

Genesis Minerals Limited and controlled entities

ABN 72 124 772 041

Interim Financial Report

for the half year ended 31 December 2021

For personal use only

GENESIS MINERALS LIMITED
INTERIM FINANCIAL REPORT
FOR THE HALF YEAR ENDED 31 DECEMBER 2021

CONTENTS

PAGE

FINANCIAL STATEMENTS

DIRECTORS' REPORT	1
DIRECTORS' DECLARATION	9
AUDITORS' INDEPENDENCE DECLARATION	10
CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME	11
CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION	12
CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY	13
CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS	14
NOTES TO THE CONDENSED FINANCIAL STATEMENTS	15
INDEPENDENT AUDIT REPORT	22

For personal use only

GENESIS MINERALS LIMITED
DIRECTORS' REPORT
31 DECEMBER 2021

Your directors present their report, together with the interim financial statements of the Group, being Genesis Minerals Limited (the Company) and its controlled entities, for the half year ended 31 December 2021.

DIRECTORS

The names of the directors in office at any time during, or since the end of, the half year are:

NAMES

Tommy McKeith
 Raleigh Finlayson
 Michael Fowler
 Gerry Kaczmarek
 Neville Power
 Michael Bowen
 Craig Bradshaw
 Nic Earner

POSITION

Non-Executive Chairman
 Managing Director (appointed 21 February 2022)
 Managing Director (resigned 21 February 2022)
 Non-Executive Director
 Non-Executive Director (appointed 19 November 2021)
 Non-Executive Director (appointed 19 November 2021)
 Non-Executive Director (resigned 19 November 2021)
 Non-Executive Director (resigned 19 November 2021)

OPERATING RESULTS

The consolidated loss of the Group amounted to \$33,035,403 (2020: \$8,710,556) after providing for income tax.

At the end of the half year the Group had cash assets of \$23,783,152 (30 June 2021: \$10,966,166) and net assets of \$36,891,483 (30 June 2021: \$23,908,787).

REVIEW OF OPERATIONS

ULYSSES GOLD PROJECT, WA (Genesis: 100%)

The Ulysses Gold Project is located in Western Australia, approximately 30km south of Leonora and 200km north of the regional mining centre of Kalgoorlie (Figure 1).

During the half-year, the Company continued ongoing major drilling programs, aiming to upgrade the existing 1.6Moz Au Mineral Resource¹ and make new discoveries.

Ongoing Drilling Programs

During the half-year, the Company drilled over 50,000 metres of combined aircore, RC and diamond drilling with RC and diamond drilling targeting the:

- Puzzle and Puzzle North deposits,
- Admiral-Clark-Butterfly deposits; and
- Extensions to the Orient Well deposit and Orient Well East.

Puzzle and Puzzle North Area

A new discovery at Puzzle North is rapidly developing into a significant zone of near-surface gold mineralisation.

Gold mineralisation defined to date is hosted in the granite adjacent to the moderately east-dipping granite-greenstone contact. Mineralisation is interpreted to be best developed within a zone up to 20 to 100m wide, with a north-south orientation and dipping parallel to the granite-greenstone contact.

A potential second orientation may be interpreted to form sub horizontal to the granite-greenstone contact within the overall east dipping zone parallel to the contact, however more detailed drilling is required to understand and confirm this interpretation. One interpretation may include stacked sub horizontal zones up to 40 to 100m wide and up to 40m thick.

Gold mineralisation is associated with increased pyrite content (occurring as disseminations and veinlets) and quartz veining within the dominantly pink-red, hematite dusted granite host rock (monzogranite).

The significant mineralisation defined to date remains open at depth and along strike and has been defined over ~600m of strike.

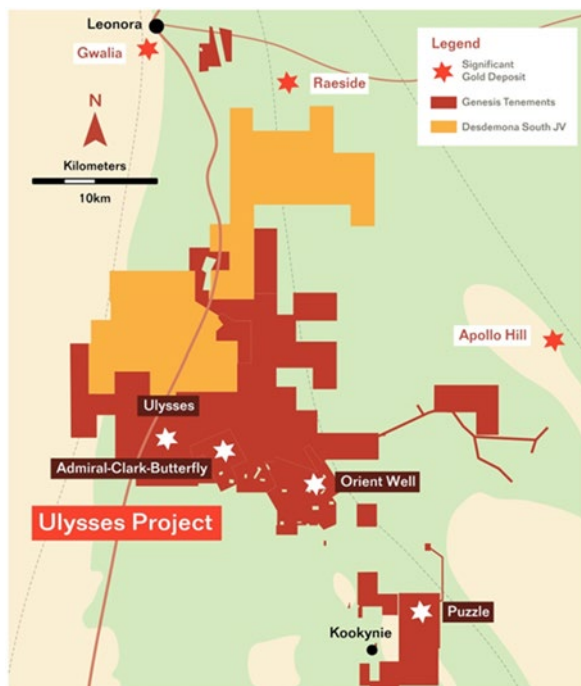


Figure 1: Ulysses Gold Project location

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

GENESIS MINERALS LIMITED
DIRECTORS' REPORT
31 DECEMBER 2021

The results from recent drilling programs at Puzzle and Puzzle North are shown in Figure 2 (refer to the ASX announcements dated 14 October 2021 and 3 February 2022).

