



ARGONAUT

The Natural Choice in Resources

3 January 2013

The Directors
Genesis Minerals Limited
Unit 6
1 Clive Street
West Perth WA 6005

Company Announcements Office
Australian Securities Exchange Limited
20 Bridge Street
Sydney NSW 2000

Notice of Change of Interest of Substantial Holder – Genesis Minerals Limited

In accordance with section 671B of the Corporations Act 2001 we enclose a notice of change of interest of substantial holder for Genesis Minerals Limited.

Yours Sincerely

Michael Price
Company Secretary
Argonaut Limited

Form 604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holder

To: Genesis Minerals Limited

ACN: 124 772 041

1. Details of substantial holder (1)

Name: Argonaut Limited

ACN: 109 326 418

There was a change in the interests of the substantial holder on various dates between 29 March 2011 and 10 May 2012.

The previous notice was given to the company on 25 January 2011.

The previous notice was dated 25 January 2011.

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting Power (5)	Person's votes	Voting power (5)
Ordinary Shares	5,553,334	8.75%	6,303,752	5.16%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company, since the substantial holder was last required to give a substantial holding notice to the company are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
29/03/2011	Argonaut Equity Partners Pty Limited	Placement	\$160,000	800,000 FPO	800,000 FPO
17/06/2011	Argonaut Equity Partners Pty Limited	Off Market Transfer	\$49,583	291,667 FPO	291,667 FPO

17/06/2011	Argonaut Capital Limited	Off Market Transfer	\$29,750	175,000 FPO	175,000 FPO
17/06/2011	Argonaut Capital Limited	Off Market Transfer	\$19,833	116,667 FPO	116,667 FPO
06/12/2011	Argonaut Equity Partners Pty Limited	On Market Sale	\$15,000	100,000 FPO	100,000 FPO
09/12/2011	Argonaut Equity Partners Pty Limited	On Market Sale	\$11,250	75,000 FPO	75,000 FPO
09/12/2011	Argonaut Equity Partners Pty Limited	On Market Sale	\$26,250	175,000 FPO	175,000 FPO
13/12/2011	Argonaut Equity Partners Pty Limited	On Market Sale	\$4,000	25,000 FPO	25,000 FPO
13/12/2011	Argonaut Equity Partners Pty Limited	On Market Sale	\$18,602	116,260 FPO	116,260 FPO
14/12/2011	Argonaut Equity Partners Pty Limited	On Market Sale	\$9,398	58,740 FPO	58,740 FPO
16/01/2012	Argonaut Equity Partners Pty Limited	On Market Sale	\$4,500	30,000 FPO	30,000 FPO
19/01/2012	Argonaut Equity Partners Pty Limited	On Market Sale	\$3,662	24,412 FPO	24,412 FPO
24/01/2012	Argonaut Equity Partners Pty Limited	On Market Sale	\$6,838	45,588 FPO	45,588 FPO
24/01/2012	Argonaut Equity Partners Pty Limited	On Market Sale	\$15,500	100,000 FPO	100,000 FPO
10/05/2012	Argonaut Investments Pty Limited	Entitlements Offer	\$20,833	208,334 FPO	208,334 FPO
10/05/2012	Argonaut Equity Partners Pty Limited	Entitlements Offer	\$49,208	492,084 FPO	492,084 FPO

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Persons entitled to be registered as holder (8)	Nature of relevant interest (9)	Class and number of securities	Person's votes
Argonaut Equity Partners Pty Limited	Argonaut Equity Partners Pty Limited	Argonaut Equity Partners Pty Limited	Note 1	4,428,751 FPO	4,428,751 FPO

Argonaut Investments Pty Limited	Argonaut Investments Pty Limited	Argonaut Investments Pty Limited	Note 2	1,875,001 FPO	1,875,001
Argonaut Capital Limited	Argonaut Capital Limited	Argonaut Capital Limited	Note 3	Nil	Nil

Note 1 Argonaut Equity Partners Pty Limited is a controlled body corporate of Argonaut Limited (ACN 109326418) within the definitions of s608(3) of the Corporations Act

Note 2 Argonaut Capital Limited is a controlled body corporate of Argonaut Limited (ACN 109326418) within the definitions of s608(3) of the Corporations Act

Note 3 Argonaut Investments Pty Limited is a controlled body corporate of Argonaut Limited (ACN 109326418) within the definitions of s608(3) of the Corporations Act

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company are as follows: NIL

6. Addresses

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

Name	Address
Argonaut Limited	Level 30, Allendale Square, 77 St Georges Terrace, PERTH WA 6000
Argonaut Investments Pty Limited	Level 30, Allendale Square, 77 St Georges Terrace, PERTH WA 6000
Argonaut Capital Limited	Level 30, Allendale Square, 77 St Georges Terrace, PERTH WA 6000
Argonaut Equity Partners Pty Limited	Level 30, Allendale Square, 77 St Georges Terrace, PERTH WA 6000

Name: **Michael Price**

Capacity: **Company Secretary**

Sign here:



Date: **03/01/2013**