GENESIS
MINERALS LIMITED

ACN 124 772 041

29th January 2026

Raleigh Finlayson appointed Executive Chair as Genesis bolsters senior management team for next growth phase

Matthew Nixon promoted from COO to CEO and Duncan Coutts transitions to Executive Director - Operations

HIGHLIGHTS

- Genesis has **strengthened its executive ranks ahead of the major upcoming project development and production growth phase**
- The Board and Management restructure will **bolster Genesis' capacity for growth while maintaining its track record of operational delivery and project development**
- **Raleigh Finlayson moves** from Managing Director **to Executive Chair**, enabling him to focus on key growth drivers, leadership development and strategy (initially including a strategic review of the Bardoc project)
- **Tony Kiernan,** Non-Executive Chair, remains on the Board as **Lead Independent Director**
- **Matthew Nixon has been promoted** from Chief Operating Officer **to Chief Executive Officer**, assuming responsibility for running the company day-to-day and executing the multi-year growth plan (update set for the June half 2026)
- **Duncan Coutts,** Executive Director, transitions to Executive Director - Operations, assuming day-to-day responsibility for the operations, including accelerating development of the Tower Hill mine and other expansion projects
- **Restructure leaves Genesis with five Independent Non-Executive Directors on a seven-member Board**

Genesis Minerals Limited (ASX: GMD) is pleased to announce a Board and Management restructure aimed at ensuring the Company capitalises on the opportunity for rapid growth while maintaining its strong emphasis on meeting and exceeding operational targets.

As part of the initiative, Managing Director Raleigh Finlayson has been appointed Executive Chair and Chief Operating Officer Matthew Nixon has been appointed Chief Executive Officer.

Duncan Coutts, who has been an Executive Director for the past six months, will drive day-to-day operations in the role of Executive Director - Operations, reflecting the Company's commitment to operational delivery and out-performance. Mr Coutts' vast experience includes due diligence, feasibility studies, design, approvals and project development and integration in respect to multiple "bolt-on" acquisitions at Ramelius Resources. Mr Coutts' recent focus has been on finalising the recently announced underground mining contract at Leonora.

Non-Executive Chairman Tony Kiernan will remain on the Board as Lead Independent Director.

These changes are effective immediately.

Mr Finlayson said:

"These appointments reflect Genesis' highly successful expansion and development over the past three years and the pipeline of exceptional growth opportunities we have established.

"Given the number and size of the imminent growth opportunities we have, and the depth of our inhouse talent, now is the time to ensure our senior management ranks are as strong and experienced as possible.

"We are determined to maintain our outstanding record of meeting or exceeding our operational targets on a day-to-day basis. As Chief Executive, Matt will be fully dedicated to executing our strategy and the day-to-day running of the company.

"He will be supported in this role by Duncan as Executive Director - Operations. Duncan has vast experience and will have the capacity to maintain very close oversight of the operations.

"With these critical functions being carried out by Matt and Duncan, and the crucial rail agreements now secured for Tower Hill, I can now drive the longer-term strategy while also being available to guide higher-level corporate and operational matters, including talent identification and leadership development.

"Tony has done a stellar job as Chair since September 2022 when we embarked on our journey of rapid growth and development. With Genesis now an ASX100 Company, Tony will continue to bring invaluable experience, particularly on the corporate governance front, in his new role as Lead Non-Executive Director.

"I look forward to continuing to work with Tony, Matt and Duncan as we devise and implement strategies for growth and ongoing operational excellence".

Mr Kiernan said:

"It has been a pleasure to chair Genesis during what has been a chapter of market-leading growth, delivery and value creation.

"I am delighted to be part of this next chapter in the role of Lead Independent Director, where I will have a strong focus on corporate governance while working with the team to unlock the full value of our assets".

The key terms of Matthew Nixon's Employment Agreement as Chief Executive Officer are presented in Appendix A. Raleigh Finlayson's and Duncan Coutts' key terms are unchanged.

This announcement is approved for release by Tony Kiernan, Non-Executive Chair, Genesis Minerals Limited.

For further information, please contact:

Investors:
Troy Irvin
Corporate Development Officer
T: +61 8 6323 9050
investorrelations@genesisminerals.com.au

Media:
Paul Armstrong
Read Corporate
T: +61 8 9388 1474
info@readcorporate.com.au

APPENDIX A - Summary of key terms of Matthew Nixon's Employment Agreement

In accordance with Listing Rule 3.16.4, the Company advises the material terms of Mr Matt Nixon's employment agreement as Chief Executive Officer are as follows:

Position	Chief Executive Officer ("CEO")
Term	No fixed term.
Total Fixed Remuneration	A Total Fixed Remuneration inclusive of superannuation ("TFR") of $780,000 per annum
Variable remuneration	Short-Term Incentive ("STI"): Maximum opportunity of 100% of TFR, subject to Board discretion. Long-Term Incentive ("LTI"): Maximum opportunity of 150% of TFR, subject to Board discretion, to apply from FY27.
Notice Period	Six months by the Employee and nine months by the Company.
Redundancy / Diminution of Duties	On termination for redundancy, the Company is required to pay Mr Nixon an amount equal to 12 months' TFR. In the case of a substantial diminution in status, role, responsibility or reporting lines, Mr Nixon may terminate his employment on three months' notice. In that case, the Company is required to pay Mr Nixon an amount equal to 12 months' TFR.