

ASX Announcement

Quarterly Activities Report
For the Quarter Ended 30 June 2021



HIGHLIGHTS

Ulysses Gold Project, Western Australia (GML: 100%)

- **Highly successful resource in-fill, extensional and exploration drilling program progressed at the 1.6Moz Ulysses Gold Project¹ during the quarter:**
 - *Confirming and upgrading existing Mineral Resources at the Admiral, Clark, Butterfly and Orient Well deposits;*
 - *Expanding the known Resources at depth and along strike; and*
 - *Targeting new discoveries.*
- **Exciting new discovery emerging at Puzzle North with wide zones of shallow mineralisation encountered over a significant strike length. Significant assays reported during the quarter included:**
 - **21USRC919** **69m @ 2.59g/t gold from 21m including 8m @ 11.7g/t gold**
 - **21USRC912** **84m @ 1.98g/t gold from 84m including 10m @ 6.31g/t gold**
 - **21USRC911** **40m @ 2.52g/t gold from 44m**
 - **21USRC855** **60m @ 3.03g/t gold from 106m including 8m @ 12.9g/t gold**
- **Puzzle North drilling program significantly expanded from 3,000m to 7,500m due to the substantial upside potential in the area.**
- **Outstanding high-grade visible gold intercept returned from step-out drilling at the Admiral deposit: 5m @ 60.7g/t gold from 265m in 21USRC892.**
- **Significant assay results returned from initial Resource upgrade and extensional drilling at the Butterfly North deposit.**
- **Work progressed on the Feasibility Study on a standalone gold project at Ulysses, with the Study expected to be finalised during the September 2021 Quarter.**

Corporate

- **Cash on hand of \$11M at quarter-end.**

Genesis Managing Director, Michael Fowler, said: *"During the quarter, we began to expand our horizons beyond the known deposits at the expanded Ulysses Project with drilling focusing on extensions to the known Resources and beginning to test potential new areas.*

"The visible gold intercept of 5m at 60.7g/t in step-out drilling at Admiral was a highlight and we also reported some impressive broad zones of mineralisation in drilling at the emerging Puzzle North area.

"Our success in the Puzzle North area prompted us to more than double the scope of the current drill program to 7,500m, given that we see a clear opportunity to drill out a substantial shallow Mineral Resource relatively quickly.

"Feasibility work also continued across multiple fronts during the quarter, consistent with our dual-track strategy of aggressively drilling to grow our Resource inventory and advancing development studies based on a substantial standalone mid-tier gold operation at Ulysses."

¹ Refer to Table 1 of this announcement for details of the Resource Estimate for the Ulysses Gold Project

ULYSSES GOLD PROJECT, WA (Genesis: 100%)

The Ulysses Gold Project is located ~30km south of Leonora and 200km north of Kalgoorlie, in the mineral-rich and highly prospective Eastern Goldfields of WA.

It lies 30km south of the Gwalia mine (6Moz of production and 2.1Moz of Ore Reserves) and along strike from the Orient Well and Kookynie mine camps, which have produced over 0.5Moz.

Genesis acquired the Ulysses Project in 2015 and, following initial exploration success, completed two open pit mining campaigns at the Ulysses West Pit in 2016 and 2017. Ore from Ulysses West was processed under a toll-treatment arrangement at the Paddington Mill, located 160km south of Ulysses along the Goldfields Highway.

Thanks to a two-pronged strategy of successful exploration and regional acquisition over the past 2-3 years, Genesis is now targeting the development of a much larger long-life standalone mining and processing operation at Ulysses with major Resource expansion drilling programs continuing in parallel with regional exploration programs.

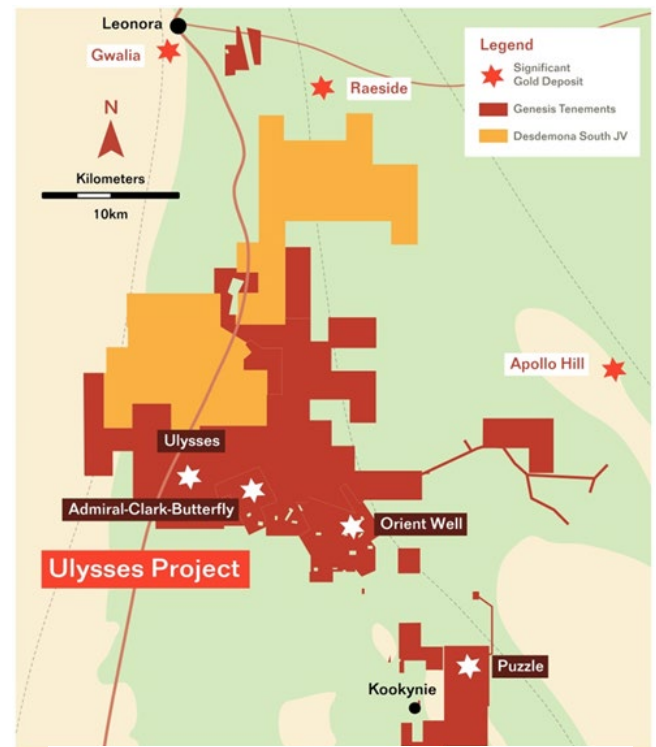


Figure 1. Ulysses Gold Project location.

Ongoing Drilling Results – Ulysses Gold Project

During the Quarter, Genesis reported highly encouraging results from ongoing Reverse Circulation (RC) programs at Puzzle North, Admiral, Butterfly North and Danluce-King, confirming the presence of significant shallow gold mineralisation at all deposits. The Admiral-Butterfly-Clark and Orient Well deposits represent a cluster of deposits within the Ulysses-to-Orient Well structural corridor that are continuing to be targeted by systematic resource drilling (Figure 2).

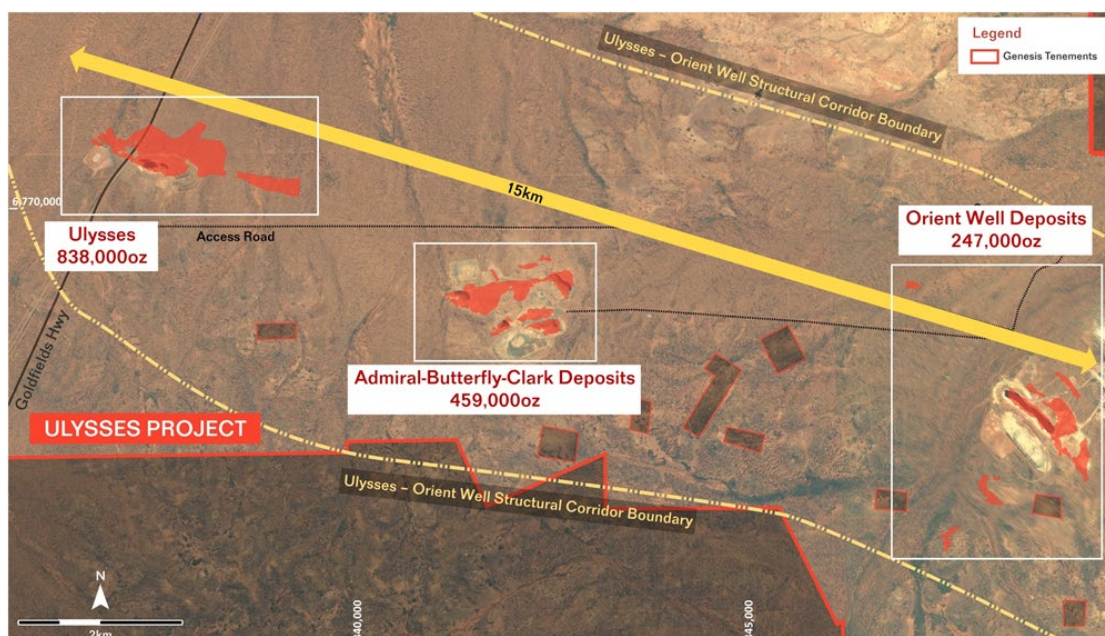


Figure 2. Ulysses-to-Orient Well structural corridor with current gold resources highlighted.

