



Dear Ineligible Shareholder,

Pro-Rata Non-Renounceable Entitlement Offer – Notification to Ineligible Shareholders

We write to you as a registered holder of fully paid ordinary shares (**Shares**) in DTI Group Ltd (**DTI** or the **Company**).

On 5 May 2025, the Company announced to the Australian Securities Exchange (**ASX**) that it was undertaking a fully underwritten non-renounceable, pro-rata entitlement offer of up to 448,551,414 Shares (**New Shares**) to raise approximately \$2.69 million before costs (**Entitlement Offer**).

This letter is to inform you about the Entitlement Offer and to explain why you will not be able to apply for New Shares under it. This letter is not an offer to issue New Shares to you, nor an invitation to you to apply for New Shares. You are not required to do anything in response to this letter.

Details of the Offers

Shareholders who were registered at 5:00pm (AWST) on 8 May 2025 (**Record Date**) with a registered address in Australia or New Zealand (**Eligible Shareholders**) will be eligible to participate in the Entitlement Offer on the basis of 1 New Share for every 1 existing Share held at the Record Date, at an issue price of \$0.006 per New Share.

In addition, the Company is offering Additional Shares which comprise the shortfall to the Entitlement Offer at the same issue price of \$0.006 per Additional Share (**Shortfall Offer**). Any Additional Shares issued under the Shortfall Offer will be issued at the Board's discretion in accordance with the allocation and scale back policy outlined in the offer document which was released to ASX on 13 May 2025 (**Offer Document**). New Shares are to be quoted and will rank equally with the Company's existing Shares at the time of issue.

The Entitlement Offer is fully underwritten up to 448,551,414 New Shares for \$2,691,308 by Finico Pty Ltd (**Finico**), a major shareholder of the Company.

Purposes of the Offers

The proceeds of the Entitlement Offer will be used primarily for repayment of the Finico loan of \$1.25 million, costs of the offer and general working capital. This is statement of present intention as at the date of this letter and may change.

Ineligibility to participate

Shareholders who have a registered address outside Australia or New Zealand at the Record Date (**Ineligible Shareholder**) are not eligible to participate in the Entitlement Offer. This decision has been made pursuant to ASX Listing Rule 7.7.1(a) after taking into consideration the costs of complying with legal and regulatory requirements in jurisdictions outside of Australia or 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.

Subject to receiving ASIC approval, the Company will appoint Petra Capital Pty Ltd (ACN 110 952 782) as sale nominee (**Nominee**) to sell the New Shares under the Entitlement Offer that would have been issued to shareholders who are Ineligible Shareholders (**Nominee Shares**).

The Nominee will have the absolute and sole discretion to determine the timing and price at which the Nominee Shares may be sold and the manner of any such sale.

The net proceeds of the sale of the Nominee Shares (after deducting the aggregate subscription price of the Nominee Shares and the cost of sale including brokerage and commission), if any, will be distributed to the Ineligible Shareholders for whose benefit the Nominee Shares are sold in proportion to their shareholdings as at the Record Date. There is no guarantee that the Nominee will be able to sell the Nominee Shares and Ineligible Shareholders may receive no value for the Nominee Shares. Both the Company and the Nominee take no responsibility for the outcome of the sale of the Nominee Shares or the failure to sell the Nominee Shares.

Further Information

For all enquiries relating to the Offers, please contact the Company Secretary, by telephone on +61 8 7129 0437 or at harry.miller@automicgroup.com.au or contact your stockbroker, accountant or other professional adviser.

Yours faithfully,

DTI Group Ltd