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17 February 2022

ASX Market Announcements

GCR TO BE REINSTATED TO OFFICIAL QUOTATION ON ASX

Golden Cross Resources Ltd (ASX:GCR) ("**GCR**" or "**the Company**") is pleased to advise that its securities will be reinstated to official quotation on the Australian Securities Exchange ("**ASX**") on 18 February 2022 ("**Reinstatement**").

GCR is also pleased to advise that it has completed the offer under the prospectus dated 29 November 2021 raising a total of $1,516,415 with the issue of 5,054,717 fully paid ordinary shares on 10 February 2022.

That capital raising provides GCR with more than the minimum working capital of $1,500,000 to demonstrate, to ASX's satisfaction, that GCR will be in compliance with ASX Listing Rule 12.2 at the time of Reinstatement. See Annexure item 2 "Statement of Working Capital and Pro Forma Balance Sheet'.

GCR has to date completed the initial set of activities and confirms that it is proceeding to the end of this financial year 2022 with the remainder of the activities that it had proposed to ASX in its submissions to comply with Listing Rule 12.1 and to satisfy the conditions imposed by ASX for Reinstatement. GCR is committed to proceeding with the work program as outlined in the paragraph below titled "FUTURE WORK PROGRAM".

COMPLETED ACTIVITIES TO DATE

Brief descriptions of the completed activities from 1 July 2021 to date are as follows:

Copper Hill Project

Tenement Geophysics: The planned collection of geophysical gravity data over selected stations contemplated in the program have been completed - see the ASX Announcement dated 5 January 2022 *"Copper Hill Tenement Geophysics"*. GCR is in the process of integrating the new data with previous data to better understand geological structure of Copper Hill. The timing for the results of the data interpretation depends on resolution of data integration issues.

Tenement Geochemistry: The planned surface soils sampling over targeted areas have been successfully completed - see the ASX Announcements dated 5 January 2022 *"Copper Hill Tenement Geochemistry"* and dated 11 January 2022 *"Copper Hill Geochemistry Assay Results"*.

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Metallurgy Review: Consultant Kenflo Pty Limited has completed a review and submitted to GCR his report with recommendations - see the ASX Announcement dated 31 December 2021 *"Copper Hill Metallurgical Review"*.

Oxide MET Test Hole: GCR completed drillhole GCHD477 to 99 metres designed to test the oxide zone and provide more information to assist metallurgical assessment of the material that would be removed in early stages of a possible development - see ASX Announcement dated 13 December 2021 *"Copper Hill Drilling Results"*.

Land Access: Landholders have co-operated and allowed access to all areas targeted by GCR to achieve its objectives in Geophysics and Geochemistry work – see the ASX Announcements dated 5 January 2022 *"Copper Hill Tenement Geophysics"* and *"Copper Hill Tenement Geochemistry"*.

KLPX Project

Geophysics: GCR completed a gravity geophysical survey as planned – see ASX Announcement dated 24 December 2021 *"Kilparney Extended Geophysics Update"*. A consultant geophysicist has completed a review of the collected data. Two main gravity features are identified and considering there is limited supporting data from other types of exploration, a review of possible further exploration is presented, including a range of geophysical techniques - see ASX Announcement dated 1 February 2022 *"Kilparney Extended Geophysics Review"*.

Quidong Project

Approved Drilling: GCR completed the drilling of approved drillhole GQDD01- see the ASX Announcement dated 30 December 2021 *"Drilling Completed at Quidong"*.

South Australian Project

Drilling Access and Logistics (in part): GCR has received professional advice on access procedures and has lodged the relevant drilling approval application documents - see ASX Announcement dated 31 December 2021 *"South Australia Access Update"*.

FUTURE WORK PROGRAM

The planned activities to the end of financial year 2022 are as follows:

Copper Hill Project

Geophysics:

Integrating the newly acquired gravity data with the previous survey data that may require selected new station readings to link the surveys and create a new image for evaluation by a geophysicist.

Following the evaluation, a new geophysical survey could be part of the next stage of work to the end of the financial year 2022. The evaluation may modify additional survey work stages.

Geochemistry:

Further sampling for ongoing exploration work is planned, in co-ordination with agricultural activity (i.e., crop harvests), over extensions of the recently completed work and new target areas.

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Resource Review and Valuation Update

H&S Consultants ("**H&S**") have quoted on a review of the resource estimate history at Copper Hill, a re-estimation if warranted from a review of the criteria, and recommendations for additional drilling that may be required to bring peripheral zones of mineralisation into an updated resource estimate. H&S will also review the potentially positive impact of higher metal prices on the project.

The review recommendations may contribute substantially to the design of the feasibility study components for the future.

A valuation update of the Copper Hill Project would only be conducted after H&S's resource review. The outcome of that review may have a bearing on the last updated independent valuation in 2017 by GEOS Mining.

Metallurgy

Following the review by consultant metallurgist Kenflo Pty Limited, ongoing test work includes further evaluation of the outcome of the recent oxide test hole for the potential of gold in the oxide zone.

Further work would involve testing of the primary ore in selected key zones of the deposit. This work is contingent on the outcome of the proposed resource review which is anticipated to address the metrics of the mineralised envelope surrounding the current 2015 Copper Hill Resource

Feasibility Study

GCR proposes to commence preparation for the various components required for a feasibility study i.e., processing technologies evaluation, mining & engineering studies, hydrology & water supply; state & local government permits, drilling and data, and baseline environmental data.

KLPX Project at Cobar

Geophysics: GCR will consider the review of the recently completed gravity geophysical survey a t Kilparney Extended and decide on the appropriate work for the next field program.

Burra Project at Cobar

Geophysics: Geophysical Induced Polarization (**IP**) surveying of the northwest extension of the Geweroo Trend at Burra. Trial IP over other established geological trends will also be considered.

