

Form 603
Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme Classic Minerals Limited

ACN/ARSN ACN 119 484 016

1. Details of substantial holder (1)

Name Barrenjoey Capital Partners Group Holdings Pty Limited (BCPGH) and each of the persons listed in Annexure A

ACN/ARSN (if applicable) ACN 644 241 510

The holder became a substantial holder on 24 / 06 / 2024

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	35,494,174	35,494,174	6.44%

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
See Annexure B		

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
See Annexure B			

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	
See Annexure C				

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
See Annexure D	

7. Addresses

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

Name	Address
BCPGH and each of the persons listed in Annexure A	c/- Quay Quarter Tower, Level 19, 50 Bridge Street Sydney NSW 2000 Australia

Signature

print name

Chris Cotterell

capacity

Power of Attorney

sign here

date

27/06/2024

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.

Annexure A**This is Annexure A of 1 page referred to in the accompanying Form 603**

print name

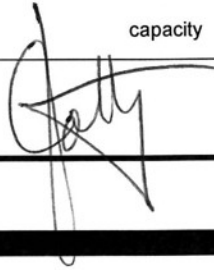
Chris Cotterell

capacity

Power of Attorney

sign here

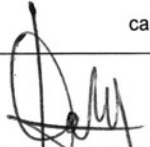
date 27/06/2024



Name	Registration number
Barrenjoey Capital Partners Group Pty Limited	ACN 640 529 228
Barrenjoey Private Capital Nominees Pty Limited	ACN 658 384 171
Barrenjoey Private Capital Management Pty Limited	ACN 636 972 480
Barrenjoey Capital Partners Pty Limited	ACN 636 973 290
Barrenjoey Trevally No. 1 Pty Limited	ACN 658 400 938
Community Capital PM Pty Limited	ACN 663 189 615
Barrenjoey Services Pty Limited	ACN 636 976 344
Barrenjoey Advisory Pty Limited	ACN 636 976 228
Barrenjoey Markets Pty Limited (Barrenjoey Markets)	ACN 636 976 059
Barrenjoey Markets Swap Dealer Pty Limited	ACN 636 975 865
Barrenjoey Nominees Pty Limited	ACN 000 654 704
Palm Beach Nominees Pty Limited	ACN 647 628 359
Clareville Nominees Pty Limited	ACN 638 734 915
Bilgola Nominees Pty Limited	ACN 638 737 210
Evolution Trustees Limited	ACN 611 839 519
Matthew Grounds	N/A
Guy Fowler	N/A

Annexure B

This is Annexure B of 1 page referred to in the accompanying Form 603

print name	Chris Cotterell	capacity	Power of Attorney
sign here			
date	27/06/2024		

Nature 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
Barrenjoey Markets Pty Limited	Section 608(1) of the Corporations Act as the holder of the shares or the person entitled to be the holder of the shares	35,494,174 fully paid ordinary shares
BCPGH and each of its subsidiaries listed in Annexure D (BCPGH Group)	Section 608(3)(b) of the Corporations Act by virtue of all the corporate entities in the BCPGH Group being under common control of BCPGH	35,494,174 fully paid ordinary shares
Evolution Trustees Limited	Section 608(3)(a) of the Corporations Act – the registered holder of 90.02% of the voting power in BCPGH	35,494,174 fully paid ordinary shares
Matthew Grounds	Section 608(3)(a) of the Corporations Act – by virtue of the ability to direct Evolution Trustees Limited with respect to BCPGH	35,494,174 fully paid ordinary shares
Guy Fowler	Section 608(3)(a) of the Corporations Act – by virtue of the ability to direct Evolution Trustees Limited with respect to BCPGH	35,494,174 fully paid ordinary shares

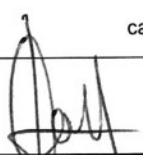
Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 of the accompanying Form 603 are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
BCPGH and each of the persons listed in Annexure A	Bilgola Nominees Pty Limited	Bilgola Nominees Pty Limited	5,882,159 fully paid ordinary shares
BCPGH and each of the persons listed in Annexure A	Unknown	Bilgola Nominees Pty Limited	29,612,015 fully paid ordinary shares

Annexure C

This is Annexure C of 3 pages referred to in the accompanying Form 603

print name	Chris Cotterell	capacity	Power of Attorney
sign here			
date	27/06/2024		

Below are the on-market transactions referred to in section 5 of the accompanying Form 603.

