

Registration of Scheme Booklet

NTM Gold Limited (ASX: NTM) (**NTM** or the **Company**) is pleased to announce that the Australian Securities and Investments Commission (**ASIC**) has registered the Scheme Booklet relating to the proposed acquisition of NTM by Dacian Gold Limited by way of a Scheme of Arrangement (**Scheme**).

This announcement follows NTM's announcement regarding the issuance of orders made by the Supreme Court of Western Australia approving despatch of the Scheme Booklet to NTM shareholders and the convening of a meeting of NTM shareholders to consider and vote on the Scheme ('**Scheme Meeting**').

Despatch of Scheme Booklet

The Scheme Booklet will be despatched to shareholders on 1 February 2021.

NTM shareholders who have elected to receive communications electronically will receive an email which contains instructions about how the Scheme Booklet can be viewed or downloaded, as well as instructions on how to lodge their proxy form for the meeting online.

NTM shareholders who have not elected to receive communications electronically will be sent an ASX announcement and instructions about how the Scheme Booklet and proxy form can be viewed or downloaded.

Any shareholder who would like a printed copy of the Scheme Booklet and proxy form may request one be provided by contacting the Company Secretary on the telephone number or email address stated below. A copy of the Scheme Booklet will be available for viewing and downloading on the Company's website at www.ntmgold.com.au and the Company's ASX Announcement platform at www.asx.com.au.

Independent Expert's Conclusion and Directors Recommendation

The Scheme Booklet includes an Independent Expert's Report from BDO Corporate Finance (WA) Pty Ltd (**Independent Expert**) which concludes that the Scheme is fair and reasonable and hence in the best interests of NTM shareholders, in the absence of a superior proposal. The Independent Expert's conclusion should be read in context with the full Independent Expert's Report and the Scheme Booklet.

The Directors of NTM Gold have unanimously recommended that, in the absence of a superior proposal and on the basis that the Independent Expert maintains its opinion that the Scheme is fair and reasonable and therefore in the best interests of shareholders, the shareholders vote in favour of the Scheme.

Further Information

If you are unable to access any of the documents online, or have any questions, please contact the Company Secretary, Mark Maine, on +61 (08) 9481 6666, or email mmaine@ntmgold.com.au. In addition, a shareholder helpline has been set up to assist shareholders with general questions on the Scheme. Contact numbers for the shareholder help line are 1300 202 949 or (03) 9415 4186. This has been authorised for release by Andrew Muir.

Mark Maine
Company Secretary/CFO