The results reported during the quarter are part of an ongoing exploration program building on the recently announced Mineral Resource upgrade (see ASX announcement, 29 March 2021).

Puzzle North Drilling Results

During and subsequent to the end of the quarter, Genesis reported strong results from RC drilling at Puzzle North and Puzzle (refer to the ASX announcements dated 9 April, 15 June and 1 July 2021).

Drilling at the Puzzle North discovery, which is located ~700m north of the Puzzle deposit, was completed to follow-up highly encouraging results reported in early April 2021. The follow-up program consisted of 13 RC holes (21USRC910 to 922) and extensions to 21USRC852 and 21USRC855 and were completed in May 2021.

Drilling was completed to both local grid west (250° MGA) and east (070° MGA) with drilling to grid west to locate the granite greenstone contact. Significant shallow gold results include:

- **40m @ 2.52g/t Au from 44m** **21USRC911**
- **84m @ 1.98g/t Au from 84m** **21USRC912**
 - **Including 10m @ 6.31g/t Au from 116m**
 - **Including 8m @ 5.94g/t Au from 157m**
- **60m @ 3.03g/t Au from 106m** **21USRC855 (extension)**
 - **Including 8m @ 12.9g/t Au from 126m**
- **8m @ 6.30g/t Au from 139m** **21USRC913**
- **1m @ 1.01g/t Au from 20m** **21USRC918**
- **18m @ 1.29g/t Au from 74m** **21USRC918**
- **13m @ 0.86g/t Au from 106m** **21USRC918**
- **69m @ 2.59g/t Au from 21m** **21USRC919**
 - **Including 8m @ 11.70g/t Au from 78m**
- **3m @ 0.90g/t Au from 99m** **21USRC919**
- **27m @ 1.20g/t Au from 121m** **21USRC919**
- **25m @ 0.50g/t Au from 5m** **21USRC920**
- **20m @ 1.68g/t Au from 100m** **21USRC920**
- **5m @ 0.94g/t Au from 15m** **21USRC921**
- **25m @ 0.88g/t Au from 40m** **21USRC921**
- **5m @ 0.60g/t Au from 85m** **21USRC921**
- **7m @ 0.95g/t Au from 98m** **21USRC921**
- **5m @ 1.11g/t Au from 0m** **21USRC922**
- **5m @ 1.15g/t Au from 60m** **21USRC922**
- **27m @ 1.33g/t Au from 83m** **21USRC922**

Gold mineralisation is constrained to the granite immediately adjacent to the moderately east-dipping granite-greenstone contact. Mineralisation is drill defined over ~400m and is interpreted to be best developed within a zone up to 40 to 80m wide, with a north-south orientation and dipping parallel to the granite-greenstone contact.

A potential second orientation may be interpreted normal to the granite-greenstone contact, however more detailed drilling is required to understand and confirm this interpretation. Gold mineralisation is associated with increased pyrite content and quartz veining within the hematite-sericite altered granite.

The significant mineralisation drilled to date remains open at depth and along strike and has been defined over ~400m of strike. Hole 21USRC922 returned a result of **27m @ 1.33g/t Au from 83m** which clearly demonstrates that mineralisation extends to the north along the granite – greenstone contact.

Drilling is ongoing at Puzzle North and Puzzle and will continue to target extensions at depth and to the north and south of the Puzzle North prospect. In-fill drilling will also be undertaken to allow a Mineral Resource Estimate to be completed as soon as possible and to better understand the controls on the gold mineralisation. A total of 7,500m of drilling is currently planned with a further expansion of the program expected as results come to hand.

Granite-Greenstone Contact

The granite-greenstone contact (see Figures 3 and 4) that controls the location of the new Puzzle North discovery and the Puzzle deposit is interpreted to extend over 6km of strike. No significant drilling has been completed along this corridor for nearly 20 years.

This extensive mineralised corridor represents a very large target for the discovery of new gold deposits. Exploration in 2021 along this corridor outside of the Puzzle and Puzzle North areas will include geological mapping, geophysical surveying and air-core drilling which will be followed up by RC drilling as required.

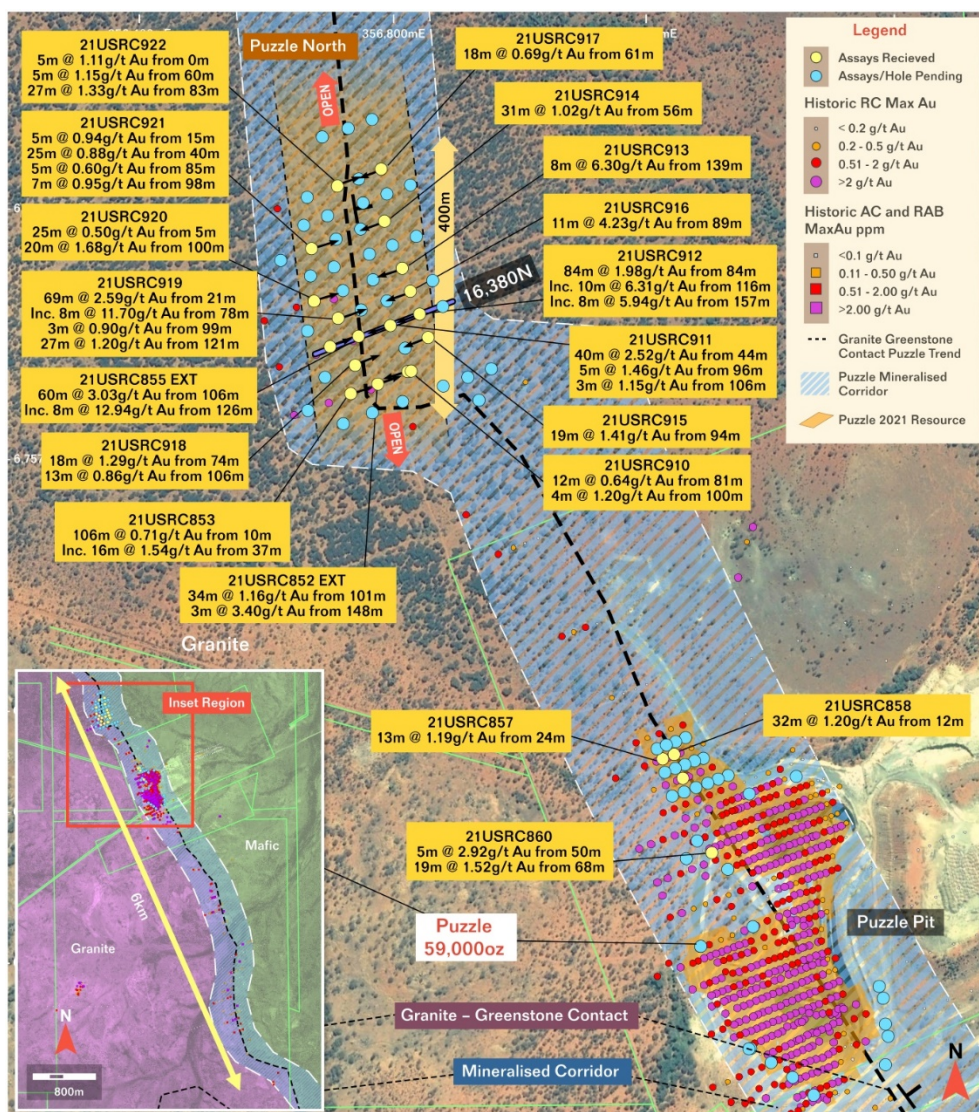


Figure 3. Puzzle North and Puzzle hole locations and results. Recent Genesis results shown in dark yellow boxes. Position of cross-section highlighted.

