



**GENMIN**

ASX Announcement

29 July 2022

# Quarterly Activities Report

**Royalty agreement signed with Anglo American raising US\$10 million, Mineral Resource inventory at Baniaka grows to 700Mt, and clean, renewable, low-cost hydroelectricity supply locked in**

## Highlights

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- Agreement signed with Anglo American for a 1% sales revenue royalty to raise US\$10 million
  - Anglo American also granted 120-calendar day exclusivity to negotiate and agree terms with Genmin for up to US\$75 million in project funding and up to 100% offtake from Baniaka
  - Baniaka Mineral Resource grows significantly to 700 million tonnes
  - Memorandum of Understanding signed for the supply of 30 megawatts of renewable, low cost hydroelectricity covering all Baniaka's electricity requirements
  - Baniaka preliminary feasibility study completion date extended to end of September 2022 quarter
  - Bitam exploration licence extended for a further three years to 8 June 2025
  - Gabon becomes 55<sup>th</sup> member of the Commonwealth
  - Cash balance at close of business on 27 July 2022, AU\$15.8 million
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African iron ore explorer and developer Genmin Limited (**Genmin** or the **Company**) (ASX: GEN) is pleased to provide its Quarterly Activities Report for the period ended 30 June 2022 (**Quarter**).

Genmin's Managing Director and CEO Joe Ariti commented: "The June quarter has been transformative for our company as we reposition as an emerging iron ore producer. We signed a royalty agreement with Anglo American, a leading, global mining company, and ideal potential partner to help achieve our goal of pioneering sustainable iron ore production in Gabon. Not only does the royalty agreement deliver US\$10 million in cash with no dilution to our existing shareholders, but it also provides a mechanism to negotiate and agree potential development funding of up to US\$75 million, and an offtake solution."

He further added, "We were also able to complete and announce significant Mineral Resource growth at Baniaka with an almost three-fold increase from 260 million tonnes to 700 million tonnes of iron ore. At 700 million tonnes, Baniaka is now by a large margin, the biggest JORC Mineral Resource in Gabon for any commodity and only represents 15km of the 85km mineralised strike."

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## Projects

Genmin holds six (6) granted iron ore exploration licences in Gabon, west Central Africa, covering approximately 5,270km<sup>2</sup> (Figure 1). The 100% owned exploration licences form three (3) projects (Table 1).

**Table 1: Genmin's Projects in Gabon**

| Project Name  | Status                              |
|---|-------------------------------------|
| Baniaka Iron Ore Project ( <b>Baniaka</b> )             | Feasibility (pre-development) stage |
| Bakoumba Iron Ore Project ( <b>Bakoumba</b> )           | Advanced exploration stage          |
| Minvoul/Bitam Iron Ore Project ( <b>Minvoul/Bitam</b> ) | Early exploration stage             |

### Baniaka

The principal focus of Genmin's activities during the Quarter was at the Company's flagship Baniaka project. Baniaka, located in south-east Gabon, comprises the Baniaka (G2-537, 774km<sup>2</sup>) and Baniaka West (G2-572, 107km<sup>2</sup>) exploration licences, covering a total area of 881km<sup>2</sup> (Figure 1). Baniaka is divided into 12 prospect areas at different levels of maturity (Figure 2).

### Mineral Resource Estimate

During the Quarter, Genmin reported a significant increase to the Mineral Resource Estimate (**MRE**) for Baniaka with the inclusion of a maiden, Inferred Oxide and Primary MRE for the Bandjougoy prospect (**Bandjougoy**) (Figure 2), and an updated Detrital Iron Deposit (**DID**) MRE also for Bandjougoy. As shown in Table 2, the MRE for Baniaka now stands at 700 million tonnes (**Mt**).

The MREs were completed by independent consultants Golder Associates Pty Ltd (**Golder**) and are reported in accordance with the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (2012 Edition) (**JORC Code**).

At 700Mt, this positions Baniaka as, by a large margin, the biggest JORC Mineral Resource in Gabon for any commodity. There is significant growth upside remaining, as the MRE is for just 15km of interpreted strike, with over 70km still to be drill tested.

