Form 604

Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme	**BCI MINERALS LIMITED**
ACN/ARSN	**120 646 924**

1. Details of substantial holder (1)

Name	**RYDER CAPITAL LIMITED** AND RELATED ENTITIES AND PERSONS LISTED IN SECTION 4
ACN/ARSN (if applicable)	**606 695 854**

There was a change in the interests of the substantial holder on	**08/02/2024**
The previous notice was given to the company on	**24/12/2021**
The previous notice was dated	**24/12/2021**

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)
Ordinary Shares	119,814,614	9.93%*	265,124,259	11.16%**

** Voting power calculated using 1,206,098,756 ordinary shares.*

*** Voting power calculated using 2,378,085,541 ordinary shares.*

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**
	See Appendix A				

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**
Ryder Capital Limited (RYD) ACN 606 695 854	J P Morgan Nominees Australia Pty Limited	J P Morgan Nominees Australia Pty Limited	Beneficially owns fully paid ordinary shares	53,672,442 fully paid ordinary	53,672,442
Ryder Capital Management Pty Ltd (RCM) ACN 623 412 868	Ryder Capital Management Pty Ltd ACN 623 412 868	Ryder Capital Management Pty Ltd ACN 623 412 868	Section 608(1)(b) of the Corporations Act 2001 –power to exercise, or control the exercise of a right to vote	211,332,555 fully paid ordinary	211,332,555

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Ryder Investment Management Pty Ltd (RIM) ACN 131 333 394	Ryder Investment Management Pty Ltd ACN 131 333 394	Ryder Investment Management Pty Ltd ACN 131 333 394	Beneficially owns fully paid ordinary shares	87,517 fully paid ordinary	87,517
Consvest Pty Ltd (ACN 629 768 912) <The Consvest Super Fund A/C> (Consvest)	Consvest Pty Ltd (ACN 629 768 912) <The Consvest Super Fund A/C>	Consvest Pty Ltd (ACN 629 768 912) <The Consvest Super Fund A/C>	Beneficially owns fully paid ordinary shares	31,745 fully paid ordinary	31,745
Peter Constable	Director of RYD, RCM, RIM and Consvest	Director of RYD, RCM, RIM and Consvest	Section 608(3)(a) of the Corporations Act 2001–voting power in RCM, RIM and Consvest above 20%	265,124,259 fully paid ordinary	265,124,259
David Bottomley	Director of RYD, RCM and RIM	Director of RYD, RCM and RIM	Section 608(3)(a) of the Corporations Act 2001–voting power in RCM above 20%	265,124,259 fully paid ordinary	265,124,259

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

6. Addresses

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

Name	Address
All parties	C/- Ryder Capital, Level 28, 88 Phillip Street, SYDNEY NSW 2000

Signature

Print name David Bottomley Capacity Company Secretary

Sign here  Date 12 February 2024

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).

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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 of 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.

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Appendix A - Changes in Relevant Interests

This is Appendix A as referred to in the Form 604 signed by me and dated 12 February 2024.