Transaction Date	Entity	Transaction Type	Quantity	Price (AUD)	Consideration	Class of Security
3-Apr-24	Barrenjoey Markets Pty Limited	Buy	243,589	0.012	2,923.07	ORDINARY
3-Apr-24	Barrenjoey Markets Pty Limited	Sell	243,589	0.012	2,998.09	ORDINARY
5-Apr-24	Barrenjoey Markets Pty Limited	Buy	350,000	0.011	3,850.00	ORDINARY
5-Apr-24	Barrenjoey Markets Pty Limited	Sell	350,000	0.011	3,850.00	ORDINARY
8-Apr-24	Barrenjoey Markets Pty Limited	Buy	95,445	0.010	954.45	ORDINARY
8-Apr-24	Barrenjoey Markets Pty Limited	Sell	80,445	0.011	854.81	ORDINARY
9-Apr-24	Barrenjoey Markets Pty Limited	Buy	213	0.010	2.13	ORDINARY
9-Apr-24	Barrenjoey Markets Pty Limited	Sell	15,213	0.011	167.24	ORDINARY
10-Apr-24	Barrenjoey Markets Pty Limited	Buy	67,466	0.010	674.66	ORDINARY
11-Apr-24	Barrenjoey Markets Pty Limited	Sell	767,466	0.010	7,696.92	ORDINARY
11-Apr-24	Barrenjoey Markets Pty Limited	Buy	700,000	0.010	7,000.00	ORDINARY
12-Apr-24	Barrenjoey Markets Pty Limited	Buy	25,000	0.009	225.00	ORDINARY
15-Apr-24	Barrenjoey Markets Pty Limited	Buy	880,000	0.010	8,770.08	ORDINARY
15-Apr-24	Barrenjoey Markets Pty Limited	Sell	875,000	0.010	8,807.75	ORDINARY
16-Apr-24	Barrenjoey Markets Pty Limited	Buy	1,290,060	0.009	11,610.54	ORDINARY
17-Apr-24	Barrenjoey Markets Pty Limited	Buy	650,000	0.009	5,850.00	ORDINARY
17-Apr-24	Barrenjoey Markets Pty Limited	Sell	487,500	0.010	4,691.21	ORDINARY
18-Apr-24	Barrenjoey Markets Pty Limited	Sell	1,178,900	0.009	11,049.83	ORDINARY
18-Apr-24	Barrenjoey Markets Pty Limited	Buy	1,000,000	0.009	9,000.00	ORDINARY
19-Apr-24	Barrenjoey Markets Pty Limited	Buy	187,701	0.008	1,501.61	ORDINARY
22-Apr-24	Barrenjoey Markets Pty Limited	Sell	829,000	0.008	7,016.66	ORDINARY
23-Apr-24	Barrenjoey Markets Pty Limited	Buy	700,000	0.007	4,900.00	ORDINARY
23-Apr-24	Barrenjoey Markets Pty Limited	Sell	700,000	0.008	5,250.00	ORDINARY
24-Apr-24	Barrenjoey Markets Pty Limited	Sell	637,361	0.007	4,675.04	ORDINARY
26-Apr-24	Barrenjoey Markets Pty Limited	Sell	25,000	0.007	182.50	ORDINARY
29-Apr-24	Barrenjoey Markets Pty Limited	Buy	835,000	0.007	5,845.00	ORDINARY
29-Apr-24	Barrenjoey Markets Pty Limited	Sell	416,143	0.008	3,121.07	ORDINARY
30-Apr-24	Barrenjoey Markets Pty Limited	Sell	418,857	0.008	3,141.43	ORDINARY
2-May-24	Barrenjoey Markets Pty Limited	Buy	61,485	0.007	430.40	ORDINARY
3-May-24	Barrenjoey Markets Pty Limited	Sell	61,485	0.008	471.90	ORDINARY
6-May-24	Barrenjoey Markets Pty Limited	Buy	80,000	0.007	560.00	ORDINARY
7-May-24	Barrenjoey Markets Pty Limited	Buy	258,857	0.007	1,812.00	ORDINARY
7-May-24	Barrenjoey Markets Pty Limited	Sell	80,000	0.007	585.04	ORDINARY
8-May-24	Barrenjoey Markets Pty Limited	Sell	258,857	0.007	1,896.90	ORDINARY
8-May-24	Barrenjoey Markets Pty Limited	Buy	581,666	0.007	4,301.42	ORDINARY
9-May-24	Barrenjoey Markets Pty Limited	Sell	436,666	0.007	3,185.92	ORDINARY
9-May-24	Barrenjoey Markets Pty Limited	Buy	35,000	0.007	245.00	ORDINARY
10-May-24	Barrenjoey Markets Pty Limited	Sell	140,000	0.007	1,020.04	ORDINARY


