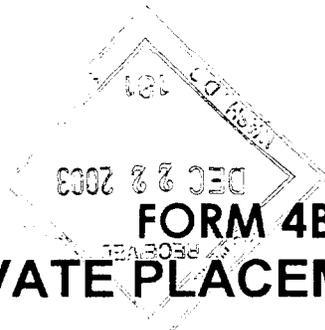




tsx venture EXCHANGE



# FORM 4B (UPDATED) PRIVATE PLACEMENT NOTICE FORM

To obtain conditional acceptance only of the Private Placement, Issuer must complete Parts I, and II of this Form. To obtain final Exchange Acceptance for Expedited Private Placements, Issuers must also complete Parts III, IV, V, and VI (where applicable) and Parts IV and V of this Form.



03045449

## I. GENERAL

1. Re: *GOLCONDA RESOURCES LTD.* (the "Issuer").

Trading Symbol: *GA.*

2. Date Price Reservation Form Filed: \_\_\_\_\_

Date of News Release announcing Private Placement: *August 5, 2003.*

3. Is this filing in relation to:

a) an Expedited Private Placement, in compliance with the requirements as set out in section 6 of *Policy 4.1 - Private Placements?*

Yes  No

If Yes, please complete Parts I - III and V of this Form.

b) Conditional Acceptance of a Non-Expedited Private Placement: Yes  No

c) Final Acceptance of a Non-Expedited Private Placement: Yes  No

SUPPL  
PROCESSED  
JAN 13 2004  
THOMSON FINANCIAL

## II. DETAILS OF PLACEMENT

4. Total amount of funds to be raised: *\$375,000*

5. Proposed use of proceeds: *\$175,000: Reverse circulation drilling, South Monitor and Monitor Flats properties in Nevada; \$50,000: airborne geophysical program, Saskatchewan property; \$45,000: mapping and sampling (\$20,000 in British Columbia and \$25,000 in Ontario); \$45,000: payment of outstanding bills; \$40,000 corporate overhead; and \$20,000: working capital-exploration.*

6. (a) Description of shares to be issued:

*See 1/7*

- (i) Class: *Common Shares*
- (ii) Number: *1,500,000*.
- (iii) Price per security: *\$0.25*
- (b) Description of Warrants to be issued:
  - (i) Number of Warrants: *1,500,000*.
  - (ii) Number of Listed Shares eligible to be purchased on exercise of Warrants: *1,500,000*.
  - (iii) Exercise price of Warrants: Year 1: *\$0.35* Year 2: \_\_\_\_\_  
Tier 1 Only: Year 3: \_\_\_\_\_ Year 4 \_\_\_\_\_ Year 5 \_\_\_\_\_
  - (iv) Expiry date of Warrants: \_\_\_\_\_.
- (c) Description of Convertible Securities to be issued:
  - (i) Number/ Aggregate principal amount: \_\_\_\_\_.
  - (ii) Number of Listed Shares to be issued on conversion: \_\_\_\_\_.
  - (iii) Expiry/Maturity date: \_\_\_\_\_.
  - (iv) Interest rate: \_\_\_\_\_.
  - (v) Conversion terms: \_\_\_\_\_.
  - (vi) Default provisions: \_\_\_\_\_.
- (d) Total Shares to be Issued [a(ii) + b(ii) + c(ii)]: *3,000,000*.

7. Issued and outstanding Listed Shares at the date of the price reservation:

*38,248,734 common shares*

**8. Placees**

(a) The following table must be completed for all Expedited Private Placements and in order to receive conditional acceptance of other Private Placements. The table must disclose the identities of all purchasers, both of record as well as beneficial holders. Where such purchaser is of record only, the identity of the beneficial holder must also be disclosed. Subscriptions by current Insiders, Placees who will

become Insiders as a result of the Placement, and Pro Group Placees must be disclosed to the Exchange prior to closing the Private Placement.