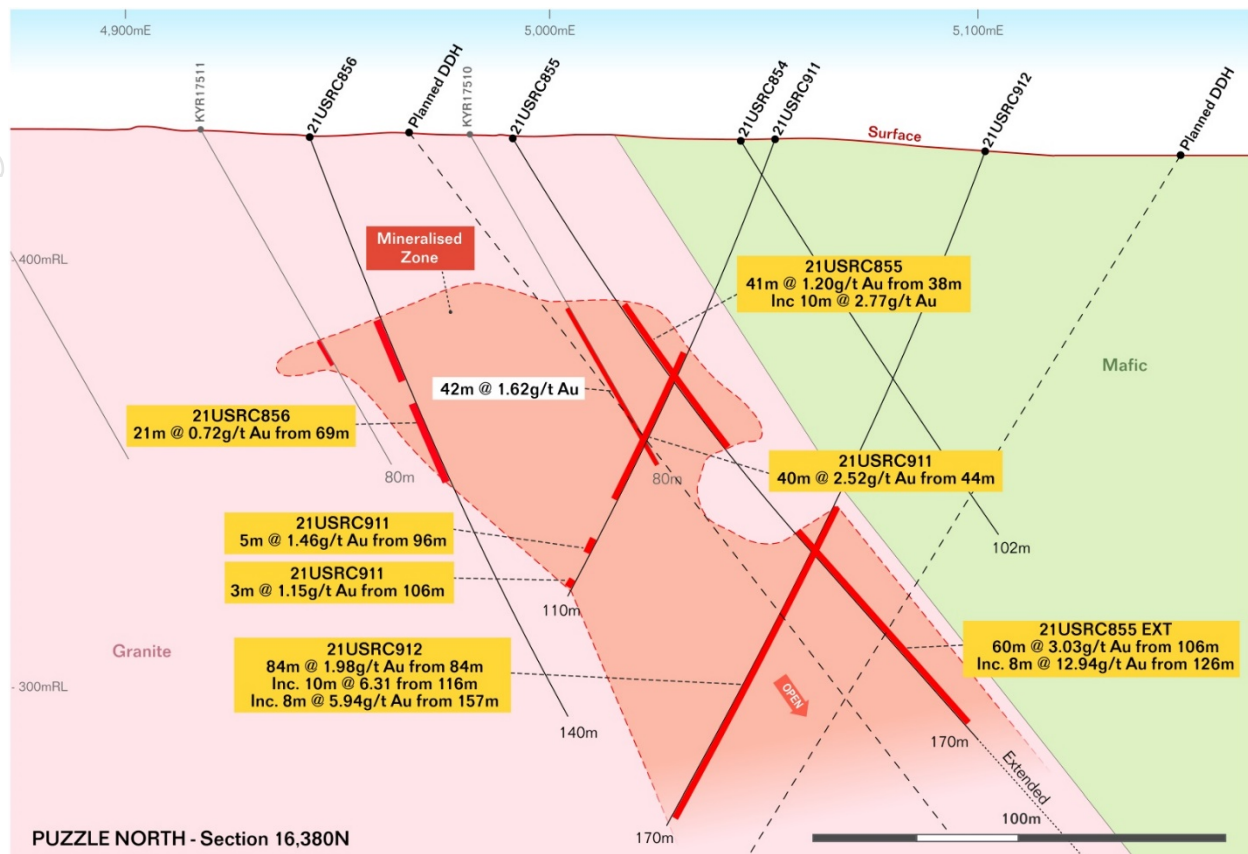


Figure 4. Local section 16,380N looking local grid north. Genesis new drilling intercepts in dark yellow boxes and previously reported Genesis drilling in pale yellow boxes. Planned drill holes shown.

Admiral Drilling Results

During the Quarter, a program of five holes for 1,641m (21USRC892 to 896) was completed to commence testing of the Butterfly dolerite in the footwall (below) the Admiral shear, the Hercules shear at depth and targeting extensions to known structures as they extend to within the Butterfly North dolerite (see Figure 5).

High-grade gold was returned from **21USRC892** with a 5m composite sample returning **5m @ 60.7g/t Au from 265m**. Coarse visible gold was observed between from 265m to 266m (see Figure 7). The intersection was hosted within the Butterfly dolerite and was associated with quartz veining and pyrite. One metre split intervals have been sent for analysis. Results for 21USRC893 to 896 are pending.

Resource growth drilling during the September quarter will continue to systematically test initially on a wide spacing the footwall of the Admiral shear within the Butterfly dolerite and also the Butterfly North dolerite, which has had very limited drilling.

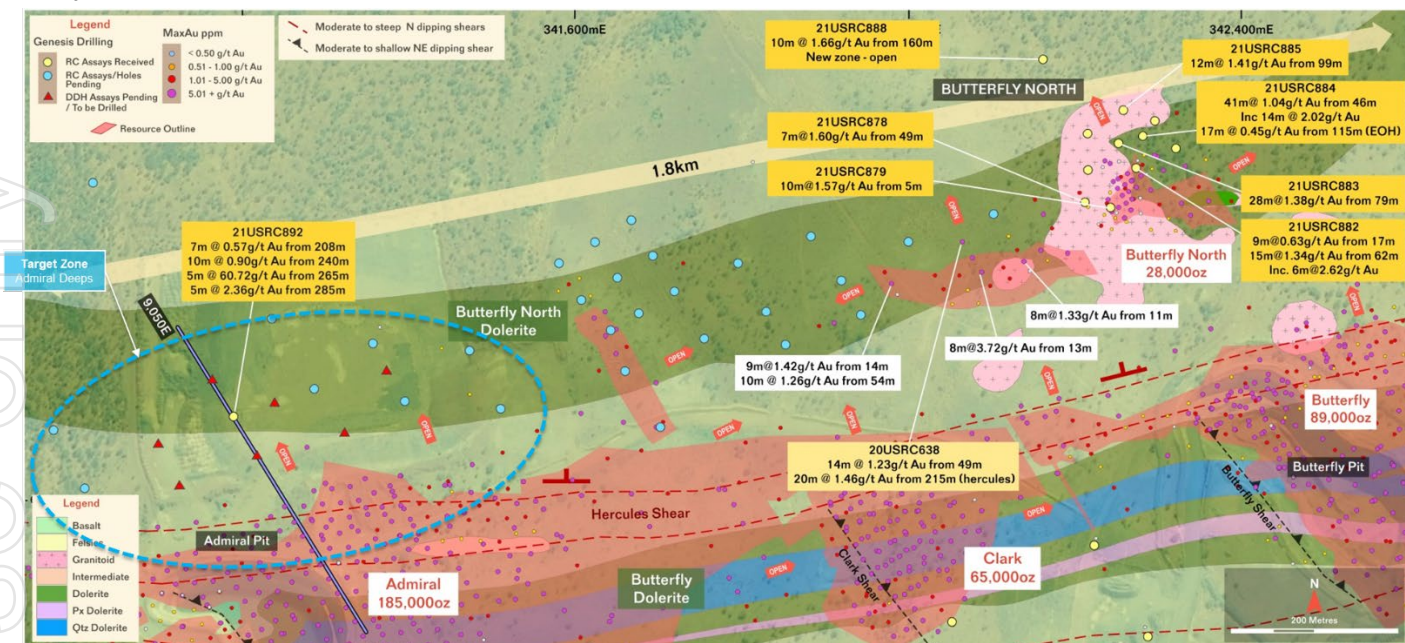


Figure 5. Recent hole locations and results. Recent Genesis results shown in dark yellow boxes and historic results in white boxes. Position of cross-sections highlighted. Proposed drilling and holes with pending assays shown.