Transaction Date	Entity	Transaction Type	Quantity	Price (AUD)	Consideration	Class of Security
10-May-24	Barrenjoey Markets Pty Limited	Buy	220,000	0.007	1,540.00	ORDINARY
13-May-24	Barrenjoey Markets Pty Limited	Buy	254,933	0.007	1,784.53	ORDINARY
13-May-24	Barrenjoey Markets Pty Limited	Sell	90,000	0.008	720.00	ORDINARY
14-May-24	Barrenjoey Markets Pty Limited	Sell	264,933	0.007	1,914.41	ORDINARY
14-May-24	Barrenjoey Markets Pty Limited	Buy	2,550,000	0.007	17,850.00	ORDINARY
15-May-24	Barrenjoey Markets Pty Limited	Buy	3,200,000	0.007	21,001.60	ORDINARY
15-May-24	Barrenjoey Markets Pty Limited	Sell	4,510,128	0.007	31,570.90	ORDINARY
16-May-24	Barrenjoey Markets Pty Limited	Buy	900,000	0.006	5,400.00	ORDINARY
16-May-24	Barrenjoey Markets Pty Limited	Sell	230,000	0.006	1,454.98	ORDINARY
17-May-24	Barrenjoey Markets Pty Limited	Buy	200,533	0.006	1,203.20	ORDINARY
17-May-24	Barrenjoey Markets Pty Limited	Sell	350,000	0.006	2,240.00	ORDINARY
20-May-24	Barrenjoey Markets Pty Limited	Buy	1,039,849	0.006	6,239.09	ORDINARY
20-May-24	Barrenjoey Markets Pty Limited	Sell	519,002	0.007	3,391.16	ORDINARY
21-May-24	Barrenjoey Markets Pty Limited	Buy	120,000	0.006	720.00	ORDINARY
21-May-24	Barrenjoey Markets Pty Limited	Buy	53	0.006	0.32	ORDINARY
21-May-24	Barrenjoey Markets Pty Limited	Buy	10,000	0.006	60.00	ORDINARY
21-May-24	Barrenjoey Markets Pty Limited	Buy	461,759	0.006	2,770.55	ORDINARY
21-May-24	Barrenjoey Markets Pty Limited	Buy	19,800	0.006	118.80	ORDINARY
21-May-24	Barrenjoey Markets Pty Limited	Buy	1,150,000	0.006	6,900.00	ORDINARY
21-May-24	Barrenjoey Markets Pty Limited	Sell	203,333	0.006	1,261.68	ORDINARY
22-May-24	Barrenjoey Markets Pty Limited	Buy	100	0.007	0.70	ORDINARY
22-May-24	Barrenjoey Markets Pty Limited	Buy	129,769	0.007	908.38	ORDINARY
22-May-24	Barrenjoey Markets Pty Limited	Buy	70,028	0.007	490.20	ORDINARY
22-May-24	Barrenjoey Markets Pty Limited	Sell	14,292	0.007	92.90	ORDINARY
22-May-24	Barrenjoey Markets Pty Limited	Buy	71,494	0.006	428.96	ORDINARY
22-May-24	Barrenjoey Markets Pty Limited	Sell	3,203,590	0.006	20,253.10	ORDINARY
23-May-24	Barrenjoey Markets Pty Limited	Sell	352,125	0.006	2,112.75	ORDINARY
23-May-24	Barrenjoey Markets Pty Limited	Sell	100,000	0.006	600.00	ORDINARY
23-May-24	Barrenjoey Markets Pty Limited	Sell	345,092	0.006	2,070.55	ORDINARY
23-May-24	Barrenjoey Markets Pty Limited	Buy	804,500	0.006	4,827.00	ORDINARY
23-May-24	Barrenjoey Markets Pty Limited	Sell	1,060,323	0.006	6,447.82	ORDINARY
24-May-24	Barrenjoey Markets Pty Limited	Buy	461,211	0.005	2,306.06	ORDINARY
27-May-24	Barrenjoey Markets Pty Limited	Buy	218,987	0.005	1,094.94	ORDINARY
27-May-24	Barrenjoey Markets Pty Limited	Buy	161,211	0.005	806.06	ORDINARY
27-May-24	Barrenjoey Markets Pty Limited	Buy	19,800	0.005	99.00	ORDINARY
27-May-24	Barrenjoey Markets Pty Limited	Sell	166,666	0.006	916.66	ORDINARY
27-May-24	Barrenjoey Markets Pty Limited	Sell	233,332	0.006	1,283.33	ORDINARY
27-May-24	Barrenjoey Markets Pty Limited	Buy	1,307,476	0.005	6,537.38	ORDINARY
27-May-24	Barrenjoey Markets Pty Limited	Sell	461,211	0.005	2,455.95	ORDINARY
28-May-24	Barrenjoey Markets Pty Limited	Buy	900,000	0.005	4,500.00	ORDINARY
28-May-24	Barrenjoey Markets Pty Limited	Sell	268,622	0.005	1,427.46	ORDINARY
29-May-24	Barrenjoey Markets Pty Limited	Buy	297,086	0.006	1,782.52	ORDINARY
29-May-24	Barrenjoey Markets Pty Limited	Buy	102,912	0.006	617.47	ORDINARY
29-May-24	Barrenjoey Markets Pty Limited	Sell	449,716	0.006	2,608.35	ORDINARY
29-May-24	Barrenjoey Markets Pty Limited	Buy	2,251,975	0.005	11,259.88	ORDINARY
30-May-24	Barrenjoey Markets Pty Limited	Buy	49,999	0.004	200.00	ORDINARY

