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ORA Gold Limited
ABN 74 950 465 654
ACN 085 782 994
ASX OAU



21 November 2019

Dear Shareholder

SHARE PURCHASE PLAN 2019

On behalf of the Board of Ora Gold Limited ACN 085 782 994 (**Company**), I am pleased to offer eligible shareholders the opportunity to participate in the Company's 2019 Share Purchase Plan (**SPP**), by subscribing for up to \$30,000 worth of fully paid ordinary shares in the Company (**Shares**) (subject to any scale back) without having to pay brokerage or other transaction costs, and subject to the enclosed terms and conditions (**Offer**).

The Company is seeking to raise \$2,000,000, which will be used to fund the pre-development costs of the Crown Prince, Lydia and Abbots gold projects, the ongoing delineation drilling of the Government Well base metal prospects, costs of the issue and general working capital. However, the Directors reserve the right to accept oversubscriptions (subject to the maximum number of Shares the Company can issue under the Offer, which is 30% of the Company's pre-Offer issued capital), or to scale back applications in their absolute discretion.

The Offer is made without a prospectus or other disclosure document under the *Corporations Act 2001* (Cth) (**Corporations Act**) in reliance on *ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547* (**Instrument**).

The key terms of the Offer are set out in the table below, however this is only a summary so please read the full terms and conditions of the Offer (**SPP Terms and Conditions**) enclosed carefully as if you accept the Offer, you will be bound by them:

<p>Offer to Eligible Shareholders only</p>	<p>The Offer is only made to Eligible Shareholders, which means:</p> <ul style="list-style-type: none"> • you were required to be registered as a holder of Shares as at 5:00pm (WST) on Thursday, 14 November 2019 (Record Date); and • your registered address was in Australia or New Zealand. Neither the SPP or the Offer constitutes an offer of Shares in any other jurisdiction except Australia or New Zealand. <p>The Offer is also made to Eligible Shareholders who are “custodians” as defined in the Instrument to participate in the Offer on behalf of certain eligible beneficiaries, subject to the SPP Terms and Conditions.</p>
<p>Participation is optional, but not transferable</p>	<p>Participation in the Offer is optional. However, you cannot transfer your rights to purchase Shares under the Offer to anyone else.</p>
<p>Issue price</p>	<p>The issue price is \$0.02 per Share (Issue Price), which represents a discount of:</p> <ul style="list-style-type: none"> • 20% to the closing price of \$0.025 per Share on ASX on Thursday, 14 November 2019 (being the last trading day prior to announcement of the Offer); and

	<ul style="list-style-type: none"> 20% to the volume weighted average price of Shares of \$0.025 calculated over the last five days on which sales in the Shares were recorded before the Offer was announced.
Minimum/maximum parcels of Shares	You may apply for Shares in parcels with a minimum dollar value of \$1,000 and a maximum dollar value of \$30,000 and in \$1,000 increments between those amounts. You can only choose one of the thirty options.
Non-fulfilment of application and scale back	The Company intends to raise \$2,000,000 under the Offer (a total of 100,000,000 Shares). However, the Directors reserve the right to accept oversubscriptions or to scale back applications for Shares in their absolute discretion. The maximum number of Shares which may be issued under the Offer as permitted by the ASX Listing Rules is 30% of the Company's pre-Offer issued capital (a maximum of 193,839,272 Shares). If the Company does scale-back applications, you may receive less than the parcel of Shares that you apply for. If this happens, excess funds will be refunded to you without interest.
Opening and Closing Dates	The Offer will open at 9.00am (WST) on 21 November 2019 and will remain open until 5.00pm (WST) on 12 December 2019 or such earlier or later date as determined by the Directors in their sole and absolute discretion (Closing Date). The Company reserves the right to close the Offer early, or to extend the Closing Date in its sole and absolute discretion.
How to apply for Shares	<p>To apply for Shares under the Offer you can either:</p> <ul style="list-style-type: none"> Pay by BPAY®: Make payment by BPAY® in accordance with the instructions on the Application Form. Eligible Shareholders based outside Australia cannot use BPAY® unless they have an Australian bank account. Pay by cheque, bank draft or money order: Complete and return the enclosed personalised application form (Application Form), together with a cheque, bank draft or money order in accordance with the instructions on the Application Form. <p>Application Forms must be received by the Company's share registry, or a payment made by BPAY® must be received by the Company, by the Closing Date.</p>
SPP Shortfall	Any Shares not subscribed for by Eligible Shareholders under the Offer will comprise the shortfall and may be offered to qualified, institutional, sophisticated or professional investors as a separate placement at the discretion of the Directors (SPP Shortfall Offer).

