



13 September 2021

Dear Shareholder

On 3 September 2021 DTI Group Ltd (ASX: DTI) (**DTI**) announced a capital raising by way of a 1 for 3 non- renounceable entitlement offer to raise approximately \$2 million via the issue of approximately 111.7 million new shares at 1.8 cents per share (**Entitlement Offer**).

The Entitlement Offer is fully underwritten by Finico Pty Ltd who is a major shareholder of the Company. The Offer Price represents a discount of 12% per cent to the 30-day volume-weighted average price of DTI shares for the period up to 2 September 2021 (being the last trading date before the announcement of the capital raising).

The proceeds of the capital raising will provide necessary working capital and to strengthen the Company's balance sheet for future growth.

Entitlement Offer Details

Under the Entitlement Offer, eligible DTI shareholders are invited to subscribe for one new share for every three existing shares held as at 7.00pm (AEST) on 9 September 2021 (**Record Date**).

The Entitlement Offer is non-renounceable which means that shareholders who do not take up their entitlements will not receive any proceeds from the sale of entitlements not taken up. Any fractional entitlements under the Entitlement Offer will be rounded up to the nearest whole number.

Eligible shareholders with a registered address in Australia and New Zealand on the Record Date (**Eligible Shareholders**) will be invited to participate in the Entitlement Offer. The Entitlement Offer will be open from 13 September 2021 to 30 September 2021. Eligible Shareholders will be sent details about the Entitlement Offer via an Offer Booklet expected to be dispatched on or about 13 September 2021.

Ineligible Shareholders

A Shareholder who has a registered address outside Australia and New Zealand will not be eligible to participate in the Entitlement Offer.

You are not eligible to participate in the Entitlement Offer and you will not be sent a copy of the Offer Booklet. This decision has been made pursuant to listing rule 7.7.1 (a) of the ASX Listing Rules after taking into consideration the costs of complying with legal and regulatory requirements in jurisdictions outside Australia and New Zealand compared with the small number of Ineligible Shareholders and the number and value of New Shares to which they would otherwise be entitled.



The Company will appoint a nominee to sell the rights to subscribe for New Shares pursuant to the offer Booklet to which Ineligible Shareholders are entitled. The nominee will have the absolute and sole discretion to determine the timing and price at which the Entitlements may be sold and the manner of any such sale.

Any interest earned on the proceeds of the sale of these Entitlements will firstly be applied against expenses of such sale, including brokerage, and any balance will accrue to Ineligible Shareholders.

The net proceeds of the sale of these Entitlements will then be forwarded by the Company as soon as practicable to the Ineligible Shareholders, in proportion to their share of such Entitlements (after deducting brokerage commission and other expenses). If any such net proceeds of sale are less than the reasonable costs that would be incurred by the Company for distributing those proceeds, such proceeds may be retained by the Company.

Notwithstanding that the Nominee may sell Entitlements, Ineligible Shareholders may nevertheless receive no net proceeds if the costs of the sale are greater than the sale proceeds.

There is no guarantee that the Nominee will be able to sell Entitlements of Ineligible Shareholders on ASX and Ineligible Shareholders may receive no value for the Entitlements. Both the Company and the Nominee take no responsibility for the outcome of the sale of such Entitlements or the failure to sell such Entitlements.

Shareholder Enquiries

Shareholders who have questions relating to the Entitlement Offer should call the Company Secretary Ian Hobson, on +61 8 9479 1195 or email ianhobson@bigpond.com or consult their stockbroker, accountant or other professional advisor.

Yours sincerely

A handwritten signature in black ink, appearing to read 'G. Purdy', with a stylized flourish at the end.

Greg Purdy
Chairman