**Table 2: Baniaka Mineral Resource Statement - June 2022**

| Baniaka Mineral Resource Statement - June 2022 |                      |              |             |                  |                                |              |              |                     |
|--|----------------------|--------------|-------------|------------------|--------------------------------|--------------|--------------|---------------------|
| Resource Category                              | Material             | Tonnes (Mt)  | (%)         |                  |                                |              |              |                     |
|  |                      |              | Fe          | SiO <sub>2</sub> | Al <sub>2</sub> O <sub>3</sub> | P            | S            | LOI <sub>1000</sub> |
| DID  | Indicated            | 37.1         | 47.5        | 15.9             | 8.2                            | 0.072        | 0.068        | 7.6                 |
|  | Inferred             | 27.5         | 45.6        | 18.2             | 8.5                            | 0.071        | 0.078        | 7.2                 |
| <b>Total DID</b>                               | Indicated & Inferred | <b>64.6</b>  | <b>46.7</b> | <b>16.9</b>      | <b>8.3</b>                     | <b>0.072</b> | <b>0.072</b> | <b>7.4</b>          |
| Oxide  | Inferred             | 201.4        | 41.4        | 32.8             | 3.4                            | 0.056        | 0.038        | 3.8                 |
| <b>Total DID &amp; Oxide</b>                   | Indicated & Inferred | <b>266.1</b> | <b>42.7</b> | <b>29.0</b>      | <b>4.6</b>                     | <b>0.060</b> | <b>0.046</b> | <b>4.7</b>          |
| Primary  | Inferred             | 432.1        | 33.2        | 45.1             | 2.2                            | 0.056        | 0.067        | 1.1                 |
| <b>Total DID, Oxide &amp; Primary</b>          | Indicated & Inferred | <b>698.2</b> | <b>36.8</b> | <b>38.9</b>      | <b>3.1</b>                     | <b>0.057</b> | <b>0.059</b> | <b>2.4</b>          |

Notes:

1. Reported tonnes are rounded.
2. Reported at a cut-off grade of 20% Fe.
3. Refer to ASX announcements dated 25 May 2022 and 16 June 2022 for full reporting details including JORC Table 1.

Baniaka now has a contiguous strike extent of 9.5km of Indicated DID Resources between the Bandjougoy and Tsengué prospects (Figure 3). The Company is confident that the inventory of Indicated DID Resources will grow further with the re-estimation of the Flouflou and Bingamba North Inferred DID Resources (Figure 3), which extend over a total strike length of approximately 5.5km within the project area.

DID Mineral Resource updates for Flouflou and Bingamba North are scheduled to be reported early in the September 2022 quarter, followed shortly thereafter by the final two (2) updates for Oxide mineralisation at Bandjougoy and Tsengué.

## Baniaka Social and Environmental Impact Assessment

As part of the regulatory process, a social and environmental impact assessment (**SEIA**) is required for the granting of a Mining Permit in Gabon.

### *Terms of Reference*

The Terms of Reference (**ToR**) technical presentation (**Presentation**) was held with the Direction Générale of Environment & Nature Protection (**DGENP**) and other government administrations on Thursday, 16 June 2022. The ToR, prepared in line with the DGENP's recommendations, sets out the proposed content of the Company's social and environmental baseline data collection program and subsequent impact assessment. The Presentation and incorporation of additional DGENP feedback marked the approval of the ToR, enabling the Company to formally commence its social, physical and biological baseline data collection at Baniaka.

### *Baseline Surveys*

The dry season biodiversity baseline survey was completed at the end of June 2022 by consultants Flora, Fauna & Man, Ecological Services Limited (**FFMES**). Baseline biodiversity investigations included the deployment of camera traps and other flora and fauna baseline surveys (Figure 4 and Figure 5). FFMES is scheduled to return to Baniaka in October 2022 to undertake and complete the wet season biodiversity baseline survey.

