



Announcement Summary

Entity name

GENESIS MINERALS LIMITED

Date of this announcement

Monday April 11, 2022

The +securities the subject of this notification are:

+Other securities issued under an +employee incentive scheme that are not intended to be quoted on ASX

Total number of +securities to be issued/transferred

ASX +security code	Security description	Total number of +securities to be issued/transferred	Issue date
GMDAZ	OPTION EXPIRING VARIOUS DATES EX VARIOUS PRICES	1,420,000	11/04/2022
GMDAAC	PERFORMANCE RIGHTS	5,300,000	11/04/2022

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of entity

GENESIS MINERALS LIMITED

We (the entity named above) give notice of the issue, conversion or payment up of the following unquoted +securities.

1.2 Registered number type

ABN

Registration number

72124772041

1.3 ASX issuer code

GMD

1.4 The announcement is

New announcement

1.5 Date of this announcement

11/4/2022



Part 2 - Issue details

2.1 The +securities the subject of this notification are:

+Other securities issued under an +employee incentive scheme that are not intended to be quoted on ASX

2.2a This notification is given in relation to an issue of +securities in a class which is not quoted on ASX and which:

has an existing ASX security code ("existing class")



Part 3B - number and type of +securities the subject of this notification (existing class) where issue has not previously been notified to ASX in an Appendix 3B

ASX +security code and description

GMDAAC : PERFORMANCE RIGHTS

Date the +securities the subject of this notification were issued

11/4/2022

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class

Yes

Were any of the +securities issued to +key management personnel (KMP) or an +associate?

Yes

Provide details of the KMP or +associates being issued +securities.

Name of KMP	Name of registered holder	Number of +securities
MORGAN BALL	MACHAZA PTY LTD <M & L BALL FAMILY A/C>	1,800,000
TROY IRVIN	THE GOODIE ROOM PTY LTD <GOODIE ROOM A/C>	1,800,000
LEE STEPHENS	MR LEE STEPHENS + MRS SHAREN STEPHENS <STEPHENS FAMILY A/C>	1,200,000
GEOFF JAMES	FRANCES HELEN JAMES	500,000

Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms

The Performance Rights were issued under GMD's Incentive Performance Rights Plan (PR Plan) approved by shareholders at the General Meeting held on 4 September 2020. The material terms and conditions of the PR Plan are set out in the Notice of Meeting document as follows: <https://www.asx.com.au/asxpdf/20200803/pdf/4414q5jtyq9yb2.pdf>

Any other information the entity wishes to provide about the +securities the subject of this notification

Performance Rights are to vest in three tranches: 1/3rd on Resource growth to 2.5Moz, 1/3rd on Reserve growth to 1.0Moz and 1/3rd on first gold production. The KMP have agreed to a 3-year escrow period and are required to remain employed for 3 years. Performance Rights have a 5 year term.



Issue details

Number of +securities

1,766,666

Number of +securities

1,766,667

Number of +securities

1,766,667

ASX +security code and description

GMDAZ : OPTION EXPIRING VARIOUS DATES EX VARIOUS PRICES

Date the +securities the subject of this notification were issued

11/4/2022

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class

Yes

Were any of the +securities issued to +key management personnel (KMP) or an +associate?

Yes

Provide details of the KMP or +associates being issued +securities.

Name of KMP	Name of registered holder	Number of +securities
MORGAN BALL	MACHAZA PTY LTD <M & L BALL FAMILY A/C>	540,000
TROY IRVIN	THE GOODIE ROOM PTY LTD <GOODIE ROOM A/C>	540,000



LEE STEPHENS

MR LEE STEPHENS + MRS SHAREN STEPHENS <STEPHENS FAMILY A/C> 240,000

GEOFF JAMES

FRANCES HELEN JAMES 100,000

Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms

The Options were issued under GMD's Incentive Option Plan (Option Plan) approved by shareholders at the General Meeting held on 4 September 2020. The material terms and conditions of the Option Plan are set out in the Notice of Meeting document as follows: <https://www.asx.com.au/asxpdf/20200803/pdf/4414q5jtyq9yb2.pdf>

Any other information the entity wishes to provide about the +securities the subject of this notification

Options have an exercise price of \$2.24 equal to a 45% premium to a 20 Trading Day VWAP of GMD Shares as at 1 April 2022. The Options vest immediately on issue and expire 4 years after the date of issue.

Issue details

Number of +securities

1,420,000

Part 4 - +Securities on issue

**Following the issue, conversion or payment up of the +securities the subject of this application, the +securities of the entity will comprise:
(A discrepancy in these figures compared to your own may be due to a matter of timing if there is more than one application for quotation/issuance currently with ASX for processing.)**

4.1 Quoted +Securities (Total number of each +class of +securities quoted)

ASX +security code and description	Total number of +securities on issue
GMD : ORDINARY FULLY PAID	251,997,224

4.2 Unquoted +Securities (Total number of each +class of +securities issued but not quoted on ASX)

ASX +security code and description	Total number of +securities on issue
GMDAZ : OPTION EXPIRING VARIOUS DATES EX VARIOUS PRICES	41,825,021
GMDAAB : OPTION EXPIRING 17-DEC-2023 EX \$1.00	3,220,092
GMDAAC : PERFORMANCE RIGHTS	8,300,000



Part 5 - Other Listing Rule requirements

5.1 Were the +securities issued under an exception in Listing Rule 7.2 and therefore the issue did not need any security holder approval under Listing Rule 7.1?

Yes

5.1a Select the number of the applicable exception in Listing Rule 7.2

13