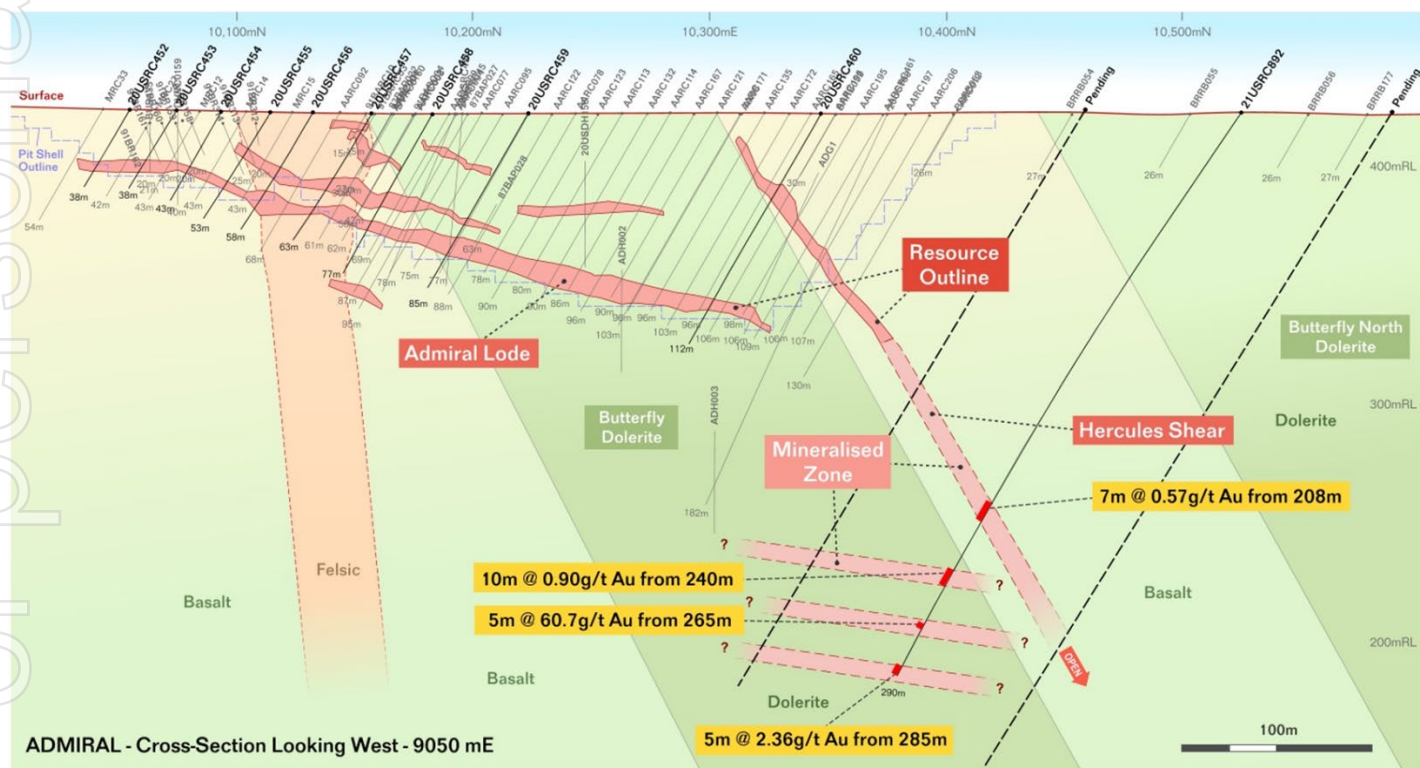




Figure 7. Coarse gold from 21USRC892, 265 to 266m.

Full details of results received during the quarter are detailed in Genesis' ASX announcement dated 12 May 2021.

Butterfly North Drilling Results

During the Quarter, drilling at Butterfly North was completed as an initial test to expand the current Butterfly North Mineral Resource (see Figure 5) and gain a better understanding on the controls on gold mineralisation at the deposit.

A total of 11 RC holes for 1,483m (21USRC878 to 888) were completed, with drilling defining broad zones of gold mineralisation. The Butterfly North area is located approximately 200m north of the Clark and Butterfly Resource. Results are shown in plan view in Figure 5. Significant shallow gold results included:

- 7m @ 1.60g/t Au from 49m 21USRC878
- 10m @ 1.57g/t Au from 5m 21USRC879
- 9m @ 0.63g/t Au from 17m 21USRC882
- 15m @ 1.34g/t Au from 62m 21USRC882
- 28m @ 1.38g/t Au from 79m 21USRC883
- 41m @ 1.03g/t Au from 46m 21USRC884
 - Including 14m @ 2.02g/t Au from 55m
- 17m @ 0.45g/t Au from 115m 21USRC884
- 12m @ 1.41g/t Au from 99m 21USRC885
- 4m @ 2.01g/t Au from 90m 21USRC886
- 10m @ 1.66g/t Au from 160m 21USRC888

Gold mineralisation is interpreted to dip moderately to steeply to the north and is generally hosted within a dolerite unit adjacent to a small granite body. The significant mineralisation drilled to date remains open at depth and along strike. Drilling in the 2nd half of 2021 will continue to target extensions at depth and to the west and east.

Full details of results received during the quarter are detailed in Genesis' ASX announcement dated 12 May 2021.

Danluc-King Drilling Results

During the Quarter, extensional drilling in the Danluc to King area was completed as an initial, very wide-spaced test to expand the current Mineral Resources in the area (see Figure 8) and gain a better understanding of the controls on gold mineralisation.

A total of 17 RC holes for 1,849m (21USRC861 to 877) were completed at 400m/200m x ~80m grid spacing (local grid).

Results are shown in plan view in Figure 8. Drilling returned a number of significant results outside of the current Resource.

Significant shallow gold results included:

- 11m @ 0.89g/t Au from 16m 21USRC861
- 10m @ 0.59g/t Au from 64m 21USRC862
- 6m @ 1.81g/t Au from 77m 21USRC864
- 11m @ 0.59g/t Au from 85m 21USRC865
- 13m @ 0.50g/t Au from 98m 21USRC866
- 18m @ 1.18g/t Au from 64m 21USRC869
- Including 8m @ 2.04g/t Au from 72m
- 1m @ 5.45g/t Au from 122m 21USRC874

Results confirmed the potential to extend all known mineralised structures along strike and at depth. A program of drilling is being planned to continue to systematically test this area.