## Baniaka Preliminary Feasibility Study

The Baniaka preliminary feasibility study (**PFS**) is assessing a bulk, open pit mining operation with initial production of 5 million tonnes per annum (**Mtpa**) of iron ore products, and subsequent expansion to 10Mtpa. The PFS focuses on four (4) prospects - Bandjougoy, Tsengué, Flouflou, and Bingamba North (Figure 3) (**PFS Prospects**).

During the Quarter, finalisation of Mineral Resource estimates continued and preliminary mine schedules were generated to develop strategies for waste and reject co-storage, the development of surface water management plans, and to test the functionality of the PFS financial model.

### *Hydroelectricity Supply*

On 12 April 2022, Genmin signed a Memorandum of Understanding (**MoU**) with the operator of the Grand Poubara Hydropower Station (**Poubara**) for the supply of 30 Megawatts (**MW**) of renewable hydroelectricity for Baniaka (ASX Announcement dated 12 April 2022).

The term of supply is up to 20 years with pricing less than US¢10 per kilowatt hour. The 30MW will provide all Baniaka's initial electricity requirements negating the need to fund, construct and operate an onsite power station.

Provision is included in the MoU to increase supply to 50MW subject to an expansion of scale at Baniaka, and water flow rates at Poubara supporting the increased supply (Figure 6).

### *Resource Definition Drilling*

The objective of the PFS drilling programs has been to increase geological confidence and assay grade continuity sufficient to support the estimation of Mineral Resources to a minimum Indicated classification in accordance with the JORC Code. This in turn allows the Mineral Resources to be used as the basis for the estimation of Ore Reserves, which is a key deliverable of the PFS.

The Company achieved a significant milestone in support of this objective during the Quarter, with the final infill drill program being completed at the Tsengué prospect (Figure 3).

All outstanding infill Auger drilling was completed during the December 2021 (Bandjougoy and Flouflou) and March 2022 (Bingamba North) quarters in support of DID MRE update works for those three (3) PFS prospects. Assay

results for Flouflou and Bingamba North were received at the end of the Quarter and will be reported on completion of quality assessment, interpretation, and Mineral Resource estimation.

### *Mining Studies*

At the end of the Quarter, PFS mining studies were well advanced. A geotechnical assessment of the PFS Prospects was completed by Golder to provide initial inputs necessary to determine key design criteria for mine optimisation and subsequent detailed design.

During the Quarter, Golder also completed a groundwater assessment to determine potential groundwater inflows into the proposed mining areas of the project. This study will inform both the mining aspects of the PFS, and the SEIA.

Following completion of the Oxide and Primary MRE at Bandjougoy, Golder commenced work to optimise the mine planning and scheduling inputs for the PFS.

## **Bakoumba**

Bakoumba comprises the Bakoumba (G2-511, 1,029km<sup>2</sup>) and Mafoungui (G7-535, 535km<sup>2</sup>) exploration licences covering a total area of 1,564km<sup>2</sup> and is located approximately 80km west of Baniaka (Figure 1).

A program of reconnaissance drilling and drill hole spacing optimisation is planned at Bakoumba in the September 2022 quarter to test high priority DID targets including the Koumbi and Lebombi North prospects.

Refurbishment of the access road commenced in June 2022 and an independent, environmental consulting firm was appointed to conduct a baseline evaluation and document site conditions prior to Auger drilling commencing.

## **Minvoul/Bitam**

Minvoul/Bitam comprises the Minvoul (G9-512, 1,362km<sup>2</sup>) and Bitam (G9-590, 1,463km<sup>2</sup>) exploration licences covering a total area of 2,825km<sup>2</sup> and is located in the northwest of Gabon (Figure 1).

During the Quarter, the Bitam exploration licence was renewed for a further three (3) years until 8 June 2025.

Interpretation of geochemical data collected as part of an earlier targeted geological mapping and sampling program at Bitam is ongoing and focuses on four (4) prospect areas – Ako'O, Belfort, Mbomo, and Abangsi where field observations confirmed the potential for high-grade iron mineralisation at three (3) of the four (4) prospect areas investigated.

