

Form 604

Corporations Act 2001 Section 671B

Notice of change of interests of substantial holder

To: Company Name/Scheme De Grey Mining Ltd (**De Grey**)
ACN/ARSN 094 206 292

1. Details of substantial holder (1)

Name Gold Road Resources Limited (**Gold Road**), Renaissance Resources Pty Ltd (**Renaissance**) and each of the entities listed in **Annexure A (the Gold Road Group Entities)**
ACN/ARSN (if applicable) 109 289 527 and 661 053 283

There was a change in the interests of the substantial holder on 15/05/2024
The previous notice was given to the company on 19/08/2022
The previous notice was dated 19/08/2022

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)
Fully paid ordinary securities	281,992,494	19.99% (based on 1,410,526,960 ordinary shares on issue)	413,934,740	17.85% (based on 2,318,818,450 ordinary shares on issue)

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 Annexure B				

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
Renaissance	Renaissance	Renaissance	Relevant interest pursuant to section 608(1) of the Corporations Act.	413,934,740 ordinary shares	413,934,740
Gold Road	Renaissance	Renaissance	Relevant interests pursuant to section 608(3)(b) of the Corporations Act.	413,934,740 ordinary shares	413,934,740
Gold Road Group Entities	Renaissance	Renaissance	Relevant interests pursuant to section 608(3)(a) of the Corporations Act.	413,934,740 ordinary shares	413,934,740

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 the persons named in this form are as follows:


Name	Address
Gold Road	Level 2, 26 Colin Street, West Perth WA 6005
Renaissance	Level 2, 26 Colin Street, West Perth WA 6005
The Gold Road Group Entities	See Annexure A

Signature

print name Keely Woodward

capacity Joint Company Secretary

sign here



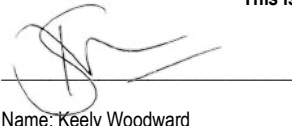
date 16 /05/ 2024

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 7 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).
- 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.

ANNEXURE A

This is Annexure A of 1 page referred to in Form 604 Notice of Change of Interests of Substantial Holder



Name: Keely Woodward

Date: 16/05/2024

Gold Road Group Entities

Name	ACN	Association	Address
Gold Road (Projects) Pty Ltd	621 279 525	Related body corporate	Level 2, 26 Colin Street West Perth WA 6005
Gold Road (Gruyere Holdings) Pty Ltd	612 071 253	Related body corporate	Level 2, 26 Colin Street West Perth WA 6005
Gold Road (Gruyere) Pty Ltd	612 071 306	Related body corporate	Level 2, 26 Colin Street West Perth WA 6005
Gold Road (North Yamarna Holdings) Pty Ltd	616 335 052	Related body corporate	Level 2, 26 Colin Street West Perth WA 6005
Gold Road (North Yamarna) Pty Ltd	616 334 653	Related body corporate	Level 2, 26 Colin Street West Perth WA 6005
Gold Road (South Yamarna Holdings) Pty Ltd	616 334 644	Related body corporate	Level 2, 26 Colin Street West Perth WA 6005
Gold Road (South Yamarna) Pty Ltd	124 564 763	Related body corporate	Level 2, 26 Colin Street West Perth WA 6005
Gold Road (Exploration Holdings) Pty Ltd	669 531 499	Related body corporate	Level 2, 26 Colin Street West Perth WA 6005
Gold Alpha Investments Pty Ltd	640 504 472	Related body corporate	Level 2, 26 Colin Street West Perth WA 6005
DGO Gold Pty Ltd	124 562 849	Related body corporate	Level 2, 26 Colin Street West Perth WA 6005
Yandan Gold Mines Pty Ltd	137 748 022	Related body corporate	Level 2, 26 Colin Street West Perth WA 6005
Abarta Resources Ltd	651 593 761	Related body corporate	Level 2, 26 Colin Street West Perth WA 6005
Vampyr Resources Pty Ltd	645 847 409	Related body corporate	Level 2, 26 Colin Street West Perth WA 6005
Opaleye Minerals Pty Ltd	649 957 791	Related body corporate	Level 2, 26 Colin Street West Perth WA 6005
Abarta Laverton Pty Ltd	615 704 928	Related body corporate	Level 2, 26 Colin Street West Perth WA 6005

ANNEXURE B

This is Annexure B of 2 pages referred to in Form 604 Notice of Change of Interests of Substantial Holder



Name: Keely Woodward

Date: 16/05/2024

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
13 October 2022	Renaissance, Gold Road and the Gold Road Entities	Renaissance acquired 25,987,000 ordinary shares pursuant to the institutional placement as announced by De Grey on 5 October 2022 and therefore has a relevant interest in those shares pursuant to section 608(1) of the Corporations Act. Gold Road and the Gold Road Group Entities each have a relevant interest in those shares pursuant to section 608(3) of the Corporations Act.	\$1.00 per ordinary share	25,987,000 ordinary shares	25,987,000
11 November 2022	Renaissance, Gold Road and the Gold Road Entities	Renaissance acquired 30,000 ordinary shares pursuant to the share purchase plan announced by De Grey on 5 October 2022 and therefore has a relevant interest in those shares pursuant to section 608(1) of the Corporations Act. Gold Road and the Gold Road Group Entities each have a relevant interest in those shares pursuant to section 608(3) of the Corporations Act.	\$1.00 per ordinary share	30,000 ordinary shares	30,000
5 October 2023	Renaissance, Gold Road and the Gold Road Entities	Renaissance acquired 49,438,097 ordinary shares pursuant to the institutional placement (tranche 1) announced by De Grey on 28 September 2023 and therefore has a relevant interest in those shares pursuant to section 608(1) of the Corporations Act. Gold	\$1.05 per ordinary share	49,438,097 ordinary shares	49,438,097

		Road and the Gold Road Group Entities each have a relevant interest in those shares pursuant to section 608(3) of the Corporations Act.			
15 November 2023	Renaissance, Gold Road and the Gold Road Entities	Renaissance acquired 10,237,457 ordinary shares pursuant to the institutional placement (tranche 2) as announced by De Grey on 28 September 2023 and therefore has a relevant interest in those shares pursuant to section 608(1) of the Corporations Act. Gold Road and the Gold Road Group Entities each have a relevant interest in those shares pursuant to section 608(3) of the Corporations Act.	\$1.05 per ordinary share	10,237,457 ordinary shares	10,237,457
15 May 2024	Renaissance, Gold Road and the Gold Road Entities	Renaissance acquired 46,249,692 ordinary shares pursuant to the institutional entitlement offer as announced by De Grey on 8 May 2024 and therefore has a relevant interest in those shares pursuant to section 608(1) of the Corporations Act. Gold Road and the Gold Road Group Entities each have a relevant interest in those shares pursuant to section 608(3) of the Corporations Act.	\$1.10 per ordinary share	46,249,692 ordinary shares	46,249,692