

Form 603Corporations Act 2001
Section 671B**Notice of initial substantial holder**

To Company Name/Scheme Noxopharm Limited
ACN/ARSN 608 966 123

1. Details of substantial holder (1)

Name Eleanore Goodridge
ACN/ARSN (if applicable) N/A

The holder became a substantial holder on 31/05/2021

2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary Shares	15,185,849	15,185,849	5.27%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Eleanore Goodridge	Eleanore Goodridge	9,727,989 ord shares
Goodridge Foundation Pty Ltd <The Goodridge Foundation A/C>	Goodridge Foundation Pty Ltd <The Goodridge Foundation A/C>	1,000,000 ord shares
Goodridge Nominees Pty Ltd <The Goodridge Family A/C>	Goodridge Nominees Pty Ltd <The Goodridge Family A/C>	1,256,000 ord shares
Nora Goodridge Investments Pty Ltd	Nora Goodridge Investments Pty Ltd	3,090,489 ord shares

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Eleanore Goodridge	Eleanore Goodridge	Eleanore Goodridge	9,727,989 ord shares
Goodridge Foundation Pty Ltd <The Goodridge Foundation A/C>	Goodridge Foundation Pty Ltd <The Goodridge Foundation A/C>	Goodridge Foundation Pty Ltd <The Goodridge Foundation A/C>	1,000,000 ord shares

Goodridge Nominees Pty Ltd <The Goodridge Family A/C>	Goodridge Nominees Pty Ltd <The Goodridge Family A/C>	Goodridge Nominees Pty Ltd <The Goodridge Family A/C>	1,367,371 ord shares
Nora Goodridge Investments Pty Ltd	Nora Goodridge Investments Pty Ltd	Nora Goodridge Investments Pty Ltd	3,090,489 ord shares

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
Nora Goodridge Investments Pty Ltd	31/05/2021	N/A	\$1,585,421 (conversion of loan as approved by shareholders on 31/05/2021)	3,090,489
Goodridge Nominees Pty Ltd <The Goodridge Family A/C>	28/05/2021	\$62,875.26	N/A	111,371
	13/05/2021	\$43,869.69	N/A	78,998
	12/05/2021	\$74,996.18	N/A	135,000
	11/05/2021	\$82,077.31	N/A	142,002

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Goodridge Foundation Pty Ltd <The Goodridge Foundation A/C>	Director of Trustee
Goodridge Nominees Pty Ltd <The Goodridge Family A/C>	Director of Trustee and Beneficiary
Nora Goodridge Investments Pty Ltd	Director and Shareholder

7. Addresses

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

Name	Address
Eleanore Goodridge	2/15 Sutherland Crescent, Darling Point, NSW 2027
Goodridge Foundation Pty Ltd <The Goodridge Foundation A/C>	2/15 Sutherland Crescent, Darling Point, NSW 2027
Goodridge Nominees Pty Ltd <The Goodridge Family A/C>	2/15 Sutherland Crescent, Darling Point, NSW 2027
Nora Goodridge Investments Pty Ltd	2/15 Sutherland Crescent, Darling Point, NSW 2027

Signature

print name Eleanore Goodridge

capacity Self

sign here

RICHARD A. GIELSKI

date

31/05/2021

Richard A. Gielski (Director Goodridge Nominees P/L)
(Director Goodridge Foundation)

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 7 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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 this contract, scheme or arrangement; and
 - (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.