Transaction Date	Entity	Transaction Type	Quantity	Price (AUD)	Consideration	Class of Security
30-May-24	Barrenjoey Markets Pty Limited	Buy	220,000	0.004	880.00	ORDINARY
30-May-24	Barrenjoey Markets Pty Limited	Sell	399,998	0.005	1,999.99	ORDINARY
30-May-24	Barrenjoey Markets Pty Limited	Sell	490,000	0.005	2,495.08	ORDINARY
30-May-24	Barrenjoey Markets Pty Limited	Buy	2,900,000	0.005	13,548.80	ORDINARY
31-May-24	Barrenjoey Markets Pty Limited	Sell	269,999	0.004	1,080.00	ORDINARY
31-May-24	Barrenjoey Markets Pty Limited	Buy	6,550,000	0.004	26,200.00	ORDINARY
31-May-24	Barrenjoey Markets Pty Limited	Sell	1,830,000	0.004	7,684.17	ORDINARY
3-Jun-24	Barrenjoey Markets Pty Limited	Buy	696,533	0.003	2,089.60	ORDINARY
3-Jun-24	Barrenjoey Markets Pty Limited	Sell	696,533	0.004	2,437.87	ORDINARY
4-Jun-24	Barrenjoey Markets Pty Limited	Buy	5,076,250	0.003	15,228.75	ORDINARY
4-Jun-24	Barrenjoey Markets Pty Limited	Sell	1,261,395	0.004	4,414.88	ORDINARY
5-Jun-24	Barrenjoey Markets Pty Limited	Buy	170,000	0.003	510.00	ORDINARY
5-Jun-24	Barrenjoey Markets Pty Limited	Sell	1,205,298	0.004	4,218.54	ORDINARY
5-Jun-24	Barrenjoey Markets Pty Limited	Buy	30,188	0.003	90.56	ORDINARY
6-Jun-24	Barrenjoey Markets Pty Limited	Buy	100,000	0.003	300.00	ORDINARY
6-Jun-24	Barrenjoey Markets Pty Limited	Buy	199	0.003	0.60	ORDINARY
6-Jun-24	Barrenjoey Markets Pty Limited	Sell	200,000	0.004	700.00	ORDINARY
7-Jun-24	Barrenjoey Markets Pty Limited	Sell	625,015	0.004	2,187.55	ORDINARY
11-Jun-24	Barrenjoey Markets Pty Limited	Sell	202,596	0.004	793.97	ORDINARY
12-Jun-24	Barrenjoey Markets Pty Limited	Sell	30,387	0.003	91.16	ORDINARY
12-Jun-24	Barrenjoey Markets Pty Limited	Buy	1,950,000	0.003	5,850.00	ORDINARY
13-Jun-24	Barrenjoey Markets Pty Limited	Buy	500,104	0.003	1,500.31	ORDINARY
13-Jun-24	Barrenjoey Markets Pty Limited	Sell	1,839,035	0.004	6,587.42	ORDINARY
14-Jun-24	Barrenjoey Markets Pty Limited	Sell	84,000	0.004	294.00	ORDINARY
14-Jun-24	Barrenjoey Markets Pty Limited	Sell	1,338,000	0.003	4,308.36	ORDINARY
14-Jun-24	Barrenjoey Markets Pty Limited	Buy	1,200,538	0.003	3,601.61	ORDINARY
17-Jun-24	Barrenjoey Markets Pty Limited	Buy	669,183	0.003	2,007.55	ORDINARY
17-Jun-24	Barrenjoey Markets Pty Limited	Sell	525,000	0.003	1,712.55	ORDINARY
18-Jun-24	Barrenjoey Markets Pty Limited	Buy	6,000,000	0.003	18,000.00	ORDINARY
18-Jun-24	Barrenjoey Markets Pty Limited	Sell	7,085,287	0.003	21,525.10	ORDINARY
18-Jun-24	Barrenjoey Markets Pty Limited	Sell	11,483,536	0.003	34,978.85	ORDINARY
18-Jun-24	Barrenjoey Markets Pty Limited	Buy	5,350,000	0.003	16,050.00	ORDINARY
19-Jun-24	Barrenjoey Markets Pty Limited	Sell	5,934,753	0.003	17,270.13	ORDINARY
19-Jun-24	Barrenjoey Markets Pty Limited	Buy	7,097,087	0.002	14,194.17	ORDINARY
20-Jun-24	Barrenjoey Markets Pty Limited	Buy	2,100,799	0.002	4,201.60	ORDINARY
20-Jun-24	Barrenjoey Markets Pty Limited	Sell	3,419,000	0.003	9,097.96	ORDINARY
21-Jun-24	Barrenjoey Markets Pty Limited	Buy	1,412,015	0.002	2,824.03	ORDINARY
21-Jun-24	Barrenjoey Markets Pty Limited	Sell	363,668	0.003	909.17	ORDINARY
21-Jun-24	Barrenjoey Markets Pty Limited	Buy	850,000	0.002	1,700.00	ORDINARY
21-Jun-24	Barrenjoey Markets Pty Limited	Sell	2,859,723	0.003	7,398.10	ORDINARY
24-Jun-24	Barrenjoey Markets Pty Limited	Sell	20,000	0.003	60.00	ORDINARY
24-Jun-24	Barrenjoey Markets Pty Limited	Buy	17,350,000	0.002	34,700.00	ORDINARY
24-Jun-24	Barrenjoey Markets Pty Limited	Sell	404,389	0.002	812.42	ORDINARY
24-Jun-24	Barrenjoey Markets Pty Limited	Buy	10,000,000	0.002	20,000.00	ORDINARY

