

9 December 2014

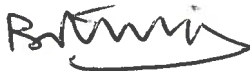
ASX Company Announcements
Australian Securities Exchange Ltd
Level 40 Central Park
152-158 St George's Terrace
PERTH WA 6000

Substantial Holder Notice – Form 603

Please see attached a substantial holder notice relating to the escrow arrangements disclosed in the DTI Group Ltd prospectus dated 31 October 2014.

Under the voluntary escrow agreements, DTI has a technical “relevant interest” in these shares under the Corporations Act, however the Company has no right to acquire these shares or control the voting rights attaching to these shares.

Yours faithfully

A handwritten signature in black ink, appearing to read 'Bruce Mitchell', with a horizontal line underneath.

Bruce Mitchell
Company Secretary

Form 603Corporations Act 2001
Section 671B**Notice of initial substantial holder**To Company Name/Scheme **DTI GROUP LTD**ACN/ARSN **069 791 091****1. Details of substantial holder (1)**Name **DTI GROUP LTD**ACN/ARSN (if applicable) **069 791 091**The holder became a substantial holder on **9/12/2014****2. Details of voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
ORDINARY SHARES	70,917,725	70,917,725	85.3%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
DTI Group Ltd ("DTI")	Restriction on disposal of shares under voluntary escrow arrangements disclosed in the DTI prospectus dated 31 October 2014. DTI has a "relevant interest" in its own shares under section 608(1)(c) of the Corporations Act. An example of the Directors Voluntary Restriction Deed is attached as Annexure B and the Partial Voluntary Restriction Deed (90%) attached as Annexure C	70,917,725 ordinary shares

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
DTI	The Holders listed in Annexure "A"	The Holders listed in Annexure "A"	70,917,725 ordinary shares

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the

substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
No consideration was paid by DTI. DTI has no right to acquire the shares that are subject to escrow				

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	

7. Addresses

The addresses of persons named in this form are as follows:

Name	Address
DTI	31 Affleck Road, Perth Airport WA 6015
The holders listed in Annexure "A"	C/-31 Affleck Road, Perth Airport WA 6015

Signature

print name **Bruce Mitchell** capacity **Company Secretary**
 sign here  date **09/12/2014**

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.

- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
 - (9) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
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Annexure A

Form 603

Section 3 – Details of relevant interests

DTI GROUP LIMITED
ANNEXURE A - REGISTERED HOLDERS

Page 1 of 2 pages

The following registered holders and shares held in escrow related to the Directors Voluntary Restriction Deed October 2014. An example of a Directors Voluntary Restriction Deed is attached as Annexure C.

Directors Voluntary Restriction Deed October 2014

Registered Holder	Percentage of holding escrowed	Shares held in escrow
Finico Pty Ltd	100%	10,500,000
Bluekara Pty Ltd <Goodey Family A/C>	100%	4,525,570
Mr Glyn Denison <Glyn Denison Family A/C>	100%	1,955,660
Mr Neil Edward Goodey	100%	1,928,318
Cape Schanck Investments Pty Ltd	100%	700,000
Mr Glyn Denison <Denison Super Fund A/C>	100%	898,142
Mr Richard Andrew Johnson	100%	435,463
Bushwood Nominees Pty Ltd	100%	175,000
Sub-total		21,118,153

DTI GROUP LIMITED
ANNEXURE A - REGISTERED HOLDERS

Page 2 of 2 pages

The following registered holders and shares held in escrow related to the Partial Voluntary Restriction Deed (90%) October 2014. An example of a Partial Voluntary Restriction Deed (90%) October 2014 is attached as Annexure D.