Those Directors who held Shares on the Record Date (directly or indirectly) have indicated that they will participate in the Offer.

The Offer does not take into account the individual investment objectives, financial situation, tax position or particular needs of any Eligible Shareholder. Accordingly, before deciding whether to accept the Offer, you should consult with your financial or other professional adviser. This document is not, nor is the Offer, a recommendation to purchase Shares.

You should be aware that the market price of Shares on ASX may rise and fall between the date of the Offer, and the date that the Shares are issued pursuant to the Offer. As a result, the number of Shares that you receive may be more or less than the number you might calculate using the market price of Shares on the date that they are issued. It also means that it is possible that up to or after the issue date of the Shares under the Offer, you may be able to buy Shares at a lower price than the Issue Price.

Key dates in relation to the Offer are set out below. The dates are indicative only and the Company may change any of the dates at its discretion.

Date	Event
Thursday 14 November 2019	Record Date
Friday 15 November 2019	Announce Offer
Thursday 21 November 2019	Despatch SPP offer documentation
Thursday 21 November 2019	Offer Opening Date
Thursday 12 December 2019	Offer Closing Date
Thursday 19 December 2019	Issue date

If you have any questions in relation to the Offer, please contact Frank DeMarte on +61 8 9389 6927 during business hours or consult your financial or other professional adviser.

On behalf of the Board of Directors I would like to thank you for your continued support.

Yours faithfully



Rick Crabb
Non-Executive Chairman

Ora Gold Limited Share Purchase Plan 2019 Terms and Conditions

1 Offer

The Offer entitles Eligible Shareholders (as defined in section 2 below) to subscribe for a maximum of \$30,000 of Shares in accordance with, and subject to, the following Terms and Conditions (**Offer**).

The Offer is made without a prospectus or other disclosure document in reliance on *ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547 (Instrument)*.

The laws of some countries prohibit or make impracticable participation in the Offer by certain of the Company's shareholders. Neither the SPP nor the Offer constitutes an offer of Shares in any other jurisdiction except Australia or New Zealand.

The Shares are not being offered or sold to the public within New Zealand other than to existing shareholders of the Company with registered addresses in New Zealand to whom the offer of the securities is being made in reliance on the *Financial Markets Conduct Act 2013* and the *Financial Markets Conduct (Incidental Offers) Exemption Notice 2016*. This document has not been registered, filed with or approved by any New Zealand regulatory authority. This document is not a product disclosure statement under New Zealand law and is not required to, and may not, contain all the information that a product disclosure statement under New Zealand law is required to contain.

All monetary amounts in these Terms and Conditions are expressed in Australian dollars, and all references to time are references to Australian Western Standard Time (**WST**) unless otherwise stated.

Please read these Terms and Conditions carefully, as you will have agreed to be bound by them if you accept the Offer.

2 Eligibility

This Offer is made to you if:

- (a) you were a registered holder of Shares at 5.00pm (WST) on 14 November 2019 (**Record Date**); and
- (b) your registered address, as recorded in the Company's register of members was in Australia or New Zealand,

(each an **Eligible Shareholder**).

The Offer to each Eligible Shareholder is made on the same terms and conditions.

