

Ongoing Disclosure Notice

To NZX Limited; and Name of listed issuer:

Disclosure of Directors and Senior Managers Relevant Interests

Sections 297(2) and 298(2), Financial Markets Conduct Act 2013

| Name of listed issuer: | Genesis Energy Limited (GNE) |
|--|--|
| Date this disclosure made: | 4 July 2016 |
| Date of last disclosure: | 6 October 2015 |
| Director or senior manager giving disclosure | |
| Full name(s): | Andrew Donaldson |
| Name of listed issuer: | Genesis Energy Limited |
| Name of related body corporate (if applicable): | |
| Position held in listed issuer: | Chief Financial Officer |
| Summary of acquisition or disposal of relevant interest (excluding Class of affected quoted financial products: | |
| Class of affected quoted financial products: | Ordinary Shares in Genesis Energy Limited (GNE) |
| Nature of the affected relevant interest(s): | Beneficial interest in shares held on trust for the Senior Manager pursuant to the Genesis Energy Executive Long Term Incentive Plan 2015 |
| For that relevant interest- | |
| Number held in class before acquisition or disposal: | 43,433 |
| Number held in class after acquisition or disposal: | 0 |
| Current registered holder(s): | Trustees Executors Limited |
| Registered holder(s) once transfers are registered: | Trustees Executors Limited |

Summary of acquisition or disposal of specified derivatives relevant interest (if applicable)

| Type of affected derivative: | Not applicable. |
|--|---|
| Class of underlying financial products: | |
| | |
| Details of affected derivative- | |
| The notional value of the derivative (if any) or the notional amount of underlying financial products (if any): | |
| A statement as to whether the derivative is cash settled or physically settled: | |
| Maturity date of the derivative (if any): | |
| Expiry date of the derivative(if any): | |
| The price specified in the terms of the derivative (if any): | |
| Any other details needed to understand how the amount of the consideration payable under the derivative or the value of the derivative is affected by the value of the underlying financial products: | |
| For that derivative,- | |
| Parties to the derivative: | |
| If the director or senior manager is not a party to the derivative, the nature of the relevant interest in the derivative: | |
| Details of transactions giving rise to acquisition or disposal Total number of transactions to which notice relates: Details of transactions requiring disclosure | One |
| Date of transaction: | 1 July 2016 (date shares |
| | forfeited) |
| Nature of transaction: | Forfeit of beneficial interest in 43,433 ordinary shares, held on trust pursuant to the Genesis Energy Executive Long Term Incentive Plan (date of Transfer on 8 July 2016) |
| Name of any other party or parties to the transaction (if known): | Trustees Executors Limited |
| The consideration, expressed in New Zealand dollars, paid or received for the acquisition or disposal. If the consideration was not in cash and cannot be readily converted into a cash value, describe the consideration: | N/A |
| Number of financial products to which the transaction related: | 43,433 ordinary shares |
| If the issuer has a financial products trading policy that prohibits directors or senior managers from trading during any period without written clearance (a closed period) include the following details— | |
| Whether relevant interests were acquired or disposed of during a closed period: | No |
| | |

| Whether prior written clearance was provided to allow the acquisition or disposal to proceed during the closed period: | |
|--|---|
| Date of the prior written clearance (if any): | |
| Summary of other relevant interests after acquisition or disposal | |
| Class of quoted financial products: | (1) (2)(3) Ordinary shares in Genesis Energy Limited |
| Nature of relevant interest: | (1)(2)(3) Relevant Interest, with power to exercise or to control the exercise of votes attached and/or power to acquire or dispose of, or control the acquisition or disposition of, the shares |
| For that relevant interest,- | |
| Number held in class: | (1) 22,016 ordinary shares(2) 1,818 ordinary shares(3) 1,818 ordinary shares |
| Current registered holder(s): | (1) Helen Donaldson * (2) Sam Donaldson * (3) Emily Donaldson * |
| For a derivative relevant interest,- | |
| Type of derivative: | |
| Details of derivative | |
| The notional value of the derivative (if any) or the notional amount of underlying financial products (if any): | |
| A statement as to whether the derivative is cash settled or physically settled: | |
| Maturity date of the derivative (if any): | |
| Expiry date of the derivative (if any): | |

^{*}This relates to a Relevant Interest in fully paid ordinary shares held by the Senior Manager's spouse and/or children.

| The price's specified terms (if any): | |
|---|---|
| Any other details needed to understand how the amount of the consideration payable under the derivative or the value of the derivative is affected by the value of the underlying financial products: | |
| For that derivative relevant interest,- | |
| Parties to the derivative: | |
| If the director or senior manager is not a party to the derivative, the nature of the relevant interest in the derivative: | |
| Certification | |
| I certify that, to the best of my knowledge and belief, the information contained in this disclosure is correct and that I am duly authorised to make this disclosure by all persons for whom it is made. | |
| Signature of director or officer: | |
| Date of signature: | |
| or | |
| Signature of person authorised to sign on behalf of director or officer: | |
| Date of signature: | 4 July 2016 |
| Name and title of authorised person: | Nathalie Watson Compliance and Governance Counsel |