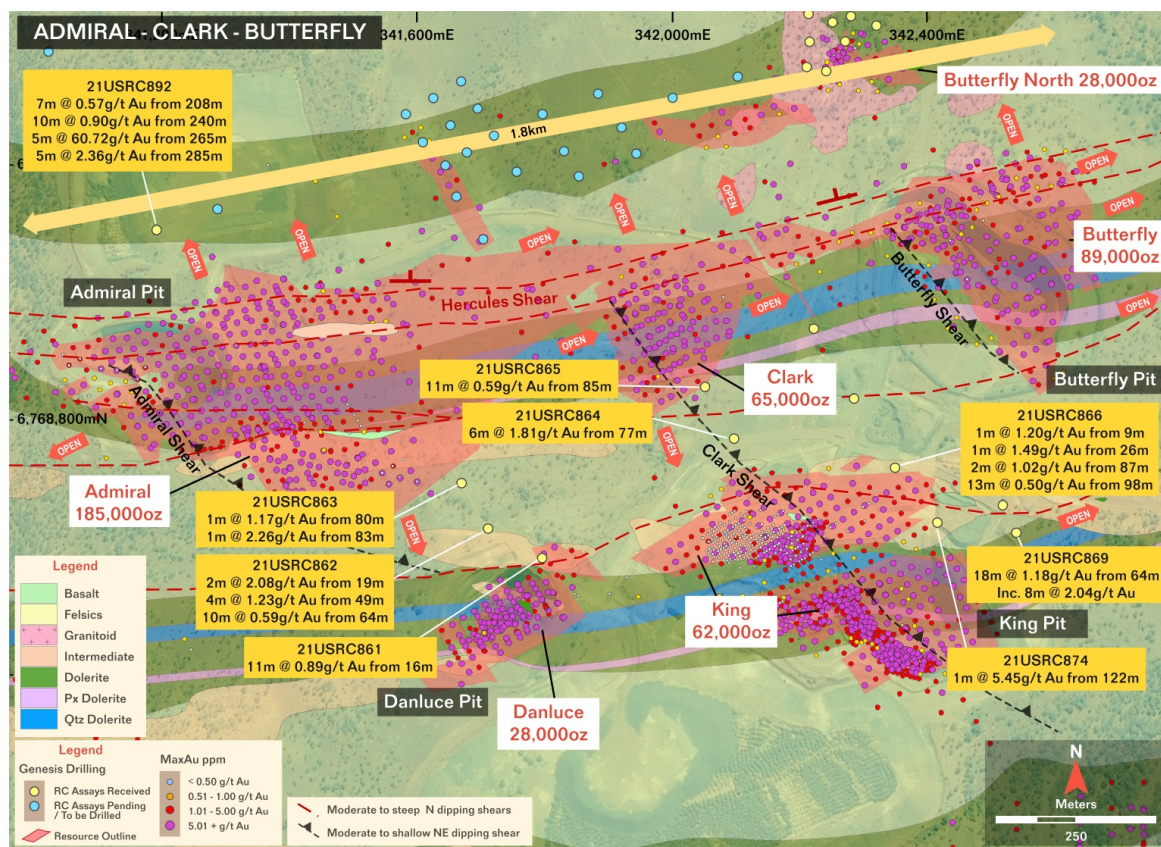


Figure 8. Recent hole locations and results. Recent Genesis results shown in dark yellow boxes. Proposed drilling and holes with pending assays shown.

Full details of results received during the quarter are detailed in Genesis' ASX announcement dated 12 May 2021.

Ulysses Project – Feasibility Study

Genesis has continued to progress a Feasibility Study based on the construction of a standalone treatment facility at Ulysses utilising ore sourced from both underground and open pit sources, with a focus on the Admiral-Clark-Butterfly area and Orient Well for initial sources of open pit mineralisation.

During the June quarter study work packages included:

- Significant advancement towards completion of the Metallurgical test work program except for Puzzle;
- Open Pit Geotechnical wall stability analysis;
- Process plant and NPI design finalisation;
- Detailed hydrological and hydrogeological work packages;
- Advancement of Open Pit and Underground optimisations and mine design;
- Operating and Capital cost estimation;
- Completion of the Works Approval submission;
- Advancement of Mining Proposal and Mine Closure Plan submissions;
- Finalisation of the licences to take and use water across the project; and
- Ongoing negotiations to secure the Miscellaneous Licences supporting the mining proposal.

The Feasibility Study is targeted for completion in September quarter of CY2021 subject to finalisation of work packages and further consideration of the potential implications of recent exploration results at Puzzle North (refer ASX Announcement of 15 June 2021).

Future Drilling Activities

Ongoing drilling planned to be completed in the September quarter will include:

- RC and diamond drilling targeting the potential Admiral deeps high-grade lodes;
- RC and diamond drilling to extend and in-fill the Puzzle North discovery and extensions and upgrading of the Puzzle Resource;
- Extensions to the Orient Well March 2021 Resource at depth and along strike;
- New discoveries within the Orient Well mine environment targeting repetitions of the felsic volcanic host rock;
- Extensions to the March 2021 Admiral, Clark, Butterfly, King and Butterfly North Resources; and
- New discoveries within the Admiral-Clark-Butterfly mine environment.

Air-core drilling will continue in the September quarter targeting the Ulysses to Orient Well mine corridor outside of the known resource areas as well as the Desdemona South JV area.

DESDEMONA SOUTH JV GOLD PROJECT, WA (Genesis: RTE 80%)

Desdemona South (see Figure 1) is a strategically located tenement package covering a total area of ~156km² immediately north of and contiguous with Genesis' 100%-owned 1.6Moz Ulysses Gold Project, and includes a range of exploration targets that have the potential to strengthen and expand the Company's growth pipeline in the Leonora region.

The Joint Venture provides Genesis with over 10km of strike of mafic stratigraphy (similar to Ulysses) to explore within the same regional structural corridor that controls gold mineralisation in the district.

Air-core Drilling Program

A 5,000m aircore drilling program was completed at the end of the June Quarter. Assay results will be reported in the September Quarter.

BARIMAIA GOLD PROJECT, WA (Genesis: 65%)

The Barimaia Gold Project is located in the Murchison District of Western Australia, 10km south-east of the 6Moz² Mt Magnet Gold Mine, operated by ASX-listed Ramelius Resources Limited .

No exploration activities were completed during the June 2021 Quarter.

COVID-19 UPDATE

Since February 2020, Genesis has been responding to information provided by State and Federal authorities and complying with recommended measures to combat the spread of COVID-19. These include heightened cleaning protocols, social distancing, stringent hygiene practices and health screening. The Company's operations are confined to Western Australia and only personnel and contractors essential to conducting safe exploration activities are permitted. All non-essential travel has ceased.

COVID-19 has the potential to interrupt exploration activities if any of the following occur:

- Notwithstanding the extensive measures taken, sufficient employees or contractors test positive for COVID-19 such that the majority of any crew is unable to attend while they self-isolate;
- Consumable items from critical suppliers is reduced for similar reasons; or
- The WA Government introduces regulations that inhibit our suppliers or employees from attending work.

CORPORATE*Cash*

At 30 June 2021, the Company held cash reserves of \$11 million. Operating cash outflows for the Quarter included payments for exploration activities of \$3 million. As set out in item 6.1 of the Appendix 5B for the June Quarter, payments to related parties consisting of remuneration paid to the Managing Director and payment of non-executive director fees totalled \$117,000.

Capital Raising

During the Quarter, Genesis completed an \$11 million capital raising consisting of a Placement to institutional, professional and sophisticated investors raising \$10 million and a Share Purchase Plan for \$1 million.

TENEMENTS

In accordance with ASX Listing Rule 5.3.3, details of the tenements held at the end of the Quarter are set out in Table 2.

This announcement is authorised for release by the Board of Genesis Minerals.

For further information, visit: www.genesisminerals.com.au or please contact:

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² Refer Ramelius Resources' ASX Announcement dated 22 February 2017.

COMPETENT PERSONS' STATEMENTS

The information in this report that relates to Exploration Results is based on information compiled by Mr Michael Fowler who is a full-time employee of the Company, a shareholder of Genesis Minerals Limited and is a member of the Australasian Institute of Mining and Metallurgy. Mr Fowler has sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity being undertaken to qualify as a Competent Person as defined in the 2012 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Mr Fowler consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

The Information in this report that relates to Mineral Resources is based on information compiled by Mr Paul Payne, a Competent Person who is a Fellow of the Australasian Institute of Mining and Metallurgy. Mr Payne is a full-time employee of Payne Geological Services and is a shareholder of Genesis Minerals Limited. Mr Payne has sufficient experience that is relevant to the style of mineralisation and type of deposit under consideration and to the activity being undertaken to qualify as a Competent Person as defined in the 2012 Edition of the "Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves". Mr Payne consents to the inclusion in the report of the matters based on his information in the form and context in which it appears.