Directors of the Company may be Eligible Shareholders. Directors of the Company can participate in the Offer without shareholder approval

on the same terms and conditions as all other Eligible Shareholders.

If you are an Eligible Shareholder, your right to subscribe for Shares under the Offer is personal to you and non-renounceable, which means that you cannot transfer your rights to another person.

Participation in the Offer by an Eligible Shareholder is optional. If you are in any doubt as to whether you should participate in the Offer, or how such participation will affect you (including taxation implications), you should contact your professional adviser. Neither the Company nor its Directors make any recommendation in relation to the Offer.

3 Joint holders/Custodians

If two or more persons are registered in the Company's register of members as jointly holding Shares, they are taken to be a single registered holder of Shares for the purposes of determining whether they are an Eligible Shareholder, and a certification given by any of them is taken to be a certification given by all of them.

Subject to these Terms and Conditions, Eligible Shareholders who are a custodian as defined in the Instrument (**Custodian**) and hold Shares on behalf of one or more persons resident in Australia and/or New Zealand as at the Record Date (each an **Eligible Beneficiary**) may participate in the Offer on behalf of each Eligible Beneficiary on whose behalf the Custodian is holding Shares. Please refer to section 7 in relation to participation by Custodians.

4 Opening and closing dates

The Offer opens at 9.00am (WST) on 21 November 2019 (**Opening Date**).

The Offer will close at 5.00pm (WST) on 12 December 2019, or such other earlier or later date as determined by the Directors (**Closing Date**).

The Company reserves the right to close the Offer early or extend the Closing Date at any time in its sole and absolute discretion by making an announcement to ASX.

5 Issue price

The issue price for a Share under the Offer is \$0.02 (**Issue Price**). The Issue Price represents a discount of:

- 20% to the closing price of \$0.025 per Share on ASX on 14 November 2019 (being the last trading day prior to announcement of the Offer); and
- 20% to the volume weighted average price of Shares sold on ASX of \$0.025 calculated over the last five days on which sales in the Shares were recorded before the Offer was announced.

The Issue Price is fixed, regardless of any change in the market price of Shares during the Offer period. Before deciding whether to accept the Offer, you should refer to the current market price of Shares, which can be obtained from the Company's website at www.ora.gold, the financial pages of major Australian metropolitan newspapers, or the ASX website at www.asx.com.au (ASX Code: OAU).

PLEASE NOTE that the market price of Shares may rise or fall between the date of this Offer and the date when the Shares are issued to you under the Offer. This means that the price you pay per Share under this Offer may be greater than or less than the price of Shares at the time the Shares are issued to you pursuant to this Offer. As a result, the number of Shares that you receive may be more or less than the number you might calculate using the market price of Shares on the date that they are issued. It also means that it is possible that up to or after the issue date of the Shares under the Offer, you may be able to buy Shares at a lower price than the Issue Price. In deciding whether you want to participate in this Offer, and the extent to which you participate, you should seek your own personal financial and/or taxation advice referable to your own circumstances.

Your application for Shares will be unconditional and may not be withdrawn even if the market price of Shares has fallen.

No brokerage or other transaction costs will be payable by Eligible Shareholders for the issue of the Shares under the Offer.

6 Applying for Shares under the Offer

If you are an Eligible Shareholder you can apply for Shares as follows:

Parcel	\$ value	No of Shares
1	1,000	50,000
2	2,000	100,000
3	3,000	150,000
4	4,000	200,000
5	5,000	250,000
6	6,000	300,000
7	7,000	350,000
8	8,000	400,000
9	9,000	450,000
10	10,000	500,000
11	11,000	550,000
12	12,000	600,000

13	13,000	650,000
14	14,000	700,000
15	15,000	750,000
16	16,000	800,000
17	17,000	850,000
18	18,000	900,000
19	19,000	950,000
20	20,000	1,000,000
21	21,000	1,050,000
22	22,000	1,100,000
23	23,000	1,150,000
24	24,000	1,200,000
25	25,000	1,250,000
26	26,000	1,300,000
27	27,000	1,350,000
28	28,000	1,400,000
29	29,000	1,450,000
30	30,000	1,500,000

You can choose one of the thirty parcels set out above.