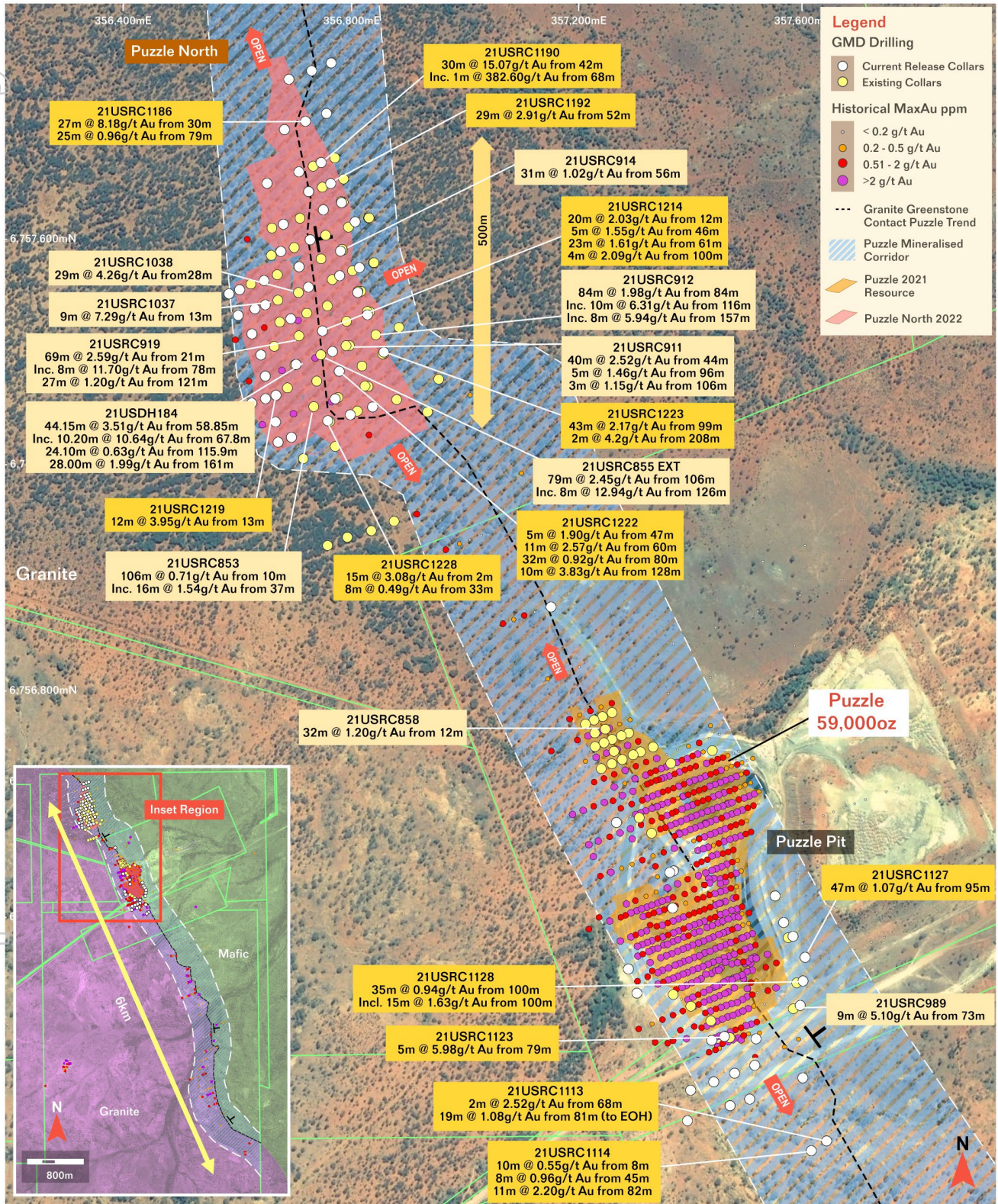


Figure 2. Puzzle and Puzzle North hole locations and results.

The results from the drilling programs will form part of the Resource update anticipated to be completed in the March Quarter of 2022.

Further drilling will continue testing along the granite greenstone contact from Puzzle North to Puzzle and systematically target extensions initially to approximately 200m below surface along the known strike extent of the Puzzle North mineralisation.

GENESIS MINERALS LIMITED
DIRECTORS' REPORT
31 DECEMBER 2021

Admiral-Clark-Butterfly Area

During the half-year, the Company carried out RC and diamond drilling programs in the Admiral-Clark-Butterfly area to upgrade parts of the Inferred Resource base and extend mineralisation adjacent to known Resources:

- Butterfly North

Drilling at Butterfly North was completed to upgrade and expand the western-most portion of the Butterfly North Resource at shallow depths (less than 40m). Gold mineralisation is interpreted to dip shallowly approximately 30° to the north-east. The mineralisation is completely open and further drilling will target the depth extensions within the Butterfly North dolerite targeting the granophyric part of the Butterfly North dolerite.

- Clark

Results from drilling at Clark will allow parts of the Clark Inferred Resource to be upgraded to Indicated and also will underpin an increase in the current Resource. Further drilling will be carried out to expand the Clark Resource along the shallow dipping Clark shear.

- King

Drilling at King focused on upgrading parts of the Inferred resource which will potentially form part of any open pit mining plan. Significant potential remains to expand the Resource down-dip and down-plunge and immediately below the current Resource.

- Admiral West

High-grade mineralisation was intersected at Admiral West targeting Ulysses style high-grade gold mineralisation. Drilling will continue to follow up this high-grade mineralisation targeting the intersection of either the Hercules shear or shallow-dipping shears in the footwall of the Admiral shear and the Butterfly dolerite as the dolerite changes orientation to the north-west from east to west.

- Admiral Deepes

A diamond drilling program was completed as an initial test of Admiral Deepes mineralisation which is located approximately 150m below the Admiral Resource.

The results from the drilling programs at Admiral-Clark-Butterfly and Admiral Deepes are shown in plan view in Figures 3 and 4 (refer to the ASX announcements dated 24 August and 14 October 2021 and 3 February 2022).

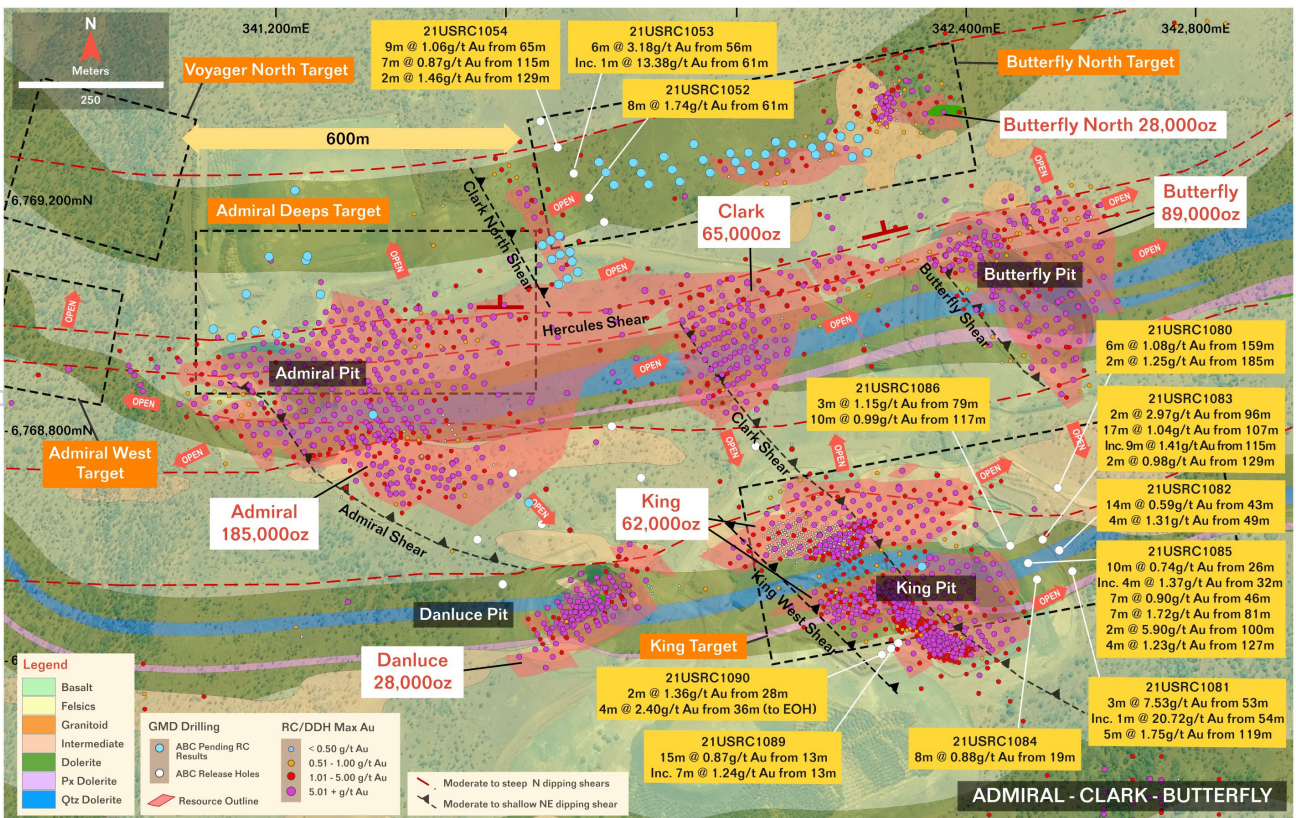


Figure 3. Admiral-Clark-Butterfly hole locations and results.