TABLE 1: MINERAL RESOURCE ESTIMATE – ULYSSES GOLD PROJECT**March 2021 Resource Estimate 0.5g/t Cut off above 280mRL 2g/t Below 280mRL**

Deposit	C O G g/t	Measured			Indicated			Inferred			Total		
		Tonnes T	Au g/t	Au Ounces	Tonnes T	Au g/t	Au Ounces	Tonnes T	Au g/t	Au Ounces	Tonnes T	Au g/t	Au Ounces
Ulysses													
High Grade	2.0	658,000	6.1	129,000	908,000	6.3	184,000	188,000	8.2	50,000	1,754,000	6.4	363,000
Shear		137,000	1.3	6,000	2,911,000	2.4	221,000	1,765,000	3.2	183,000	4,813,000	2.6	410,000
Ulysses East					522,000	1.8	29,000	653,000	1.7	36,000	1,175,000	1.7	65,000
Sub Total		795,000	5.3	135,000	4,341,000	3.1	434,000	2,607,000	3.2	269,000	7,743,000	3.4	838,000
ABC													
Admiral	0.5				1,783,000	2.0	112,000	1,671,000	1.4	73,000	3,453,000	1.7	185,000
Clark	0.5				757,000	1.2	30,000	946,000	1.2	35,000	1,703,000	1.2	65,000
Butterfly	0.5				857,000	2.0	55,000	779,000	1.4	35,000	1,636,000	1.7	89,000
Butterfly North	0.5							623,000	1.4	28,000	623,000	1.4	28,000
King	0.5				1,305,000	1.0	42,000	591,000	1.0	20,000	1,896,000	1.0	62,000
Danluce	0.5							958,000	0.9	28,000	958,000	0.9	28,000
Historic Stockpiles								80,000	1.1	3,000	80,000	1.1	3,000
Sub Total					4,702,000	1.6	238,000	5,649,000	1.2	221,000	10,351,000	1.4	459,000
Orient Well													
Orient Well	0.5				3,605,000	1.1	123,000	1,833,000	1.1	66,000	5,438,000	1.1	189,000
OW Laterites	0.3				142,000	0.6	3,000	177,000	0.7	4,000	319,000	0.7	7,000
Orient Well East	0.5							457,000	1.3	19,000	457,000	1.3	19,000
Orient Well NW	0.5							603,000	1.2	23,000	603,000	1.2	23,000
Double J	0.3				434,000	0.7	10,000	25,000	0.5	400	459,000	0.7	10,000
Sub Total					4,180,000	1.0	136,000	3,094,000	1.1	112,000	7,274,000	1.1	247,000
Kookynie													
Puzzle	0.5				1,002,000	1.1	36,000	725,000	1.0	23,000	1,727,000	1.1	59,000
Historic Stockpile					175,000	0.7	4,000				175,000	0.7	4,000
Sub Total					1,177,000	1.1	40,000	725,000	1.0	23,000	1,902,000	1.0	63,000
Project Total		795,000	5.3	135,000	14,400,000	1.8	849,000	12,075,000	1.6	625,000	27,270,000	1.8	1,608,000

NB. Rounding discrepancies may occur

Full details of the Ulysses Mineral Resource estimate are provided in the Company's ASX announcement dated 29 March 2021 titled "Ulysses Mineral Resource Increases to 1.6 Million Ounces Following Continued Drilling Success".

The Company confirms that it is not aware of any new information or data that materially affects the information included in the original market announcements dated 29 March 2021 and the Company confirms that all material assumptions and technical parameters underpinning the mineral resource estimates in the market announcements continue to apply and have not materially changed. The Company confirms that the form and context in which the Competent Persons' findings are presented have not materially changed from the original market announcements.

TABLE 2: SCHEDULE OF EXPLORATION TENEMENTS HELD AS AT 30 JUNE 2021

Project	Location	Tenement ID	Interest at Start of Quarter (%)	Interest at End of Quarter (%)
Ulysses	Western Australia	E31/1277	Pending Grant	Pending Grant
Ulysses	Western Australia	E40/295	100	100
Ulysses	Western Australia	E40/312	100	100
Ulysses	Western Australia	E40/333	100	100
Ulysses	Western Australia	E40/359	100	100
Ulysses	Western Australia	E40/371	100	100
Ulysses	Western Australia	E40/380	Pending Grant	Pending Grant
Ulysses	Western Australia	E40/402	Pending Grant	Pending Grant
Ulysses	Western Australia	E40/404	Pending Grant	Pending Grant
Ulysses	Western Australia	L40/30	100	100
Ulysses	Western Australia	L40/31	100	100
Ulysses	Western Australia	L40/32	100	100
Ulysses	Western Australia	L40/33	Pending Grant	Pending Grant
Ulysses	Western Australia	L40/34	100	100
Ulysses	Western Australia	L40/35	Pending Grant	Pending Grant
Ulysses	Western Australia	L40/36	Pending Grant	Pending Grant
Ulysses	Western Australia	M40/166	100	100
Ulysses	Western Australia	P37/9140	100	100
Ulysses	Western Australia	P37/9141	100	100
Ulysses	Western Australia	P37/9142	100	100
Ulysses	Western Australia	P40/1342	100	100
Ulysses	Western Australia	P40/1343	100	100
Ulysses	Western Australia	P40/1396	100	100
Ulysses	Western Australia	P40/1449	100	100
Ulysses	Western Australia	P40/1457	100	100
Ulysses	Western Australia	P40/1528	Pending Grant	Pending Grant
Ulysses	Western Australia	P40/1529	Pending Grant	Pending Grant
Kookynie	Western Australia	E40/229	Note 1	Note 1
Kookynie	Western Australia	E40/263	Note 1	Note 1
Kookynie	Western Australia	E40/281	Note 1	Note 1
Kookynie	Western Australia	E40/291	Note 1	Note 1
Kookynie	Western Australia	E40/292	Note 1	Note 1
Kookynie	Western Australia	E40/306	Note 1	Note 1
Kookynie	Western Australia	E40/316	Note 1	Note 1
Kookynie	Western Australia	E40/346	Note 1	Note 1
Kookynie	Western Australia	E40/347	Note 1	Note 1
Kookynie	Western Australia	E40/368	Note 1	Note 1
Kookynie	Western Australia	E40/375	Note 1	Note 1
Kookynie	Western Australia	G40/4	Note 1	Note 1
Kookynie	Western Australia	G40/5	Note 1	Note 1
Kookynie	Western Australia	G40/6	Note 1	Note 1
Kookynie	Western Australia	G40/7	Note 1	Note 1

