



## Announcement Summary

---

**Entity name**

GENESIS MINERALS LIMITED

**Announcement Type**

New announcement

**Date of this announcement**

Thursday April 22, 2021

**The Proposed issue is:**

- ☒ An offer of securities under a securities purchase plan
- ☒ A placement or other type of issue

**Total number of +securities proposed to be issued for an offer of securities under a securities purchase plan**

ASX +security code	+Security description	Maximum Number of +securities to be issued
GMD	ORDINARY FULLY PAID	16,666,667

**+Record date**

Wednesday April 21, 2021

**Offer closing date**

Friday May 21, 2021

**+Issue date**

Friday May 28, 2021

**Total number of +securities proposed to be issued for a placement or other type of issue**

ASX +security code	+Security description	Maximum Number of +securities to be issued
GMD	ORDINARY FULLY PAID	166,666,667

**Proposed +issue date**

Friday April 30, 2021

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 ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

### 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

Thursday April 22, 2021

### 1.6 The Proposed issue is:

- ☒ An offer of +securities under a +securities purchase plan
- ☒ A placement or other type of issue



#### Part 4 - Details of proposed offer under securities purchase plan

---

##### Part 4A - Conditions

---

**4A.1 - Are any of the following approvals required for the offer of +securities under the +securities purchase plan issue to be unconditional?**

- +Security holder approval
- Court approval
- Lodgement of court order with +ASIC
- ACCC approval
- FIRB approval
- Another approval/condition external to the entity

☒ No

##### Part 4B - Offer details

---

**Class or classes of +securities that will participate in the proposed issue and class or classes of +securities proposed to be issued**

**ASX +security code and description**

GMD : ORDINARY FULLY PAID

**Will the proposed issue of this +security include an offer of attaching +securities?**

☒ No

##### Details of +securities proposed to be issued

---

**ASX +security code and description**

GMD : ORDINARY FULLY PAID

**Maximum total number of those +securities that could be issued if all offers under the +securities purchase plan are accepted**

16,666,667

**Will the offer be conditional on applications for a minimum number of +securities being received or a minimum amount being raised (i.e. a minimum subscription condition)?**

☒ No

**Will the offer be conditional on applications for a maximum number of +securities being received or a maximum amount being raised (i.e. a maximum subscription condition)?**

☒ No



**Will individual security holders be required to accept the offer for a minimum number or value of +securities (i.e. a minimum acceptance condition)?**

☒ Yes

**Is the minimum acceptance unit based or dollar based?**

☒ Dollar based (\$)

**Please enter the minimum acceptance value**

\$ 2,000

**Will individual security holders be limited to accepting the offer for a maximum number or value of +securities (i.e. a maximum acceptance condition)?**

☒ Yes

**Is the maximum acceptance unit based or dollar based?**

☒ Dollar based (\$)

**Please enter the maximum acceptance value**

\$ 30,000

**Describe all the applicable parcels available for this offer in number of securities or dollar value**

\$2,000, \$5,000, \$10,000, \$15,000, \$20,000, \$25,000, \$30,000

#### Offer price details

**Has the offer price been determined?**

☒ Yes

**In what currency will the offer be made?**

AUD - Australian Dollar

**What is the offer price per +security?**

AUD 0.06000

#### Oversubscription & Scale back details

**Will a scale back be applied if the offer is over-subscribed?**

☒ Yes

**Describe the scale back arrangements**

The Company is seeking to raise a maximum of \$1,000,000 under the Plan. In the event of oversubscriptions, the Directors will, in their absolute discretion, scale-back all Applications on an equitable basis. If the Company rejects or scales-back an Application or purported Application, the Company will promptly return to the shareholder the relevant application monies, without interest.