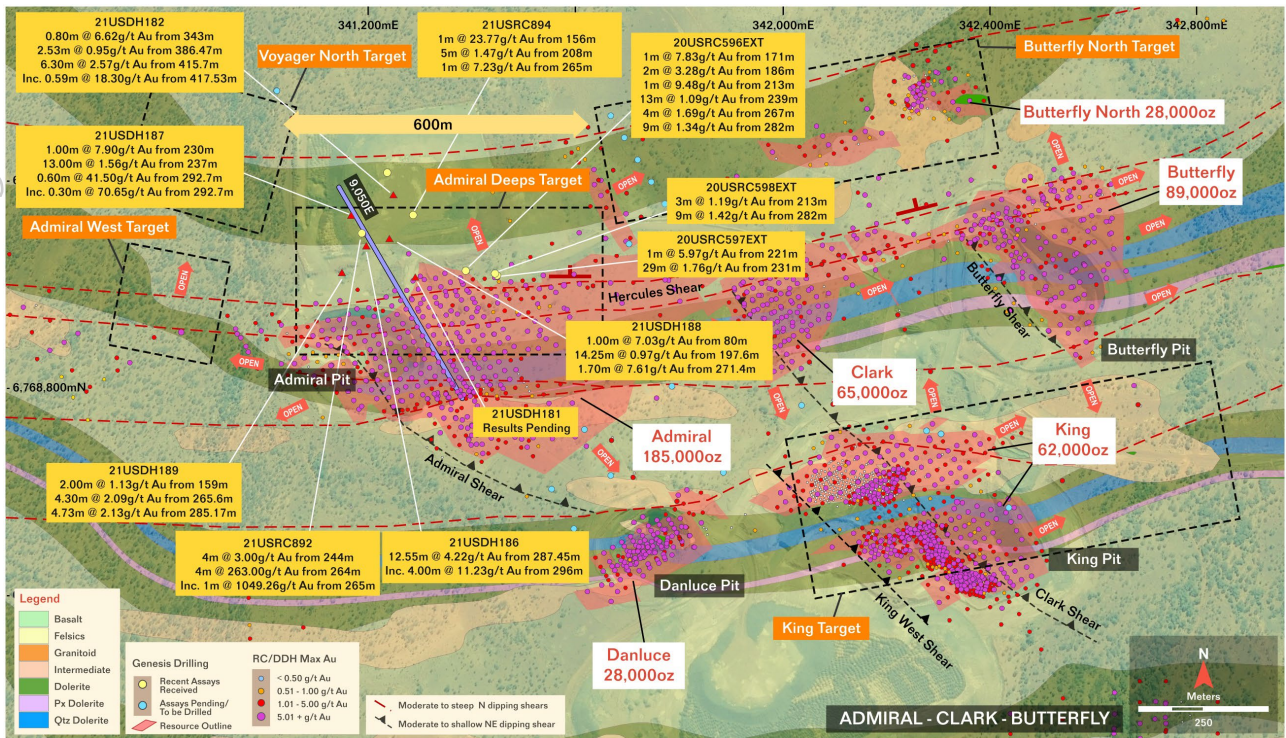


Figure 4. Admiral Deeps area hole locations and results.

Orient Well Area

During the half-year, the Company carried out RC drilling programs in the Orient Well area as part of a Resource extension program. Gold mineralisation is hosted within a north-west to NNW trending, variably north-east dipping rhyolite unit up to 40m wide.

Drilling at Orient Well focussed on the southern part of the resource. There is an interpreted zone of gold depletion up to 30 to 40m below surface within the weathered and transported part of the regolith profile at the southern end of the resource. This zone of depletion may be masking other prospective targets in the Orient Well area. Mineralisation remains open at depth and untested to the south.

Extensional drilling targeting the Orient Well East resource area returned very encouraging results. This area will continue to be targeted as part of a continued extensional drilling program at Orient Well.

Further drilling is currently being planned to continue testing to test the entire 1.6km strike length of the main Orient Well deposit at depth to approximately 200m below surface (see Figure 5) and to continue to test the strike extensions.

The results from the drilling programs at Orient Well are shown in plan view in Figure 6 (refer to the ASX announcements dated 24 August 2021 and 3 February 2022).

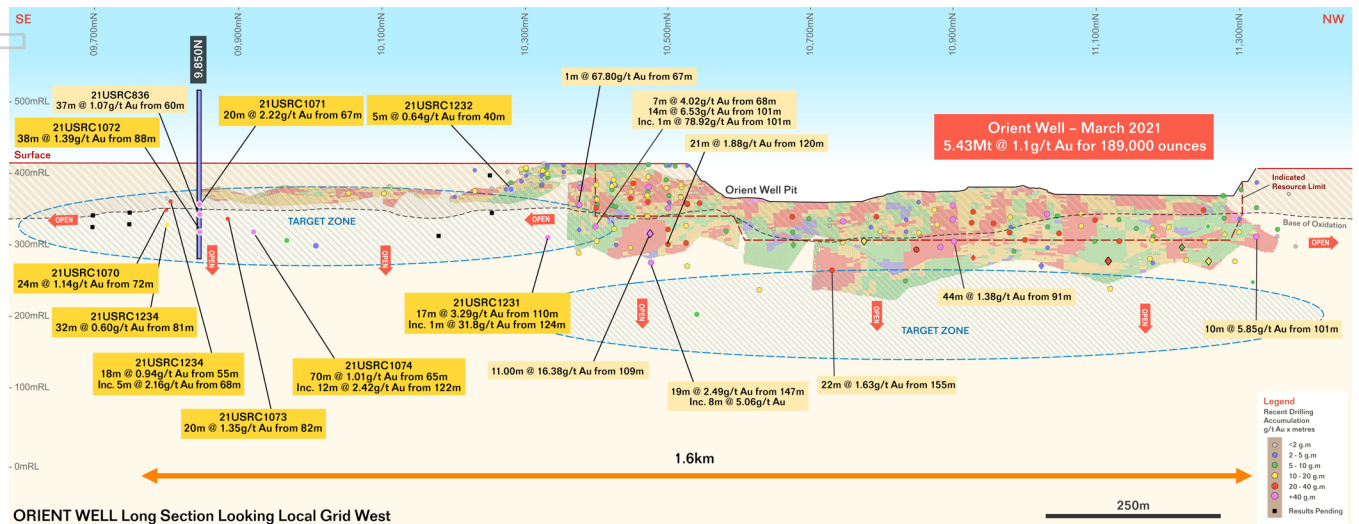


Figure 5. Orient Well main zone long section showing drilling results.