Name & Residential Address of Purchaser	*Name and Address of Beneficial Holder	# of Shares Purchased	**Post- closing Direct & Indirect Holdings in the Issuer	***% of Post- Closing Outstanding Shares	***Insider=I ProGroup=P
Amasona AG P.O. Box F- 42571 Freeport / Bahamas		300,000 warrants 300,000	724,000	1.75%	
Ken Biggs 13708 - 82 Ave. NW Edmonton, AB T5R 3R4		40,000 warrants 40,000	164,500	0.40%	
Leone Biggs 13708 - 82 Ave. NW Edmonton, AB T5R 3R4		20,000 warrants 20,000	185,000	0.45%	
Cameron Conway 110 Harvest Oak Rise NE Calgary, AB T3K 4T9		40,000 warrants 40,000	80,000	0.19%	
Peter C. Du Bois 282 Edward Bentley Rd. Lawrence, NY 11559		200,000 warrants 200,000	400,000	0.97%	
Golden Equities Partnership 7850 Metro Parkway Minneapolis, MN 55425		100,000 warrants 100,000	200,000	0.48%	
Brian Huffman 165 East Chestermere Dr. Chestermere, AB T1X 1A1		40,000 warrants 40,000	150,000	0.36%	
Harry A. Johnson 6500 Barrie Road Minneapolis, MN 55435		200,000 warrants 200,000	400,000	0.97%	
Arthur B. Jones 1725 - 13th Avenue SW Calgary, AB T3C 0V1		100,000 warrants 100,000	600,000	1.45%	
Brian J. Knight 3516 Benton Rd. NW Calgary, AB T2L 1W8		10,000 warrants 10,000	155,000	0.37%	
Art Lauder 6808 - 22 <sup>nd</sup> Avenue NW Edmonton, AB T6K 2H6		100,000 warrants 100,000	252,000	0.61%	
Guenther J. Liedtke 6611 Coach Ridge Rd. SW Calgary, AB T3H 1J6		150,000 warrants 150,000	1,016,551	2.46%	I
Kert Ness RR #1 STN Main Airdrie, AB T4B 2A3		50,000 warrants 50,000	170,000	0.41%	
Trudy Ness RR #1 STN Main Airdrie, AB T4B 2A3		50,000 warrants 50,000	100,000	0.24%	
Joe A. Roher RR #4 Site 6, Box 7 Innisfail, AB T4G 1P8		100,000 warrants 100,000	360,000	0.87%	
<b>TOTAL</b>		<b>3,000,000</b>	<b>4,957,051</b>	<b>12%</b>	

### Convenience Features

DND  
Cancel DND  
Mute  
Background music (if equipped)  
Alarm Clock, Appointment reminder

Selecting Caller ID Display

dial 401  
dial 400  
Press mute key  
While on hook press hold key  
Press transfer 112  
Dial alarm number  
Dial time you wish alarm to go off (HHMM)  
Dial 1 (for today only) or 2 (for daily occurrence)  
dial TRANSFER 119 . Dial 1 for number first  
or press 2 for name first

### User Programming

Press Transfer key

100 then press extension number  
101 then press extension number  
→ 102 then press extension number  
103 then press extension number  
104 then press extension number  
105 then press extension number  
106 then press extension number  
107 then press extension number  
108 then press extension number  
109 then press extension number  
110 then press extension number  
111 then press extension number  
112 then press extension number  
113 then press extension number  
114 then press extension number  
115 then press extension number  
116 then press extension number  
117 then press extension number  
118 then press extension number  
119 then press extension number

Station Lock 0 unlocked 1 locked  
Change user code  
Call Forward  
Set Answer Mode  
Station Name  
Station Speed Dial  
Station Speed Dial Name  
Key Extender  
Station Status  
Clock Display  
Key Set On/Off  
Key Set Ring Tone  
Alarm Reminder  
View Memo Number  
Off Hook Ring Volume  
Set Programme Message  
Alarm and Message  
Assign Background Music Vol  
Station Ring Volume  
Caller ID Display

### System Administrator Codes

Press Transfer key - Then 200. Password "1234". Press 1 to enable. Transfer key Transfer Key  
All of the above

\* if the purchaser is/will not be the beneficial holder, complete this information

\*\* assuming exercise of Warrants issued pursuant to the Private Placement

\*\*\* If the Placee is an Insider prior to closing or will be an Insider post-closing, please indicate with an "I".

If unknown at time of filing, please indicate. The Exchange may issue conditional acceptance and permit the transaction to close where these Placees are not identified, but will not issue final acceptance for the Private Placement until this section is completed.