Kookynie	Western Australia	L40/7	Note 1	Note 1
Kookynie	Western Australia	L40/10	Note 1	Note 1
Kookynie	Western Australia	L40/11	Note 1	Note 1
Kookynie	Western Australia	L40/12	Note 1	Note 1
Kookynie	Western Australia	L40/15	Note 1	Note 1
Kookynie	Western Australia	L40/17	Note 1	Note 1
Kookynie	Western Australia	L40/18	Note 1	Note 1
Kookynie	Western Australia	L40/19	Note 1	Note 1
Kookynie	Western Australia	L40/20	Note 1	Note 1
Kookynie	Western Australia	L40/21	Note 1	Note 1
Kookynie	Western Australia	L40/22	Note 1	Note 1
Kookynie	Western Australia	M40/2	Note 1	Note 1
Kookynie	Western Australia	M40/3	Note 1	Note 1
Kookynie	Western Australia	M40/8	Note 1	Note 1
Kookynie	Western Australia	M40/20	Note 1	Note 1
Kookynie	Western Australia	M40/26	Note 1	Note 1
Kookynie	Western Australia	M40/56	Note 1	Note 1
Kookynie	Western Australia	M40/94	Note 1	Note 1
Kookynie	Western Australia	M40/101	Note 1	Note 1
Kookynie	Western Australia	M40/107	Note 1	Note 1
Kookynie	Western Australia	M40/110	Note 1	Note 1
Kookynie	Western Australia	M40/117	Note 1	Note 1
Kookynie	Western Australia	M40/120	Note 1	Note 1
Kookynie	Western Australia	M40/136	Note 1	Note 1
Kookynie	Western Australia	M40/137	Note 1	Note 1
Kookynie	Western Australia	M40/148	Note 1	Note 1
Kookynie	Western Australia	M40/151	Note 1	Note 1
Kookynie	Western Australia	M40/163	Note 1	Note 1
Kookynie	Western Australia	M40/164	Note 1	Note 1
Kookynie	Western Australia	M40/174	Note 1	Note 1
Kookynie	Western Australia	M40/192	Note 1	Note 1
Kookynie	Western Australia	M40/196	Note 1	Note 1
Kookynie	Western Australia	M40/209	Note 1	Note 1
Kookynie	Western Australia	M40/288	Note 1	Note 1
Kookynie	Western Australia	M40/289	Note 1	Note 1
Kookynie	Western Australia	M40/290	Note 1	Note 1
Kookynie	Western Australia	M40/291	Note 1	Note 1
Kookynie	Western Australia	M40/292	Note 1	Note 1
Kookynie	Western Australia	M40/293	Note 1	Note 1
Kookynie	Western Australia	M40/339	Note 1	Note 1
Kookynie	Western Australia	M40/340	Note 1	Note 1
Kookynie	Western Australia	M40/342	Note 1	Note 1
Kookynie	Western Australia	M40/343	Note 1	Note 1
Kookynie	Western Australia	M40/344	Note 1	Note 1
Kookynie	Western Australia	M40/345	Note 1	Note 1
Kookynie	Western Australia	P40/1427	Note 1	Note 1

Kookynie	Western Australia	P40/1428	Note 1	Note 1
Kookynie	Western Australia	P40/1433	Note 1	Note 1
Kookynie	Western Australia	P40/1434	Note 1	Note 1
Kookynie	Western Australia	P40/1435	Note 1	Note 1
Kookynie	Western Australia	P40/1436	Note 1	Note 1
Kookynie	Western Australia	P40/1437	Note 1	Note 1
Kookynie	Western Australia	P40/1438	Note 1	Note 1
Kookynie	Western Australia	P40/1439	Note 1	Note 1
Kookynie	Western Australia	P40/1440	Note 1	Note 1
Kookynie	Western Australia	P40/1441	Note 1	Note 1
Kookynie	Western Australia	P40/1442	Note 1	Note 1
Kookynie	Western Australia	P40/1444	Note 1	Note 1
Kookynie	Western Australia	P40/1445	Note 1	Note 1
Kookynie	Western Australia	P40/1446	Note 1	Note 1
Kookynie	Western Australia	P40/1447	Note 1	Note 1
Kookynie	Western Australia	P40/1454	Note 1	Note 1
Desdemona South	Western Australia	E37/1326	Note 2	Note 2
Desdemona South	Western Australia	E40/283	Note 2	Note 2
Desdemona South	Western Australia	E40/323	Note 2	Note 2
Desdemona South	Western Australia	E40/366	Note 2	Note 2
Desdemona South	Western Australia	E40/369	Note 2	Note 2
Desdemona South	Western Australia	M40/346	Note 2	Note 2
Desdemona South	Western Australia	P40/1464	Note 2	Note 2
Barimaia	Western Australia	E58/497	Note 3	Expired
Barimaia	Western Australia	M58/361	Note 3	Note 3
Barimaia	Western Australia	P58/1654	Note 3	Note 3
Barimaia	Western Australia	P58/1655	Note 3	Note 3
Barimaia	Western Australia	P58/1687	Note 3	Note 3
Barimaia	Western Australia	P58/1688	Note 3	Note 3
Barimaia	Western Australia	P58/1689	Note 3	Note 3
Barimaia	Western Australia	P58/1690	Note 3	Note 3
Barimaia	Western Australia	P58/1691	Note 3	Note 3
Barimaia	Western Australia	P58/1692	Note 3	Note 3
Barimaia	Western Australia	P58/1751	Note 3	Note 3
Barimaia	Western Australia	P58/1752	Note 3	Note 3
Barimaia	Western Australia	P58/1762	Note 3	Note 3
Barimaia	Western Australia	P58/1763	Note 3	Note 3
Barimaia	Western Australia	P58/1764	Note 3	Note 3
Barimaia	Western Australia	P58/1765	Note 3	Note 3

Notes:

- 1: The Company has an interest in the Kookynie Gold Project tenements pursuant to a binding option agreement to acquire a 100% interest. Refer to the Company's ASX announcement dated 24 June 2020 titled "*Transformational Acquisition of the Kookynie Gold Project*" for full details of the acquisition. Genesis completed the acquisition of the Kookynie tenements on 12 January 2021 with all conditions precedent to the transaction satisfied or waived.
- 2: The Company holds the right to earn-in to an initial 60 per cent interest in the Desdemona South JV Gold Project, with the potential to earn up to a maximum 80 per cent stake.
- 3: The Company has earned a 65 per cent interest in the Barimaia Gold Project (the Mt Magnet JV).

FORWARD LOOKING STATEMENTS

Some statements in this report regarding estimates or future events are forward looking statements. They include indications of, and guidance on, future earnings, cash flow, costs and financial performance. Forward looking statements include, but are not limited to, statements preceded by words such as “planned”, “expected”, “projected”, “estimated”, “may”, “scheduled”, “intends”, “anticipates”, “believes”, “potential”, “could”, “nominal”, “conceptual” and similar expressions. Forward looking statements, opinions and estimates included in this report are based on assumptions and contingencies which are subject to change without notice, as are statements about market and industry trends, which are based on interpretations of current market conditions. Forward looking statements are provided as a general guide only and should not be relied on as a guarantee of future performance. Forward looking statements may be affected by a range of variables that could cause actual results to differ from estimated results, and may cause the Company’s actual performance and financial results in future periods to materially differ from any projections of future performance or results expressed or implied by such forward looking statements. These risks and uncertainties include but are not limited to liabilities inherent in mine development and production, geological, mining and processing technical problems, the inability to obtain any additional mine licenses, permits and other regulatory approvals required in connection with mining and third party processing operations, competition for among other things, capital, acquisition of reserves, undeveloped lands and skilled personnel, incorrect assessments of the value of acquisitions, changes in commodity prices and exchange rate, currency and interest fluctuations, various events which could disrupt operations and/or the transportation of mineral products, including labour stoppages and severe weather conditions, the demand for and availability of transportation services, the ability to secure adequate financing and management’s ability to anticipate and manage the foregoing factors and risks. There can be no assurance that forward looking statements will prove to be correct.

This report has been prepared in compliance with the JORC Code (2012) and the ASX Listing Rules.

The Company has concluded it has a reasonable basis for providing the forward looking statements included in this report, including with respect to any production targets and financial estimates, based on the information contained in this report.

This report has been prepared by Genesis Minerals Limited. This document contains background information current at the date of this report. The report is in summary form and does not purport to be all-inclusive or complete.

Recipients should conduct their own investigations and perform their own analysis in order to satisfy themselves as to the accuracy and completeness of the information, statements and opinions contained in this report.

The report is for information purposes only. Neither this report nor the information contained in it constitutes an offer, invitation, solicitation or recommendation in relation to the purchase or sales of shares in any jurisdiction. The report may not be distributed in any jurisdiction except in accordance with the legal requirements applicable in such jurisdiction. Recipients should inform themselves of the restrictions that apply to their own jurisdiction as a failure to do so may result in a violation of securities laws in such jurisdiction.

This report does not constitute investment advice and has been prepared without considering the recipients investment objectives, financial circumstances or particular needs and the opinions and recommendations in this report are not intended to represent recommendations of particular investments to particular persons.