## **Corporate**

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### **Royalty Agreement**

On 7 July 2022, Genmin, through its wholly owned subsidiary Gabon Iron Ore Limited (**GIOL**), announced it had entered into a royalty agreement (**Agreement**) with Anglo American Marketing Limited, a wholly owned subsidiary of global mining major Anglo American plc (**Anglo American**) (LSE: AAL; JSE: AGL).

Anglo American has paid US\$10 million (AU\$14.5 million at 0.69AU\$:US\$) to GIOL in consideration for the grant of a royalty on sales revenue (determined by reference to the Platts Iron Ore Index) received from the sale of the first 75Mt of iron ore products produced and sold from Baniaka. GIOL will have the option to buy back the royalty at any time at a price that delivers an agreed internal rate of return to Anglo American on the US\$10 million cash consideration.

Additionally, GIOL granted Anglo American an exclusivity period of 120-calendar days from the delivery of the Baniaka PFS to conduct confirmatory due diligence, and negotiate and agree legally binding documentation for the provision of up to US\$75 million of funding for Baniaka, and offtake for up to 100% of iron ore products from Baniaka.

Anglo American is a leading, global mining company with a portfolio of competitive, world class operations and a broad range of future development options. For more information about Anglo American refer to [www.angloamerican.com](http://www.angloamerican.com).

## Company Secretary Appointment

On 8 April 2022, Mr Leonard Math was appointed as Company Secretary, following the resignation of Mrs Lucy Rowe. Mr Math is a Chartered Accountant with more than 15 years' resources industry experience. He previously worked as an auditor at Deloitte and is experienced with public company responsibilities including ASX and ASIC compliance, corporate governance, statutory financial reporting and investor relations.

## Government & Stakeholder Relations

On 24 June 2022, the Gabonese Republic became the 55<sup>th</sup> member of the Commonwealth after it was approved for admission at the 2022 Commonwealth Heads of Government Meeting held in Kigali, Rwanda.

Gabon's process of joining the Commonwealth formally started about five (5) years ago and involved the evaluation of its democratic processes, governance, and human rights laws and regulations.

## Changes in Capital Structure

The Company's capital structure effective 30 June 2022 is summarised in Table 3.

**Table 3: Capital Structure as of 30 June 2022**

| Securities on issue                                  | ASX Security Code | Number      |
|--|-------------------|-------------|
| Fully paid ordinary shares (quoted and unquoted)     | GEN and GENAA     | 405,833,234 |
| Unlisted Options @ AU\$0.04 exp 14/08/22 Restricted  | GENAG             | 4,800,000   |
| Unlisted Options @ US\$0.15 exp 31/01/23             | GENAJ             | 1,254,479   |
| Unlisted Options @ US\$0.15 exp 31/07/24             | GENAM             | 280,000     |
| Unlisted Options @ US\$0.15 exp 31/07/24 Restricted  | GENAL             | 250,000     |
| Unlisted Options @ AU\$0.442 exp 07/03/26 Restricted | GENAN             | 5,000,000   |
| Performance Rights                                   | GENAE             | 6,800,000   |
| Performance Rights exp 25/05/25                      | GENAP             | 3,215,000   |
| Performance Rights Restricted                        | GENAO             | 720,000     |

*Note: On 30 June 2022, there were 251,484,967 fully paid ordinary shares subject to escrow until 10 March 2023.*

On 29 April 2022, 1 million options expiring 14 August 2022 were exercised at AU\$0.04 per option. A further 124,403 options expiring 6 June 2022 were exercised at AU\$0.04 per option on 27 May 2022. A total of AU\$44,976 was raised from the exercise of these options.

The Performance Rights outlined in Table 4 were issued following shareholder approval at the Company's Annual General Meeting held on 26 May 2022.

**Table 4: Issue of Performance Rights**

| Director                  | Number of Performance Rights | Expiry Date |
|---------------------------|------------------------------|-------------|
| Mr Giuseppe Vince Ariti   | 2,735,000                    | 25 May 2025 |
| Mr Salvatore Pietro Amico | 480,000                      | 25 May 2025 |

On 30 June 2022, the Company had 524 shareholders and 88.53% of the fully paid ordinary shares on issue were held by the top 20 shareholders.