Partial Voluntary Restriction Deed (90%) October 2014

Registered Holder	Percentage of holding escrowed	Shares held in escrow
Utilico Investments Limited	90%	11,025,000
LeGrande Investments Pty Ltd	90%	5,212,185
Fineshore Pty Ltd <Tufilli Family Trust>	90%	3,329,235
Pendulum Investments Pty Ltd	90%	3,234,760
Mr Nino Tufilli	90%	2,479,264
Bernville Pty Ltd	90%	2,126,250
Super RAB Pty Ltd <R A Black Pers S/F RAB A/C>	90%	2,126,250
LTC Management Pty Ltd <LTC Superannuation Fund>	90%	1,767,503
Wood Street Pty Limited	90%	1,620,429
The Stephens Group Pty Ltd	90%	1,496,250
LacyDee Investments Pty Ltd	90%	1,415,767
Mr Michael Beech & Mrs Robin Lynn Beech <M. R. Beech Super Fund>	90%	1,260,000
Foxmore Holdings Pty Ltd	90%	1,199,999
Dalcrest Investment Pty Ltd	90%	1,191,664
Cleary Nominees Pty Ltd	90%	1,102,796
Mr Anthony G.P. Baker & Rosalind J. Baker <T & R Baker Super Fund A/C>	90%	1,086,750
Pendulum Group Pty Ltd	90%	997,542
Zanea Pty Ltd	90%	995,400
Perpetual Trustee Company Limited <D02102>	90%	806,400
Mr David & Mrs Jane Cleary <Cleary Super Fund>	90%	787,500
Faiban Pty Ltd <Harley Super Fund>	90%	753,751
LTC Management Pty Ltd	90%	693,139
Papl Moodco Pty Ltd	90%	551,250
Delacy Holdings Pty Ltd	90%	469,350
Lanzerac Nominees Pty Ltd	90%	441,000
Eric Lindsay Bolto & Kerry-Anne Wells <Bolto Super Fund>	90%	420,002
Anthony D. Moody & Gaye P. Moody <AD Moody Private Super Fund>	90%	315,000
Mr David Charles Abbott	90%	298,488
Rannon Pty Ltd	90%	275,625
Protea Holdings Pty Ltd <Broederbond Super Fund A/C>	90%	236,250
Mr William Lau	90%	75,600
Mr Richard Mark Gougeon	90%	9,173
Sub-total		49,799,572
Total Escrowed Shares		70,917,725

Annexure B

Form 603

Directors Voluntary Restriction Deed October 2014

Example only.

**The Party Described in Item 1 of the Schedule
(DTI)**

and

**The Party Described in Item 2 of the Schedule
(Shareholder)**

DIRECTORS VOLUNTARY RESTRICTION DEED

OCTOBER 2014

THIS DEED is made the _____ day of **October 2014**

BETWEEN

The Party Described in Item 1 of the Schedule (DTI)

AND

The Party Described in Item 2 of the Schedule (Shareholder)

RECITALS

- A. The Shareholder holds the Restricted Shares.
- B. The Shareholder has agreed that the Restricted Shares will be restricted from trading or dealing in accordance with the terms of this Deed.
- C. The Company is seeking to issue new shares in the Company to facilitate a listing on the ASX at a price of \$0.30 per Share.

IT IS AGREED as follows:

1. DEFINITIONS AND INTERPRETATION

1.1 Definitions

In this Deed:

ASX means ASX Limited (ACN 008 624 691).

ASX Settlement Operating Rules means the settlement rules of ASX Settlement Pty Ltd (ACN 008 504 532).

Business Day means those days other than a Saturday, Sunday, New Year's Day, Australia Day, Good Friday, Easter Monday, Anzac Day, Christmas Day, Boxing Day and any other day which the ASX shall declare and publish is not a business day.

Company means DTI.

Corporations Act means the *Corporations Act 2001* (Cth).

Deed means the voluntary restriction deed constituted by this document.

DTI means DTI Group Ltd (ACN 069 791 091).

Escrow Period means the period set out in Item 3 of the Schedule.

Holding Lock has the meaning given to that term in the ASX Settlement Operating Rules, as amended from time to time.

Party means a party to this Deed.

Restricted Shares means the Shares set out in Item 4 of the Schedule.

Schedule means the schedule to this Deed.

Security Interest means any encumbrance, mortgage, pledge, charge, lien, assignment, hypothecation, security interest, title retention, preferential right or trust arrangement and any other security or agreement of any kind given or created and including any possessory lien in the ordinary course of business whether arising by operation of law or by contract.

