DOMINION MINERALS

STATEMENT OF CONFIRMATIONS

29 October 2021

Dominion Minerals Limited (formerly Factor Therapeutics Limited) (ACN 101 955 088) (**Company**) confirms that the public offer under the Company's prospectus dated 9 September 2021 (**Prospectus**) (**Offer**) has been completed and the Company has issued 100,000,000 Shares under the Offer to raise gross proceeds of $4 million.

Capitalised terms set out in this announcement have the same meaning as set out in the Prospectus.

The Company confirms the following:

1. That the following conditions to the Offer as set out in section 5.2 of the Prospectus have been satisfied, namely:

    a) shareholders approving a change in the nature and scale of the Company's activities as a result of the Acquisition;

    b) the Consolidation of the Company's securities;

    c) the issue of Shares the subject of the Offer;

    d) the issue of 187,500,000 Shares (pre-Consolidation) and 62,500,000 Options (pre-Consolidation) as part consideration under the SPA;

    e) the issue of the Management Options and Taylor Collison Options;

    f) the appointment of Dominic Allen and Anastasios Arima as Directors; and

    g) the change of name.

2. That the Company received subscriptions for Shares to raise $4,000,000.

3. That the Company received conditional approval for re-quotation of the Shares on the ASX, and the conditions precedent to the SPA between the Company and PowerLime, Inc. have been satisfied, other than the condition for completion of the capital raising the subject of the Offer.

4. That the Capital Structure for the Company following completion of the Offer is as follows:

Shareholder	Number of Shares	Percentage Interest
Shareholders of Factor	107,100,500	47%
Shareholders of PowerLime	18,750,000	8%
Shareholders of PowerLime participating under the Offer	40,000,000	18%
Other Participants under the Offer	60,000,000	27%
Total	**225,850,500**	100%

Options	Number
Options on issue	16,662,500
Options to be issued under the Offer	-
Total	**16,662,500**

5. The following securities are subject to escrow under the ASX Listing Rules for a period of 24 months:

Name	Shares	Consideration Options	Management Options
Bald Eagle Resources No. 2 Unit Trust	3,822,074	1,274,025	-
Fremont Sage, LLC	2,912,056	970,685	-
Randall Fenlon	2,912,056	970,685	-
DITM Holdings Pty Ltd	2,912,056	970,685	-
S&P Development Company, LLC	1,821,248	607,083	-
Landon Woodall	910,624	303,541	437,500
Taylor Collison Limited	-	5,000,000	-
David Brookes	-	500,000	-
Anastasios Arima	910,624	303,541	1,000,000
Lamont Leatherman	910,624	303,541	750,000
Dominic Allen	910,624	303,541	1,000,000
Todd and Donna Ware	728,014	242,671	-
Patrick Harold Brindle	-	-	750,000
Verve Investments Pty Ltd	-	-	500,000

No securities are subject to voluntary escrow.

6. On 9 June 2021, ASX granted the Company a waiver from Listing Rule 2.1, Condition 2 to the extent necessary to permit the Company to issue Shares at an issue price of less than $0.20 per Share, subject to the following conditions:

   a) the issue price for the Shares being not less than $0.02 per Share;
   b) the terms of the waiver being disclosed to the market and, along with the terms and conditions of the Shares, clearly disclosed in the EGM Notice of Meeting and this Prospectus; and
   c) the Company completing a Consolidation of its capital structure in conjunction with the acquisition of PowerLime such that its securities were consolidated at a ratio that would be sufficient to achieve a market value for its securities of not less than two cents per security.

7. Additionally, on 9 June 2021, ASX granted the Company a waiver from Listing Rule 1.1, Condition 12 to the extent necessary to permit the Company to issue Options with an exercise price of less than $0.20 per Option, subject to the following conditions:

   a) the exercise price of the Options being not less than $0.02 per Option;
   b) the terms of the waiver being disclosed to the market and, along with the terms and conditions of the Options, clearly disclosed in the EGM Notice of Meeting and this Prospectus; and
   c) the Company's Shareholders approving the exercise price of the Options in conjunction with the approval obtained under Listing Rule 11.1.2 for the acquisition of PowerLime.

8. There are no legal, regulatory, statutory or contractual impediments to the Company entering the Property and carrying out exploration activities such that the Company will be able to spend its cash in accordance with its commitments for the purposes of Listing Rule 1.3.2(b).

Yours sincerely

Dr David Brookes
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