

NOTICE OF PROVISION OF FINANCIAL ASSISTANCE NOT EXCEEDING 5% OF SHAREHOLDERS' FUNDS

(Section 80(1)(b) Companies Act 1993)

26 September 2023

Provision of Financial Assistance in connection with Genesis Energy Limited's FY21 Executive Long-Term Incentive Plan.

Under section 80 of the Companies Act 1993, Genesis Energy Limited ('Genesis Energy') is required to make the following disclosure in respect of financial assistance provided to certain employees of Genesis Energy in connection with the Genesis Energy FY21 Long Term Incentive Plan.

Background

The Genesis Energy Board of Directors approved in April 2019 a Performance Share Rights long term incentive plan ('Plan') for the Company's executive team. Under the Plan, the Company may grant rights ('Rights') to receive, after a vesting period, fully paid ordinary shares in the Company upon the satisfaction of vesting conditions.

The intent of the Plan is to promote the retention of key employees, drive longer-term performance and alignment of participants with the interests of the Company's shareholders and facilitate and encourage share ownership in Genesis Energy by the executives.

On 1 September 2020, the Company granted Rights to Company executives ('FY21 LTI Offer'). Each Right entitles the participant to receive one ordinary share in the capital of Genesis Energy after a three-year vesting period ending on 30 June 2023 ('Vesting Period'), subject to the vesting conditions associated with those Rights having been met.

The Genesis Energy Board decided to purchase 47,796 Genesis shares ('FY21 LTI Shares') to meet the contingent obligation of the Company to transfer shares to the participants at the conclusion of the Vesting Period. All FY21 LTI Shares are being held as Treasury Stock pending transfer, which will occur on or before 7 October 2023.

Details of Financial Assistance

This notice is given in respect of the purchase and payment by Genesis Energy of the costs associated with the acquisition of FY21 LTI Shares. The acquisition of Genesis Energy shares constitutes the giving of "financial assistance" for the purposes of the Companies Act 1993. The details of the financial assistance are as follows:

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| Shares in respect of which the financial assistance was provided | 47,796 ordinary shares in Genesis Energy Limited. |
| Consideration paid for FY21 LTI Plan Shares | \$ 119,665.94 |
| Recipients of the financial assistance | Eligible employees of Genesis Energy who participate in the FY21 LTI offer subject to satisfaction of Vesting Conditions. |
| Nature and amount of the financial assistance | \$2.503681 per share. |