## Compliance

### Related Party Transactions

In accordance with ASX Listing Rule 5.3.5, Table 5 provides a description and explanation of the payments made to related parties of the Company and their associates, which is included in the Appendix 5B for the Quarter.

**Table 5: Related Party Transactions**

| Related Party | Description         | Amount US\$    |
|---------------|---------------------|----------------|
| Directors     | Fees                | 50,000         |
|               | Salary              | 53,971         |
|               | Superannuation      | 5,397          |
|               | Extra Exertion Fees | 1,734          |
| <b>Total</b>  |                     | <b>111,102</b> |

### Cash Movement & Uses of Funds

During the Quarter, the cash movement was US\$6.3 million. This is accounted for by a negative FX movement of US\$1.55 million, direct SEIA and PFS expenditure of US\$2.7 million and project level (camp operations, labour hire, and other PFS & SEIA support activities), Libreville and Perth office overheads of US\$1.82 million. The negative FX movement occurs because the Company holds AU\$ and reports in US\$, and during the Quarter the AU\$ to US\$ FX rate deteriorated from 0.748 to 0.688.

In accordance with ASX Listing Rule 5.3.4, the comparison between the Uses of Funds stated in the Company's Prospectus dated 9 February 2021 (**Prospectus**) and actual spending is shown in Table 6.

Expenditure has been generally in line with work plans set out in the Prospectus for the 2021 – 2022 period, although there is a positive timing variance in respect of expenditure at Bakoumba and Minvoul/Bitam.

**Table 6: Uses of Funds<sup>1</sup>**

| Category                              | Prospectus AU\$   | Prospectus US\$ <sup>2</sup> | Actual US\$       | Variance US\$    |
|---------------------------------------|-------------------|------------------------------|-------------------|------------------|
| Baniaka Preliminary Feasibility Study | 15,146,000        | 11,662,000                   | 11,710,652        | (48,652)         |
| Bakoumba Resource Definition          | 1,766,000         | 1,360,000                    | 38,740            | 1,321,260        |
| Minvoul/Bitam Regional Exploration    | 476,000           | 367,000                      | 27,011            | 339,989          |
| Capital Items                         | 670,000           | 516,000                      | 620,741           | (104,741)        |
| General and Administration            | 1,831,000         | 1,410,000                    | 888,031           | 521,969          |
| Expenses of the Offer <sup>3</sup>    | 2,621,000         | 2,018,000                    | 2,080,533         | (62,533)         |
| Working Capital                       | 7,490,000         | 5,767,000                    | 5,373,196         | 393,804          |
| <b>Total</b>                          | <b>30,000,000</b> | <b>23,100,000</b>            | <b>20,738,904</b> | <b>2,361,095</b> |

**Notes:**

- Subject to modification based on the outcome and success of exploration programs, definition drilling and PFS.*
- A foreign exchange rate of US\$0.77 = AU\$1.00 was used in the Prospectus. As at 30 June 2022, the exchange rate was US\$0.6882 = AU\$1.00. As a result, the negative FX movement on cash due to the difference in the exchange rate is US\$2.45 million, which is not listed as an expenditure.*
- This category has been finalised, resulting a minor negative variance.*
- As at 30 June 2022, Genmin's cash and cash equivalents balance was US\$2.75 million. The difference between US\$2.36 million shown in Table 6 and US\$2.75 million is the cash balance immediately before the IPO.*

## Licence Schedule

The Company's interests in exploration licences are summarised in Table 7.

