



4 September 2019

Dear Shareholder

On 20 August 2019 DTI Group Ltd (ASX: DTI) (**DTI**) announced a capital raising by way of a 5 for 9 non- renounceable entitlement offer to raise approximately \$3 million via the issue of approximately 119.6 million new shares at 2.5 cents per share (**Entitlement Offer**).

The Entitlement Offer is fully underwritten by Finico Pty Ltd and UIL Limited who are major shareholders of the Company. The Offer Price represents a discount of 20% per cent to the 15-day volume-weighted average price of DTI shares for the period up to 20 August 2019 (being the last trading date before the announcement of the capital raising).

The proceeds of the capital raising will provide necessary working capital and to strengthen the Company's balance sheet for future growth.

Entitlement Offer Details

Under the Entitlement Offer, eligible DTI shareholders are invited to subscribe for five new shares for every nine existing shares held as at 7.00pm (AEST) on 10 September 2019 (**Record Date**).

The Entitlement Offer is non-renounceable which means that shareholders who do not take up their entitlements will not receive any proceeds from the sale of entitlements not taken up. Any fractional entitlements under the Entitlement Offer will be rounded up to the nearest whole number.

Eligible shareholders with a registered address in Australia, New Zealand and Belgium on the Record Date (**Eligible Shareholders**) will be invited to participate in the Entitlement Offer. The Entitlement Offer will be open from 12 September 2019 to 25 September 2019. Eligible Shareholders will be sent details about the Entitlement Offer via an Offer Booklet expected to be dispatched on or about 12 September 2019.

Following completion of the Entitlement Offer, DTI will have issued 119,634,361 New Shares, resulting in total shares on issue of 334,976,211.

Actions required of Eligible Shareholders

There are a number of actions Eligible Shareholders may take:

- You can take up your Entitlement in part or full by completing and returning your Entitlement and Acceptance Form.
- You can also apply for Additional New Shares under a 'Top-up' Facility by completing the relevant section on the Entitlement and Acceptance Form.



- You may do nothing. If you choose to do nothing with your Entitlements, while you will continue to hold the same number of Shares, your interest in the Company will be diluted and you will receive no value for your Entitlement.

The timetable for the Entitlement Offer is as follows:

Announcement of Offer	20 August 2019
Lodgement of Offer Booklet & Appendix 3B with ASX	4 September 2019
Notice sent to Eligible and Ineligible Shareholders	6 September 2019
Ex date	9 September 2019
Record Date for determining Entitlements	10 September 2019
Offer Booklet despatched to Shareholders & Company announces despatch has been completed	12 September 2019
Last day to extend Closing Date	20 September 2019
Closing Date	25 September 2019
Securities quoted on a deferred settlement basis	26 September 2019
ASX notified of under subscriptions	30 September 2019
Issue date and deferred settlement trading ends	1 October 2019
Despatch of holding statements	2 October 2019

This timetable is indicative only and may be subject to change. Subject to the requirements of the Corporations Act and ASX Listing Rules, DTI reserves the right to vary the dates and times in connection with the Entitlement Offer, including the closing date, without prior notice.

Shareholder Enquiries

Shareholders who have questions relating to the Entitlement Offer should call the Company Secretary Ian Hobson, on +61 8 9479 1195 or email ianhobson@bigpond.com or consult their stockbroker, accountant or other professional advisor.

Yours sincerely

A handwritten signature in black ink, appearing to read 'G. Purdy', with a stylized flourish at the end.

Greg Purdy
Chairman



4 September 2019

Dear Shareholder

On 20 August 2019 DTI Group Ltd (ASX: DTI) (**DTI**) announced a capital raising by way of a 5 for 9 non- renounceable entitlement offer to raise approximately \$3 million via the issue of approximately 119.6 million new shares at 2.5 cents per share (**Entitlement Offer**).

The Entitlement Offer is fully underwritten by Finico Pty Ltd and UIL Limited who are major shareholders of the Company. The Offer Price represents a discount of 20% per cent to the 15-day volume-weighted average price of DTI shares for the period up to 20 August 2019 (being the last trading date before the announcement of the capital raising).

The proceeds of the capital raising will provide necessary working capital and to strengthen the Company's balance sheet for future growth.

Entitlement Offer Details

Under the Entitlement Offer, eligible DTI shareholders are invited to subscribe for five new shares for every nine existing shares held as at 7.00pm (AEST) on 10 September 2019 (**Record Date**).

The Entitlement Offer is non-renounceable which means that shareholders who do not take up their entitlements will not receive any proceeds from the sale of entitlements not taken up. Any fractional entitlements under the Entitlement Offer will be rounded up to the nearest whole number.

Eligible shareholders with a registered address in Australia, New Zealand and Belgium on the Record Date (**Eligible Shareholders**) will be invited to participate in the Entitlement Offer. The Entitlement Offer will be open from 12 September 2019 to 25 September 2019. Eligible Shareholders will be sent details about the Entitlement Offer via an Offer Booklet expected to be dispatched on or about 12 September 2019.

Ineligible Shareholders

A Shareholder who has a registered address outside Australia, New Zealand and Belgium will not be eligible to participate in the Entitlement Offer.

You are not eligible to participate in the Entitlement Offer and you will not be sent a copy of the Offer Booklet. This decision has been made pursuant to listing rule 7.7.1 (a) of the ASX Listing Rules after taking into consideration the costs of complying with legal and regulatory requirements in jurisdictions outside Australia, New Zealand and Belgium compared with the small number of Ineligible Shareholders and the number and value of New Shares to which they would otherwise be entitled.



The Company will appoint a nominee to sell the rights to subscribe for New Shares pursuant to the offer Booklet to which Ineligible Shareholders are entitled. The nominee will have the absolute and sole discretion to determine the timing and price at which the Entitlements may be sold and the manner of any such sale.

Any interest earned on the proceeds of the sale of these Entitlements will firstly be applied against expenses of such sale, including brokerage, and any balance will accrue to Ineligible Shareholders.

The net proceeds of the sale of these Entitlements will then be forwarded by the Company as soon as practicable to the Ineligible Shareholders, in proportion to their share of such Entitlements (after deducting brokerage commission and other expenses). If any such net proceeds of sale are less than the reasonable costs that would be incurred by the Company for distributing those proceeds, such proceeds may be retained by the Company.

Notwithstanding that the Nominee may sell Entitlements, Ineligible Shareholders may nevertheless receive no net proceeds if the costs of the sale are greater than the sale proceeds.

There is no guarantee that the Nominee will be able to sell Entitlements of Ineligible Shareholders on ASX and Ineligible Shareholders may receive no value for the Entitlements. Both the Company and the Nominee take no responsibility for the outcome of the sale of such Entitlements or the failure to sell such Entitlements.

Shareholder Enquiries

Shareholders who have questions relating to the Entitlement Offer should call the Company Secretary Ian Hobson, on +61 8 9479 1195 or email ianhobson@bigpond.com or consult their stockbroker, accountant or other professional advisor.

Yours sincerely

A handwritten signature in black ink, appearing to read 'G. Purdy', with a stylized flourish at the end.

Greg Purdy
Chairman