Form 603

Corporations Act 2001 Section 671B

Notice of initial substantial holder

| To Company Name/Scheme | Iceni Gold Limited | |
|--------------------------------|--|--|
| ACN/ARSN | 639 626 949 | |
| 1. Details of substantial hold | er (1) | |
| Name | MCA Nominees Pty Ltd (ACN 155 327 469); Redland Plains Pty Ltd (ACN 057 647 275) | |
| ACN/ARSN (if applicable) | As above | |
| | | |
| The holder became a substanti | al holder on 14/04/2021 | |

2. Details of voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

| Class of securities (4) | Number of securities | Person's votes (5) | Voting power (6) |
|-------------------------------------|----------------------|--------------------|------------------|
| Fully paid ordinary shares (Shares) | 82,500,000 | 82,500,000 | 41.33% |

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

| Holder of relevant interest | Nature of relevant interest (7) | Class and number of securities |
|---|--|--------------------------------|
| MCA Nominees Pty Ltd (ACN 155 327 469) | A relevant interest arising pursuant to section 608(1)(a) of the Act by virtue of being the registered holder of the securities. | 50,000,000 Share |
| Redland Plains Pty Ltd (ACN 057 647 275) ATF Brian Bernard Rodan S/F A/C | A relevant interest arising pursuant to section 608(1)(a) of the Act by virtue of being the registered holder of the securities. | 32,500,000 Shares |

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

| Holder of relevant interest | Registered holder of securities | Person entitled to be registered as holder (8) | Class and number of securities |
|---|--|--|--------------------------------|
| MCA Nominees Pty Ltd (ACN 155 327 469) and Brian Bernard Rodan | MCA Nominees Pty Ltd (ACN 155 327 469) | MCA Nominees Pty Ltd (ACN 155 327 469) | 50,000,000 Share |
| Redland Plains Pty Ltd (ACN 057 647 275) ATF Brian Bernard Rodan S/F A/C and Brian Bernard Rodan | Redland Plains Pty Ltd (ACN 057 647 275) ATF Brian Bernard Rodan S/F A/C | Redland Plains Pty Ltd (ACN 057 647 275) ATF Brian Bernard Rodan S/F A/C | 32,500,000 Shares |

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

| Holder of relevant interest | Date of acquisition | Consideration (9) | | Class and number of securities |
|---|---------------------|-------------------|----------|--------------------------------|
| | | Cash | Non-cash | |
| MCA Nominees Pty Ltd (ACN 155 327 469) and Brian Bernard Rodan | 14/04/2021 | * | * | 50,000,000 Share |
| Redland Plains Pty Ltd (ACN 057 647 275) ATF Brian Bernard Rodan S/F A/C and Brian Bernard Rodan | 14/04/2021 | * | * | 32,500,000 Shares |

^{*}refer to prospectus dated 3 March 2021 released on the ASX Market Announcements Platform on 12 April 2021

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

| Name and ACN/ARSN (if applicable) | Nature of association |
|--|---|
| MCA Nominees Pty Ltd (ACN 155 327 469) | Associate of Brian Bernard Rodan pursuant to section 12(2)(a) by virtue of being a company controlled by Brian Bernard Rodan. |
| Redland Plains Pty Ltd (ACN 057 647 275) | Associate of Brian Bernard Rodan pursuant to section 12(2)(a) by virtue of being a company controlled by Brian Bernard Rodan. |

7. Addresses

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

| Name | Address |
|--|--|
| MCA Nominees Pty Ltd (ACN 155 327 469) | C/- Dry Kirkness, G, 50 Colin Street, West Perth WA 6005 |
| Redland Plains Pty Ltd (ACN 057 647 275) | C/- Dry Kirkness, G, 50 Colin Street, West Perth WA 6005 |

Signature

print name

Brian Bernard Rodan

capacity N/A

sign here

Date

16 April 2021