**Table 7: Genmin's Exploration Licences in Gabon**

| Exploration Licence | Registered Holder <sup>1</sup> | Location | Genmin interest  |                |
|---------------------|--------------------------------|----------|------------------|----------------|
|                     |                                |          | Start of Q2 2022 | End of Q2 2022 |
| G2-537 Baniaka      | Reminac                        | Gabon    | 100%             | 100%           |
| G2-572 Baniaka West | Reminac                        | Gabon    | 100%             | 100%           |
| G2-511 Bakoumba     | Kimin Gabon S.A.               | Gabon    | 100%             | 100%           |
| G7-535 Mafoungui    | Reminac                        | Gabon    | 100%             | 100%           |
| G9-512 Minvoul      | Azingo Gabon S.A.              | Gabon    | 100%             | 100%           |
| G9-590 Bitam        | Azingo Gabon S.A.              | Gabon    | 100%             | 100%           |

Notes:

<sup>1</sup> Reminac, Kimin Gabon S.A. and Azingo Gabon S.A. are 100% owned subsidiaries of Genmin Limited.

On 31 December 2021, the Company applied for the second renewal of the Bitam exploration licence. This was subsequently granted during the Quarter, with the licence end date extended to 8 June 2025.

This announcement has been authorised by the Board of Directors of Genmin.

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## Competent Persons

The information in this Quarterly relating to Exploration Targets, Exploration Results, and Mineral Resources summarises information previously reported to the ASX in the following reports:

- ASX Announcement titled "Infill drilling converts 100% of Bandjougoy DID Mineral Resource to Indicated classification" dated 16 June 2022; and
- ASX Announcement titled "Baniaka Mineral Resource grows by 168% to 700 million tonnes" dated 25 May June 2022.

The Competent Persons responsible for both reports are Mr Richard Gaze regarding Exploration Targets and Mineral Resources, and Messrs Mathieu Lacorde and Marcus Reston for Exploration Results and geological interpretations.

The Company confirms that the form and context in which the Competent Persons' findings are presented in the above referenced reports dated 25 May 2022 and 16 June 2022 have not been materially modified.

## Confirmation

The Company confirms that other than the Oxide & Primary, and DID MREs for Bandjougoy summarised in this Quarterly, the remaining Baniaka Mineral Resource Statement (MRS) given in the ASX announcement dated 16 June 2022, and summarised in Table 2 of this Quarterly has not changed, and that it is not aware of any new information or data that materially affects the MRS, and that all material assumptions and technical parameters underpinning the Mineral Resources set out in the MRS continue to apply and have not materially changed.

## About Genmin

**Genmin Limited (ASX: GEN)**, is an ASX-listed African iron ore exploration and development company with a pipeline of projects in the Republic of Gabon, west Central Africa. The Company has a 100% interest in three (3) projects comprising six (6) granted exploration licences covering approximately 5,270km<sup>2</sup>.

Genmin’s Baniaka and Bakoumba projects are located in south-east Gabon near the provincial city of Franceville, where the Company has an extensive footprint and controls all acreage prospective for iron ore. The Baniaka and Bakoumba projects represent a potential iron ore hub with 2,445km<sup>2</sup> of landholding and 121km of iron mineralised strike with only 13% drill tested with diamond drilling.

Genmin’s flagship project, Baniaka, is at feasibility stage with defined JORC Code (2012 Edition) compliant Mineral Resources and is favourably situated adjacent to existing and operating bulk commodity transport and renewable energy infrastructure.



Figure 1: Location map of Genmin’s iron ore projects in Gabon, west Central Africa