Share means a fully paid ordinary in the capital of the Company.

Share Registry means the Company's appointed share registry.

1.2 Interpretation

- (a) The singular includes the plural and vice versa.
- (b) A reference to a party includes its successors, personal representatives and transferees.
- (c) Words and expressions defined in the listing rules of ASX, and not in this Deed, have the meanings given to them in the listing rules.
- (d) Every warranty or agreement (expressed or implied) in which more than one person joins, binds them individually and any combination of them as a group.

2. ESCROW RESTRICTIONS

2.1 Shareholder Restrictions

Subject to clause 2.2, during the Escrow Period the Shareholder will not do any of the following:

- (a) dispose of, or agree or offer to dispose of, the Restricted Shares;
- (b) create, or agree or offer to create, any Security Interest in the Restricted Shares; or
- (c) do, or omit to do, any act if the act or omission would have the effect of transferring effective ownership or control of the Restricted Shares.

2.2 Exceptions to the Escrow

- (a) The Shareholder may during the Escrow Period:
 - (i) indicate that it will accept an offer to buy or transfer;
 - (ii) agree to transfer or sell; and
 - (iii) transfer or sell,

any Restricted Shares to a bidder pursuant to a takeover offer under Chapter 6 of the Corporations Act where Shareholders of at least 50% of the Shares (excluding the Restricted Shares) have accepted the takeover offer and the takeover offer has become unconditional.

- (b) The Restricted Shares may be cancelled during the Escrow Period by the Company or transferred as part of a scheme of arrangement under Part 5.1 of the Corporations Act.

3. HOLDING LOCK

3.1 Acknowledgement

The Parties acknowledge and agree that during the Escrow Period and subject to clause 2.2 of this Deed:

- (a) the Restricted Shares will be kept on the issuer sub-register and will be subject to a Holding Lock; and
- (b) the Company may apply a Holding Lock and prevent a transfer of the Restricted Shares by either:
 - (i) requesting the Share Registry to apply a Holding Lock; or
 - (ii) refusing to register a paper-based transfer document in respect of the Restricted Shares.

3.2 Notification

If the Company requests ASX Settlement to apply a Holding Lock in respect of the Restricted Shares or refuses to register a transfer of the Restricted Shares in accordance with clause 3.1, the Company must inform the Shareholder in writing of such request or refusal and the reason(s) for it within 5 Business Days of the request or refusal.

4. WARRANTIES

The Shareholder warrants to the Company that:

- (a) it has full power and legal capacity to enter into and to perform this Deed and obtained all necessary consents to enable it to do so; and
- (b) prior to the Escrow Period, it has not done, or omitted to do, any act which would breach clause 2.1 if done or omitted during the Escrow Period.

5. CONSEQUENCES OF BREACHING THIS DEED

- (a) If it appears to the Company that the Shareholder may breach this Deed, the Company may take all steps necessary to prevent the breach or to enforce this Deed.
- (b) If the Shareholder breaches this Deed, each of the following applies:
 - (i) the Company must take the steps necessary to enforce the agreement, or to rectify the breach;
 - (ii) the Company must refuse to acknowledge, deal with, accept or register any sale, assignment, transfer or conversion of any of the Restricted Shares. This is in addition to other rights and remedies available to the Company; and

- (iii) the Shareholder ceases to be entitled to any dividends, distributions or voting rights while the breach continues with respect to the Restricted Shares.

6. AMENDMENT

This Deed will not be changed or waived without the Company's written consent.

7. JURISDICTION

The laws of Western Australia apply to this Deed. All Parties submit to the jurisdiction of the courts of that State.

8. COUNTERPARTS

This Deed may be entered into in any number of counterparts and by the parties on separate counterparts, each of which when executed and delivered will be an original, but all of which will together constitute one and the same instrument.