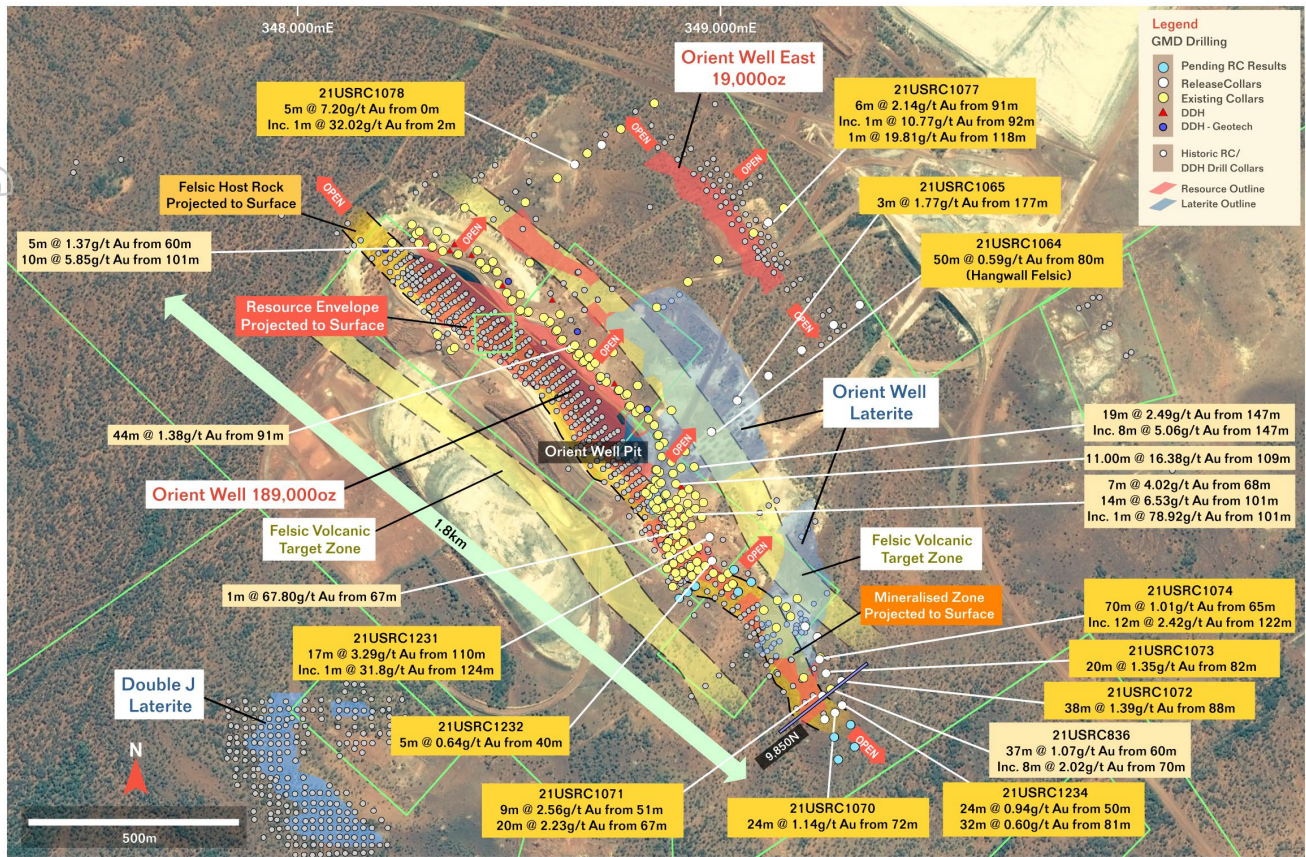


Figure 6. Orient Well area hole locations and results.

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

Desdemona South (see Figure 1) comprises 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.

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.

Genesis can earn an 80% interest in the JV by spending \$2.6 million in total..

BARIMAIA JV 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.

During the half-year an air-core drilling program was completed together with a surface geochemistry program.

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

GENESIS MINERALS LIMITED
DIRECTORS' REPORT
31 DECEMBER 2021

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 errors 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.

GENESIS MINERALS LIMITED
DIRECTORS' REPORT
31 DECEMBER 2021

COMPETENT PERSONS STATEMENTS

The information in this report that relates to Exploration Results is based on information compiled by Mr Haydn Hadlow 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 Hadlow 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 Hadlow 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 Member 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.

STRATEGIC FUNDING AND BOARD RESTRUCTURE INITIATIVE

On 22 September 2021, the Company announced a strategic funding and Board restructure initiative led by Mr Raleigh Finlayson, which saw him appointed as Managing Director and become a significant shareholder. Mr Finlayson is the former Managing Director of Saracen Mineral Holdings (ASX: SAR) and Northern Star Resources (ASX: NST).

Under the initiative which was approved by shareholders at the Annual General Meeting held on 19 November 2021, the Company raised \$16 million via a share Placement at 6c a share. Mr Finlayson subscribed for \$7 million of shares in the Placement and Northern Star subscribed for \$3 million of shares. The remainder of the Placement was offered to existing and new institutional and sophisticated investors, including existing and new Directors.

Existing shareholders were eligible to participate in a 1-for-30 non renounceable Entitlement Offer at 6c per share raising \$4.8 million. Placement shares qualified for the Entitlement Offer. Shares acquired via the Placement and the Entitlement Offer came with a free one-for-two attaching two-year unlisted option exercisable at 10c. Placement options were not able to be exercised to participate in the Entitlement Offer.

Mr Finlayson entered into a part-time consulting agreement with Genesis and was issued 245 million unlisted options with a 10.5c strike price (24.5 million unlisted options at a strike price of \$1.05 on a post-consolidation of capital basis).

Shareholders approved for Mr Finlayson to be issued with 30 million performance rights (3 million on a post-consolidation of capital basis) following his appointment as Managing Director, which have vesting hurdles tied to a 2.5Moz JORC Resource, a 1.0Moz JORC Reserve and the Company becoming a gold producer.

Former FMG Managing Director and CEO Mr Neville Power and highly experienced corporate lawyer Mr Michael Bowen joined the Board as Non-Executive Directors. Each were issued with 15 million options at an exercise price of 10.5c with a four-year expiry (1.5 million unlisted options each at an exercise price of \$1.05 on a post-consolidation of capital basis). Mr Tommy McKeith continued as Non-Executive Chairman and Mr Gerry Kaczmarek continued as Non-Executive Director.

Under the transition plan, Mr Michael Fowler remained as the Company's Managing Director until Mr Finlayson's appointment became effective. Non-Executive Directors Mr Craig Bradshaw and Alkane Resources Limited ("Alkane") representative Mr Nic Earner retired from the Board following the conclusion of the Annual General Meeting held in November.

The Subscription Agreement between Alkane and the Company, under which Alkane was provided with Board representation and certain other rights, was terminated on completion of the Entitlement Offer in December 2021.

SUBSEQUENT EVENTS

On 10 January 2022, the Group completed a consolidation of capital on a 10 for 1 basis. The number of fully paid ordinary shares on issue following the consolidation process was 250,870,849. Where the consolidation process resulted in a fraction of a share, then the fractional holding was rounded up to the next whole number. The consolidation process also applied to the options on issue. Every 10 existing options on issue were consolidated into one option and the exercise price of each option was multiplied by 10 to obtain the new exercise price post-consolidation. The number of options on issue following the consolidation process was 44,751,488.

As announced to the ASX on 21 February 2022, Mr Raleigh Finlayson was appointed Managing Director of the Company. A summary of the material terms of Mr Finlayson's employment agreement were contained in the ASX announcement of the same date. Mr Finlayson replaced Mr Michael Fowler as Managing Director.

As approved by shareholders at the Annual General Meeting held on 19 November 2021, Mr Fowler received a termination payment on his resignation as Managing Director. Mr Fowler was paid a termination payment equal to 12 months' salary plus unused annual leave and long service entitlements.

Following the appointment of Mr Finlayson as Managing Director, the Company issued 3 million performance rights to Mr Finlayson on 4 March 2022. The issue of the performance rights was previously approved at the Annual General Meeting held on 19 November 2021. The issue of the performance rights was subject to Mr Finlayson's appointment as Managing Director.

GENESIS MINERALS LIMITED
DIRECTORS' REPORT
31 DECEMBER 2021

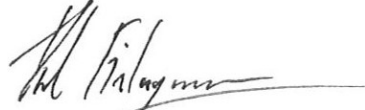
Apart from the above, no matter or circumstance has arisen since 31 December 2021, which has significantly affected, or may significantly affect the operations of the Company, the result of those operations, or the state of affairs of the Company in subsequent financial years.

AUDITOR'S INDEPENDENCE DECLARATION

The lead auditor's independence declaration in accordance with section 307C of the *Corporations Act 2001*, for the half year ended 31 December 2021 has been received and can be found on page 10 of the interim financial report.

Signed in accordance with a resolution of directors made pursuant to s.306(3) of the Corporations Act 2001.

On behalf of the directors



Raleigh Finlayson
Managing Director

Perth, 10 March 2022

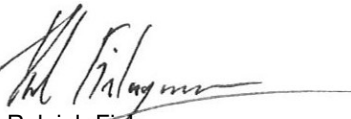
For personal use only

GENESIS MINERALS LIMITED
DIRECTORS' DECLARATION
31 DECEMBER 2021

The directors of the Group declare that:

1. the interim financial statements and notes, as set out on pages 11 to 21, are in accordance with the *Corporations Act 2001* and:
 - a. comply with Australian Accounting Standard 134: Interim Financial Reporting and the *Corporations Regulations 2001*; and
 - b. give a true and fair view of the financial position as at 31 December 2021 and of the performance for the half year ended on that date of the company and consolidated group;
2. in the directors' opinion, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable.

This declaration is made in accordance with a resolution of the Board of Directors.