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

☒ Yes



**4C.1 Date of announcement of +security purchase plan**

Thursday April 22, 2021

**4C.2 +Record date**

Wednesday April 21, 2021

**4C.3 Date on which offer documents will be made available to investors**

Friday April 30, 2021

**4C.4 Offer open date**

Friday April 30, 2021

**4C.5 Offer closing date**

Friday May 21, 2021

**4C.6 Announcement of results**

Wednesday May 26, 2021

**4C.7 +Issue date**

Friday May 28, 2021

Part 4D - Listing Rule requirements

---

**4D.1 Does the offer under the +securities purchase plan meet all of the requirements of listing rule 7.2 exception 5 or do you have a waiver from those requirements?**

☒ Yes

Part 4E - Fees and expenses

---

**4E.1 Will there be a lead manager or broker to the proposed offer?**

☒ No

**4E.2 Is the proposed offer to be underwritten?**

☒ No

**4E.3 Will brokers who lodge acceptances or renunciations on behalf of eligible +security holders be paid a handling fee or commission?**

☒ No



---

**4E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed offer**

Part 4F - Further Information

---

**4F.01 The purpose(s) for which the entity intends to use the cash raised by the proposed issue**

The proceeds raised under the Plan will be used to fund feasibility study and exploration activities on the Company's projects

**4F.1 Will the entity be changing its dividend/distribution policy if the proposed offer is successful?**

☒ No

**4F.2 Countries in which the entity has +security holders who will not be eligible to accept the proposed offer**

All countries other than Australia and New Zealand

**4F.3 URL on the entity's website where investors can download information about the proposed offer**

<https://genesisminerals.com.au/announcements>

**4F.4 Any other information the entity wishes to provide about the proposed offer**

Refer to the Company's ASX announcement dated 22 April 2021



## Part 7 - Details of proposed placement or other issue

### Part 7A - Conditions

#### 7A.1 - Are any of the following approvals required for the placement or other type of issue?

- +Security holder approval
- Court approval
- Lodgement of court order with +ASIC
- ACCC approval
- FIRB approval
- Another approval/condition external to the entity

☒ Yes

#### 7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
+Security holder approval	Tuesday June 8, 2021	<input checked="" type="checkbox"/> Estimated	

#### Comments

Up to 36,370,673 Shares to be issued to Alkane Resources Limited (a substantial shareholder of the Company), subject to the receipt of Shareholder approval pursuant to ASX Listing Rule 10.11

### Part 7B - Issue details

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

☒ Existing class

Will the proposed issue of this +security include an offer of attaching +securities?

☒ No

#### Details of +securities proposed to be issued

##### ASX +security code and description

GMD : ORDINARY FULLY PAID

##### Number of +securities proposed to be issued

166,666,667

##### Offer price details



**Are the +securities proposed to be issued being issued for a cash consideration?**

☒ Yes

**In what currency is the cash consideration being paid?**

AUD - Australian Dollar

**What is the issue price per +security?**

AUD 0.06000

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

☒ Yes

---

## Part 7C - Timetable

### 7C.1 Proposed +issue date

Friday April 30, 2021

---

## Part 7D - Listing Rule requirements

**7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?**

☒ No

**7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

☒ Yes

**7D.1b ( i ) How many +securities are proposed to be issued without security holder approval using the entity's 15% placement capacity under listing rule 7.1?**

130,295,994

**7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?**

☒ No

**7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?**

☒ Yes

**7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?**

☒ No

**7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?**

☒ No





## Part 7E - Fees and expenses

---

### 7E.1 Will there be a lead manager or broker to the proposed issue?

☒ Yes

#### 7E.1a Who is the lead manager/broker?

Argonaut Securities Pty Limited

#### 7E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

The Lead Manager will be entitled to a fee of 6% of the gross amount subscribed to the Placement (less deductions for the participation of certain shareholders in the Placement for which no fee is payable).

### 7E.2 Is the proposed issue to be underwritten?

☒ No

### 7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue

## Part 7F - Further Information

---

### 7F.01 The purpose(s) for which the entity is issuing the securities

The Company intends to apply the funds raised from the Placement for exploration and feasibility study work on the Company's Projects and general corporate activities and capital raising costs.

### 7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?

☒ No

### 7F.2 Any other information the entity wishes to provide about the proposed issue