Geochemistry: Infill geochemical sampling in the Burra Trend area where previous wide spaced sampling generated elevated copper values.

Quidong Project

The outcomes of the hole drilled in December 2021 will be applied to the refinement of the conceptual targets and modification of ongoing exploration. Further mapping and surface sampling to be conducted may have a bearing on new locations of the next drill program.

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South Australian Project

Subject to receipt of access approvals, prepare a program for financial year 2023 of drilling the three targets currently outlined in EL6500 Oolgelima, and follow up by infill and extension gravity surveys to define new targets in other areas. Subject to resolving Native Title requirements first pass gravity infill is proposed for EL6089 in 2023. The program for 2023 is subject to raising additional capital.

Isa Phosphate Project

Continue compilation and review of the historical data to evaluate higher grade phosphate zones following external consultant's recommendations to upgrade the data sufficiently to convert the historical resources to comply with JORC 2012 reporting standards.

Further details of the completed activities and the future work program together with descriptions of the status of the tenements and current activities are contained in the Annexure at item 3 'Consolidated Activities Report'.

This announcement is authorised by the Board of Golden Cross Resources Ltd.

Carolyn Jacobs
Company Secretary

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ANNEXURE 1

1. Capital Structure at Time of Reinstatement

GCR capital structure following the completion of the offer under the prospectus dated 29 November 2021 ("Offer") is as follows:

a. Fully paid ordinary shares

	Number
Issued before the Offer	104,670,894
New issue under the Offer	5,054,717
Issued at date of Reinstatement	**109,725,611**

b. Unlisted options on issue at Time of Reinstatement

	Number
39 cent options exercisable at 39c per share on or before the 6 month anniversary of Reinstatement	379,104
57 cent options exercisable at 57c per share on or before the 12 month anniversary of Reinstatement	379,104

2. Pro Forma Balance Sheet and Statement of Working Capital

GCR confirms that it will have more than the minimum working capital of $1,500,000 at the time of Reinstatement to carry out the activities as described in the Prospectus dated 29 November 2021 as demonstrated in the Proforma Consolidated Balance Sheet and Statement of Funds set out below.

The Pro Forma Consolidated Balance Sheet as at the date of reinstatement indicates a net working capital of $2,170,000 of which $650,000 will be applied to the remainder exploration program from the date of Reinstatement to the end of the financial year 2022.

GCR confirms that it will have sufficient working capital at the time of reinstatement of its securities for trading to carry out its activities as described in the Prospectus dated 29 November 2021.

Pro Forma Consolidated Balance Sheet as at 17 February 2022 reflecting capital raised under the prospectus dated 29 November 2021

	Consolidated Balance Sheet (Audited) 30/6/2021	Astute Dragon Loan	HQM Loan principal extension	HQM Loan interest payment & repayment date extension	MPS loan	Key management personnel ('KMP") loans	Pro Forma Consolidated Balance Sheet (unaudited) at time of the Offer	Other transactions from 1 July 2021 to 17/02/2022 (unaudited)	Consolidated Pro Forma Balance Sheet (unaudited) before capital raising	Capital raising net of broker costs	Pro Forma Consolidated Balance Sheet (unaudited) at 17/02/2022
	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000	$'000
Assets											
Current assets											
Cash and cash equivalents	50	1,800	-	(30)	-	(52)	1,768	(835)	933	1,404	2,337
Other receivables	108	-	-	-	-	-	108	15	123	-	123
Total current assets	**158**	**1,800**	**-**	**(30)**	**-**	**(52)**	**1,876**	**(820)**	**1,056**	**1,404**	**2,460**
Non-current assets											
Plant and equipment	-	-	-	-	-	-	-	-	-	-	-
Right of use assets	55	-	-	-	-	-	55	-	55	-	55
Exploration and evaluation	12,404	-	-	-	-	-	12,404	93	12,497	-	12,497
Non-current receivables	40	-	-	-	-	-	40	-	40	-	40
Total non-current assets	**12,499**	**-**	**-**	**-**	**-**	**-**	**12,499**	**93**	**12,592**	**-**	**12,592**
Total assets	**12,657**	**1,800**	**-**	**(30)**	**-**	**(52)**	**14,375**	**(727)**	**13,648**	**1,404**	**15,052**
Liabilities											
Current liabilities											
Trade and other payables	245	-	-			(22)	223	(44)	179	-	179
Borrowings	5,263	-	(3,670)	(1,144)	(189)	(150)	110	(100)	10	-	10
Provisions	44	-	-	-	-	-	44	-	44	-	44

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Lease liabilities	42	-	-	-	-	-	42	15	57	-	57
Total current liabilities	**5,594**	**-**	**(3,670)**	(1,144)	(189)	(172)	**419**	**(129)**	**290**	**-**	**290**
Non-current liabilities											
Borrowings	-	1,800	3,670	1,114	-	120	6,704	323	7,027	-	7,027
Lease liabilities	15	-	-	-	-	-	15	(15)	-	-	-
Total non-current liabilities	**15**	**1,800**	**3,670**	**1,114**	**-**	**120**	**6,719**	**308**	**7,027**	**-**	**7,027**
Total liabilities	**5,609**	**1,800**	**-**	**(30)**	**(189)**	**(52)**	**7,138**	**179**	**7,317**	**-**	**7,317**
Net assets	**7,048**	**-**	**-**	**-**	**189**	**-**	**7,237**	**(906)**	**6,331**	**1,404**	**7,735**
Equity											
Issued capital	58,247	-	-	-	189	-	58,436	(217)	58,219	1,404	59,623
Accumulated losses	(52,121)	-	-	-	-	-	(52,121)	(689)	(52,810)	-	(52,810)
Reserves	922	-	-	-	-	-	922	-	922	-	922
Total equity	**7,048**	**-**	**-**	**-**	**189**	**-**	**7,237**	**(906)**	**6,331**	**1,404**	**7,735**

