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**GTI RESOURCES LTD**  
**ACN 124 792 132**

**ADDENDUM TO NOTICE OF GENERAL MEETING**

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GTI Resources Ltd (ACN 124 792 132) (**Company**), hereby gives notice to Shareholders of the Company that, in relation to the Notice of General Meeting dated 15 July 2019 (**Notice of Meeting**) in respect of a general meeting of Shareholders to be held at 9:00am (WST) on 21 August 2019 at GW Capital Group, 7/24 Walters Drive Osborne Park Western Australia, the Directors have determined to issue this addendum to the Notice of Meeting (**Addendum**) for the purposes set out below.

Definitions in the Notice of Meeting have the same meaning in this Addendum unless otherwise updated in this Addendum. This Addendum is supplemental to the original Notice of Meeting and should be read in conjunction with the original Notice of Meeting. Save for the amendments set out below, all resolutions and the Explanatory Statement in the original Notice of Meeting remain unchanged.

The purpose of the Addendum is to disclosure the variation to the Agreement that has resulted in additional claims being included in the Properties being acquired by the Company (**New Claims**) (**Variation**). More details regarding the New Claims are included in the ASX announcement "Acquisition Update" dated 20 August 2019.

Whilst the Variation has resulted in some of the claims being removed from the Properties being acquired, the Variation results in a net increase in the number of claims that the Company will acquire. As such, the Directors consider the Variation to be beneficial for the Shareholders.

As some of the New Claims titles' have not been perfected by the Bureau of Land Management (the local regulatory body) (**Perfected**), the Agreement has also been varied so that 10,810,056 of the 90,000,000 Consideration Shares that are to be issued to the Vendors (being the subject of Resolution 1) will be withheld until such time as the New Claims have been Perfected (**Deferral Shares**). If all of the New Claims have not been Perfected by 31 October 2019, then the Vendors are not entitled to receive the Deferral Shares.

As such, section 2.2(d) of the Explanatory Statement is deleted and replaced with the following wording:

- (d) *"the Consideration Shares will be issued no later than 3 months after the date of the Meeting (or such later date to the extent permitted by any ASX waiver or modification of the ASX Listing Rules) and it is that the issue of the Consideration Shares will occur on the same date, with the exception of the Deferral Shares. The Deferral Shares will be issued at such time that all of the New Claims are Perfected. If the New Claims are not Perfected by 31 October 2019, the Vendors will no longer be entitled to receive the Deferral Shares and they will not be issued;*

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**Dated: 20 August 2019**

**BY ORDER OF THE BOARD**

**Frank Campagna**  
**Company Secretary**

**Enquiries:** Shareholders are advised to contact the Company on + 61 8 9430 7888 if they have any queries in respect of the matters set out in this Addendum.

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