

12 August 2019

Dear Optionholder,

Pro-Rata Non-Renounceable Rights Issue – Notification to Optionholders

Genesis Minerals Limited (ACN 124 772 041) (**Company**) has announced to ASX Limited (**ASX**) that it would undertake a partially underwritten one (1) for six (6) non-renounceable pro-rata rights issue at \$0.032 per New Share to raise approximately \$6,046,363 (**Offer**), and that the Offer would only be extended to holders of ordinary shares in the Company with a registered address in Australia or New Zealand (**Eligible Shareholders**) as at 5:00pm (WST) on 15 August 2019 (**Record Date**).

New Shares will rank equally with all fully paid ordinary shares in the capital of the Company (**Shares**) already on issue.

Following completion of the Offer, the Company will have issued approximately 188,948,857 New Shares resulting in total Shares on issue of approximately 1,322,641,997.

The Offer is partially underwritten by Alkane Resources Limited (ACN 000 689 216) (**Underwriter**) to the value of \$4,229,613 (**Underwritten Amount**). The Company must pay the Underwriter an underwriting fee of 3% of the Underwritten Amount (being an underwriting fee of \$126,888).

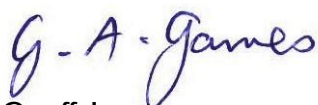
The proceeds of the Offer will be used to strengthen Genesis' balance sheet and allow it to progress a multi-pronged exploration and development strategy at Ulysses including resource in-fill work, resource extension drilling and ongoing Feasibility Study work, while also pursuing other strategic acquisition and growth opportunities in the Leonora region; and for general corporate and capital raising costs.

You hold options over unissued shares in the Company. If you want to ensure that you receive an entitlement to participate in the Offer in relation to some or all of these unissued shares (assuming you have a registered address in Australia or New Zealand), you will need to exercise the appropriate number of your options ensuring you allow sufficient time before the Record Date to allow the underlying unissued shares to be issued to you.

If you are considering exercising your options, you are encouraged to read in full the Company's Offer Document which was released to the ASX on 12 August 2019 containing key terms of the Offer.

If you have any queries in relation to your options or the Offer please contact the Company Secretary, Geoff James on 08 9322 6178 (within Australia) or + 61 8 9322 6178 (outside Australia).

Yours faithfully



Geoff James
Company Secretary
Genesis Minerals Limited