Recipients should seek professional advice when deciding if an investment is appropriate. All securities transactions involve risks, which include (among others) the risk of adverse or unanticipated market, financial or political developments. To the fullest extent of the law, the Company, its officers, employees, agents and advisors do not make any representation or warranty, express or implied, as to the currency, accuracy, reliability or completeness of any information, statements, opinion, estimates, forecasts or other representations contained in this report. No responsibility for any errors or omissions from the report arising out of negligence or otherwise is accepted.

Appendix 5B

Mining exploration entity or oil and gas exploration entity quarterly cash flow report

Name of entity

Genesis Minerals Limited

ABN

74 124 772 041

Quarter ended ("current quarter")

30 June 2021

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (12 months) \$A'000
1. Cash flows from operating activities			
1.1 Receipts from customers			
1.2 Payments for			
(a) exploration & evaluation (if expensed)	(2,919)	(12,530)	
(b) development			
(c) production			
(d) staff costs	(147)	(592)	
(e) administration and corporate costs	(287)	(1,099)	
1.3 Dividends received (see note 3)			
1.4 Interest received	7	22	
1.5 Interest and other costs of finance paid			
1.6 Income taxes paid			
1.7 Government grants and tax incentives	-	50	
1.8 Other (provide details if material)			
1.9 Net cash from / (used in) operating activities	(3,346)	(14,149)	
2. Cash flows from investing activities			
2.1 Payments to acquire:			
(a) entities			
(b) tenements			
(c) property, plant and equipment	(6)	(267)	
(d) exploration & evaluation (if capitalised)	(252)	(10,488)	
(e) investments			
(f) other non-current assets			

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (12 months) \$A'000
2.2	Proceeds from the disposal of:		
	(a) entities		
	(b) tenements		
	(c) property, plant and equipment		
	(d) investments		
	(e) other non-current assets		
2.3	Cash flows from loans to other entities		
2.4	Dividends received (see note 3)		
2.5	Other (provide details if material)		
2.6	Net cash from / (used in) investing activities	(258)	(10,755)

3.	Cash flows from financing activities		
3.1	Proceeds from issues of equity securities (excluding convertible debt securities)	11,000	24,900
3.2	Proceeds from issue of convertible debt securities		
3.3	Proceeds from exercise of options	-	741
3.4	Transaction costs related to issues of equity securities or convertible debt securities	(517)	(917)
3.5	Proceeds from borrowings		
3.6	Repayment of borrowings		
3.7	Transaction costs related to loans and borrowings		
3.8	Dividends paid		
3.9	Other (provide details if material)		
3.10	Net cash from / (used in) financing activities	10,483	24,724

4.	Net increase / (decrease) in cash and cash equivalents for the period		
4.1	Cash and cash equivalents at beginning of period	4,086	11,145
4.2	Net cash from / (used in) operating activities (item 1.9 above)	(3,346)	(14,149)
4.3	Net cash from / (used in) investing activities (item 2.6 above)	(258)	(10,755)
4.4	Net cash from / (used in) financing activities (item 3.10 above)	10,483	24,724

Mining exploration entity or oil and gas exploration entity quarterly cash flow report

Consolidated statement of cash flows		Current quarter \$A'000	Year to date (12 months) \$A'000
4.5	Effect of movement in exchange rates on cash held	-	-
4.6	Cash and cash equivalents at end of period	10,965	10,965

5.	Reconciliation of cash and cash equivalents at the end of the quarter (as shown in the consolidated statement of cash flows) to the related items in the accounts	Current quarter \$A'000	Previous quarter \$A'000
5.1	Bank balances	10,945	2,316
5.2	Call deposits	20	1,770
5.3	Bank overdrafts		
5.4	Other (provide details)		
5.5	Cash and cash equivalents at end of quarter (should equal item 4.6 above)	10,965	4,086

6. Payments to related parties of the entity and their associates

- 6.1 Aggregate amount of payments to related parties and their associates included in item 1
- 6.2 Aggregate amount of payments to related parties and their associates included in item 2

Current quarter \$A'000
117
0

Note: if any amounts are shown in items 6.1 or 6.2, your quarterly activity report must include a description of, and an explanation for, such payments

Mining exploration entity or oil and gas exploration entity quarterly cash flow report

7. Financing facilities

Note: the term "facility" includes all forms of financing arrangements available to the entity.

Add notes as necessary for an understanding of the sources of finance available to the entity.

7.1 Loan facilities

7.2 Credit standby arrangements

7.3 Other (please specify)

7.4 **Total financing facilities**

**Total facility
amount at quarter
end
\$A'000**

**Amount drawn at
quarter end
\$A'000**

7.5 **Unused financing facilities available at quarter end**

7.6 Include in the box below a description of each facility above, including the lender, interest rate, maturity date and whether it is secured or unsecured. If any additional financing facilities have been entered into or are proposed to be entered into after quarter end, include a note providing details of those facilities as well.

8. Estimated cash available for future operating activities**\$A'000**

8.1 Net cash from / (used in) operating activities (Item 1.9) (3,346)

8.2 Capitalised exploration & evaluation (Item 2.1(d)) (252)

8.3 Total relevant outgoings (Item 8.1 + Item 8.2) (3,598)

8.4 Cash and cash equivalents at quarter end (Item 4.6) 10,965

8.5 Unused finance facilities available at quarter end (Item 7.5) -

8.6 Total available funding (Item 8.4 + Item 8.5) 10,965

8.7 **Estimated quarters of funding available (Item 8.6 divided by Item 8.3)** 3.05

8.8 If Item 8.7 is less than 2 quarters, please provide answers to the following questions:

1. Does the entity expect that it will continue to have the current level of net operating cash flows for the time being and, if not, why not?

Answer: N/A

2. Has the entity taken any steps, or does it propose to take any steps, to raise further cash to fund its operations and, if so, what are those steps and how likely does it believe that they will be successful?

Answer: N/A

3. Does the entity expect to be able to continue its operations and to meet its business objectives and, if so, on what basis?

Answer: N/A

Compliance statement

- 1 This statement has been prepared in accordance with accounting standards and policies which comply with Listing Rule 19.11A.
- 2 This statement gives a true and fair view of the matters disclosed.

Date: 29 July 2021

Authorised by: The Board

(Name of body or officer authorising release – see note 4)

Notes

1. This quarterly cash flow report and the accompanying activity report provide a basis for informing the market about the entity's activities for the past quarter, how they have been financed and the effect this has had on its cash position. An entity that wishes to disclose additional information over and above the minimum required under the Listing Rules is encouraged to do so.
2. If this quarterly cash flow report has been prepared in accordance with Australian Accounting Standards, the definitions in, and provisions of, *AASB 6: Exploration for and Evaluation of Mineral Resources* and *AASB 107: Statement of Cash Flows* apply to this report. If this quarterly cash flow report has been prepared in accordance with other accounting standards agreed by ASX pursuant to Listing Rule 19.11A, the corresponding equivalent standards apply to this report.
3. Dividends received may be classified either as cash flows from operating activities or cash flows from investing activities, depending on the accounting policy of the entity.
4. If this report has been authorised for release to the market by your board of directors, you can insert here: "By the board". If it has been authorised for release to the market by a committee of your board of directors, you can insert here: "By the [name of board committee – eg Audit and Risk Committee]". If it has been authorised for release to the market by a disclosure committee, you can insert here: "By the Disclosure Committee".
5. If this report has been authorised for release to the market by your board of directors and you wish to hold yourself out as complying with recommendation 4.2 of the ASX Corporate Governance Council's *Corporate Governance Principles and Recommendations*, the board should have received a declaration from its CEO and CFO that, in their opinion, the financial records of the entity have been properly maintained, that this report complies with the appropriate accounting standards and gives a true and fair view of the cash flows of the entity, and that their opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.