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The following pro forma adjustments have been applied to the audited Historical Consolidated Balance Sheet to prepare the Pro Forma Consolidated Balance Sheet, as if they had occurred at 30 June 2021:

(a) On 28 July 2021, the Company received a $1,800,000 loan from Astute Dragon Commercial Limited ("Astute"). The loan is interest bearing at 9.5% per annum and is repayable on 26 April 2023;

(b) On 28 July 2021, the Company entered into an agreement with HQ Mining Resources Holding Pty Ltd ("HQM") to extend the repayment of the existing loans to HQM from 31 July 2021 to 31 January 2023 and on 26 January 2022, HQM and GCR entered into an agreement to extend the repayment date of the HQM Loans to 31 October 2023;

On 26 October 2021, the Company has paid interest expense accrued owing to HQM of $30,000;

(c) On 26 October 2021, the Company repaid $189,017 of the $299,300 loan owing to Martin Place Securities (**MPS**) by way of issue of 3,048,667 new fully paid ordinary shares at $0.062 per share.

In January 2022, $100,002 of the loan has been repaid together with $22,763 of accrued interest charge. The balance of $10,281 in principal remains unpaid.

(d) On 12 October 2021, the Company repaid the $10,000 unsecured loan from its former company secretary, Carl Hoyer and the total interest expense accrued up to 30 June 2021 of $1,216.

- On 14 September 2021 and 12 October 2021, the Company repaid the $10,000 bridging loan from Carl Hoyer, and the total interest expense accrued up to 30 June 2021 of $691.
- On 2 September 2021 and 12 October 2021, the Company repaid the $10,000 bridging loan from Jordan Li, and the total interest expense accrued up to 30 June 2021 of $771.
- On 2 September 2021 and 12 October 2021, the Company paid all the interest expense accrued up to 30 June 2021 relating to the unsecured loan of $100,000 owing to Yuanheng Wang amounting to $17,030.
- On 12 October 2021 and 15 October 2021, the Company repaid all interest expense accrued up to 30 June 2021 relating to the unsecured loan of $10,000, owing to each of Bret Ferris and Jordan Li amounting to $1,227 to each.

(e) With respect to the estimated $329,000 for costs of the Offer, GCR has paid $154,000 and has accrued $63,000 as unpaid. The balance being the broker fee on completion of the Offer of $112,000 has been netted off the capital raised of $1,516,415.

(f) Exploration expenditure of $93,000 for Copper Hill Project has been accounted in deferred expenditure and all other exploration costs totaling $157,000 have been expensed to the profit and loss account representing total expenditure of $250,000. $650,000 has been allocated in the use of funds for exploration expenditure from the date of reinstatement to the end of the financial year.

Statement of Funds

	$'000
Source of funds	
Opening cash 1 July 2021	50
Loan received before the Offer	1,800
Raised under Offer of Prospectus dated 29 November 2021	1,516
Total	**3,366**

Use of funds	
Payments before the Offer:	
Exploration & overheads	327
Loans and interest	90
Expenditure after the Offer:	
Exploration in financial year 2022 ($250,000 incurred to time of reinstatement and $650,000 remaining to end of financial year 2022)	900
Costs of the Offer	329
Repayment of loans with interest after the Offer	136
General working capital (after above uses of funds)	1,584
Total	**3,366**

3. Consolidated Activities Report

GCR carries on the business of exploration and appraisal of minerals resources with a portfolio of minerals projects in New South Wales, South Australia and Queensland.

GCR holds 100% interest in five key projects within highly prospective gold, copper and other minerals mining provinces in NSW, SA and QLD owned and explored for several years by GCR collecting valuable geological and mining information on prospects with potential for value upside with additional studies and drilling. See Annexure 2 for a list of the tenements held by GCR and their status.

GCR current business strategy is as follows:

- Copper Hill Project in NSW – Explore and develop the 100% owned Copper Hill Project in NSW that has an estimated JORC 2012 compliant resource for copper and gold in the Molong Volcanic Belt of NSW which hosts world-class porphyry gold-copper deposits being developed by other miners;
- Gawler Craton Project in SA – Explore 2 tenements 100% owned within the northern Gawler Craton in SA near Coober Pedy for iron oxide, copper and gold deposits;
- Cobar Region Project in NSW – Explore 100% owned tenements in the Canbelego and Gilgunnia regions near Cobar in NSW for gold, copper, lead and zinc;
- Quidong Project in NSW – Exploration of 100% owned Quidong Project in south-eastern NSW for copper, gold, zinc and lead; and
- Isa Phosphate Project in QLD – Exploration of phosphate deposits in 100% owned tenements in north-western QLD.

A description of the current status and activities of each project is set out below. Section 2.3 the prospectus dated 29 November 2021 ("Prospectus") provides a more detailed description of each project and in Annexure A of the Prospectus an Independent Geologist's Report provides more information on the geology of each project.