Annexure D

This is Annexure D of 1 page referred to in the accompanying Form 603

print name	Chris Cotterell	capacity	Power of Attorney
sign here	date 27/06/2024		



The associates of BCPGH and its subsidiaries are:

Company name	Company registration number	Nature of association
Barrenjoey Capital Partners Group Holdings Pty Limited	ACN 644 241 510	Related body corporate
Barrenjoey Capital Partners Group Pty Limited	ACN 636 973 290	Related body corporate
Barrenjoey Private Capital Nominees Pty Limited	ACN 658 384 171	Related body corporate
Barrenjoey Private Capital Management Pty Limited	ACN 636 972 480	Related body corporate
Barrenjoey Capital Partners Pty Limited	ACN 636 973 290	Related body corporate
Barrenjoey Trevally No. 1 Pty Limited	ACN 658 400 938	Related body corporate
Community Capital PM Pty Limited	ACN 663 189 615	Related body corporate
Barrenjoey Services Pty Limited	ACN 636 976 344	Related body corporate
Barrenjoey Advisory Pty Limited	ACN 636 976 228	Related body corporate
Barrenjoey Markets Pty Limited (Barrenjoey Markets)	ACN 636 976 059	Related body corporate
Barrenjoey Markets Swap Dealer Pty Limited	ACN 636 975 865	Related body corporate
Barrenjoey Nominees Pty Limited	ACN 000 654 704	Related body corporate
Palm Beach Nominees Pty Limited	ACN 647 628 359	Related body corporate
Clareville Nominees Pty Limited	ACN 001 457 423	Related body corporate
Bilgola Nominees Pty Limited	ACN 005 156 383	Related body corporate