



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/44l4q5jtyq9yb2.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

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