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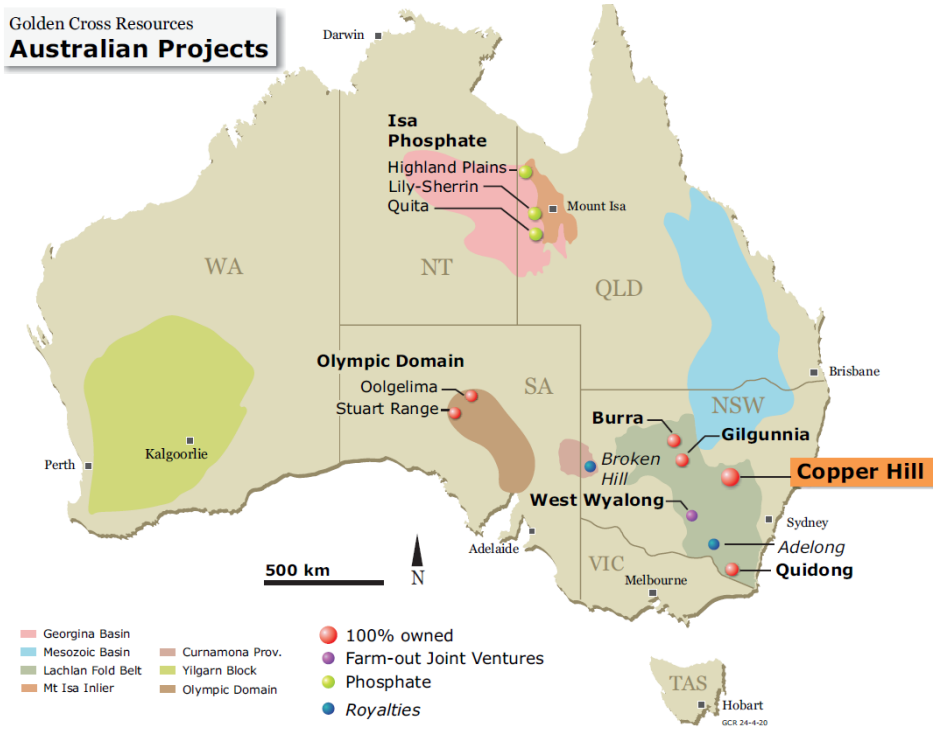

Copper Hill Project in NSW (EL 6391 - Exploration for Copper-Gold-Molybdenum)

Copper Hill, the flagship project for GCR, is located in Central Tablelands of NSW 4 km north of Molong, 235 km northwest of Sydney, well served by roads, power and populated areas with access via the Mitchell Highway.

Copper Hill is hosted by the Ordovician-aged Macquarie Arc which consists of several volcanic belts that contain the porphyry copper-gold deposits currently developed by other mining companies.

Copper Hill has been independently valued in September 2017 by GEOS Mining Consultants at $14.4 million using metal prices at 31 August 2017 for copper of US$3.07/lb and gold of US$1308/oz, (ASX announcement dated 21 September 2017). GCR plans to update the valuation in view that copper and gold prices have since risen significantly and after having carried out additional drilling and, geological and geophysical studies.

Following the 2014 drilling program, the previous 2011 resource estimates were updated at a range of copper cut-off grades by independent resource consultant James Ridley (**Table 1**). The new estimate was announced to ASX on 24 March 2015.

The March 2015 resource of copper-gold mineralisation at Copper Hill at a 0.2% copper cut-off encloses 310,000 t of contained copper and 890,000 oz of contained gold (**Table 1**) hosted in a tonalite porphyry intrusive complex. A work program is planned with the aim of upgrading the estimate by applying different criteria having regard to prior period data.

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Table 1: Mineral Resources at Copper Hill – March 2015

Resource Category	Cutoff (Cu%)	Volume (Mm3)	Tonnes (Mt)	Density (t/m3)	Grades		Metal	
					Cu %	Au (g/t)	Cu (t)	Au (oz)
Indicated	0.20	18	47	2.6	0.40	0.39	190,000	590,000
	0.30	10	27	2.6	0.52	0.52	140,000	460,000
	0.40	7.2	19	2.6	0.59	0.62	110,000	380,000
	0.50	4.4	11	2.6	0.68	0.74	78,000	270,000
Inferred	0.20	15	39	2.6	0.32	0.24	130,000	300,000
	0.30	6.1	16	2.6	0.44	0.30	71,000	150,000
	0.40	3.5	9.2	2.6	0.51	0.35	47,000	100,000
	0.50	1.5	4.0	2.6	0.59	0.37	24,000	48,000
Indicated + Inferred	0.20	33	87	2.6	0.36	0.32	310,000	890,000
	0.30	17	44	2.6	0.49	0.44	210,000	610,000
	0.40	11	28	2.6	0.56	0.53	160,000	480,000
	0.50	5.9	15	2.6	0.66	0.64	100,000	320,000

Note: all volume, tonnage, density, grade and metal figures are rounded to 2 significant figures

A revised Copper Hill scoping study was completed in 2015 (ASX announcement dated 15 April 2015), based on the higher grade Central Area resources totalling 28 million tonnes grading 0.56% copper and 0.53 g/t gold defined by 0.4% copper cut-off. The Scoping Study assessed the viability of a 2-3 Mtpa mining and processing operation at Copper Hill based on Indicated Mineral Resources (67%) and Inferred Mineral Resources (33%). The study concluded that the financial models are most sensitive to copper recovery/grade and metal prices and recommended further pre-feasibility studies.

There is a low level of geological confidence associated with Inferred Mineral Resources and there is no certainty that further exploration work will result in the determination of Indicated Mineral Resources or that the production target will be realised.

GCR is not aware of any new information or data that materially affects the information included in the ASX announcement of 15 April 2015 and that all material assumptions and technical parameters underpinning the production target in the scoping study and the resource estimate in the ASX announcement of 24 March 2015 continue to apply and have not materially changed. GCR confirms that the form and context in which the competent person's findings are presented have not been materially modified from those ASX announcements.

The programs proposed for FY 2022 and FY 2023 may be divided into two activities, tenement wide exploration, and detailed feasibility work on the Copper Hill deposit. Within EL 6391 systematic staged infill and extension of surface geophysics and geochemical sampling is proposed, including testing of new geophysical techniques.

At Copper Hill a range of feasibility work is planned on two fronts. Initially targeting the metallurgical responses of near surface parts of the orebody, and associated mining metrics. Further work will address definition of the larger lower grade halo with infill and extension drilling, and a re-evaluation of the larger resource in the light of improved metal prices, and potential application of new processing technologies.

From the December 2021 Quarter to date the following activities occurred.

