# **Announcement Summary**

# **Entity name**

THETA GOLD MINES LIMITED

# **Announcement Type**

New announcement

#### Date of this announcement

Friday April 24, 2020

# The Proposed issue is:

☑ A placement or other type of issue

# Total number of +securities proposed to be issued for a placement or other type of issue

ASX +Security Code	+Security Description	Maximum Number of +securities to be issued
n/a	OPTION EXPIRING 27 APRIL 2022	2,325,000
TGMO	OPTION EXPIRING 31-OCT-2020	2,325,000
TGM	ORDINARY FULLY PAID	4,650,000

# Proposed +issue date

Tuesday April 28, 2020

Refer to next page for full details of the announcement

## Part 1 - Entity and announcement details

#### 1.1 Name of +Entity

THETA GOLD MINES LIMITED

We (the entity named above) give ASX the following information about a proposed issue of +securities and, if ASX agrees to +quote any of the +securities (including any rights) on a +deferred settlement basis, we agree to the matters set out in Appendix 3B of the ASX Listing Rules.

## 1.2 Registered Number Type

**Registration Number** 

ABN

30131758177

1.3 ASX issuer code

**TGM** 

1.4 The announcement is

#### 1.5 Date of this announcement

Friday April 24, 2020

#### 1.6 The Proposed issue is:

☑ A placement or other type of issue

#### Part 7 - Details of proposed placement or other issue

#### Part 7A - Conditions

7A.1 - Are any of the following approvals required for the placement or other type of issue?

- +Security holder approval
- Court approval
- Lodgement of court order with +ASIC
- ACCC approval
- FIRB approval
- Another approval/condition external to the entity

☑ No

Part 7B - Issue details

Is the proposed security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional securities in a class that is already quoted or recorded by ASX)?

Existing class

Will the proposed issue of this +security include an offer of attaching +securities? ☑ Yes

Details of +securities proposed to be issued

#### **ASX +Security Code and Description**

TGM: ORDINARY FULLY PAID

Maximum Number of +securities proposed to be issued

4,650,000

#### Purpose of the issue

Advancing the Theta Open Pit Starter Project in South Africa, exploration activities and for general working capital

#### Offer price details for retail security holders

In what currency is the cash consideration being paid?

What is the issue price per

+security?

AUD - Australian Dollar

AUD 0.20000

Will these +securities rank equally in all respects from their issue date with the existing issued +securities in that class?

Yes

Oversubscription & Scale back details

May a scale back be applied to this event?

**♥** No

Attaching +Security

Is the proposed attaching security a 'New class' (+securities in a class that is not yet quoted or recorded by ASX) or an 'Existing class' (additional +securities in a class that is already quoted or recorded by ASX)?

New class

Existing class

Attaching +Security - New class (+securities in a class that is not yet quoted or recorded by ASX)

Details of attaching +securities proposed to be issued

ISIN Code (if Issuer is a foreign company and +securities are non CDIs)

Have you received confirmation from ASX that the terms Will the entity be seeking quotation of the 'new' class of of the proposed +securities are appropriate and equitable under listing rule 6.1? ✓ Yes

+securities on ASX?

☑ No

**ASX +Security Code** 

+Security Description

New class-code to be confirmed

**OPTION EXPIRING 27 APRIL 2022** 

+Security Type

**Options** 

Maximum Number of +securities proposed to be issued

2,325,000

Offer price details for retail security holders

In what currency is the cash consideration being paid?

What is the issue price per +security?

AUD - Australian Dollar

AUD

Oversubscription & Scale back details

May a scale back be applied to this event?

**☑** No

Will all the +securities issued in this class rank equally in all respects from their issue date? ✓ Yes

JΡι	ions details		
	+Security Currency		
	AUD - Australian Dollar		
	Exercise Price	Expiry date	
	AUD 0.4000	Wednesday April 27, 2022	
	Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option		
	TGM : ORDINARY FULLY PAID		
	Please provide any further information relating to the principal statement of the principal statement	ncipal terms of the +securities	
ta	ching +Security - Existing class (additional +securities in a class	s that is already quoted or recorded by ASX)	
	Details of attaching +securities proposed to be issued		
	ASX +Security Code and Description		
	TGMO: OPTION EXPIRING 31-OCT-2020		
	Maximum Number of +securities proposed to be issued		
	2,325,000		
	Offer price details for retail security holders		
	In what currency is the cash consideration being paid?	What is the issue price per +security?	
	AUD - Australian Dollar	AUD	
	Oversubscription & Scale back details		
	May a scale back be applied to this event?   ⊗ No		
	Will these +securities rank equally in all respects from th class?  ☑ Yes	eir issue date with the existing issued +securities in that	

Part 7C - Timetable

# Proposed issue of securities

## 7C.1 Proposed +issue date

Tuesday April 28, 2020

Part 7D - Listing Rule requirements

7D.1 Has the entity obtained, or is it obtaining, +security holder approval for the issue under listing rule 7.1? 

✓ No

7D.1b Are any of the +securities proposed to be issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1? 

✓ Yes

7D.1b (i) How many +securities are proposed to be issued without security holder approval using the entity's 15% placement capacity under listing rule 7.1?

9300000

7D.1c Are any of the +securities proposed to be issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)? 

☑ No

7D.2 Is a party referred to in listing rule 10.11.1 participating in the proposed issue? 

☑ No

7D.3 Will any of the +securities to be issued be +restricted securities for the purposes of the listing rules? 

⊗ No

7D.4 Will any of the +securities to be issued be subject to +voluntary escrow? 
⊗ No

Part 7E - Fees and expenses

7E.1 Will there be a lead manager or broker to the proposed issue? 

✓ Yes

7E.1a Who is the lead manager/broker?

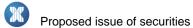
Peregrine Corporate Limited

7E.1b What fee, commission or other consideration is payable to them for acting as lead manager/broker?

Commission 5%
Management fee 1%

7E.2 Is the proposed issue to be underwritten?

€ No



7E.4 Details of any other material fees or costs to be incurred by the entity in connection with the proposed issue

Part 7F - Further Information

7F.1 Will the entity be changing its dividend/distribution policy if the proposed issue proceeds?  $\ensuremath{\mathfrak{C}}$  No

7F.2 Any other information the entity wishes to provide about the proposed issue