Raleigh Finlayson
Managing Director

Perth, 10 March 2022

To the Board of Directors,

Auditor's Independence Declaration under Section 307C of the Corporations Act 2001

As lead audit director for the review of the financial statements of Genesis Minerals Limited for the period ended 31 December 2021, I declare that to the best of my knowledge and belief, there have been no contraventions of:

- the auditor independence requirements of the *Corporations Act 2001* in relation to the review; and
- any applicable code of professional conduct in relation to the review.

Yours Faithfully


HALL CHADWICK WA AUDIT PTY LTD


DOUG BELL CA
Director

Dated in Perth, Western Australia the 10th day of March 2022

For personal use only

GENESIS MINERALS LIMITED
CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE
INCOME
FOR THE HALF YEAR ENDED 31 DECEMBER 2021

		31 DECEMBER 2021 \$	31 DECEMBER 2020 \$
Revenue	NOTE 3	21,612	49,844
Expenditure			
Exploration and evaluation expenses		(7,111,011)	(7,765,203)
Salaries and employee benefits expenses	4	(845,390)	(389,264)
Corporate expenses		(469,658)	(185,035)
Administration costs		(334,551)	(216,254)
Depreciation expense		(28,682)	(10,747)
Share based payments expenses	11	(24,267,723)	(193,897)
Loss before income tax		(33,035,403)	(8,710,556)
Income tax expense		-	-
Loss for the half year		(33,035,403)	(8,710,556)
Other comprehensive loss for the half year, net of tax		-	-
Total comprehensive loss for the half year attributable to members of Genesis Minerals Limited		(33,035,403)	(8,710,556)
Basic and diluted loss per share (cents)*		(15.06)	(4.65)

*Loss per share calculation has been adjusted for the impact of the 10:1 consolidation of capital completed in January 2022. Refer to Note 14 in the Notes to the Condensed Financial Statements for details of the consolidation of capital.

This Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the accompanying notes.

GENESIS MINERALS LIMITED
CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2021

		31 DECEMBER 2021 \$	30 JUNE 2021 \$
	NOTE		
CURRENT ASSETS			
Cash and cash equivalents		23,783,152	10,966,166
Trade and other receivables	5	30,969	78,795
Prepayments		10,294	24,857
TOTAL CURRENT ASSETS		23,824,415	11,069,818
NON-CURRENT ASSETS			
Plant and equipment		302,502	245,193
Exploration and evaluation assets	6	23,348,536	23,352,807
TOTAL NON-CURRENT ASSETS		23,651,038	23,598,000
TOTAL ASSETS		47,475,453	34,667,818
CURRENT LIABILITIES			
Trade and other payables	7	1,622,021	2,424,923
Provisions	8	275,331	233,549
TOTAL CURRENT LIABILITIES		1,897,352	2,658,472
NON-CURRENT LIABILITIES			
Provisions	8	8,686,618	8,100,559
TOTAL NON-CURRENT LIABILITIES		8,686,618	8,100,559
TOTAL LIABILITIES		10,583,970	10,759,031
NET ASSETS		36,891,483	23,908,787
EQUITY			
Issued capital	9	98,720,986	76,970,610
Reserves	11	26,325,789	2,058,066
Accumulated losses		(88,155,292)	(55,119,889)
TOTAL EQUITY		36,891,483	23,908,787

This Condensed Consolidated Statement of Financial Position should be read in conjunction with the accompanying notes.

GENESIS MINERALS LIMITED
CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE HALF YEAR ENDED 31 DECEMBER 2021

31 DECEMBER 2021		NOTE	ORDINARY SHARES	ACCUMULATED LOSSES	OPTIONS RESERVE	TOTAL
			\$	\$	\$	\$
Balance at 1 July 2021			76,970,610	(55,119,889)	2,058,066	23,908,787
Loss for the year			-	(33,035,403)	-	(33,035,403)
Total comprehensive loss			-	(33,035,403)	-	(33,035,403)
Transactions with owners in their capacity as owners						
Shares issued during the half year		9	22,518,072	-	-	22,518,072
Share issue costs		9	(767,696)	-	-	(767,696)
Share based payments		11	-	-	24,267,723	24,267,723
Sub-total			21,750,376	(33,035,403)	24,267,723	12,982,696
Balance at 31 December 2021			98,720,986	(88,155,292)	26,325,789	36,891,483
31 DECEMBER 2020		NOTE	ORDINARY SHARES	ACCUMULATED LOSSES	OPTIONS RESERVE	TOTAL
			\$	\$	\$	\$
Balance at 1 July 2020			52,166,259	(38,770,149)	1,708,833	15,104,943
Loss for the year			-	(8,710,556)	-	(8,710,556)
Total comprehensive loss			-	(8,710,556)	-	(8,710,556)
Transactions with owners in their capacity as owners						
Shares issued during the half year			14,641,322	-	-	14,641,322
Share issue costs			(308,432)	-	-	(308,432)
Share based payments			-	-	193,897	193,897
Sub-total			14,332,890	(8,710,556)	193,897	5,816,231
Balance at 31 December 2020			66,499,149	(47,480,705)	1,902,730	20,921,174

This Condensed Consolidated Statement of Changes in Equity should be read in conjunction with the accompanying notes.

GENESIS MINERALS LIMITED
CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE HALF YEAR ENDED 31 DECEMBER 2021

	31 DECEMBER 2021 \$	31 DECEMBER 2020 \$
CASH FLOWS FROM OPERATING ACTIVITIES:		
Payments to suppliers and employees	(1,183,585)	(777,137)
Payments for exploration and evaluation expenditure	(6,955,057)	(6,086,353)
Cash flow boost	-	37,500
Fuel tax credit	11,209	
Interest received	10,403	8,387
Net cash inflow/(outflow) from operating activities	<u>(8,117,030)</u>	<u>(6,817,603)</u>
CASH FLOWS FROM INVESTING ACTIVITIES:		
Payments for exploration and evaluation assets	(845,496)	(99,774)
Payments for plant and equipment	(85,991)	(161,745)
Net cash inflow/(outflow) from investing activities	<u>(931,487)</u>	<u>(261,519)</u>
CASH FLOWS FROM FINANCING ACTIVITIES:		
Proceeds from issues of ordinary shares	22,068,072	14,641,322
Payments for share issue costs	(202,569)	(391,636)
Net cash inflow/(outflow) from financing activities	<u>21,865,503</u>	<u>14,249,686</u>
Net increase/(decrease) in cash and cash equivalents	<u>12,816,986</u>	<u>7,170,564</u>
Cash and cash equivalents at beginning of the period	<u>10,966,166</u>	<u>11,145,421</u>
Cash and cash equivalents at end of the period	<u>23,783,152</u>	<u>18,315,985</u>

This Condensed Consolidated Statement of Cash Flows should be read in conjunction with the accompanying notes.

GENESIS MINERALS LIMITED

NOTES TO THE CONDENSED FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 31 DECEMBER 2021

1 BASIS OF PREPARATION

The half year financial report is a general purpose financial report prepared in accordance with the Corporations Act 2001 and AASB 134 'Interim Financial Reporting'. Compliance with AASB 134 ensures compliance with International Financial Reporting Standard IAS 34 'Interim Financial Reporting'.

The interim financial report is intended to provide users with an update on the latest annual financial statements of Genesis Minerals Limited and controlled entities (the Group). As such it does not contain information that represents relatively insignificant changes occurring during the half year within the Group. This condensed consolidated financial report does not include all the notes normally included in an annual financial report. It is therefore recommended that this financial report be read in conjunction with the annual financial report of the Group for the year ended 30 June 2021, together with any public announcements made during the half year.

The registered office and principal place of business of the Group is: 47 Outram Street West Perth WA 6005.

The same accounting policies and methods of computation have been followed in this interim financial report as were applied in the most recent annual financial statements.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(A) CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

The directors evaluate estimates and judgments incorporated into the interim financial statements based on historical knowledge and best available current information. Estimates assume a reasonable expectation of future events and are based on current trends and economic data, obtained both externally and within the Group.

