

12 September 2024

Dear Shareholder,

Notice to Eligible Shareholders of Non-Renounceable Entitlement Offer

We write to you as the registered holder of fully paid ordinary shares in Dart Mining NL (ASX:DTM) (**Company**) (**Shares**) as at 5.00pm (AEST) on 9 September 2024 (**Record Date**).

Pursuant to the prospectus lodged with ASIC on 2 September 2024 (**Prospectus**), the Company is undertaking a non-renounceable pro-rata entitlement issue of 1 new Share for every 3 existing Shares held by Eligible Shareholders on the Record Date, at an issue price of \$0.012 per New Share to raise up to approximately \$1.3 million (before costs) (**Entitlement Offer**). Participants in the Entitlement Offer will also be issued 1 free attaching unquoted option exercisable at \$0.02 each and expiring on the date that is 12 months from the date of issue (**New Option**) for every 2 New Shares subscribed for under the Entitlement Offer.

Any Securities not validly subscribed for pursuant to the Entitlement Offer will form the Top-Up Offer (**Top-Up Offer**). The issue price for each New Share to be issued under the Top-Up Offer shall be \$0.012 being the price at which Shares are being offered under the Entitlement Offer. Participants in the Top-Up Offer will also be issued 1 free attaching New Option for every 2 New Shares subscribed for under the Top-Up Offer.

Capitalised terms used, but not defined in this letter, have the meaning ascribed to them in the Prospectus.

How to access the Entitlement Offer Top-Up Offer

1. ONLINE - The Prospectus and personalised Application Form can be accessed via the Automic Investor portal: <https://investor.automic.com.au/#/home>
2. PAPER - Request a paper copy of the Prospectus and the personalised Application Form by contacting the Company Secretary at info@dartmining.com.au

Key Features of the Entitlement Offer and Top-Up Offer

The Entitlement Offer is made to Eligible Shareholders only. Eligible Shareholders are those Shareholders who:

- are the registered holder of Shares on the Record Date; and
- have a registered address in Australia, or subject to the offer restrictions in Section 1.19 of the Prospectus, New Zealand or the United Kingdom.

Please note that Shares will be quoted on an 'ex' basis from 6 September 2024 and, therefore, any Shares acquired on or after this date will not be entitled to participate in the Entitlement Offer and the Top-Up Offer.

The Entitlement Offer is non-renounceable, meaning that Eligible Shareholders will not be able to transfer their Entitlements pursuant to the Entitlement Offer and, if they do not take up their Entitlements pursuant to the Entitlement Offer, their holdings will be diluted.

All the Shares issued pursuant to the Entitlement Offer, and on exercise of the New Options, will rank equally with the existing Shares on issue in the Company from the date of allotment. Further details regarding the rights and liabilities attaching to the New Shares is contained in the Prospectus.

Purpose of the Entitlement Offer and Top-Up Offer

Proceeds from the Entitlement Offer and Top-Up Offer are intended to be primarily applied towards:

- (a) consideration payments in connection with the Company's acquisition of the Triumph Gold Project;
- (b) resource definition diamond drilling at the Triumph Gold Project;
- (c) exploration diamond drilling at the Triumph and Rushworth Gold Projects;
- (d) general working capital; and
- (e) to pay the costs of the Offers.

Further details in respect of the Company's intended use of funds are set out in the Prospectus.

The above is a statement of current intentions at the date of the Prospectus. Intervening events and new circumstances have the potential to affect the manner in which the funds are ultimately applied. The Board reserves the right to alter the way the funds are applied on this basis.

Prospectus

Details of the Offers are contained in the Prospectus. The Prospectus can be accessed from the ASX and Company websites, www.asx.com.au and www.dartmining.com.au/investors/ respectively.

It is important that you read the Prospectus carefully before deciding whether to participate in the Offers, and seek advice from your suitably qualified professional adviser if you have any queries. This notice is to inform you of the Offers. You are not required to do anything in respect to this letter.

Indicative Offer Timetable

An indicative timetable for the Offers is below:

Event	Date
Announcement of the Offers	Tuesday, 27 August 2024
Lodgement of Prospectus and Appendix 3B	Post-market Monday, 2 September 2024
Settlement of Tranche 1 Placement Shares	Tuesday, 3 September 2024
Shares quoted on an "Ex" basis	Friday, 6 September 2024
Record date for determining Entitlements	Monday, 9 September 2024
Prospectus and Application Forms made available to Eligible Shareholders and announcement by the Company that this has occurred. Opening date of the Offers	Thursday, 12 September 2024
Last day to extend the Closing Date of the Offers (other than the Shortfall Offer)	12.00pm (AEST) on Friday, 20 September 2024
Closing Date of Offers (other than the Shortfall Offer)	5.00pm (AEST) on Wednesday, 25 September 2024
Unless otherwise determined by ASX, New Shares quoted on a deferred settlement basis from market open	Thursday, 26 September 2024
Announcement of the results of the Entitlement Offer and Top-Up Offer Issue date and lodgement of Appendix 2A with ASX applying for quotation of New Shares issued under the Entitlement Offer and Top-Up Offer Issue date and lodgement of Appendix 3G with ASX for New Options issued under the Entitlement Offer and Top-Up Offer	12.00pm (AEST) on Wednesday, 2 October 2024
Quotation of New Shares issued under the Entitlement Offer and Top-Up Offer	Thursday, 3 October 2024
2024 Annual General Meeting of Shareholders	Mid-October 2024
Issue of Shortfall Securities under Shortfall Offer (if any)	By no later than Wednesday, 25 December 2024

* All dates (other than the events described as occurring today) are indicative only. The Directors may extend the Closing Date in respect of the Entitlement Offer by giving at least 3 business days' notice to ASX prior to the Closing Date. As such, the date the securities to be issued under the Entitlement Offer are expected to commence trading on ASX may vary.

For all enquiries concerning the Offers, please contact the Company by telephone on +61 3 9642 0655. For all general shareholder enquiries, please contact the Company's Share Registry on 1300 288 664 (within Australia) and +61 2 9698 5414 (outside Australia). You should also consult your stockbroker, solicitor, accountant or other suitably qualified professional adviser to evaluate whether or not to participate in the Offers.

Yours faithfully

A handwritten signature in black ink, appearing to read 'James Chirnside', is positioned above the printed name.

James Chirnside
Chairman and Managing Director
Dart Mining NL