You may not apply for more than \$30,000 worth of Shares in aggregate under the Offer, even though you may receive more than one Offer, or Offers in more than one capacity. This includes through joint holdings, multiple share accounts or any holding in which you have a beneficial interest.

If you want to apply for Shares under the Offer you should either:

- (a) **pay directly via BPAY®** on the Internet or by telephone, using the details on the enclosed personalised application form (**Application Form**). You must use the specific Biller Code and the unique reference number shown on your Application Form which is required to identify your holding. Eligible Shareholders based outside Australia cannot apply using BPAY® unless they have an Australian bank account. The Application Form does not need to be returned if paying via BPAY®. You should be aware that your own financial institution may implement earlier cut-off times for electronic payments, and you should take this into consideration when making any electronic payment. It is your responsibility to

ensure that the funds submitted through BPAY® are received by the Company by the Closing Date; or

- (b) **send the completed Application Form and a cheque, bank draft or money order** in Australian dollars and drawn on an Australian bank made payable to “Ora Gold Limited SPP Offer” to:

Ora Gold Limited
c/- Computershare Investor Services Pty Ltd
GPO Box 505
Melbourne VIC 3001
Australia

The completed Application Form and cheque, bank draft or money order must be received by the Closing Date.

Please do not send cash. Receipts for payment will not be issued. Application money will not bear interest under any circumstances. You cannot withdraw or revoke your application once you have sent in an Application Form or paid via BPAY®.

If you wish to subscribe for Shares as a Custodian for one or more Eligible Beneficiaries, you must also complete and submit an additional custodian certificate that contains further certifications and details (required under the terms of the Instrument) before your application will be accepted. Applications by Custodians that are not accompanied by a duly completed custodian certificate will be rejected. Please refer to section 7 in relation to participation as a Custodian.

The Company and its officers and agents may accept or reject your application for Shares in whole or in part at their discretion, including, without limitation, if:

- (a) your application does not comply with these Terms and Conditions;
- (b) it appears you are not an Eligible Shareholder;
- (c) your Application Form and cheque, bank draft or money order or BPAY® payment is not received by 5:00pm WST on the Closing Date;
- (d) if paying by cheque, bank draft or money order, your Application Form is incomplete or is otherwise determined by the Company in its sole and absolute discretion to be invalid;
- (e) your cheque is dishonoured or has been incorrectly completed;
- (f) it appears that you are applying to purchase more than \$30,000 worth of Shares in aggregate (including as a result of Shares you hold directly, jointly or through a custodian or nominee arrangement) or your application is not for one of the permissible parcel amounts set out in section 6 above;

- (g) payment of the application monies is not submitted in Australian currency or, if payment is made by cheque, the cheque is not drawn on an Australian financial institution; or
- (h) the amount of your BPAY® payment or cheque, bank draft or money order is not equal to the amount indicated on your Application Form.

If the Company receives an amount by BPAY® payment or cheque, bank draft or money order that is not equal to one of the permissible parcel amounts set out in section 6 above the Company may round down the dollar amount of Shares that you are applying for at its discretion, and refund to you the excess of your application monies.

If you do not wish to apply for Shares under the Offer, you do not need to take any action and the Offer will lapse on the Closing Date.

The effect of making an application, whether by you pay directly via BPAY® or complete and return the Application Form, is set out in section 8.