(i) Fair Value of Assets and Liabilities

The Group measures some of its assets and liabilities at fair value on either a recurring or non-recurring basis, depending on the requirements of the applicable Accounting Standard.

Fair value is the price the Group would receive to sell an asset or would have to pay to transfer a liability in an orderly (i.e. unforced) transaction between independent, knowledgeable and willing market participants at the measurement date.

As fair value is a market-based measure, the closest equivalent observable market pricing information is used to determine fair value. Adjustments to market values may be made having regard to the characteristics of the specific asset or liability. The fair values of assets and liabilities that are not traded in an active market are determined using one or more valuation techniques. These valuation techniques maximise, to the extent possible, the use of observable market data.

To the extent possible, market information is extracted from either the principal market for the asset or liability (i.e. the market with the greatest volume and level of activity for the asset or liability) or, in the absence of such a market, the most advantageous market available to the entity at the end of the reporting period (i.e. the market that maximises the receipts from the sale of the asset or minimises the payments made to transfer the liability, after taking into account transaction costs and transport costs).

For non-financial assets, the fair value measurement also takes into account a market participant's ability to use the asset in its highest and best use or to sell it to another market participant that would use the asset in its highest and best use.

The fair value of liabilities and the entity's own equity instruments (excluding those related to share-based payment arrangements) may be valued, where there is no observable market price in relation to the transfer of such financial instruments, by reference to observable market information where such instruments are held as assets. Where this information is not available, other valuation techniques are adopted and, where significant, are detailed in the respective note to the financial statements.

(ii) Valuation techniques

In the absence of an active market for an identical asset or liability, the Group selects and uses one or more valuation techniques to measure the fair value of the asset or liability. The Group selects a valuation technique that is appropriate in the circumstances and for which sufficient data is available to measure fair value. The availability of sufficient and relevant data primarily depends on the specific characteristics of the asset or liability being measured. The valuation techniques selected by the Group are consistent with one or more of the following valuation approaches:

- Market approach: valuation techniques that use prices and other relevant information generated by market transactions for identical or similar assets or liabilities;
- Income approach: valuation techniques that convert estimated future cash flows or income and expenses into a single discounted present value; and
- Cost approach: valuation techniques that reflect the current replacement cost of an asset at its current service capacity.

Each valuation technique requires inputs that reflect the assumptions that buyers and sellers would use when pricing the asset or liability, including assumptions about risks.

GENESIS MINERALS LIMITED
NOTES TO THE CONDENSED FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 31 DECEMBER 2021

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

When selecting a valuation technique, the Group gives priority to those techniques that maximise the use of observable inputs and minimise the use of unobservable inputs. Inputs that are developed using market data (such as publicly available information on actual transactions) and reflect the assumptions that buyers and sellers would generally use when pricing the asset or liability are considered observable, whereas inputs for which market data is not available and therefore are developed using the best information available about such assumptions are considered unobservable.

(iii) Fair value hierarchy

AASB 13 requires the disclosure of fair value information by level of the fair value hierarchy, which categorises fair value measurements into one of three possible levels based on the lowest level that an input that is significant to the measurement can be categorised into as follows:

Level 1

Measurements based on quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.

Level 2

Measurements based on inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3

Measurements based on unobservable inputs for the asset or liability.

The fair values of assets and liabilities that are not traded in an active market are determined using one or more valuation techniques. These valuation techniques maximise, to the extent possible, the use of observable market data. If all significant inputs required to measure fair value are observable, the asset or liability is included in Level 2. If one or more significant inputs are not based on observable market data, the asset or liability is included in Level 3.

The Group would change the categorisation within the fair value hierarchy only in the following circumstances:

- (i) if a market that was previously considered active (Level 1) became inactive (Level 2 or Level 3) or vice versa; or
- (ii) if significant inputs that were previously unobservable (Level 3) became observable (Level 2) or vice versa.

When a change in the categorisation occurs, the Group recognises transfers between levels of the fair value hierarchy (i.e. transfers into and out of each level of the fair value hierarchy) on the date the event or change in circumstances occurred.

(iv) Key estimate - share based payments

The Group measures the cost of equity settled transactions by reference to the fair value of the equity instrument at the date at which they are granted (for employees) or their measurement date (for other service providers).

For Options, the fair value is determined by an internal valuation using a Black Scholes option pricing model. The valuation relies on the use of certain assumptions. If the assumptions were to change, there may be an impact on the amounts reported. For ordinary shares which are traded on the stock exchange, the fair value is determined by reference to the closing price of the security on the measurement date.

For Performance Rights, the fair value is measured using the Company's 5 day volume weighted average share price prior to grant date. For each performance hurdle a probability factor is assigned based on the Company's estimate of the performance hurdle being met. For performance hurdles that have a market-based performance hurdle, the probability factor is determined by using a Monte Carlo Simulation technique which relies on certain assumptions. If the assumptions were to change, there may be an impact on the amounts reported. The value of the performance rights is allocated to the Statement of Profit or Loss over the vesting period.

(v) Key estimate – taxation

Balances disclosed in the interim financial statements and the notes thereto, related to taxation, are based on the best estimates of directors. These estimates take into account both the financial performance and position of the Group as they pertain to current income taxation legislation, and the directors understanding thereof. No adjustment has been made for pending or future taxation legislation. The current income tax position represents the directors' best estimate, pending an assessment by the Australian Taxation Office.

(vi) Key estimate – rehabilitation provision

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

GENESIS MINERALS LIMITED
NOTES TO THE CONDENSED FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 31 DECEMBER 2021

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Rehabilitation costs include the dismantling and removal of mining plant, equipment and building structures, waste removal and rehabilitation of the site in accordance with the requirements of the mining permits. Such costs are determined using estimates of future costs, current legal requirements and technology.

Rehabilitation costs are recognised in full at present value as a liability. Amounts that are payable within 12 months are recognised as a current liability. Amounts that are payable not within 12 months are recognised as a non-current liability. An equivalent amount is capitalised as part of the cost of the asset when an obligation arises to decommission or restore a site to a certain condition after abandonment as a result of bringing the assets to its present location. The capitalised cost is amortised over the life of the project and the provision is accreted periodically as the discounting of the liability unwinds.

Any changes in the estimates for the costs or other assumptions against the cost of relevant assets are accounted for on a prospective basis. In determining the costs of site restoration there is uncertainty regarding the nature and extent of the restoration due to community expectations and future legislation.

The Group assesses its mine rehabilitation provision annually. Significant judgement is required in determining the provision for mine rehabilitation and closure as there are many factors that will affect the ultimate liability payable to rehabilitate the mine sites, including future disturbances caused by further development, changes in technology, changes in regulations, price increases, changes in timing of cash flows which are based on life of mine plans and changes in discount rates. When these factors change or become known in the future, such differences will impact the mine rehabilitation provision in the period in which the change becomes known.

(vii) Key judgement – environmental issues

Balances disclosed in the interim financial statements and notes thereto are not adjusted for any pending or enacted environmental legislation, and the directors understanding thereof. At the current stage of the Group's development and its current environmental impact, the directors believe such treatment is reasonable and appropriate.

(viii) Key judgement – comparative figures

When required by accounting standards, comparative figures have been adjusted to conform to changes in presentation for the current financial year.

When the Group applies an accounting policy retrospectively, it makes a retrospective restatement or reclassifies items in its interim financial statements. A condensed consolidated statement of financial position as at the beginning of the earliest comparative period will be disclosed.

(B) ADOPTION OF NEW AND REVISED ACCOUNTING STANDARDS

The Group has adopted all of the new, revised or amending Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ("AASB") that are mandatory for the current reporting period. The adoption of these Accounting Standards and Interpretations did not have any significant impact on the financial performance or position of the Group during the financial year.

