

Form 603
Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme Capricorn Metals Ltd

ACN/ARSN 121 700 105

1. Details of substantial holder (1)

Name Van Eck Associates Corporation (and its associates as referred to in paragraph 6).

ACN/ARSN (if applicable) N/A

The holder became a substantial holder on 14/03/2022

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)
Ordinary shares	20,135,561	20,135,561	5.42%

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
Van Eck Associates Corporation (VEAC)	VEAC holds its relevant interest by having the power to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates in the ordinary course of investment management business.	Ordinary Shares 20,135,561

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
VEAC	State Street Bank and Trust Company as custodian for VanEck Gold Miners ETF	VanEck Gold Miners ETF (GDX)	Ordinary shares 16,054,218
VEAC	State Street Bank and Trust Company as custodian for VanEck Junior Gold Miners ETF	VanEck Junior Gold Miners ETF (GDXJ)	Ordinary shares 3,042,988
VEAC	State Street Custodial Services (Ireland) Limited as custodian for VanEck Gold Miners UCITS ETF	VanEck Gold Miners UCITS ETF (UCTGDX)	Ordinary shares 1,038,355

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	
VEAC	See Annexure A			

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
VEAC	Associate under section 12(2) of the Corporations Act.
Van Eck Securities Corporation	Associate under section 12(2) of the Corporations Act.
Van Eck Absolute Return Advisers, Inc.	Associate under section 12(2) of the Corporations Act.
VanEck Australia Pty Ltd	Associate under section 12(2) of the Corporations Act.
VanEck Investments Limited	Associate under section 12(2) of the Corporations Act.
VanEck Asset Management B.V.	Associate under section 12(2) of the Corporations Act.

7. Addresses

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

Name	Address
VEAC	666 Third Avenue, New York, NY 10017
Van Eck Securities Corporation	666 Third Avenue, New York, NY 10017
Van Eck Absolute Return Advisers, Inc.	666 Third Avenue, New York, NY 10017
VanEck Australia Pty Ltd	Level 4 Aurora Place, 88 Phillip Street, Sydney NSW 2000
VanEck Investments Limited	Level 4 Aurora Place, 88 Phillip Street, Sydney NSW 2000
VanEck Asset Management B.V.	Barbara Strozilaan 310, 1083 HN Amsterdam, Netherlands

Signature

print name Ashley Sousa

capacity Manager

sign here

Ashley M Sousa

date 16/03/2022

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown."
- (9) Details of the consideration must include any and all benefits, moneys and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

AMS

This is Annexure A of 1 page referred to in Form 603 - Notice of initial substantial holder.

Holder of relevant interest	Date of Acquisition	B/S	Consideration Cash	Consideration Non-Cash	Number of Securities
GDX	12/15/2021	B	648,179.81	-	208,944
GDX	12/16/2021	B	117,825.22	-	37,984
GDX	12/17/2021	B	50,737,536.11	-	16,515,324
GDX	12/29/2021	S	-	In-Kind	101,847
GDX	12/30/2021	S	-	In-Kind	59,910
GDX	01/05/2022	S	-	In-Kind	149,775
GDX	01/06/2022	S	-	In-Kind	13,979
GDX	01/07/2022	S	-	In-Kind	117,823
GDX	01/10/2022	S	-	In-Kind	15,976
GDX	01/11/2022	S	-	In-Kind	163,754
GDX	01/26/2022	S	-	In-Kind	31,952
GDX	01/31/2022	S	-	In-Kind	1,997
GDX	02/01/2022	S	-	In-Kind	49,925
GDX	02/04/2022	S	-	In-Kind	51,922
GDX	02/08/2022	S	122,962.68	-	36,513
GDX	02/10/2022	S	-	In-Kind	7,984
GDX	02/14/2022	B	-	In-Kind	23,964
GDX	02/16/2022	B	-	In-Kind	59,880
GDX	02/18/2022	B	-	In-Kind	33,949
GDX	02/23/2022	S	-	In-Kind	33,949
GDX	02/24/2022	B	-	In-Kind	23,952
GDX	02/25/2022	B	-	In-Kind	39,920
GDX	02/28/2022	S	-	In-Kind	11,988
GDX	03/01/2022	S	-	In-Kind	5,994
GDX	03/02/2022	B	-	In-Kind	79,920
GDX	03/07/2022	B	-	In-Kind	67,966
GDX	03/08/2022	B	245,083.37	-	63,055
GDX	03/10/2022	B	-	In-Kind	20,100
GDX	03/11/2022	S	-	In-Kind	78,429
GDX	03/14/2022	S	-	In-Kind	187,023
GDXJ	03/14/2022	B	12,618,360.34	-	3,042,988
UCTGDX	12/17/2021	B	2,770,356.43	-	902,306
UCTGDX	01/28/2022	S	31,796.33	-	10,324
UCTGDX	02/04/2022	B	42,785.14	-	13,164
UCTGDX	02/23/2022	B	120,655.63	-	32,608
UCTGDX	02/28/2022	B	252,043.81	-	66,499
UCTGDX	02/28/2022	B	40,763.49	-	10,755
UCTGDX	03/01/2022	B	33,076.26	-	8,681
UCTGDX	03/02/2022	B	33,281.50	-	8,712
UCTGDX	03/08/2022	B	33,552.93	-	8,625
UCTGDX	03/08/2022	B	23,260.64	-	5,979
UCTGDX	03/10/2022	S	33,733.31	-	8,650

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Holder of relevant interest	Date of Acquisition	B/S	Consideration Cash	Consideration Non-Cash	Number of Securities
In-Kind transactions result from GDX and UCTGDX receiving a basket of securities (including CAPRICORN METALS LTD) in exchange for securities in GDX and UCTGDX.					