LTD <buchhorn super<="" td=""><td>interest under s608(1) of the</td><td>ORD 3,562,458</td><td>3,562,458</td></buchhorn></td></buchhorn<></td></buchhorn>	HAZURN PTY LTD <buchhorn< td=""><td>HAZURN PTY LTD <buchhorn super<="" td=""><td>interest under s608(1) of the</td><td>ORD 3,562,458</td><td>3,562,458</td></buchhorn></td></buchhorn<>	HAZURN PTY LTD <buchhorn super<="" td=""><td>interest under s608(1) of the</td><td>ORD 3,562,458</td><td>3,562,458</td></buchhorn>	interest under s608(1) of the	ORD 3,562,458	3,562,458
KURANA PTY LTD <buchhorn td="" unit<=""><td></td><td>KURANA PTY LTD <buchhorn td="" unit<=""><td>Corporations Act 2001 (Cth)</td><td>ORD 3,963,414</td><td>3,963,414</td></buchhorn></td></buchhorn>		KURANA PTY LTD <buchhorn td="" unit<=""><td>Corporations Act 2001 (Cth)</td><td>ORD 3,963,414</td><td>3,963,414</td></buchhorn>	Corporations Act 2001 (Cth)	ORD 3,963,414	3,963,414
		MR IAN JAMES BUCHHORN	as registered holder of the Godolphin	ORD 605,133	605,133
	MRS PAMELA JEAN BUCHHORN	MRS PAMELA JEAN BUCHHORN	Shares.	ORD 1,861,570	1,861,570

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Not applicable	

6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Ian Buchhorn and Associates	PO BOX 874 Scarborough WA 6922

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print name Ian Buchhorn capacity Self

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.

- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included on any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.