

PanTerra Gold Limited

Induction Procedures for New Board Appointees

1 Documentation

1.1 Prior to the Director's first Board meeting, the Company Secretary will provide the Director with the following documents:-

- (a) Letter of Appointment - The letter of appointment covers such matters as remuneration and expenses, superannuation arrangements, term of the appointment (subject to Shareholder approval), expectation of the Board.
- (b) Corporate & Governance Principles and Practices Manual - The Director should familiarise him/herself with all of the policies detailed in the Manual to ensure compliance.
- (c) Constitution.
- (d) Director's Disclosure Agreement & Directors Declaration Form – The Director will be required to complete the disclosure agreement and Directors Disclosure Form, detailing interest held Securities in the Company and Contract with the Company. The Agreement is set out in ASX Guidance Note 22.
- (e) Copy of the last three Board meeting papers - The Board papers are provided to the Director in order for him/her to familiarise themselves with operations of the Company and the financial position of the Company.
- (f) Deed of Indemnity and Access - The Director will complete and execute the Deed of Indemnity and Access.
- (g) Payroll Documentation - The Director will also be given appropriate documentation from the Accounts Department (e.g. Tax form and Super Fund details) for completion and return to the Payroll Officer.

2 Communication

2.1 The Director will advise the Company Secretary of his/her contact details, including home address, business address, phone and fax numbers and email address. If the Director requires email capabilities, he/she should advise the Company Secretary who will make arrangements.

3 Site Visits

3.1 The Director will, as soon as practicable and having regard to cost, undertake a visit of the Company's operations to enhance the Director's understanding of the Company's operations.

4 Induction Meeting

4.1 The Director will meet with the Chairman and Managing Director, Chief Financial Officer and Company Secretary at which time the Director will be provided with information on the

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Company, and an understanding of the Company's goals and obligations under ASX Listing Rules and the Corporations Act.

5 Directors & Officers Insurance

5.1 The Company Secretary will promptly notify the Company's Insurer of the appointment of the new Director.

6 ASX Appendix 3X – Notice of Initial Interest in Securities

6.1 The Company Secretary will promptly notify (but not later than 5 Business Days after appointment) the ASX of the Directors interest in securities in the Form of Annexure 3X of the ASX Listing Rules.