Execution page

Executed as a deed

(Execution by Shareholder)

Companies (affix common seal if appropriate)

Individual and joint holders

Signature of director

Signature

Name of director

Name

Signature of director / company secretary

Signature

Name of director / company secretary

Name

Signature sole director / sole company secretary

Name of sole director / sole company secretary

Executed by **DTI Group Ltd** in accordance with the Corporations Act 2001 by:

Signature of director

Signature of director/secretary

Name of director (print)

Name of director/secretary (print)

* If you do not insert a date on page 1 of this Deed, but sign and return this Deed, you authorise DTI to insert the date on which the signed Deed is received by it.

SCHEDULE

Item 1 Company's name and address

DTI Group Ltd (ACN 069 791 091) of 31 Affleck Road, Perth Airport, WA 6105

Item 2 Shareholder's name and address

[Insert shareholder name]
of [Insert shareholder address]

Item 3 Escrow Period

From the commencement of official quotation on ASX of the Company's Shares until after the audited financial accounts for the financial year ended 30 June 2015 are released to ASX by the Company (which are required to be released no later than 30 September 2015).

Item 4 Restricted Shares

Restricted Shares means all Shares held by the Shareholder immediately following execution of this Deed.

Item 5 Particulars of Security Interests over the Restricted Shares

Nil

Annexure C

Form 603

Partial Voluntary Restriction Deed (90%) October 2014

Example only.

**The Party Described in Item 1 of the Schedule
(DTI)**

and

**The Party Described in Item 2 of the Schedule
(Shareholder)**

PARTIAL VOLUNTARY RESTRICTION DEED (90%)

OCTOBER 2014

THIS DEED is made the day of **October 2014**

BETWEEN

The Party Described in Item 1 of the Schedule (DTI)

AND

The Party Described in Item 2 of the Schedule (Shareholder)

RECITALS

- A. The Shareholder holds the Restricted Shares and Tradeable Shares.
- B. The Company is seeking to issue new shares in the Company to facilitate a listing on the ASX at a price of \$0.30 per Share.
- C. The Shareholder has agreed that the Restricted Shares will be restricted from trading or dealing in accordance with the terms of this Deed.
- D. The Tradeable Shares will be freely tradable by the Shareholder following the Company listing on ASX, subject to the normal ASX terms and conditions.

IT IS AGREED as follows:

1. DEFINITIONS AND INTERPRETATION

1.1 Definitions

In this Deed:

ASX means ASX Limited (ACN 008 624 691).

ASX Settlement Operating Rules means the settlement rules of ASX Settlement Pty Ltd (ACN 008 504 532).

Business Day means those days other than a Saturday, Sunday, New Year's Day, Australia Day, Good Friday, Easter Monday, Anzac Day, Christmas Day, Boxing Day and any other day which the ASX shall declare and publish is not a business day.

Company means DTI.

Corporations Act means the *Corporations Act 2001* (Cth).

Deed means the voluntary restriction deed constituted by this document.

DTI means DTI Group Ltd (ACN 069 791 091).

Escrow Period means the period set out in 0 of the Schedule.

Holding Lock has the meaning given to that term in the ASX Settlement Operating Rules, as amended from time to time.

Party means a party to this Deed.

Restricted Shares means the Shares set out in Item 4 of the Schedule.

Schedule means the schedule to this Deed.

Security Interest means any encumbrance, mortgage, pledge, charge, lien, assignment, hypothecation, security interest, title retention, preferential right or trust arrangement and any other security or agreement of any kind given or created and including any possessory lien in the ordinary course of business whether arising by operation of law or by contract.

Share means a fully paid ordinary in the capital of the Company.

Share Registry means the Company's appointed share registry.

Tradeable Shares means the Shares set out in Item 5 of the Schedule.

1.2 Interpretation

- (a) The singular includes the plural and vice versa.
- (b) A reference to a party includes its successors, personal representatives and transferees.
- (c) Words and expressions defined in the listing rules of ASX, and not in this Deed, have the meanings given to them in the listing rules.
- (d) Every warranty or agreement (expressed or implied) in which more than one person joins, binds them individually and any combination of them as a group.