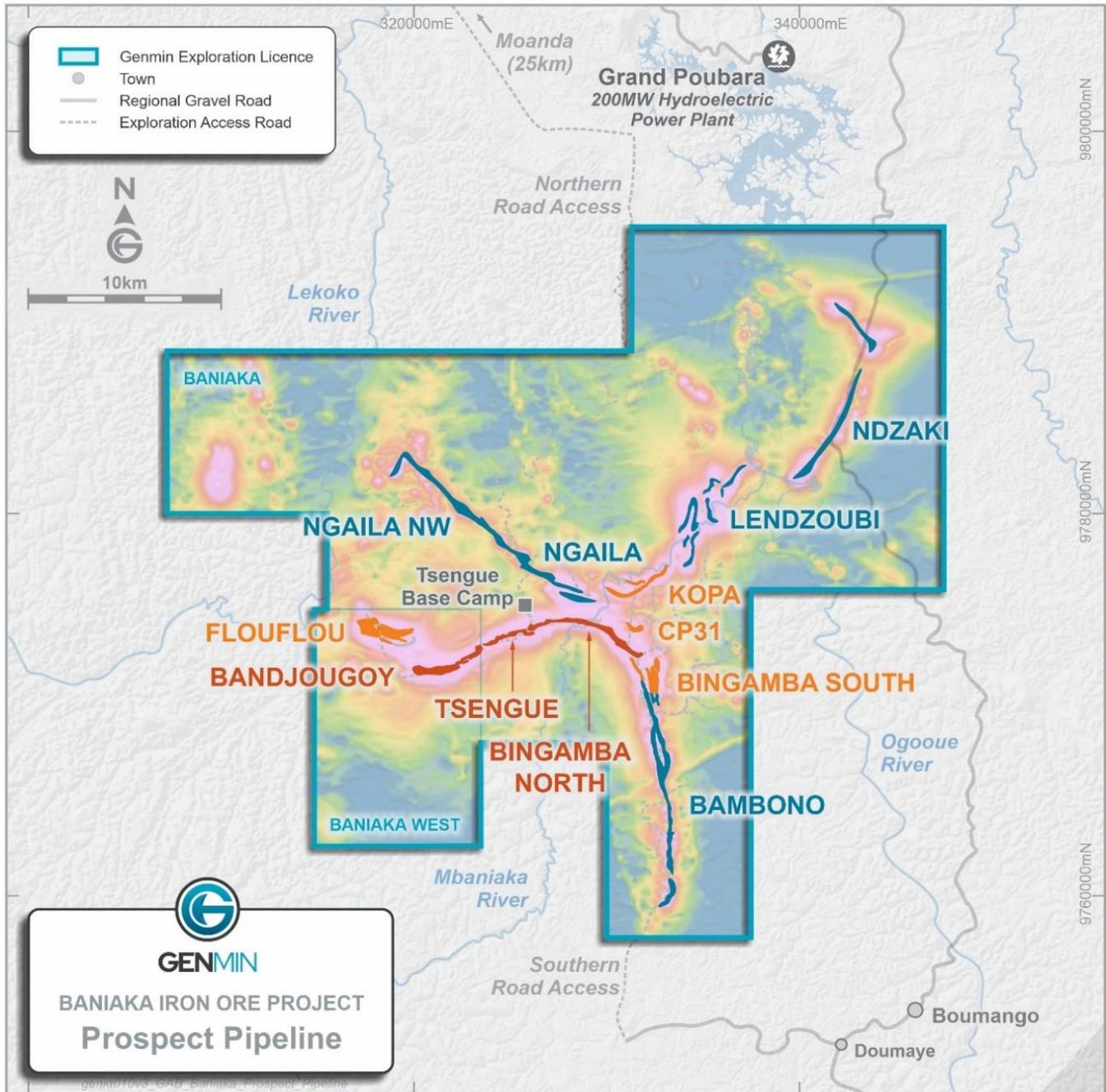
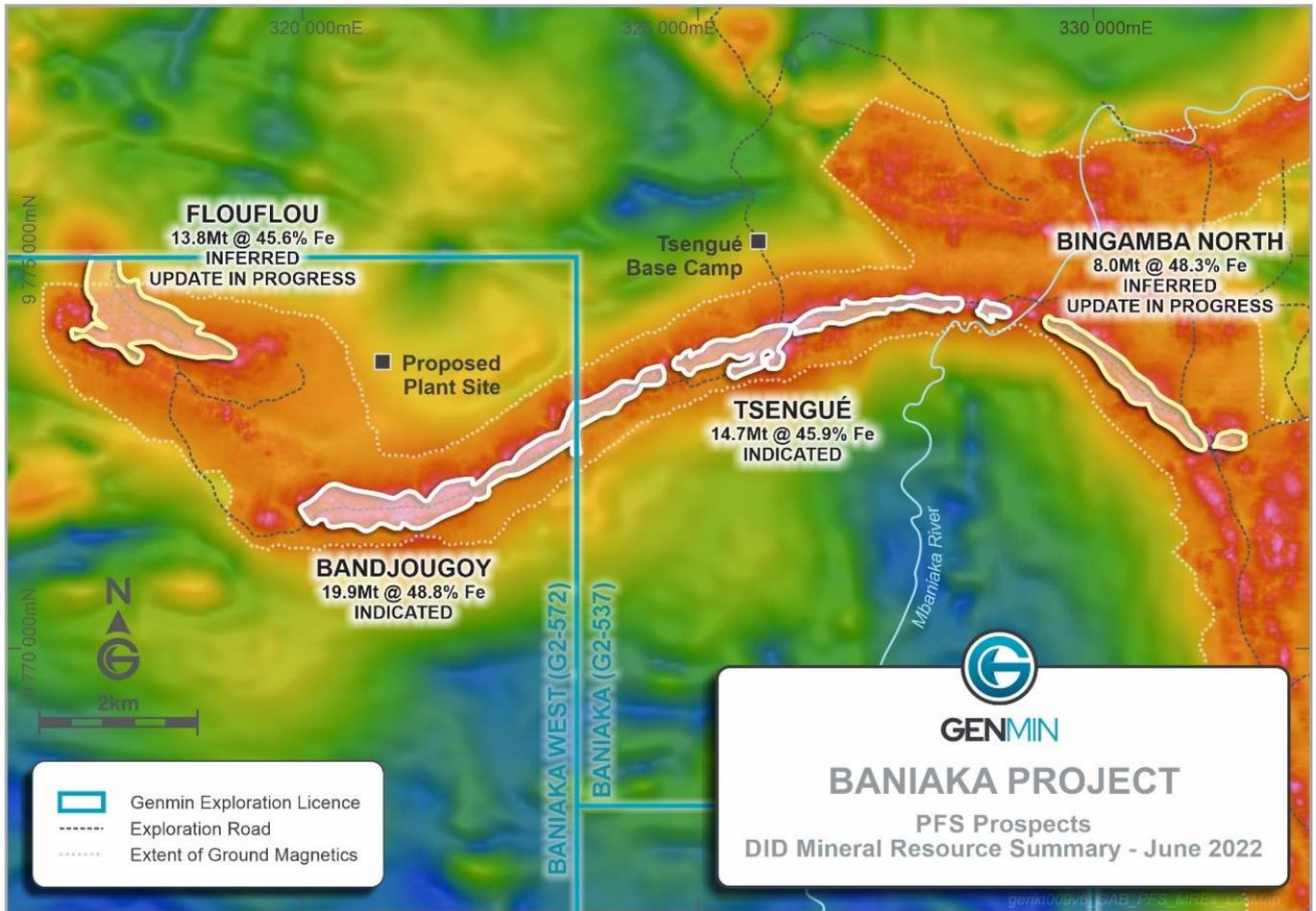


Figure 2: Baniaka prospect pipeline showing major prospect locations and maturity

Notes:

1. Background image is Analytic Signal of gridded ground magnetic data overlain on airborne magnetic data
2. Coordinates are registered to the WGS84 Datum, UTM Zone 33 South projection
3. Prospects shown in Red have DID, Oxide and Primary Mineral Resources (**MR**), in Orange DID MR only, and in Blue no MR



**Figure 3: PFS Prospects showing DID Mineral Resource inventories and proposed plant site location**

Notes:

1. Background image is Analytic Signal of gridded ground magnetic data overlain on airborne magnetic data
2. Coordinates are registered to the WGS84 Datum, UTM Zone 33 South projection



Figure 4: FFMES conduct baseline biodiversity investigations at Baniaka



Figure 5: FFMES team at Tsengué Base Camp during the dry season biodiversity survey for the SEIA



Figure 6: Grand Poubara, Dam (top) and Power Station (bottom)