Tenement Geophysics: completed the planned collection of geophysical gravity data over selected stations (see ASX Announcement dated 5 January 2022 *"CopperHill Tenement Geophysics*"). GCR is in the process of integrating the new data with the previous data to better understand geological structure of Copper Hill. The timing for the results of the data interpretation depend on resolution of data integration work. Additional station readings may be required to link the surveys and create a new image for evaluation by a geophysicist.

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Tenement Geochemistry: planned surface soils sampling over targeted areas have been successfully completed (see ASX Announcements dated 5 January 2022 *"Copper Hill Tenement Geochemistry"* and dated 11 January 2022 *"Copper Hill Geochemistry Assay Results"*). Further sampling for ongoing exploration work is planned in co-ordination with agricultural activity (eg. crop harvests).

Metallurgy Review: completed by Kenflo Pty Limited and report received with recommendations (see ASX Announcement dated 31 December 2021 *"Copper Hill Metallurgical Review"*). Kenflo will be advising GCR on further test work to be implemented.

Oxide MET Test Hole: completed a drillhole GCHD477 to 99 metres designed to test the oxide zone and provide more information to assist metallurgical assessment of the material that would be removed in early stages of a possible development (see ASX Announcement dated 13 December 2021 *"CopperHill Drilling Results"*).

Land Access: landholders have facilitated access to all areas targeted by GCR to achieve its objectives in Geophysics and Geochemistry work (see the ASX Announcements dated 5 January 2022 *"Copper Hill Tenement Geophysics"* and *"Copper Hill Tenement Geochemistry"*).

The capital raised under the Prospectus will be applied to complete the proposed program for financial year 2022 and the program for financial year 2023 is subject to raising additional capital.

Gawler Craton Project in SA
(ELs 6089 and 6500 - exploration for Copper-Gold-Rare Earths)

GCR retains two exploration licences covering 379 km^2 within the northern Gawler Craton of South Australia near Coober Pedy. The tenements contain semi-coincident gravity-magnetic anomalies potentially reflecting the presence of Iron Oxide Copper Gold (**IOCG**) deposits under sedimentary cover, that have similarities with Prominent Hill / Carrapateena. Accordingly, the exploration target is an IOCG deposit of a similar tenor.

Carrapateena and Prominent Hill were discovered by drilling semi-coincident magnetic and gravity anomalies comparable with those defined by GCR. Ongoing field work by GCR and advanced geophysical modelling utilising new and infill gravity survey data has defined high quality anomalies and provided data for improved drill targeting.

Targets developed by GCR have been ranked by our geophysicist and cleared by native title heritage surveys for drilling. In particular, the anomalies at Oolgelima Hill are regionally close to historic drilling that returned significant intervals up to 76 metres of elevated trace element geochemistry (copper, lead, zinc, lanthanum, cerium) that is sometimes associated with other IOCG deposits in the region.

The prospectivity profile of the Gawler Craton was raised by discovery of deep high-grade copper mineralisation at Oak Dam (BHP announcements to ASX on 27 November 2018, 17 October 2019 and subsequent releases), and encouraging results from other exploration in the region.

An Exploration Program for Environmental Protection & Rehabilitation (**EPEPR**) was approved by the South Australian Department for Energy & Mining (**DEM**) on 22 August 2017 for three drill sites in EL6500 Oolgelima where native title heritage clearance surveys have also been completed. On 11 May 2018, the Australian Government announced a review of the Woomera Prohibited Area Coexistence Framework and a final report was released on 29 March 2019. Renewal of GCR's access permit to the Woomera Area has delayed implementation of the approved drilling program. DEM has advised that a new EPEPR is required following amendments to regulations that came into force on 1 January 2021.

GCR has received legal professional advice on access procedures and has lodged the relevant drilling approval application documents (see ASX Announcement dated 31 December 2021 *"South Australia Access Update"*).

GCR is proceeding to implement the remainder of activities provided in the budget for the financial year 2022 (see Section 2.3.7 of the Prospectus). The program for financial year 2023, subject to raising additional capital, involves drilling the three targets currently outlined in EL6500 Oolgelima, follows by infill and extension gravity surveys to define new targets in other areas. Subject to clarifying Native Title requirements first pass gravity infill is proposed for EL6089.

Cobar Region Project in NSW
(ELs 7389 and 8270 – Exploration For Copper-Gold-Lead-Zinc)

Prospectivity of the region is underlined by long-life mining operations centred on Cobar, Girilambone and Nymagee. Discovery of the Mallee Bull copper deposit in May 2012 and recent new resource estimates by other explorers at Federation continue to demonstrate mineral development potential of the Gilgunnia region.

Extensive areas of airborne electro-magnetic survey (**EM**) have been flown by several explorers including GCR, and the technique contributed to the initial discovery of Mallee Bull. However, surficial weathering effects mask conductivity responses from much of the bedrock mineralisation, and surface geophysics coupled with drilling below the ~90 m deep zone of geochemical depletion is generally required to test targets. In May 2020, the Geological Survey of NSW and Geoscience Australia released results of a large regional Airborne Electromagnetic survey over the region. Explorers had been invited to participate by infilling the wide-spaced regional flight lines and GCR subscribed for coverage over parts of the Kilparney Extended tenement. The data set is being reviewed.

EL7389, five kilometres south of the Mt Boppy Gold Deposit, at Canbelego, covers three prospects, Burra Copper Mine, Block 51 and B51SE, which have known base metal mineralisation coincident with magnetic and EM anomalies and elevated copper-in-soil geochemistry. Copper and lead-zinc mineralisation with gold/silver credits have been intersected in most of the reverse circulation percussion and core holes drilled to date. Copper intercepts were summarised in previous annual reports of GCR and with more drilling that may also provide vectors to mineralisation deeper than current 200m depth extent of drilling.