2. ESCROW RESTRICTIONS

2.1 Shareholder Restrictions

Subject to clause 2.2, during the Escrow Period the Shareholder will not do any of the following:

- (a) dispose of, or agree or offer to dispose of, the Restricted Shares;
- (b) create, or agree or offer to create, any Security Interest in the Restricted Shares; or
- (c) do, or omit to do, any act if the act or omission would have the effect of transferring effective ownership or control of the Restricted Shares.

2.2 Exceptions to the Escrow

- (a) The Shareholder may during the Escrow Period:
 - (i) indicate that it will accept an offer to buy or transfer;
 - (ii) agree to transfer or sell; and
 - (iii) transfer or sell,

any Restricted Shares to a bidder pursuant to a takeover offer under Chapter 6 of the Corporations Act where Shareholders of at least 50% of the Shares (excluding the Restricted Shares) have accepted the takeover offer and the takeover offer has become unconditional.

- (b) The Restricted Shares may be cancelled during the Escrow Period by the Company or transferred as part of a scheme of arrangement under Part 5.1 of the Corporations Act.

3. HOLDING LOCK

3.1 Acknowledgement

The Parties acknowledge and agree that during the Escrow Period and subject to clause 2.2 of this Deed:

- (a) the Restricted Shares will be kept on the issuer sub-register and will be subject to a Holding Lock; and
- (b) the Company may apply a Holding Lock and prevent a transfer of the Restricted Shares by either:
 - (i) requesting the Share Registry to apply a Holding Lock; or
 - (ii) refusing to register a paper-based transfer document in respect of the Restricted Shares.

3.2 Notification

If the Company requests ASX Settlement to apply a Holding Lock in respect of the Restricted Shares or refuses to register a transfer of the Restricted Shares in accordance with clause 3.1, the Company must inform the Shareholder in writing of such request or refusal and the reason(s) for it within 5 Business Days of the request or refusal.

4. WARRANTIES

The Shareholder warrants to the Company that:

- (a) it has full power and legal capacity to enter into and to perform this Deed and obtained all necessary consents to enable it to do so; and
- (b) prior to the Escrow Period, it has not done, or omitted to do, any act which would breach clause 2.1 if done or omitted during the Escrow Period.

5. CONSEQUENCES OF BREACHING THIS DEED

- (a) If it appears to the Company that the Shareholder may breach this Deed, the Company may take all steps necessary to prevent the breach or to enforce this Deed.
- (b) If the Shareholder breaches this Deed, each of the following applies:
 - (i) the Company must take the steps necessary to enforce the agreement, or to rectify the breach;
 - (ii) the Company must refuse to acknowledge, deal with, accept or register any sale, assignment, transfer or conversion of any of the Restricted Shares. This is in addition to other rights and remedies available to the Company; and

- (iii) the Shareholder ceases to be entitled to any dividends, distributions or voting rights while the breach continues with respect to the Restricted Shares.

6. AMENDMENT

This Deed will not be changed or waived without the Company's written consent.

7. JURISDICTION

The laws of Western Australia apply to this Deed. All Parties submit to the jurisdiction of the courts of that State.

8. COUNTERPARTS

This Deed may be entered into in any number of counterparts and by the parties on separate counterparts, each of which when executed and delivered will be an original, but all of which will together constitute one and the same instrument.

Execution page

Executed as a deed

(Execution by Shareholder)

Companies (affix common seal if appropriate)

Individual and joint holders

Signature of director

Signature

Name of director

Name

Signature of director / company secretary

Signature

Name of director / company secretary

Name

Signature sole director / sole company secretary

Name of sole director / sole company secretary

Executed by **DTI Group Ltd** in accordance with the Corporations Act 2001 by:

Signature of director

Signature of director/secretary

Name of director (print)

Name of director/secretary (print)

* If you do not insert a date on page 1 of this Deed, but sign and return this Deed, you authorise DTI to insert the date on which the signed Deed is received by it.