7 Participation by Custodians

If on the Record Date you are a Custodian, and you hold Shares on behalf of one or more Eligible Beneficiaries, you may apply for up to a maximum of \$30,000 worth of Shares for each Eligible Beneficiary, subject to providing a custodian certificate on application for Shares pursuant to the Offer certifying the following:

- (a) either or both of the following:
 - (i) that the Custodian holds Shares on behalf of one or more other persons (**Participating Beneficiaries**) that are not Custodians; and
 - (ii) that another Custodian (**Downstream Custodian**) holds beneficial interests in Shares on behalf of one of more other persons (each a **Participating Beneficiary**), and the Custodian holds the Shares to which those beneficial interests relate on behalf of the Downstream Custodian or another Custodian,

on the Record Date and that each Participating Beneficiary has subsequently instructed the Custodian, or the Downstream Custodian (as the case may be) to apply for Shares on their behalf under the Offer;

- (b) details of the number of Participating Beneficiaries and the name and address of each Participating Beneficiary;
- (c) in respect of each Participating Beneficiary:
 - (i) where paragraph 7(a)(i) applies - the number of Shares that the Custodian holds on their behalf and the number

or the dollar amount of Shares each Participating Beneficiary instructed the Custodian to apply for on their behalf; and

- (ii) where paragraph 7(a)(ii) applies - the number of Shares to which the beneficial interests relate and the number or the dollar amount of Shares each Participating Beneficiary instructed the Downstream Custodian to apply for on their behalf;
- (d) that there are no Participating Beneficiaries in respect of which the total of the application price for the following exceeds \$30,000:
- (i) the Shares applied for by the Custodian on their behalf under the Offer with the instructions referred to in paragraph 7(c); and
 - (ii) any other Shares issued to the Custodian in the 12 months before the application as a result of an instruction given by them to the Custodian or the Downstream Custodian to apply for Shares on their behalf under an arrangement similar to the Offer;
- (e) that a copy of this Offer document was given to each Participating Beneficiary; and
- (f) where paragraph 7(a)(ii) applies – the name and address of each Downstream Custodian who holds beneficial interests in the Shares held by the Custodian in relation to each Participating Beneficiary.

In providing a custodian certificate under this section 7, the Custodian may rely on information provided to it by the Participating Beneficiary and any Custodian who holds beneficial interests in the Shares held by the Custodian.

Custodians who wish to participate on behalf of one or more Eligible Beneficiaries should contact the Company's share registry on 1300 850 505 (within Australia) or +61 3 9415 4000 (outside of Australia), during business hours, to obtain further information on how to apply, and obtain the form of custodian certificate.

If you hold Shares as a trustee or nominee for another person, but you are not a Custodian as defined above, you cannot participate for beneficiaries in the manner described above. In this case, the rules for multiple single holdings set out in section 6 apply.

8 Effect of making an application

If you pay directly via BPAY® or complete and return the Application Form you:

- (a) represent and warrant that you are an Eligible Shareholder, that you have read and

understood the Terms and Conditions, and that you subscribe for the Shares in accordance with these Terms and Conditions;

- (b) agree to be bound the Company's constitution;
- (c) acknowledge and agree that your application is irrevocable and unconditional (that is, that it cannot be withdrawn);
- (d) acknowledge that the market price of Shares may rise or fall between the date of this Offer and the date the Shares are issued to you under the Offer, and that the Issue Price you pay for the Shares may exceed the market price of the Shares on the date they are issued to you under the Offer;
- (e) represent and warrant that you will comply with all applicable foreign securities laws and acknowledge that failure to comply may result in violations of applicable securities laws;
- (f) certify, acknowledge and agree that if you are applying on your own behalf (and not as a Custodian) that the total of the application price for the following does not exceed \$30,000:
 - (i) the Shares the subject of the application;
 - (ii) any other Shares applied for under the Offer or issued to you under any similar arrangement in the 12-months before the application;
 - (iii) any other Shares which you have instructed a Custodian to acquire on your behalf under the Offer; and
 - (iv) any other Shares issued to a Custodian in the 12-months before the application as a result of an instruction given by you to the Custodian to apply for Shares on your behalf under an arrangement similar to the Offer;
- (g) certify, acknowledge and agree that if you are a Custodian applying on behalf of an Eligible Beneficiary on whose behalf you hold Shares, that:
 - (i) you are a Custodian (as that term is defined in the Instrument);
 - (ii) you held Shares on behalf of an Eligible Beneficiary as at the Record Date who has instructed you to apply for Shares on their behalf under the Offer and that that Eligible Beneficiary has been given a copy of this document;