Following the August 2017 EM survey over the southern end of the Geweroo Trend, approximately 800m of Geweroo strike remain to be explored; inconclusive results from the EM dictate a return to Induced Polarisation (**IP**) surveys to verify and extend historical IP anomalies.

Future exploration will consist of geophysical IP surveying of the northwest extension of the Geweroo Trend at Burra. Trial IP over other established trends will also be considered. There is scope for infill geochemical sampling in the Burra area where previous wide spaced sampling generated elevated copper values.

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At the Burra Trend, drilling to test open extension and infill targets is proposed, with a view to establishing sufficiently spaced intercepts that may support a resource estimate at Burra.

At EL8270, Kilparney Extended, in the Gilgunnia region, a gravity geophysical survey has been completed as planned – (see ASX Announcement dated 24 December 2021 *"Kilparney Extended Geophysics update")*. A review of the collected data has also been completed by a geophysicist. Two main gravity features are identified, and, considering there is limited supporting data from other types of exploration, a review of possible further exploration is presented, including a range of geophysical techniques. (see ASX Announcement dated 1 February 2022). The Company will consider the review and decide on the appropriate work for the next field program.

Quidong Project in NSW *(EL 7989 - exploration for Copper-Gold-Zinc-Lead)*

The south-eastern NSW region has a strong zinc and gold association at Quidong and in the surrounding region in a tectonic belt that contains the Woodlawn, Captain's Flat, Jerangle, Peak View and Benambra volcanic-hosted massive sulphide occurrences. Intrusive related gold (IGR) deposits occur in the region at Dargues Reef and Bendoc.

At Quidong, occurrences of zinc-lead-silver-barite, copper and gold are widespread and evidenced by strong surface geochemical anomalism and numerous economic and sub-economic drill intersections located around the periphery of the Quidong Basin. The basin has been targeted by modern exploration since the mid-1950s; however, large areas of the central basin, where the host stratigraphic horizons can be expected to occur at moderate depths, remain under-explored.

Quidong is an area of mature surface exploration where predominantly geochemical techniques have outlined numerous targets around the perimeter of the Basin, and where there is no clear source of the metals. Limited drilling has returned some moderate-high grade base-metal intercepts with associated gold.

At Central Ridge area, geological compilation has identified the interpreted target concepts. Several potential sites have been assessed for drilling. Government approvals were received for proposed core drilling at three sites.

The proposed program is dominated by systematic drilling of priority prospects in stages, mainly in the Central Ridge and Clarke's areas subject to further approval applications for drilling on the proposed sites.

GQDD01 was drilled in December 2021 to 99 metres. The anticipated intersection 60-70m downhole was not observed, most likely due to faulting or uncertain orientation of the structure. On the basis of this observation, the target horizon is interpreted to be deeper or laterally removed beyond the current drilling. No analyses of this part of the sequence have been carried out and the geological outcomes of the drilling will be applied to the refinement of the conceptual targets and modification of ongoing exploration (see ASX Announcement dated 30 December 2021 *"Drilling Completed at Quidong")*.

Isa Phosphate Project in QLD *(EPMs 14905, 14906, 14912 - Exploration for Phosphate)*

GCR holds 100% of three deposits: Quita Creek, Highland Plains East, and Lily & Sherrin Creek which account for a third of the historical 1960s phosphate resources of the province. There is potential for uranium and base metal mineralisation in the basement beneath the Georgina Basin that hosts the phosphate stratigraphy.

The Highland Plains East phosphate deposit extends up-dip westwards into the Northern Territory where it has been evaluated by another explorer.

The Quita Creek deposit is 25 km southwest of the Ardmore Phosphate Project which is being developed by another mining company.

External Consultants engaged by GCR have reviewed the database for each of the three locations and recommended action to upgrade the data sufficiently to convert the historical resources to comply with JORC 2012 reporting standards. Compilation and review of the historical data continued to evaluate high grade phosphate zones following those recommendations.

Staged programs are proposed in the renewal applications for the new 5 year terms of Lily & Sherrin Creek and Quita Creek. Activities include data review, and preliminary resource evaluation studies initially then infill and extension drilling to assist conversion of the historical database to JORC standard and updating of resources ahead of scoping and feasibility studies, and in potential joint venture opportunities.

4. Options

The terms and conditions of the 39 cent options and 57 cent options that are listed in item 3b are as follows:

- Each Option entitles the holder to subscribe for one fully paid ordinary share ("Share").
- The 39 cent Option shall expire at 5pm on the date that is the 6 month anniversary of GCR's reinstatement to official quotation on ASX. Any 39 cent Option which has not been exercised prior to that date automatically lapses. The 39 cent Option is exercisable at an exercise price of $0.39 per option.
- The 57 cent Option shall expire at 5pm on the date that is the 12 month anniversary of GCR's reinstatement to official quotation on ASX. Any 57 cent Option which has not been exercised prior to that date automatically lapses. The 57 cent Option is exercisable at an exercise price of $0.57 per option.
- The Broker Options are not transferable.
- All Shares issued pursuant to the exercise of the Broker Options will be allotted within 10 business days after the exercise of the Broker Options and will rank pari passu in all respects with the Company's then existing Shares. The Company will apply for official quotation by ASX of all Shares issued upon exercise of the Broker Options on or before the third business day onwhich ASX is open after the date of allotment of the Shares.
- There are no participating rights or entitlement inherent in the Broker Options and holders will not be entitled to participate in new issues of capital offered to shareholders during the currencyof the Options. However, the Company will ensure that for the purposes of determining entitlements to any such issue, the record date will be at least 3 business days after the issue is announced. This will give Option holders the opportunity to exercise their Options prior to the date for determining entitlements to participate in any such issue.
- In the event of reorganisation (including a consolidation, sub-division, reduction or return) of theissued capital of the Company, the number of Broker Options or the exercise price of the BrokerOptions or both shall be reorganised (as appropriate) in the manner required by the Listing Rules of ASX.
- If there is a pro-rata issue (except a bonus issue) to shareholders, the exercise price of each Option shall be reduced according to the following formula:

$$O' = O - \frac{E[P-(S+D)]}{N+1}$$

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Where

O' is the new exercise price of the Option. O is the old exercise price of the Option.