SCHEDULE

Item 1 Company's name and address

DTI Group Ltd (ACN 069 791 091) of 31 Affleck Road, Perth Airport, WA 6105

Item 2 Shareholder's name and address

[Insert shareholder name]
of [Insert shareholder address]

Item 3 Escrow Period

From the commencement of official quotation on ASX of the Company's Shares until after the audited financial accounts for the financial year ended 30 June 2015 are released to ASX by the Company (which are required to be released no later than 30 September 2015).

Item 4 Restricted Shares

Means 90% of the total Shares held by the Shareholder immediately following execution of this Deed, totalling **[Insert]** Shares.

The Shareholder has agreed that the Restricted Shares will be restricted from trading or dealing in accordance with the terms of this Deed.

Item 5 Tradeable Shares

Means the remaining 10% (or **[Insert]** Shares), of the total Shares held by the Shareholder immediately following execution of this Deed.

The Shareholder is entitled to trade or deal in the **[Insert]** Tradeable Shares following the listing of the Company on ASX in accordance with the ASX terms and conditions.

Item 6 Particulars of Security Interests over the Restricted Shares

Nil

Form 603Corporations Act 2001
Section 671B**Notice of initial substantial holder**To Company Name/Scheme **DTI GROUP LTD**ACN/ARSN **069 791 091****1. Details of substantial holder (1)**Name **NEIL GOODEY**

ACN/ARSN (if applicable)

The holder became a substantial holder on **9/12/2014****2. Details of voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
ORDINARY SHARES	6,453,888	6,453,888	7.8%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Refer to Annexure "A"		

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Refer to Annexure "A"			

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
N/A	N/A	N/A	-	N/A

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:


Name and ACN/ARSN (if applicable)	Nature of association
Mr Neil Goodey	Mr Neil Goodey is a Director and shareholder of Bluekara Pty Ltd and a beneficiary of Goodey Family Trust.
Mrs Lydia Goodey	Mrs Lydia Goodey is a Director and shareholder of Bluekara Pty Ltd and a beneficiary of Goodey Family Trust.

7. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Bluekara Pty Ltd ATF Goodey Family Trust	7 Barberry Court, Dianella, WA, 6059
Neil & Lydia Goodey	7 Barberry Court, Dianella, WA, 6059

Signature

print name	Neil Goodey	capacity	Personal Capacity and Director of Bluekara Pty Ltd
sign here		date	10/12/2014

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

FORM 603 – Notice of Initial substantial holder
Neil Goodey & Associates

ANNEXURE “A”

3. Details of relevant interests

Details of relevant interests	Nature of Relevant Interest	Class and number of Shares
Bluekara Pty Ltd as trustee for Goodey Family Trust	Relevant interest under s608(1) of the Corporations Act (Registered Holder)	4,525,570 ordinary shares
Neil & Lydia Goodey	Relevant interest under s608(3) of the Corporations Act (Power to control voting rights attaching to securities held by Bluekara Pty Ltd as trustee for Goodey Family Trust)	4,525,570 ordinary shares
Mr Neil Edward Goodey	Relevant interest under s608(1) of the Corporations Act (Registered Holder)	1,928,318 ordinary shares
DTI Group Ltd	Pursuant to s608(1)(c) of the Corporations Act, DTI Group Ltd has the power to control the disposal of these shares by virtue of the Directors Voluntary Restriction Deed October 2014 arrangements and trading restrictions entered into with the registered holders.	6,453,888 ordinary shares

4. Details of present registered holders

Details of relevant interests	Registered holder of securities	Person entitled to be registered as holder	Class and number of Shares
Bluekara Pty Ltd as trustee for Goodey Family Trust	Bluekara Pty Ltd as trustee for Goodey Family Trust	Bluekara Pty Ltd as trustee for Goodey Family Trust	4,525,570 ordinary shares
Neil & Lydia Goodey	Bluekara Pty Ltd as trustee for Goodey Family Trust	Bluekara Pty Ltd as trustee for Goodey Family Trust	4,525,570 ordinary shares
Mr Neil Edward Goodey	Mr Neil Edward Goodey	Mr Neil Edward Goodey	1,928,318 ordinary shares
DTI Group Ltd	Bluekara Pty Ltd as trustee for Goodey Family Trust and Mr Neil Edward Goodey	Bluekara Pty Ltd as trustee for Goodey Family Trust and Mr Neil Edward Goodey	6,453,888 ordinary shares