- (iii) you are not applying for Shares on behalf of any Eligible Beneficiary with an application price of more than \$30,000 under the Offer; and
 - (iv) you will certify to the Company in writing the information required by paragraph 8(3) of the Instrument in the Custodian certificate submitted with your application form is true, correct and not misleading;
- (h) acknowledge that the Company may at any time irrevocably determine that your application is valid, in accordance with the Terms and Conditions, even if the Application Form is incomplete, contains errors or is otherwise defective;
 - (i) authorise the Company (and each of its officers and agents) to correct any error in your Application Form and to complete the Application Form by inserting any missing details;
 - (j) accept the risk associated with any refund that may be sent to you at your address as shown on the member register; and
 - (k) are responsible for any dishonour fees or other costs the Company may incur in presenting a cheque for payment which is dishonoured.

9 Issue and quotation of Shares

The Shares issued under the Offer will be issued within 5 business days after the Closing Date. You will be issued a holding statement for the Shares issued to you under the Offer.

All Shares issued under the Offer will rank equally with existing fully paid ordinary shares issued in the capital of the Company.

The Company will apply to ASX for the quotation of the Shares issued under the Offer. It is anticipated that the Shares will be quoted on the ASX on the date that they are issued.

10 Oversubscriptions and scale back

The Company intends to raise \$2,000,000 under the Offer. However, the Directors reserve the right to accept oversubscriptions, or to scale back applications to the extent, and in the manner, the Directors see fit in their absolute discretion. The maximum number of Shares which may be issued under the Offer as permitted by the ASX Listing Rules is 30% of the Company's pre-Offer issued capital, which is a maximum of 193,839,272 Shares (\$3,876,785)

If the Company scales back applications for Shares under the Offer, it will do so at the Directors' sole and absolute discretion. If there is a scale back, you may receive less than the parcel of Shares for which you

have applied. If a scale back produces a fractional number of Shares when applied to your parcel, the number of Shares you will be issued will be rounded down to the nearest whole number of Shares. Should a scale back occur, any excess application monies will be refunded to you without interest.

11 SPP Shortfall Offer

Any Shares not subscribed for by Eligible Shareholders under the Offer will comprise the shortfall and may be offered to qualified, institutional, sophisticated or professional investors as a separate placement at the discretion of the Directors.

12 Dispute resolution

The Company may settle any difficulties, anomalies, or disputes which may arise in connection with the operation of the SPP and/or the Offer whether generally or in relation to any participant or any application for Shares in any manner it deems appropriate, and its decision shall be conclusive and binding on all participants and other persons to whom the determination relates.

13 Variation, termination and waiver

The Company reserves the right at any time to:

- (a) amend or vary these Terms and Conditions;
- (b) withdraw the Offer or suspend or terminate the SPP; and/or
- (c) not accept an application, not issue Shares or issue Shares to a value less than that applied for under the Offer by an Eligible Shareholder (including a Custodian applying on behalf of its Participating Beneficiaries).

If the Company amends or varies the Terms and Conditions, withdraws, suspends or terminates the Offer it will advise ASX. The non-receipt of any such notice will not invalidate the amendment, variation, withdrawal, suspension or termination.

If the Offer is withdrawn or terminated, all of your application monies will be refunded to you. No interest will be paid on any money returned to you.

The Company reserves the right to waive strict compliance with any provision of these Terms and Conditions.

14 Governing law

These Terms and Conditions are governed by the laws in force in Western Australia.