E is the number of Shares into which one Option is exercisable.

P is the average market price per Share (weighted by reference to volume) during the 5trading days ending on the day before the ex-rights or ex-entitlements date.

S is the subscription price for a Share under the pro-rata issue.

D is the dividend due but not yet paid on the Shares (except those to be issued underthe pro-rata issue).

N is the number of Shares with rights or entitlements that must be held to receive a rightto one Share.

- If there is a bonus issue to the shareholders, the number of securities over which the Option isexercisable will be increased by the number of Shares which the holder of the Option would have received if the Option had been exercised before the record date for the bonus issue.
- If and to the extent any of the preceding terms and conditions are inconsistent with the Listing Rules or requirements of ASX the Listing Rules of ASX will prevail in all respects to the extent of the inconsistency.
- These terms and conditions are governed by the laws of the State of New South Wales and theholder of the Options unconditionally submits to the jurisdiction of the courts of that State and courts of appeal from them.

5. Outstanding Loans

The outstanding loans of GCR and their terms and conditions at the time of Reinstatement are as follows:

Unsecured HQM Loans

GCR has 10 loan agreements with HQ Mining Resources Pty Ltd ("HQ Mining"), the controlling shareholder, for an aggregate amount of $3,670,000 ("HQM Loans"). The HQM Loans are substantially on the same terms and have no conversion rights to any securities. Interest accrues on the outstanding principal amount from day to day and the total unpaid interest accrued to 31 January 2022 is $1,322,955.32.

On 26 January 2022, HQ Mining and GCR entered into an agreement to extend the repayment date of the HQM Loans to 31 October 2023 ("Repayment Date").

The table below sets out the key terms of each HQM Loan.

Date of Loan Agreement	Principal Amount	Repayment Conditions	Convertible	Interest Rate (p.a.)	Unpaid interest accrued to 17 February 2022
22 September 2015	$150,000	Repayable on the earlier of the Repayment Date or GCR raising, in aggregate, $500,000 through the issue	No	9.75%	$49,095.21

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		of shares since the execution of the loan agreement			
4 February 2016	$320,000	Repayable on the earlier of the Repayment Date or GCR raising, in aggregate, $1,500,000 through the issue of shares since the execution of the loan agreement	No	9.75%	$182,661.99
4 August 2016	$200,000	Repayable on the earlier of the Repayment Date or GCR raising, in aggregate, $2,000,000 through the issue of shares since the execution of the loan agreement	No	9.75%	$104,656.23
11 September 2017	$400,000	Repayable on the earlier of the Repayment Date or GCR raising, in aggregate, $2,000,000 through the issue of shares since the execution of the loan agreement	No	9.75%	$186,291.78
11 September 2017	$50,000	Repayable on the earlier of the Repayment Date or GCR raising, in aggregate, $2,000,000 through the issue of shares since the execution of the loan agreement	No	9.75%	$22,425.00
31 October 2017	$800,000	Repayable on the earlier of the Repayment Date or GCR raising, in aggregate, $2,000,000 through the issue of shares since the execution of the loan agreement	No	9.75%	$335,907.53
13 April 2018	$800,000	Repayable on the earlier of the Repayment Date or GCR raising, in aggregate, $3,000,000 through the issue of shares since the execution of the loan agreement	No	9.75%	$267,982.81
16 July 2019	$100,000	Repayable on the earlier of the Repayment Date or GCR raising, in aggregate, $3,000,000 through the issue of shares since the	No	9.75%	$26,546.71

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		execution of the loan agreement			
20 July 2020	$700,000	Repayable on the earlier of the Repayment Date or GCR raising, in aggregate, $4,000,000 through the issue of shares since the execution of the loan agreement	No	9.75%	$146,480.79
28 July 2021	$150,000	Repayable on the earlier of the Repayment Date or GCR raising, in aggregate, $4,000,000 through the issue of shares since the execution of the loan agreement	No	9%	$17,516.72
Total	$3,670,000				$1,339,564.78

On 13 October 2021, HQ Mining wrote to GCR indicating that it will not require GCR to repay the HQM Loans from the proceeds it raises under the offer of the prospectus dated 29 November 2021 ("Offer"). Further, the Directors do not expect that HQ Mining will require repayment of any of the HQM Loans in connection with the Offer. GCR has not allocated any existing cash reserves, or the proceeds of the Offer, to repayment of any of the HQM Loans. Accordingly, GCR will require further funds to repay some or all of the HQM Loans or will otherwise need to negotiate extensions of time for the repayments. There can be no assurance that the new funding can be secured on favourable terms, or at all, or that otherwise HQ Mining will agree to the extension of the repayment date.

Unsecured Astute Dragon Loan

Astute Dragon Commercial Limited ("Astute Dragon") advanced a total of A$1,800,000 to GCR on 28 July 2021 accruing interest daily at a rate of 9.5% per annum, payable on expiry or prepayment of the loan ("Astute Dragon Loan"). The loan is unsecured. The Astute Dragon Loan is repayable on the earlier of 26 April 2023 and the date that GCR has raised, in aggregate, $4,000,000 from the issue of securities since execution of the loan agreement. The outstanding principal amount on the Astute Dragon Loan is $1,800,000. Unpaid accrued interest to 17 February 2022 is $96,041.10.

The Astute Dragon Loan has no conversion rights to any securities. GCR must give notice to Astute Dragon prior to conducting any placements or issues of securities, and allow Astute Dragon the first right of refusal to participate in such placement or issue of securities, provided that the parties can agree on the terms of that first right of refusal. If the terms cannot be agreed then no first right of refusal is granted to Astute Dragon.