Any new, revised or amending Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

3 REVENUE

	31 DECEMBER 2021	31 DECEMBER 2020
	\$	\$
Interest revenue	10,403	12,344
Cash flow boost	-	37,500
Fuel tax credit	11,209	-
	<u>21,612</u>	<u>49,844</u>

4 SALARIES AND EMPLOYEE BENEFITS EXPENSE

	31 DECEMBER 2021	31 DECEMBER 2020
	\$	\$
Salaries and employee benefits expense	456,904	389,264
Accrual for termination payment for former Managing Director, Mr Michael Fowler	388,486	-
	<u>845,390</u>	<u>389,264</u>

GENESIS MINERALS LIMITED
NOTES TO THE CONDENSED FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 31 DECEMBER 2021

5 TRADE AND OTHER RECEIVABLES

	31 DECEMBER	30 JUNE
	2021	2021
	\$	\$
Trade debtors – GST and fuel tax credit receivable	30,969	78,795
	<u>30,969</u>	<u>78,795</u>

The Group expects the above trade and other receivables to be recovered within 12 months of 31 December 2021 and therefore considers the amounts shown above at cost to be a close approximation of fair value.

6 EXPLORATION AND EVALUATION ASSETS

	31 DECEMBER	30 JUNE
	2021	2021
	\$	\$
Opening balance	23,352,807	4,451,830
Additions*	41,915	18,900,977
Disposals	(46,186)	-
Closing balance	<u>23,348,536</u>	<u>23,352,807</u>

*The additions for the previous reporting period includes the acquisition of the Kookynie tenements. The acquisition costs includes the estimated rehabilitation liability of the mineral tenements acquired.

7 TRADE AND OTHER PAYABLES

	31 DECEMBER	30 JUNE
	2021	2021
	\$	\$
Trade payables	1,179,286	1,088,784
Other payables and accruals*	442,735	1,336,139
	<u>1,622,021</u>	<u>2,424,923</u>

*The balance at 31 December 2021 includes an accrual of \$388,486 for the termination payment for former Managing Director, Mr Michael Fowler as approved at Annual General Meeting held on 19 November 2021.

8 PROVISIONS

	31 DECEMBER	30 JUNE
	2021	2021
	\$	\$
CURRENT LIABILITY		
Employee entitlements	225,331	183,549
Rehabilitation	50,000	50,000
	<u>275,331</u>	<u>233,549</u>
NON-CURRENT LIABILITY		
Rehabilitation*	8,686,618	8,100,559
	<u>8,686,618</u>	<u>8,100,559</u>

*The rehabilitation liability has been estimated using a discounted cash flow model based on the net present value of expected cash flows. The discount rate used was determined as the 10 year Australian Government bond yield and an annual escalation rate using current inflationary expectations has been used. The rehabilitation liability includes the estimated liability arising from the acquisition of the Kookynie tenements.

9 ISSUED CAPITAL

	31 DECEMBER	30 JUNE
	2021	2021
	\$	\$
2,508,701,120 (30 June 2021: 2,126,337,840) Ordinary shares	102,804,054	80,285,983
Value of conversion rights	25,633	25,633
Share issue costs written off against issued capital	(4,108,701)	(3,341,006)
	<u>98,720,986</u>	<u>76,970,610</u>

GENESIS MINERALS LIMITED
NOTES TO THE CONDENSED FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 31 DECEMBER 2021

9 ISSUED CAPITAL (continued)

MOVEMENT IN ORDINARY SHARES

	No.	\$
Balance at 1 July 2020	1,357,954,186	52,166,259
Placement at \$0.042 per share*	238,095,238	-
Exercise of options at \$0.048 per share	10,000,000	480,000
Rights Issue at \$0.042 per share	226,326,261	9,505,704
Placement at \$0.042 per share	104,628,958	4,394,417
Exercise of options at \$0.049 per share	800,000	39,200
Exercise of options at \$0.042 per share	4,000,000	168,000
Exercise of options at \$0.045 per share	1,200,000	54,000
Less share issue costs	-	(308,431)
Balance at 31 December 2020	1,943,004,643	66,499,149

*Funds of \$10,000,000 were received on 30 June 2020 for the share placement. The shares were issued on 1 July 2020.

MOVEMENT IN ORDINARY SHARES

	No.	\$
Balance at 1 July 2021	2,126,337,840	76,970,610
Exercise of options at \$0.045 per share	4,800,000	216,000
Exercise of options at \$0.053 per share	2,300,000	121,900
Exercise of options at \$0.056 per share	2,700,000	151,200
Exercise of options at \$0.100 per share	6,814,218	681,422
Exercise of options at \$0.100 per share – shares not yet issued	-	14,773
Exercise of options at \$0.106 per share	583,333	61,833
Exercise of performance rights	10,650,000	-
Placement at \$0.060 per share (“Placement”)	266,666,667	16,000,000
Entitlement Offer at \$0.060 per share (“Entitlement Offer”)	80,349,062	4,820,944
Issue of shares to Brokers for the Placement at \$0.060 per share	7,500,000	450,000
Less share issue costs	-	(767,696)
Balance at 31 December 2021	2,508,701,120	98,720,986

Ordinary shares participate in dividends and the proceeds on winding up of the parent entity in proportion to the number of shares held.

MOVEMENT IN OPTIONS

	No.
Balance at 1 July 2021	16,200,000
Exercised:	
\$0.045 per share	(4,800,000)
\$0.053 per share	(2,300,000)
\$0.056 per share	(2,700,000)
\$0.100 per share	(6,814,218)
\$0.106 per share	(583,333)
Issued:	
Exercisable at \$0.100 per share, on or before 25 November 2023 (“Placement Options”)	133,333,333
Exercisable at \$0.100 per share, on or before 17 December 2023 (“Entitlement Offer Options”)	40,174,764
Exercisable at \$0.105 per share, on or before 25 November 2024	122,500,000
Exercisable at \$0.105 per share, on or before 25 November 2025	152,500,000
Balance at 31 December 2021	447,510,546

Each option entitles the holder to subscribe for one fully paid ordinary share in Genesis Minerals Limited, subject to their terms of issue. The exercise prices for the options listed above are on a pre-consolidation of capital basis. Refer to Note 14 for details of the consolidation of capital completed in January 2022.

GENESIS MINERALS LIMITED
NOTES TO THE CONDENSED FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 31 DECEMBER 2021

9 ISSUED CAPITAL (continued)

MOVEMENT IN PERFORMANCE RIGHTS

	No.
Balance at 1 July 2021	13,500,000
Exercised	(10,650,000)
Lapsed	(2,850,000)
Balance at 31 December 2021	-

10 OPERATING SEGMENTS

For the half-year ended 31 December 2021, the Group operated in one segment, mineral exploration in Australia.

11 SHARE-BASED PAYMENTS

During the 6 month period to 31 December 2021, 275,000,000 options (2020: 6,400,000), valued at \$26,719,000 (2020: \$169,387), were issued to directors and consultants of the Group. 10,383,333 options (2020: nil) were exercised during the half-year. This movement excludes the free-attaching options issued for the Placement and Entitlement Offer.

During the half-year, nil performance rights (2020: 13,500,000), valued at \$nil (2020: \$496,899) were issued to employees of the Group. 10,650,000 performance rights (2020: nil) vested and were exercised into shares during the half-year. 2,850,000 performance rights (2020: nil) lapsed during the half-year.

An amount of \$24,267,723 (2020: \$193,897) was expensed to share based payments for options and performance rights during the half-year.