For all enquiries:

Phone:



(within Australia) 08 9389 6927

(outside Australia) +61 8 9389 6927

Web:



www.investorcentre.com/contact

OAU


MR SAM SAMPLE
123 SAMPLE STREET
SAMPLETOWN VIC 3000

Make your payment:



See overleaf for details of the Offer and how to make your payment

Share Purchase Plan Application Form

 **Your payment must be received by 5:00pm (WST) Thursday, 12 December 2019**

This is an important document that requires your immediate attention. It can only be used in relation to the shareholding represented by the details printed overleaf. If you are in doubt about how to deal with this form, please contact your financial or other professional adviser.

Capitalised terms used in this Application Form have the meaning set out in the Share Purchase Plan (SPP) Terms and Conditions that accompanied this Application Form. Please read these Terms and Conditions carefully, as you will have agreed to be bound by them if you accept the Offer.

The effect of making payment is set out in section 8 of the Terms and Conditions, including that you agree to be bound by the Constitution of Ora Gold Ltd and that the submission of this payment constitutes an irrevocable offer by you to subscribe for Ora Gold Ltd shares on the terms of the SPP.

In addition, by making payment you certify that if you are applying on your behalf (and not as a Custodian) that the aggregate of the application price paid by you for the following does not exceed \$30,000:

- the Shares the subject of the payment slip overleaf;
- any other Shares applied for under the Offer or issued to you under any similar arrangement in the 12-months before the application;
- any other Shares which you have instructed a Custodian to acquire on your behalf under the Offer; and
- any other Shares issued to a Custodian in the 12-months before the application as a result of an instruction given by you to the Custodian to apply for Shares on your behalf under an arrangement similar to the Offer.

Step 1: Registration Name & Offer Details

Details of the shareholding and the Offer are shown overleaf.

Please check the details provided and update your address via www.investorcentre.com if any of the details are incorrect.

If you have a CHESSE sponsored holding, please contact your Controlling Participant to notify a change of address.

Step 2: Make Your Payment

Note that shares may be purchased in increments of \$1,000 subject to purchase of the minimum value and not exceeding the maximum value. Note that the amount chosen may be subject to scale back in accordance with the terms of the SPP.

If you are a Custodian (as that term is defined in ASIC Corporations (Share and Interest Purchase Plans) Instrument 2019/547) you must submit a custodian certificate if you wish to participate on behalf of one or more Eligible Beneficiaries. You should contact Computershare Investor Services Pty Ltd (CIS), to obtain further information on how to apply, and obtain the form of custodian certificate. Applications received by Custodians that are not accompanied by a custodian certificate will be rejected.

Ora Gold Ltd may settle any difficulties, anomalies, or disputes which may arise in connection with the operation of the SPP and/or the Offer whether generally or in relation to any participant or any application for Shares in any manner it deems appropriate, and its decision shall be conclusive and binding on all participants and other persons to whom the determination relates.

Ora Gold Ltd reserves the right at any time to amend or vary the Terms and Conditions; withdraw the Offer or suspend or terminate the SPP; not accept an application, not issue Shares or issue Shares to a value less than that applied for under the Offer by an Eligible Shareholder (including a Custodian applying on behalf of its Participating Beneficiaries). If Ora Gold Ltd amends or varies the Terms and Conditions, withdrawals, suspends or terminates the Offer it will advise ASX. The non-receipt of any such notice will not invalidate the amendment, variation, withdrawal, suspension or termination.

Choose one of the payment methods shown below.

BPAY®: See overleaf. Do not return the payment slip with BPAY payment.

By Mail: Complete the reverse side of this payment slip and detach and return with your payment. Make your cheque, bank draft or money order payable in Australian dollars to "Ora Gold Ltd" and cross "Not Negotiable". The cheque must be drawn from an Australian bank. Cash is not accepted.