Unsecured Notes

On 20 January 2020, GCR agreed to issue 10 'convertible notes', each with a face value of $10,000, to Director Yuanheng Wang. On 26 June 2020, further 'convertible notes' were issued to Acting CEO Bret Ferris and Director Jordan Li, each subscribing for 1 'convertible note' ("Unsecured Notes") (together, "the KMP Investors").

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The conversion of Unsecured Notes was put to shareholders for approval at the annual general meeting of GCR on 20 January 2021, with shareholders voting against the conversion rights. As a result, the terms the Unsecured Notes are read down to be unsecured debt obligations of GCR.

The Convertible Note Subscription Agreement (being the agreement under which the Unsecured Notes were issued) has not been terminated by GCR or the KMP Investors. The obligations of GCR remain in force, with the exception of the rights and obligations pertaining to conversion of the Unsecured Notes.

The key terms of the Unsecured Notes which remain in force are as follows:

- interest accrues daily on the Unsecured Notes at a rate of 12% per annum and is payable quarterly;
- if GCR defaults on its repayment obligations, interest shall accrue daily at 15% per annum;
- if GCR undertakes an issue of shares, it must make an offer to KMP Investors to repay the outstanding amount;
- if a change of control event occurs, the KMP Investors by written notice can require the repayment of the outstanding amount;
- the KMP Investors may terminate the Convertible Note Subscription Agreement if GCR fails to prepare and submit annual or quarterly reports or financial statements or a default event occurs (including failure to make payment of amounts due, failure to comply with listing rules, misrepresentation, winding up or material breach); and
- subsequent KMP Investors (being Bret Ferris and Jordan Li) are unable to exercise certain rights unless the rights are first exercised by Yuanheng Wang. These include the right to require the outstanding amount be satisfied, right to require repayment of all outstanding amounts on a change of control event, right to accept and decline offer of shares if GCR undertakes an issue of shares and the right to terminate. Once Yuanheng Wang has exercised his rights, the subsequent KMP Investors can tag along with that exercise.

The outstanding amount on the Unsecured Notes is $120,000 in principal. Unpaid interest accrued to 17 February 2022 is $873.92.

Date of Loan Agreement	Holder	Loan Amount	Repayment Conditions	Convertible	Interest Rate (p.a.)	Unpaid interest accrued to 31 January 2022
30 January 2020	Yuanheng Wang	$100,000	Repayable on demand	No	12%	$558.52
26 June 2020	Jordan Li	$10,000	Repayable on demand	No	12%	$157.70
18 June 2020	Bret Ferris	$10,000	Repayable on demand	No	12%	$157.70
Total		$120,000				$873.92

Unsecured MPS Loans

Martin Place Securities Pty Ltd (**MPS**) has outstanding loans owing by GCR under a loan agreement dated 15 September 2019 to the amount of $10,281 in principal, with the key terms being the loans are repayable on demand, having no conversion rights to any securities and interest accruing daily at a rate of 9.5% per annum. Unpaid accrued interest to 17 February 2022 is $2,441.75.

6. No Impediments

GCR confirms that there are no legal, regulatory or contractual impediments to GCR undertaking the activities disclosed by the Company in its prospectus dated 29 November 2021 and in subsequent disclosures.

7. Compliance with Listing Rules

GCR confirms that it is in compliance with the Listing Rules of ASX and in particular Listing Rule 3.1.

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ANNEXURE 2

GOLDEN CROSS RESOURCES LTD

CURRENT TENEMENT STATUS

TENEMENT NAME	Holder	TENEMENT# EL EPM/EPC	GRANT DATE Original	Units	Area km^2	Expiry Date	Renew App: Due Date	Status
NEW SOUTH WALES								
NSW ORANGE REGION					2.87/u			
Copper Hill	GCO	**6391**	10-Mar-05	**33**	94.7	10-Mar-25	09-Mar-25	Current
NSW COBAR REGION					2.87/u			
Burra	GCO	**7389**	20-Aug-09	**5**	14.4	20-Aug-24	20-Aug-24	Current
Kilparney Extended	GCO	**8270**	06-May-14	**11**	32	05-May-23	05-May-23	Current
NSW SOUTHEAST LACHLAN					2.86/u			
Quidong	GCO	**7989**	23-Oct-12	**6**	17	23-Oct-24	23-Oct-24	Current renewal confirmed 9 Feb 2022
SOUTH AUSTRALIA					2.99/u			
OOLEGLIMA SUBSEQUENT [Supercedes 4427, 5594]								
Oolgelima A [North]				**20**	60			
Oolgelima B [South]	GCO	**6500**	27-Jan-20	**24**	72	26-Jan-25	26-Oct-24	Current
Oolgelima C [East]				**35**	105			
					237			
STUART RANGE SUBSEQUENT [Supercedes 4966]								
Stuart Range Subsequent	GCO	**6089**	30-Jul-17	**47.5**	**142**	29-Jul-21	29-Jun-21	Under Renewal Application lodged on 20 Jul 2021
QUEENSLAND					2.87/u			
Quita Creek	KER	**14905**	12-Dec-06	**37**	111	11-Dec-21	11Jun21-11Sep21	Under Renewal Application lodged on 10 Sep 2021
Lily & Sherrin Creek	KER	**14912**	30-Jan-07	**36**	108	29-Jan-22	29Jul21-29Oct21	Under Renewal Application lodged on 28 Oct 2021
Highland Plains	KER	**14906**	24-Aug-07	**44**	143.2	23-Aug-22	23Mar22-23May22	Current

Applications for renewal will be made for the tenements expiring in 2022 within the time due for lodgement.

Wholly owned subsidiarries of GCR:

GCO - Golden Cross Operations Pty Ltd

KER - King Eagle Resources Pty Ltd