A summary of the movements in options on issue during the half-year is as follows (excluding the free-attaching options issued for the Placement and Entitlement Offer):

EXPIRY DATE	EXERCISE PRICE (CENTS)	BALANCE AT 1 JULY 2021	VESTED AND EXERCISABLE AT 1 JULY 2021	LAPSED	ISSUED	EXERCISED	BALANCE AT THE END OF THE PERIOD	VESTED AND EXERCISABLE AT THE END OF THE PERIOD
29 November 2021	5.3	2,300,000	2,300,000	-	-	(2,300,000)	-	-
13 December 2021	4.5	4,800,000	4,800,000	-	-	(4,800,000)	-	-
29 November 2022	5.6	2,700,000	2,700,000	-	-	(2,700,000)	-	-
10 December 2022	10.6	2,133,332	2,133,332	-	-	(583,333)	1,549,999	1,549,999
10 December 2023	11.4	2,133,333	-	-	-	-	2,133,333	2,133,333
25 November 2024	10.5	-	-	-	122,500,000	-	122,500,000	122,500,000
10 December 2024	12.2	2,133,335	-	-	-	-	2,133,335	-
25 November 2025	10.5	-	-	-	122,500,000	-	122,500,000	122,500,000
25 November 2025	10.5	-	-	-	30,000,000	-	30,000,000	-
TOTAL		16,200,000	11,933,332	-	275,000,000	(10,383,333)	280,816,667	248,683,332

The options that were issued during the half-year (excluding the Placement and Entitlement Offer options) had their valuation calculated by using a Black-Scholes option pricing model applying the following inputs:

Valuation date	19/11/21 ⁽¹⁾	19/11/21 ⁽¹⁾	19/11/21 ⁽¹⁾
Number of options	122,500,000	122,500,000	30,000,000
Valuation date fair value	\$0.0937	\$0.0999	\$0.1001
Valuation date share price	\$0.152	\$0.152	\$0.152
Exercise price	\$0.105	\$0.105	\$0.105
Expected volatility	82.50%	78.80%	78.80%
Option life	3 years	4 years	4 years
Expiry date	25/11/24	25/11/25	25/11/25
Risk-free interest rate	0.89%	1.32%	1.40%

(1) The date of shareholder approval has been used as the valuation date.

GENESIS MINERALS LIMITED
NOTES TO THE CONDENSED FINANCIAL STATEMENTS
FOR THE PERIOD ENDED 31 DECEMBER 2021

11 SHARE-BASED PAYMENTS (continued)

A summary of the movements in performance rights on issue during the half-year is as follows:

PERFORMANCE HURDLE	BALANCE AT 1 JULY 2021	LAPSED	EXERCISED	BALANCE AT THE END OF THE PERIOD
Performance Rights will vest and become exercisable upon the employee remaining employed in the same role 12 months after the shareholder meeting date of 4 September 2020.	1,450,000	-	(1,450,000)	-
At the discretion of the Board these Performance Rights will vest and become exercisable upon satisfactory meeting the following hurdles in the period to 31 December 2021:				
<ul style="list-style-type: none"> 1) Release of first JORC 2012 combined Mineral Resource > 2.0Moz Au for the Greater Ulysses Project at a grade that supports reasonable prospects for eventual economic extraction. 	2,850,000	(2,850,000)	-	-
<ul style="list-style-type: none"> 2) Approval of final investment decision by Genesis' Board on the construction of a standalone mining and processing operation at Ulysses 	2,700,000	-	(2,700,000)	-
Performance Rights will vest and become exercisable when the Genesis share price exceeds a 10-day VWAP of \$0.114 in the period leading up to 31 December 2021.	1,300,000	-	(1,300,000)	-
Performance Rights will vest and become exercisable when the Genesis share price exceeds a 15-day VWAP of \$0.133 in the period leading up to 31 December 2021.	1,950,000	-	(1,950,000)	-
Performance Rights will vest and become exercisable when the Genesis share price exceeds a 20-day VWAP of \$0.152 in the period leading up to 31 December 2021.	3,250,000	-	(3,250,000)	-
Total	13,500,000	(2,850,000)	(10,650,000)	-

12 FINANCIAL INSTRUMENTS

The Group's financial instruments consist of cash and cash equivalents, trade and other receivables, trade and other payables. These financial instruments are measured at amortised cost, less any provision for non-recovery. The carrying amount of the financial assets and liabilities approximate their fair value.

13 CONTINGENT LIABILITIES

There has been no change in the nature of contingent liabilities since the last annual reporting period.

14 SUBSEQUENT EVENTS

On 10 January 2022, the Group completed a consolidation of capital on a 10 for 1 basis. The number of fully paid ordinary shares on issue following the consolidation process was 250,870,849. Where the consolidation process resulted in a fraction of a share, then the fractional holding was rounded up to the next whole number. The consolidation process also applied to the options on issue. Every 10 existing options on issue were consolidated into one option and the exercise price of each option was multiplied by 10 to obtain the new exercise price post-consolidation. The number of options on issue following the consolidation process was 44,751,488.

As announced to the ASX on 21 February 2022, Mr Raleigh Finlayson was appointed Managing Director of the Company. A summary of the material terms of Mr Finlayson's employment agreement were contained in the ASX announcement of the same date. Mr Finlayson replaced Mr Michael Fowler as Managing Director.

As approved by shareholders at the Annual General Meeting held on 19 November 2021, Mr Fowler received a termination payment on his resignation as Managing Director. Mr Fowler was paid a termination payment equal to 12 months' salary plus unused annual leave and long service entitlements.

Following the appointment of Mr Finlayson as Managing Director, the Company issued 3 million performance rights to Mr Finlayson on 4 March 2022. The issue of the performance rights was previously approved at the Annual General Meeting held on 19 November 2021. The issue of the performance rights was subject to Mr Finlayson's appointment as Managing Director.

Apart from the above, no matter or circumstance has arisen since 31 December 2021, which has significantly affected, or may significantly affect the operations of the Company, the result of those operations, or the state of affairs of the Company in subsequent financial years.

15 RELATED PARTY TRANSACTIONS

There were no changes to the nature of related party transactions in the 6 month period ending 31 December 2021.

INDEPENDENT AUDITOR'S REVIEW REPORT TO THE MEMBERS OF GENESIS MINERALS LIMITED

Conclusion

We have reviewed the accompanying half-year financial report of Genesis Minerals Limited ("the Company") and Controlled Entities ("the Consolidated Entity") which comprises the condensed consolidated statement of financial position as at 31 December 2021, the condensed consolidated statement of profit or loss and other comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the half-year ended on that date, a summary of significant accounting policies and other selected explanatory notes, and the directors' declaration.

Based on our review, which is not an audit, we have not become aware of any matter that makes us believe that the half-year financial report of Genesis Minerals Limited and Controlled Entities does not comply with the *Corporations Act 2001* including:

- a. Giving a true and fair view of the Consolidated Entity's financial position as at 31 December 2021 and of its performance for the half-year ended on that date; and
- b. Complying with Accounting Standard AASB 134: *Interim Financial Reporting* and *Corporations Regulations 2001*.

Basis for Conclusion

We conducted our review in accordance with ASRE 2410 *Review of a Financial Report Performed by the Independent Auditor of the Entity*. Our responsibilities are further described in the *Auditor's Responsibilities for the Review of the Financial Report* section of our report. We are independent of the Company in accordance with the auditor independence requirements of the *Corporations Act 2001* and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 *Code of Ethics for Professional Accountants* that are relevant to our audit of the annual financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001* which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's review report.

Responsibility of the Directors for the Financial Report

The directors of the Company are responsible for the preparation of the half-year financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such control as the directors determine is necessary to enable the preparation of the half-year financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

For personal use only

Auditor's Responsibility for the Review of the Financial Report

Our responsibility is to express a conclusion on the half-year financial report based on our review. ASRE 2410 requires us to conclude whether we have become aware of any matter that makes us believe that the half-year financial report is not in accordance with the *Corporations Act 2001* including giving a true and fair view of the Consolidated Entity's financial position as at 31 December 2021 and its performance for the half-year ended on that date, and complying with Accounting Standard AASB 134 *Interim Financial Reporting* and the *Corporations Regulations 2001*.

A review of a half-year financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.



HALL CHADWICK WA AUDIT PTY LTD



DOUG BELL CA
Director

Dated in Perth, Western Australia the 10th day of March 2022