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Sydney Melbourne Brisbane Perth Port Moresby

24 June 2022

The Manager
Market Announcements Office
ASX Limited
Central Park
Level 152-158 St Georges Terrace
PERTH WA 6000

Contact
Marisa Orr (08) 9460 1665
Email: marisa.orr@corrs.com.au

Partner Oliver Carrick

Dear Sir/Madam

Takeover bid by Gold Road for DGO — compulsory acquisition of DGO shares

We act for Gold Road Resources Limited ACN 109 289 527 (Gold Road).

We attach:

- by way of service pursuant to section 661B(1)(d) of the Corporations Act 2001 (Cth), an ASIC Form 6021 (Notice of compulsory acquisition following takeover bid) (Notice) which was lodged with ASIC today; and
- a sample letter being sent to shareholders of DGO Gold Limited ACN 124 562 849
 (DGO) together with the Notice.

Yours faithfully

Corrs Chambers Westgarth

Oliver Carrick
Partner

O. Carrick

Form 6021

Corporations Act 2001 661B(1)(a)

Notice of compulsory acquisition following takeover bid

Notice	To each holder of:
Description of class of securities to which the	Fully paid ordinary shares
bid relates	('Bid Class Securities')
	in
Name of target company or body	Name ('the Company')
	DGO Gold Limited
	ACN/ARBN/ARSN
	124 562 849
Tick applicable box(es)	and each holder of securities that will or may be converted into, or confer rights to be issued, in the next 6 weeks, securities to which the bid related.
	and each holder of non-transferable securities issued under an employee incentive scheme referred to in paragraph 2.
1.	Under a takeover bid offers were made by
Name of bidder	Gold Road Resources Limited
	in respect of the acquisition of Bid Class Securities in the company.
	The offers
Tick one box	closed
	☐ are scheduled to close
Date offers closed or are scheduled to close	on D. C.
	Date Control of the c
	30 / 06 / 22
	[D D] [M M] [Y Y]
2.	You are, as at the date of this notice, the holder of one or more of the following
Tick applicable box(es). (See subsection 661A(4) and (4A))	securities in respect of which the takeover offer was made, but have not accepted the offer. (If you have accepted the offer but have received this notice you do not need to do anything in response to this notice—the bidder will acquire your securities under the offer.)
	securities to which the bid related issued after the end of the offer period and before the date of this notice
	securities that will or may be converted into, or confer rights to be issued, in the next 6 weeks, securities to which the bid related
	securities issued under an employee incentive scheme to which restrictions on transfer apply under the company's constitution or the terms of issue, being
Description of securities	
·	the following securities in the bid class in which the bidder has a relevant interest
Description of securities	
3.	The bidder gives you notice under subsection 661B(1) of the Corporations Act 2001 ('the Act') that the bidder has become entitled pursuant to subsection
Tick one box	
	☐ 661A(3)
	of the Act to compulsorily acquire your securities and desires to acquire those securities.

Continued Notice		
	4.	Under section 661D of the Act, you have the right, by notice in writing given to the bidder within one month after this notice is lodged with ASIC, to ask the bidder for a written statement of the names and addresses of everyone else the bidder has given this notice to.
		This notice was lodged with ASIC on
Date of lodgement		Date
		24 / 06 / 22
		[D D] [M M] [Y Y]
	5.	Under section 661E of the Act, you have the right, within one month after being given this notice (see paragraph 8) or within 14 days after being given a statement requested under section 661D of the Act (as referred to in paragraph 4 of this notice), whichever is later, to apply to the Court for an order that the securities not be compulsorily acquired.
	6.	The bidder is entitled and bound to acquire the securities on the terms that applied under the takeover bid immediately before
Tick one box		the notice was given.
		the end of the offer period.
	7.	Unless the Court otherwise orders, on application made by you under section 661E of the Act within one month after being given this notice (see paragraph 8) or within 14 days after being given a statement under section 661D (as referred to in paragraph 4 of this notice), whichever is the later, the bidder must comply with paragraph 6 of this notice.
	8.	A notice sent by post to you is taken to be given to you 3 days after it is posted.
Signature		Name of person signing
		Hayden Bartrop
		Capacity
		Company Secretary
		Signature
		Tight and the second se
		Date signed
		24 / 06 / 22
		[D D] [M M] [Y Y]



24 June 2022

ADDRESS LINE 1 ADDRESS LINE 2 ADDRESS LINE 3

Dear DGO shareholders

Gold Road Offer — compulsory acquisition of shares in DGO

We refer to the off-market takeover offer (**Offer**) by Gold Road Resources Limited ACN 109 289 527 (**Gold Road**) for all the shares in DGO Gold Limited ACN 124 562 849 (**DGO**), the terms of which were set out in Gold Road's bidder's statement dated 7 April 2022, as supplemented on 29 April 2022, 13 May 2022 and 30 May 2022.

Based on acceptances received under the Offer to date, Gold Road has acquired a relevant interest in more than 90% of all DGO shares on issue.

Accordingly, Gold Road will now exercise its right to acquire the remaining DGO shares under the compulsory acquisition provisions of the *Corporations Act 2001* (Cth) (**Corporations Act**). The compulsory acquisition will be on the same terms as the Offer (that is, 2.25 Gold Road shares for every 1 DGO share held).

If you have accepted Gold Road's offer, you can disregard this letter.

DGO shareholders who have not accepted the Offer may still do so until the scheduled offer closing time of 7:00pm (Sydney time) on 30 June 2022, which will not be extended further. If you take this approach, you will receive the bid consideration quicker (within 7 business days of valid acceptance) than under the compulsory acquisition process.

On completion of the compulsory acquisition process, Gold Road will issue to DGO the consideration for the DGO shares that it compulsorily acquires. Shareholders whose shares are compulsorily acquired will be sent a claim form by DGO advising them how to claim their bid consideration.

Enclosed is an ASIC Form 6021 (Notice of compulsory acquisition following takeover bid), which sets out further information on the compulsory acquisition process.

If you have any queries in relation to the takeover offer or the compulsory acquisition process, please contact the Gold Road Offer Information Line on 1300 620 417 (toll free) (within Australia) or +61 3 9415 4653 (outside of Australia), Monday to Friday between 8.30am and 5.00pm (Sydney time).

Hayden Bartrop Company Secretary

Gold Road Resources Limited