Form 603

Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme DTI GROUP LTD

ACN/ARSN 069 791 091

1. Details of substantial holder (1)

Name FINICO PTY LTD & ASSOCIATES

ACN/ARSN (if applicable) 002 046 559

The holder became a substantial holder on 9/12/2014

2. Details of voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
ORDINARY SHARES	11,200,000	11,200,000	13.5%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Refer to Annexure "A"		

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Refer to Annexure "A"			

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
N/A	N/A	N/A	N/A	N/A

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

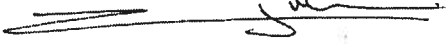
Name and ACN/ARSN (if applicable)	Nature of association
Mr Chris Morris	Mr Chris Morris is a Director and shareholder of both Finico Pty Ltd and Cape Schanck Investments Pty Ltd

7. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Finico Pty Ltd	PO Box 73 Port Melbourne Victoria 3207
Cape Schanck Investments Pty Ltd	PO Box 73 Port Melbourne Victoria 3207

Signature

print name	Chris Morris	capacity	Personal capacity and as Director of Finico Pty Ltd and Cape Schanck Investments Pty Ltd
sign here		date	10/12/2014

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

FORM 603 – Notice of Initial substantial holder
Finico Pty Ltd & Associates

ANNEXURE “A”

3. Details of relevant interests

Details of relevant interests	Nature of Relevant Interest	Class and number of Shares
Finico Pty Ltd	Relevant interest under s608(1) of the Corporations Act (Registered Holder)	10,500,000 ordinary shares
Mr Chris Morris	Relevant interest under s608(3) of the Corporations Act (Power to control voting rights attaching to securities held by Finico Pty Ltd)	10,500,000 ordinary shares
Cape Schanck Investments Pty Ltd	Relevant interest under s608(1) of the Corporations Act (Registered Holder)	700,000 ordinary shares
Mr Chris Morris	Relevant interest under s608(3) of the Corporations Act (Power to control voting rights attaching to securities held by Cape Schanck Investments Pty Ltd)	700,000 ordinary Shares
DTI Group Ltd	Pursuant to s608(1)(c) of the Corporations Act, DTI Group Ltd has the power to control the disposal of these shares by virtue of the Directors Voluntary Restriction Deed October 2014 arrangements and trading restrictions entered into with the registered holders.	11,200,000 ordinary shares

4. Details of present registered holders

Details of relevant interests	Registered holder of securities	Person entitled to be registered as holder	Class and number of Shares
Finico Pty Ltd	Finico Pty Ltd	Finico Pty Ltd	10,500,000 ordinary shares
Mr Chris Morris	Finico Pty Ltd	Finico Pty Ltd	10,500,000 ordinary shares
Cape Schanck Investments Pty Ltd	Cape Schanck Investments Pty Ltd	Cape Schanck Investments Pty Ltd	700,000 ordinary shares
Mr Chris Morris	Cape Schanck Investments Pty Ltd	Cape Schanck Investments Pty Ltd	700,000 ordinary shares
DTI Group Ltd	Finico Pty Ltd and Cape Schanck Investments Pty Ltd	Finico Pty Ltd and Cape Schanck Investments Pty Ltd	11,200,000 ordinary shares

Form 603Corporations Act 2001
Section 671B**Notice of initial substantial holder**To Company Name/Scheme **DTI GROUP LTD**ACN/ARSN **069 791 091****1. Details of substantial holder (1)**Name **Utilico Investments Limited**

ACN/ARSN (if applicable)

