
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934

August 8, 2014

Date of Report (Date of earliest event reported)

GOLSPAN RESOURCES, INC.

(Exact name of registrant as specified in its charter)

Nevada
*(State or other
Jurisdiction of Incorporation)*

333-146442
(Commission File Number)

26-3342907
*(IRS Employer
Identification Number)*

102 North Curry Street, Carson City, Nevada 89703
(Address of Principal Executive Offices (Zip Code))

(775) 461-3445
(Registrant's telephone number, including area code)

(Former Address of Principal Executive Offices) (Zip Code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Section 8 - Other Events

Item 8.01 Other Events. .

On July 31, 2014 the Company entered into an Asset Purchase Agreement with SJE Mining LLC (“SJE”) which provides in part for the Company to issue SJE 200 million shares of its common stock (the “Shares”) in consideration for the transfer of certain mining claims. As a result of the foregoing, SJE currently owns approximately 71% of the Company’s issued and outstanding shares of common stock.

On August 8, 2014, the Company entered into a Lock-Up Agreement with SJE Mining LLC (“SJE”) and SJE’s two members, Eric Stevenson and Steven Jones. The Lock-Up Agreement provides in part that SJE will not trade, transfer, sell, convey or in any way encumber the Shares for a period of two years commencing July 31, 2014.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
10.1	Lock-Up Agreement

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: August 22, 2014

GOLDSPAN RESOURCES, INC.

By: /s/ Phillip Allen
Phillip Allen
President

LOCK-UP AGREEMENT

This Lock-Up Agreement (the "Agreement") is entered into this 8th day of August 2014 amongst Goldspan Resources Inc. (the "Company"), SJE Mining LLC ("SJE"), Eric Stevenson and Steven Jones, the equity owners of SJE (the "Members").

WHEREAS, on July 31, 2014, the Company entered into an Asset Purchase Agreement (the "Purchase Agreement") with SJE which provided in part for SJE to receive 200 million shares of the Company's common stock (the "Shares"); and

WHEREAS, the parties have determined that it is in the best interests of the Company and the Company's shareholders to Lock-Up the Shares for a period of two years from the closing date of the Purchase Agreement (the "Closing Date").

NOW THEREFORE, in consideration of the mutual covenants contained herein and other good and valuable consideration it is agreed:

1. SJE and the Members agree not to trade, transfer, sell, convey or in any way encumber the Shares for a period of two years commencing on the Closing Date.
2. The Company is hereby authorized to instruct the Company's Transfer Agent to note on the SJE share certificate that the Shares are subject to the terms and conditions of this Agreement.
3. This agreement represents the entire agreement between the parties with respect to the Lock-Up and supersedes any other agreements whether oral or in writing entered into between the parties.
4. This Agreement may not be amended with the written consent of all signatories hereto.

This Agreement is entered into the date set forth above.

Goldspan Resources Inc.

/s/ Phillip Allen
BY: Phillip Allen, president

/s/ Steven Jones
Steven Jones

SJE Mining LLC

/s/ Eric Stevenson
Eric Stevenson, Managing Member

/s/ Eric Stevenson
Erick Stevenson