

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Dacian Gold Limited (**Dacian**)

ACN/ARSN 154 262 978

1. Details of substantial holder (1)

Name Genesis Minerals Limited ACN 124 772 041 (**Genesis**) and its subsidiaries listed in Annexure A (each a **Group Entity**)

ACN/ARSN (if applicable) As set out above

There was a change in the interests of the substantial holder on

19/10/2023

The previous notice was given to the company on

18/10/2023

The previous notice was dated

18/10/2023

2. Previous and present 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 when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
ORD	1,123,466,150	92.33%	1,136,584,598	93.41%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
18/10/23	Genesis	Acquisition of a relevant interest by way of acceptances of offers made under Genesis' off-market takeover bid for all of the Dacian fully paid ordinary shares which Genesis does not already own on the terms set out in the Bidder's Statement dated 16 October 2023 (Takeover Offer)	0.1685 Genesis shares for every one (1) Dacian Share, as per the Takeover Offer	5,624,361	5,624,361
19/10/23	Genesis	Acquisition by way of acceptances under the Takeover offer (includes parties to Pre-bid Deeds whose shares were already recorded in the substantial holder's voting power: refer Form 604 dated 16/10/23)*	0.1685 Genesis shares for every one (1) Dacian Share, as per the Takeover Offer	27,737,664*	7,494,087*

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
Genesis	Genesis	Genesis	Relevant interest under section 608(1)(a) of the Corporations Act as holder of the shares	974,446,032 ORD	974,446,032
Genesis	Shareholders of Dacian who have accepted offers under the Takeover Offer	Genesis, subject to the terms of the Takeover Offer	Relevant interest under section 608(1)(b) of the Corporations Act as a result of acceptance of offers under the Takeover Offer	162,138,566 ORD	162,138,566

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Not applicable	Not applicable

6. Addresses

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

Name	Address
Genesis and each Group Entity	Level 7, 40 The Esplanade, Perth WA 6000
Eshuys	674 Mount Macedon Road, Mount Macedon VIC 3441
Alianda	674 Mount Macedon Road, Mount Macedon VIC 3441

Signature

print name Geoff James capacity Company Secretary

sign here

G. A. James

date 20/10/2023

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 6 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 person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. 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.
- (7) Details of the consideration must include any and all benefits, money 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 on 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.

- (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) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

Annexure A – Group Entities

This is Annexure A referred to in Form 604 (Notice of change of interests of substantial holder).

G. A. James

Name: Geoff James

Title: Company Secretary

Date: 20/10/2023

Genesis Group Entities (wholly owned except where indicated)

Dacian Gold Limited (ASX: DCN) (80.08%)

Genesis Minerals (Leonora) Pty Ltd

Genesis Mining Services Pty Ltd

Metallo Resources Pty Ltd

Ulysses Mining Pty Ltd

Wholly-Owned Subsidiaries of Dacian Gold Limited

Dacian Gold Mining Pty Ltd

Mt Morgans WA Mining Pty Ltd

Redcliffe Project Pty Ltd (formerly NTM Gold Limited)

Wholly-Owned Subsidiaries of Genesis Mining Services Pty Ltd

Genesis Mining Services (SPV 1) Pty Ltd

Wholly-Owned Subsidiaries of Genesis Minerals (Leonora) Pty Ltd

Bardoc Gold Pty Ltd

Wholly-Owned Subsidiaries of Bardoc Gold Pty Ltd

Admiral Gold Pty Ltd

Excelsior Gold Pty Ltd

Spitfire Global Pty Ltd

Starpart Holdings Pty Ltd

Wholly-Owned Subsidiaries of Excelsior Gold Pty Ltd

Aphrodite Gold Pty Ltd

GPM Resources Pty Ltd