The holder became a substantial holder on **9/12/2014****2. Details of voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
ORDINARY SHARES	12,250,000	12,250,000	14.7%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Utilico Investments Limited	Relevant interest under s608(1) of the Corporations Act (Registered Holder). Pursuant to s608(1)(c) of the Corporations Act, DTI Group Ltd has the power to control the disposal of 11,025,000 of these shares by virtue of the Voluntary Restriction Deed (90%)October 2014 arrangements and trading restrictions entered into with the registered holders.	12,250,000 ordinary shares

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Utilico Investments Limited	Utilico Investments Limited	Utilico Investments Limited	12,250,000 ordinary shares

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the

substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
N/A	N/A	N/A	-	N/A

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	

7. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Utilico Investments Limited	19 Par-La-Ville Road, Hamilton HM11, Bermuda

Signature

print name **Amanda Marsh** capacity **for ICM Limited, Secretary**

sign here



date **10/12/2014**

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.

- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write

"unknown".

- (9) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

Form 603Corporations Act 2001
Section 671B**Notice of initial substantial holder**To Company Name/Scheme DTI GROUP LTDACN/ARSN 069 791 091**1. Details of substantial holder (1)**Name Nino Tuffilli & Associates

ACN/ARSN (if applicable) _____

The holder became a substantial holder on 9/12/2014**2. Details of voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
ORDINARY SHARES	6,453,888	6,453,888	7.8%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Refer to Annexure "A"		

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
Refer to Annexure "A"			

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
N/A	N/A	N/A	-	N/A

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:


Name and ACN/ARSN (if applicable)	Nature of association
Mr Nino Tufilli	Mr Nino Tufilli is a beneficiary of Tufilli Family Trust.
Mrs Tina Tufilli	Mrs Tina Tufilli is a beneficiary of Tufilli Family Trust.

7. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Fineshore Pty Ltd ATF Tufilli Family Trust	53 Victoria Rd, Wattle Grove, WA, 6107
Mr Nino Tufilli	53 Victoria Rd, Wattle Grove, WA, 6107

Signature

print name	Nino Tufilli	capacity	Personal Capacity and Director of Fineshore Pty Ltd
sign here		date	08/12/2014

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

**FORM 603 – Notice of Initial substantial holder
Nino Tufilli & Associates**

ANNEXURE “A”

3. Details of relevant interests

Details of relevant interests	Nature of Relevant Interest	Class and number of Shares
Fineshore Pty Ltd ATF Tufilli Family Trust	Relevant interest under s608(1) of the Corporations Act (Registered Holder)	3,699,150 ordinary shares
Nino and Tina Tufilli	Relevant interest under s608(3) of the Corporations Act (Power to control voting rights attaching to securities held by Fineshore Pty Ltd ATF Tufilli Family Trust)	3,699,150 ordinary shares
Mr Nino Tufilli	Relevant interest under s608(1) of the Corporations Act (Registered Holder)	2,754,738 ordinary shares
DTI Group Ltd	Pursuant to s608(1)(c) of the Corporations Act, DTI Group Ltd has the power to control the disposal of these shares by virtue of the Partial Voluntary Restriction Deed (90%) October 2014 arrangements and trading restrictions entered into with the registered holders.	5,808,499 ordinary shares

4. Details of present registered holders

Details of relevant interests	Registered holder of securities	Person entitled to be registered as holder	Class and number of Shares
Fineshore Pty Ltd ATF Tufilli Family Trust	Fineshore Pty Ltd ATF Tufilli Family Trust	Fineshore Pty Ltd ATF Tufilli Family Trust	3,699,150 ordinary shares
Nino and Tina Tufilli	Fineshore Pty Ltd ATF Tufilli Family Trust	Fineshore Pty Ltd ATF Tufilli Family Trust	3,699,150 ordinary shares
Mr Nino Tufilli	Mr Nino Tufilli	Mr Nino Tufilli	2,754,738 ordinary shares
DTI Group Ltd	Fineshore Pty Ltd ATF Tufilli Family Trust and Nino and Tina Tufilli	Fineshore Pty Ltd ATF Tufilli Family Trust and Nino and Tina Tufilli	5,808,499 ordinary shares