



Announcement Summary

Entity name

GENESIS MINERALS LIMITED

Announcement Type

New announcement

Date of this announcement

9/6/2026

The Proposed issue is:

A placement or other type of issue

Total number of +securities proposed to be issued for a placement or other type of issue

ASX +security code	+Security description	Maximum Number of +securities to be issued
GMD	ORDINARY FULLY PAID	28,023,576

Proposed +issue date

22/6/2026

Refer to next page for full details of the announcement



Part 1 - Entity and announcement details

1.1 Name of +Entity

GENESIS MINERALS LIMITED

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

If the +securities are being offered under a +disclosure document or +PDS and are intended to be quoted on ASX, we also apply for quotation of all of the +securities that may be issued under the +disclosure document or +PDS on the terms set out in Appendix 2A of the ASX Listing Rules (on the understanding that once the final number of +securities issued under the +disclosure document or +PDS is known, in accordance with Listing Rule 3.10.3C, we will complete and lodge with ASX an Appendix 2A online form notifying ASX of their issue and applying for their quotation).

1.2 Registered Number Type

ABN

Registration Number

72124772041

1.3 ASX issuer code

GMD

1.4 The announcement is

New announcement

1.5 Date of this announcement

9/6/2026

1.6 The Proposed issue is:

A placement or other type of issue



Part 7 - Details of proposed placement or other issue

Part 7A - Conditions

7A.1 Do any external approvals need to be obtained or other conditions satisfied before the placement or other type of issue can proceed on an unconditional basis?

Yes

7A.1a Conditions

Approval/Condition	Date for determination	Is the date estimated or actual?	** Approval received/condition met?
Lodgement of court order with +ASIC	10/6/2026	Estimated	No

Comments

The new GMD shares which are the subject of this Appendix 3B are being issued pursuant to a scheme of arrangement under Part 5.1 of the Corporations Act 2001 (Cth) between Magnetic Resources NL (MAU) and its shareholders (Scheme) under which all of the shares on issue in MAU will be transferred to GMD in return for a combination of cash and new GMD shares. No GMD shareholder approval is required in connection with the proposed issue of new GMD shares. MAU shareholders approved the Scheme on 3 June 2026. Court approval of the Scheme was obtained at the second Court hearing on 9 June 2026, and all other conditions precedent to the Scheme (other than lodgement of the Court order with ASIC) were satisfied or waived at 10:00am on 9 June 2026.

Part 7B - Issue details

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

Existing class

Will the proposed issue of this +security include an offer of attaching +securities?

No

Details of +securities proposed to be issued

ASX +security code and description

GMD : ORDINARY FULLY PAID

Number of +securities proposed to be issued

28,023,576

Offer price details

Are the +securities proposed to be issued being issued for a cash consideration?

No



Please describe the consideration being provided for the +securities

The new GMD shares are to be issued as the scrip component of the consideration for the acquisition of all of the issued shares in MAU pursuant to the Scheme.

Please provide an estimate of the AUD equivalent of the consideration being provided for the +securities

192,500,000.000000

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

Yes

Part 7C - Timetable

7C.1 Proposed +issue date

22/6/2026

Part 7D - Listing Rule requirements

7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the entire issue under listing rule 7.1?

No

7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

No

7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?

No

7D.2 Is a party referred to in listing rule 10.11 participating in the proposed issue?

No

7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules?

No

7D.4 Will any of the +securities to be issued be subject to +voluntary escrow?

No

Part 7E - Fees and expenses

7E.1 Will there be a lead manager or broker to the proposed issue?

No

7E.2 Is the proposed issue to be underwritten?

No

7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue

Fees and costs incurred by GMD in connection with the Scheme include financial, legal and tax adviser fees and share registry costs.



Part 7F - Further Information

7F.01 The purpose(s) for which the entity is issuing the securities

To pay for the acquisition of an asset. The new GMD shares are to be issued as the scrip component of the consideration for the acquisition of all of the issued shares in MAU pursuant to the Scheme.

7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?

No

7F.2 Any other information the entity wishes to provide about the proposed issue

The figure provided in response to Question 7B is based on the results of elections made by MAU shareholders, which remain subject to change including as a result of trading in MAU shares up to the effective date of the Scheme.

The final outcome of elections will not be known until after the record date of the Scheme, which is currently expected to be 5:00pm (AWST) on 15 June 2026.

The total number of new GMD shares that will be issued may therefore be different to the figure provided in response to Question 7B.

Please see the scheme booklet issued by MAU dated 29 April 2026, as updated and supplemented by the supplementary scheme booklet issued by MAU dated 14 May 2026, for more information in relation to the Scheme.

7F.3 Any on-sale of the +securities proposed to be issued within 12 months of their date of issue will comply with the secondary sale provisions in sections 707(3) and 1012C(6) of the Corporations Act by virtue of:

An applicable ASIC instrument or class order