(b) If any Placees in item 8(a) are not individuals and a Corporate Placee Registration Form has not previously been filed or is not current, please attach the Corporate Placee Registration Form (Form 4C). *2 completed Forms are attached.*

9. If this transaction is a Brokered Private Placement, provide the name of the Agent conducting the Private Placement: *N/A*

10. Provide the following information for any bonus, finder's fee, commission or Agent's Option to be paid in connection with the Private Placement: *N/A*

(a) Confirm that the sales Agent/broker is arm's length to the Issuer.

Yes  No

If No, provide details regarding the relationship to the Issuer:

(b) Name of sales Agent/broker (name, address, beneficial ownership where applicable)

(c) Cash \_\_\_\_\_

(d) Securities \_\_\_\_\_

(e) Expiry date of any Agent's Option \_\_\_\_\_

(f) Exercise price of any Agent's Option \_\_\_\_\_

11. Describe the particulars of any other proposed Material Changes in the affairs of the Issuer.

*There are no other proposed Material Changes in the affairs of the Issuer.*

## One Page User Guide for Samsung DCS Compact

### Outside Calls

To make out side calls

- Pick up handset
- Press Speaker Button

To answer an incoming call

- If your set rings
- If your set does not ring
- Station call pick up

- Pick up handset or press ANS/RLS button
- Press Flashing line button and pick up handset
- Dial 65 and the 3 digit ext number of the ringing phone

### Internal Calls

Calling other stations

- If no appearance for the station on your set
- If there is a DSS appearance on the set
- To call the operator

- Dial the 3 digit extension
- Press the button
- Dial "0"

To answer an internal call

- Press ANS/RLS button
- Pick up handset

### Call Processing

System Hold

- To put on hold - Press hold button once.
- To answer - press flashing button from any set

Key will flash green at your set and flash red on all others

Exclusive hold

- Press hold button twice

Your set will flash green and be solid red on all other stations

Remote Hold

Press transfer, 3 digit extension number, then hold button

Transferring Calls

Screened Transfer (can announce caller first)

Press TRANSFER and then 3 digit extension number stay on the line. When party answers, announce call then hang up

Unscreened transfer

Press TRANSFER and then 3 digit extension number then hang up

Transfer to voicemail

To transfer call directly to voicemail box

Press VT button and dial 3 digit extension number then hang up

Conference Calls

3 party conference

While on conversation, press CONF key, get conference tone make another call to internal or external party, press CONF continue from above, press CONF button dial next party, press CONF

4 party conference

continue from above, press CONF button dial next party, press CONF

5 party conference

press CONF, dial ext or line button. Press CONF to rejoin the conference

To drop people from conference

Forwarding

To an external number

Press TRANSFER, then dial 6, then trunk group access code ,(80), the telephone number. Press TRANSFER to store

Speed Dialling

Personal speed dial (00-49)

Press MEMORY button, dial the speed dial number

System Speed dial (500 - 999)

Press MEMORY button, dial the speed dial number

Programming personal speed dial numbers

Press TRANSFER then dial 105

Dial a speed dial number (00-49)

Dial ~~##~~ 9

Dial telephone number

Press transfer to store

Last number redial

Press redial or dial 19

Paging

Internal - all zones

Dial 55 + 0

External - all zones (If equipment is available)

Dial 55+\*

12. Describe any unusual particulars of the transaction (i.e. tax "flow through" shares, etc.).

*N/A*

13. Does the transaction involve or form part of a series of transactions that may result in a Change of Business or Reverse Take-over? (as defined in *Policy 5.2- Changes of Business and Reverse Take-Overs*)?

Yes  No

If Yes, describe all relevant terms:

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#### IV. FINAL DOCUMENTATION

Issuers must complete this section in order to receive final Exchange Acceptance of any Private Placement. This section may be either completed and filed at the initial filing stage, or after the greater of 15 days after receiving conditional acceptance or 45 days from the Price Reservation date; or if the Private Placement is brokered, the greater of 30 days after receiving conditional acceptance or 60 days from the Price Reservation date. If the Issuer is filing an Expedited Private Placement, the Declaration below must be filed with the initial filing. If any information in Parts I - II has changed subsequent to the initial Private Placement filing, the Issuer must update the appropriate sections in this Form.

