

# Form 603

Corporations Act 2001  
Section 671B

## Notice of initial substantial holder

To Company Name/Scheme Iceni Gold Limited (Iceni)  
ACN/ARSN ACN 639 626 949

### 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) ACN 109 289 527

The holder became a substantial holder on 19 December 2024

### 2. Details of 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 on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary Shares	30,480,662	30,480,662	9.90% (based on 307,885,479 shares on issue)

### 3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Renaissance	Relevant interest under section 608(1)(a) of the <i>Corporations Act 2001</i> (Cth) ( <b>Corporations Act</b> ) as the registered holder of the shares.	30,480,662 ordinary shares
Gold Road	Gold Road has the same relevant interest as Renaissance pursuant to section 608(3)(b) <i>Corporations Act</i> by virtue of Renaissance being controlled by Gold Road.	30,480,662 ordinary shares
Gold Road Group Entities	The Gold Road Group Entities have a voting power of more than 20% in Renaissance as they are controlled bodies corporate, and therefore associates, of Gold Road. Each of the Gold Road Group Entities therefore have the same relevant interests as Renaissance pursuant to section 608(3)(a) of the <i>Corporations Act</i> .	30,480,662 ordinary shares

### 4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Renaissance, Gold Road and Gold Road Group Entities	Renaissance	Renaissance	30,480,662 ordinary shares

### 5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non Cash	
Renaissance	18 December 2024	\$0.10 per Iceni share pursuant to the Subscription Agreement (see Annexure B) as announced by Iceni on 18 December 2024.	N/a	30,480,662 ordinary shares

**6. Associates**

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Each entity listed in Annexure A	Each entity listed in Annexure A is an associate of Gold Road by virtue of section 12(2)(a) of the Corporations Act as the entities are related bodies corporate of Gold Road.

**7. Addresses**

The addresses of 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
Gold Road Group Entities	See <b>Annexure A</b>

**Signature**

print name **Julie Jones**

Capacity **Joint Company Secretary**

sign here

23 December 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 total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
  - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. 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.
- (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) 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.

## ANNEXURE A

This is Annexure A of 1 page (including this page) referred to in the Form 603 – Notice of initial substantial holder

Date: 23 December 2024

Julie Jones  
Joint Company Secretary  
Gold Road Resources Limited ACN 109 289 527

### 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 18 pages (including this page) referred to in the Form 603 – Notice of initial substantial holder

Date: 23 December 2024

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Julie Jones

Joint Company Secretary

Gold Road Resources Limited ACN 109 289 527