

21<sup>st</sup> December 2023

## Partial disposal of Director's shareholding

### 100% of proceeds to meet personal tax obligations

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Genesis Minerals Limited (**Genesis**) (ASX: GMD) advises that Managing Director Raleigh Finlayson has sold two million Genesis shares at an average price of A\$1.74 per share. 100% of the proceeds will be used to meet personal tax obligations arising from a) the vesting of performance rights and b) the funding of an options exercise.

Mr Finlayson has made a significant personal investment of A\$14.3m in Genesis to date. The sale represents less than 4% of his holding (on a fully diluted basis) and he has no intention to sell any further shares in the medium term.

Mr Finlayson remains committed to leading Genesis' strategy of building a premium gold business with sustainable, high quality, +300koz pa production 100% from the Leonora District in Western Australia.

A Change of Director's Interest Notice (Appendix 3Y) is attached.

This announcement is approved for release by Geoff James, Company Secretary, Genesis.

For further information, visit: [www.genesisminerals.com.au](http://www.genesisminerals.com.au) or please contact:

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# Appendix 3Y

## Change of Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/09/01 Amended 01/01/11

<b>Name of entity: Genesis Minerals Limited</b>
<b>ABN 72 124 772 041</b>

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	Raleigh Finlayson
<b>Date of last notice</b>	1 December 2023
<b>Date of this notice</b>	21 December 2023

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Direct or indirect interest</b>	Indirect
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	MSH Group Pty Ltd <Finlayson Family A/C>  Raleigh Finlayson is a director and shareholder of MSH Group Pty Ltd
<b>Date of change</b>	19 and 20 December 2023
<b>No. of securities held prior to change</b>	21,718,766 Fully Paid Ordinary Shares 24,694,445 unlisted Options: <ul style="list-style-type: none"> <li>194,445 exercisable @ \$1.00 per option, vested, expiring 17/12/23</li> <li>12,250,000 exercisable @ \$1.05 per option, vested, expiring 25/11/24</li> <li>12,250,000 exercisable @ \$1.05 per option, vested, expiring 25/11/25</li> </ul> 3,220,000 unlisted Strategic Growth Retention Rights expiring 31 December 2028 1,100,000 unlisted Performance Rights expiring 30 June 2027
<b>Class</b>	Fully Paid Ordinary Shares and unlisted Options
<b>Number acquired</b>	194,445 Fully Paid Ordinary Shares from the exercise of unlisted Options
<b>Number disposed</b>	194,445 unlisted Options exercised 2,000,000 Fully Paid Ordinary Shares

+ See chapter 19 for defined terms.

## Appendix 3Y

### Change of Director's Interest Notice

<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$194,445 paid for the exercise of Unlisted Options @ \$1.00 per option \$3,455,364 net proceeds from the sale of 2,000,000 Fully Paid Ordinary Shares
<b>No. of securities held after change</b>	19,913,211 Fully Paid Ordinary Shares 24,500,000 unlisted Options: <ul style="list-style-type: none"> <li>12,250,000 exercisable @ \$1.05 per option, vested, expiring 25/11/24</li> <li>12,250,000 exercisable @ \$1.05 per option, vested, expiring 25/11/25</li> </ul> 3,220,000 unlisted Strategic Growth Retention Rights expiring 31 December 2028 1,100,000 unlisted Performance Rights expiring 30 June 2027
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Exercise of unlisted Options.  On-market sale of shares with 100% of the proceeds to be used to meet personal tax obligations arising from the vesting of performance rights and the funding of exercise of options.

## Part 2 – Change of director's interests in contracts (not applicable)

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Detail of contract</b>	
<b>Nature of interest</b>	
<b>Name of registered holder (if issued securities)</b>	
<b>Date of change</b>	
<b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	
<b>Interest after change</b>	

## Part 3 – <sup>+</sup>Closed period

<b>Were the interests in the securities or contracts detailed above traded during a <sup>+</sup>closed period where prior written clearance was required?</b>	No
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

<sup>+</sup> See chapter 19 for defined terms.