Payment will be processed on the day of receipt and as such, sufficient cleared funds must be held in your account as cheques received may not be re-presented and may result in your Application being rejected. Paperclip (do not staple) your cheque(s) to the payment slip. Receipts will not be forwarded. Funds cannot be debited directly from your account. Entering your contact details is not compulsory, but will assist us if we need to contact you.

Share Purchase Plan Application Form

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STEP 1 Registration Name & Offer Details

 For your security keep your SRN/
HIN confidential.

Registration Name: MR SAM SAMPLE
123 SAMPLE STREET
SAMPLETOWN VIC 3000

Entitlement No: 12345678

Offer Details: Record date: **14 November 2019**


Minimum value available to purchase: **\$1,000**

Maximum value available to purchase: **\$30,000**

STEP 2 Make Your Payment

 Biller Code: 99999
Ref No: 1234 5678 9123 4567 89

Pay by Mail:

 Make your cheque, bank draft or money order payable to "Ora Gold Ltd" and cross "Not Negotiable".

Return your cheque with the below payment slip to:
Computershare Investor Services Pty Limited
GPO BOX 505 Melbourne Victoria 3001 Australia

Contact your financial institution to make your payment from your cheque or savings account.

Lodgement of Acceptance

If you are applying for New Shares and your payment is being made by BPAY, you do not need to return the payment slip below. Your payment must be received by no later than 5:00pm (WST) Thursday, 12 December 2019. Applicants should be aware that their own financial institution may implement earlier cut off times with regards to electronic payment, and should therefore take this into consideration when making payment. Neither CIS nor Ora Gold Ltd accepts any responsibility for loss incurred through incorrectly completed BPAY payments. It is the responsibility of the applicant to ensure that funds submitted through BPAY are received by this time.

If you are paying by cheque, bank draft or money order the payment slip below must be received by CIS by no later than 5:00pm (WST) Thursday, 12 December 2019. You should allow sufficient time for this to occur. A reply paid envelope is enclosed for shareholders in Australia. Other Eligible Shareholders will need to affix the appropriate postage. Return the payment slip below with cheque attached. Neither CIS nor Ora Gold Ltd accepts any responsibility if you lodge the payment slip below at any other address or by any other means.

Privacy Notice

The personal information you provide on this form is collected by CIS, as registrar for the securities issuers (the issuer), for the purpose of maintaining registers of securityholders, facilitating distribution payments and other corporate actions and communications. In addition, the issuer may authorise us on their behalf to send you marketing material or include such material in a corporate communication. You may elect not to receive marketing material by contacting CIS using the details provided above or emailing privacy@computershare.com.au. We may be required to collect your personal information under the Corporations Act 2001 (Cth) and ASX Settlement Operating Rules. We may disclose your personal information to our related bodies corporate and to other individuals or companies who assist us in supplying our services or who perform functions on our behalf, to the issuer for whom we maintain securities registers or to third parties upon direction by the issuer where related to the issuer's administration of your securityholding, or as otherwise required or authorised by law. Some of these recipients may be located outside Australia, including in the following countries: Canada, India, New Zealand, the Philippines, the United Kingdom and the United States of America. For further details, including how to access and correct your personal information, and information on our privacy complaints handling procedure, please contact our Privacy Officer at privacy@computershare.com.au or see our Privacy Policy at <http://www.computershare.com/au>.

Detach here

Purchase Details for Ora Gold Ltd

Amount between \$1,000 and \$30,000 in
\$1,000 increments

A\$



You may apply for securities in \$1,000 increments from a minimum of \$1,000 up to a maximum of \$30,000.

Entitlement No: 12345678

Payment must be received by 5:00pm (WST) Thursday, 12 December 2019

MR SAM SAMPLE
123 SAMPLE STREET
SAMPLETOWN VIC 3000

Contact Details

Contact Name _____ Daytime Telephone _____

Cheque Details

Drawer	Cheque Number	BSB Number	Account Number	Amount of Cheque
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	A\$ <input type="text"/>

123456789123456789+0000000001-3051+14