1. Has any information required in Parts I and II changed since the Issuer originally filed the Notice?

Yes  No

If Yes, please provide an updated Notice highlighting the changes.

2. Have all the applicable Placees been disclosed pursuant to item 8 of Part II?

Yes  No

If No, please provide an updated Notice containing the appropriate Placee information.

3. Where a new Control Person in the Issuer has been created as a result of the issuance of the Private Placement securities, including Warrants, indicate the following: *N/A*

- a) the name(s) of the new Control Person(s)

\_\_\_\_\_  
\_\_\_\_\_

- b) the date on which shareholder approval has or will be obtained for the transaction.

\_\_\_\_\_

- c) If consents were used to obtain shareholder approval, please confirm that the issuer obtained consent from shareholders holding at least 50% +1 of the Issuer's outstanding shares prior to the Private Placement.

Yes  No

**V. DECLARATION**

This Declaration accompanies an application to the Exchange for final acceptance of the Private Placement summarized in the Private Placement Notice Form (the "Filing").

The undersigned hereby certifies that:

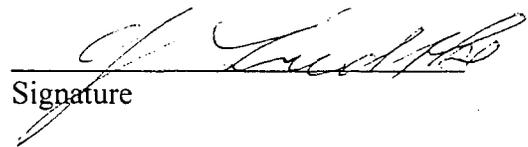
- a) the undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to make this Declaration;
- b) the Filing is in all respects in accordance with Policy 4.1 – *Private Placements*, in effect as of the date of this Declaration or any deviations are disclosed in the Notice filed by the Issuer;
- c) there are no Material Changes in the affairs of the Issuer which have not been publicly disclosed;
- d) any changes to the terms of this Private Placement since the date of filing and/or conditional acceptance of the Notice have been disclosed in an attachment to this Declaration;
- e) each purchaser has been advised of the applicable Securities Law or Exchange hold period and all securities subject to a hold period will bear a legend on the certificate indicating the applicable hold period; and
- f) the Issuer has completed the transaction in accordance with the applicable Securities Laws.

Dated: *August 21, 2003*

GOLCONDA RESOURCES LTD.

Guenter J. Liedtke

Name of Director and/or  
Senior Officer



Signature

President

Official Capacity



TSX VENTURE EXCHANGE

August 22, 2003

Noy Douangphrachanh  
Analyst  
Corporate Finance  
300 Fifth Avenue S.W.  
Calgary, AB, Canada T2P 3C4  
T (403) 218-2803  
F (403) 234-4212  
noy@tsxventure.com

**Guenter J. Liedtke, President**  
**Golconda Resources Ltd.**  
Suite 620, 304 - 8<sup>th</sup> Ave. S.W  
Calgary, AB T2P 1C2

Dear Mr. Liedtke,

**RE: Golconda Resources Ltd. (the "Company") Submission #85867**  
**Private Placement to raise up to \$375,000**

**Golconda Resources Ltd. ("GA")**  
**BULLETIN TYPE: Private Placement-Non-Brokered**  
**BULLETIN DATE: August 22, 2003**  
**Tier 2 Company**

TSX Venture Exchange has accepted for filing documentation with respect to a Non-Brokered Private Placement announced August 5, 2003:

Number of Shares: 1,500,000 shares  
Purchase Price: \$0.25 per share  
Warrants: 1,500,000 share purchase warrants to purchase 1,500,000 shares  
Warrant Exercise Price: \$0.35 for a one year period  
Number of Places: 15 Places

Insider / Pro Group Participation:

Name	Insider=Y / ProGroup=P / New Insider=N [in the event warrants are exercised]	# of Shares
Guenter J. Liedtke	Y	150,000 Units

**Please be advised that the Exchange will require the Company to issue a closing press release by today August 22, 2003. The press release must disclose the expiry dates of the hold period(s) for the securities issued in the private placement, as well as any securities issued as bonuses, finder's fee or commissions in connection with the financing.**

**Please fax a copy of such press release to my direct fax number above.**

Should you require any further information, please do not hesitate to contact the undersigned.

Yours truly,

A handwritten signature in black ink, appearing to read 'Noy D', written in a cursive style.

Noy. Douangphrachanh  
Analyst, Corporate Finance