David Bottomley
12 February 2024

Date of Change	Person whose relevant interest changed	Nature of Change	Consideration Given In Relation to Change	Class and Number of Securities Affected	Persons Votes Affected
24-Dec-21	Ryder Investment Management Pty Ltd	Share Purchase Plan	$ 30,000.00	69,768 ORD	69,768
08-Feb-22	Ryder Capital Management Pty Ltd	On Market Purchase	$ 21,917.36	56,075 ORD	56,075
08-Feb-22	Ryder Capital Management Pty Ltd	On Market Purchase	$ 50,000.51	127,925 ORD	127,925
21-Feb-22	Ryder Capital Management Pty Ltd	On Market Purchase	$ 19,542.90	50,000 ORD	50,000
22-Feb-22	Ryder Capital Management Pty Ltd	On Market Purchase	$ 58,375.82	149,353 ORD	149,353
24-Mar-22	Ryder Capital Management Pty Ltd	On Market Purchase	$ 24,962.31	61,500 ORD	61,500
30-Mar-22	Ryder Capital Management Pty Ltd	On Market Sale	$ 23,198.87	(50,000) ORD	(50,000)
31-Mar-22	Ryder Capital Management Pty Ltd	On Market Sale	$ 91,897.40	(200,000) ORD	(200,000)
01-Apr-23	Ryder Capital Management Pty Ltd	On Market Sale	$ 51,840.99	(111,516) ORD	(111,516)
07-Apr-22	Ryder Capital Management Pty Ltd	On Market Sale	$ 163,500.37	(348,838) ORD	(348,838)
04-Jul-22	Ryder Capital Management Pty Ltd	On Market Sale	$ 191,804.42	(710,637) ORD	(710,637)
05-Jul-22	Ryder Capital Management Pty Ltd	On Market Sale	$ 40,129.62	(150,000) ORD	(150,000)
18-Oct-22	Ryder Capital Management Pty Ltd	On Market Sale	$ 3,390.92	(14,160) ORD	(14,160)
21-Nov-22	Ryder Capital Management Pty Ltd	On Market Sale	$ 25,339.73	(105,815) ORD	(105,815)
27-Jan-23	Ryder Capital Management Pty Ltd	On Market Sale	$ 185,822.33	(660,000) ORD	(660,000)
13-Feb-23	Ryder Capital Management Pty Ltd	On Market Sale	$ 25,043.08	(89,000) ORD	(89,000)
21-Feb-23	Ryder Capital Management Pty Ltd	On Market Sale	$ 26,480.20	(98,182) ORD	(98,182)
22-Feb-23	Ryder Capital Management Pty Ltd	On Market Sale	$ 4,330.29	(15,810) ORD	(15,810)
23-Feb-23	Ryder Capital Management Pty Ltd	On Market Sale	$ 13,749.68	(52,000) ORD	(52,000)
03-Jul-23	Ryder Capital Management Pty Ltd	On Market Purchase	$ 68,907.01	300,000 ORD	300,000
03-Jul-23	Ryder Capital Management Pty Ltd	On Market Purchase	$ 34,520.93	150,000 ORD	150,000
04-Jul-23	Ryder Capital Management Pty Ltd	On Market Purchase	$ 29,768.23	130,000 ORD	130,000
04-Jul-23	Ryder Capital Management Pty Ltd	On Market Purchase	$ 45,984.19	200,000 ORD	200,000
10-Aug-23	Consvest Pty Ltd <The Consvest Super Fund A/C>	On Market Purchase	$ 7,794.64	31,745 ORD	31,745
10-Aug-23	Ryder Capital Management Pty Ltd	On Market Purchase	$ 1,948.84	7,937 ORD	7,937
10-Aug-23	Ryder Capital Management Pty Ltd	On Market Purchase	$ 5,846.29	23,810 ORD	23,810
10-Aug-23	Ryder Capital Management Pty Ltd	On Market Purchase	$ 1,169.25	4,762 ORD	4,762
10-Aug-23	Ryder Capital Management Pty Ltd	On Market Purchase	$ 7,794.89	31,746 ORD	31,746
10-Aug-23	Ryder Capital Management Pty Ltd	On Market Sale	$ 43,333.28	(173,500) ORD	(173,500)
10-Aug-23	Ryder Capital Management Pty Ltd	On Market Sale	$ 6,492.41	(26,500) ORD	(26,500)
10-Aug-23	Ryder Capital Management Pty Ltd	On Market Sale	$ 61,288.21	(250,000) ORD	(250,000)
14-Aug-23	Ryder Capital Management Pty Ltd	On Market Sale	$ 1,007.78	(4,000) ORD	(4,000)
15-Aug-23	Ryder Capital Management Pty Ltd	On Market Sale	$ 30,493.27	(122,242) ORD	(122,242)
15-Aug-23	Ryder Capital Management Pty Ltd	On Market Sale	$ 34,923.11	(139,790) ORD	(139,790)
16-Aug-23	Ryder Capital Management Pty Ltd	On Market Sale	$ 6,236.25	(25,000) ORD	(25,000)
16-Aug-23	Ryder Capital Management Pty Ltd	On Market Sale	$ 6,236.25	(25,000) ORD	(25,000)
17-Aug-23	Ryder Capital Management Pty Ltd	On Market Sale	$ 6,360.96	(25,000) ORD	(25,000)
17-Aug-23	Ryder Capital Management Pty Ltd	On Market Sale	$ 6,360.97	(25,000) ORD	(25,000)
28-Aug-23	Ryder Capital Management Pty Ltd	On Market Purchase	$ 60,355.67	231,183 ORD	231,183
29-Aug-23	Ryder Capital Management Pty Ltd	On Market Purchase	$ 11,262.71	43,223 ORD	43,223
07-Feb-24	Ryder Capital Management Pty Ltd	On Market Purchase	$ 8,999.84	37,417 ORD	37,417
07-Feb-24	Ryder Capital Management Pty Ltd	On Market Purchase	$ 69,077.24	287,190 ORD	287,190
08-Feb-24	Ryder Capital Limited	Acquisition of shares on conversion of convertible notes issued pursuant to a Convertible Note Deed dated 19 October 2023.	$ 5,156,125.38	22,916,113 ORD	22,916,113
08-Feb-24	Ryder Capital Management Pty Ltd	Acquisition of shares on conversion of convertible notes issued pursuant to a Convertible Note Deed dated 19 October 2023.	$ 20,624,501.54	91,664,452 ORD	91,664,452
08-Feb-24	Ryder Capital Management Pty Ltd	Acquisition of shares pursuant to the Equity Raising announced on 1 February 2024.	$ 7,500,000.00	30,000,000 ORD	30,000,000

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