

13 August 2021

ASX ANNOUNCEMENT

Resignation of Director

Theta Gold Mines Limited ("Theta Gold" or "Company") (ASX: TGM | OTC: TGMGF) wishes to advise that Mr Robert Thomson has resigned from the Board of the Company, effective as at today's date.

Mr Thomson has been a director of Theta Gold Mines since 2016 where he provided valuable input and guidance for the Company. His contribution to the Company will be well remembered as the Company moves forward with next phase of mine development programs.

Chairman Mr Bill Guy stated, "Rob leaves the Board of Theta Gold on good terms and I thank him for his contribution to the Company in the past years. We wish him well in his future endeavors."

Mr Thomson's Appendix 3Z notice is attached to this release.

This announcement was authorised for release by the Board of Directors.

For more information please visit www.thetagoldmines.com or contact:

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ABOUT THETA GOLD MINES LIMITED

Theta Gold Mines Limited (ASX: TGM | OTC: TGMGF | FSE: 3LM) is a gold development company that holds a range of prospective gold assets in a world-renowned South African gold mining region. These assets include several surface and near-surface high-grade gold projects which provide cost advantages relative to other gold producers in the region.

Theta Gold's core project is located next to the historical gold mining town of Pilgrim's Rest, in Mpumalanga Province, some 370km northeast of Johannesburg by road or 95km north of Nelspruit (Capital City of Mpumalanga Province). Following small scale production from 2011 – 2015, the Company is currently focussing on the construction of a new gold processing plant within its approved footprint at the TGME plant, and for the processing of the initial ore reserves.

The Company aims to build a solid production platform to over 160kozpa based primarily around shallow, open-pit or adit-entry shallow underground hard rock mining sources. Theta Gold has access to over 43 historical mines and prospect areas that can be accessed and explored, with over 6.7Moz of historical production recorded.

Theta Gold holds 100% issued capital of its South African subsidiary, Theta Gold (SA) Pty Ltd ("TGSA"). TGSA holds a 74% shareholding in both Transvaal Gold Mining Estates Limited ("TGME") and Sabie Mines (Pty) Ltd ("Sabie Mines"). The balance of shareholding is held by Black Economic Empowerment ("BEE") entities as part of the country's ESG initiatives. The BEE shareholding in TGME and Sabie Mines is comprised of a combination of local community trusts, an employee trust and a strategic entrepreneurial partner.



Rule 3.19A.3

Appendix 3Z

Final Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001.

Name of entity THETA GOLD MINES LIMITED

We (the entity) give ASX the following information under listing rule 3.19A.3 and as agent for the director for the purposes of section 205G of the Corporations Act.		
Date of last notice	2 April 2020	
Date that director ceased to be director	13/08/2021	
Part 1 – Director's relevant interests in securities In the case of a trust, this includes interests in the trust n		
Note: In the case of a company, interests which come within part be disclosed in this part.	ragraph (i) of the definition of "notifiable interest of a director" should	

Number & class of securities

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⁺ See chapter 19 for defined terms.

Part 2 - Director's relevant interests in securities of which the director is not the registered holder

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Name of holder & nature of interest Note: Provide details of the circumstances giving rise to the relevant interest	Number & class of securities
Monterey Consolidated Services Pty Ltd <lorodaca a="" c<br="" fund="" super="">></lorodaca>	1,367,342 fpo shares

Part 3 - Director's interests in contracts

Detail of contract	
Nature of interest	
Name of registered holder (if issued securities)	
No. and class of securities to which interest relates	

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⁺ See chapter 19 for defined terms.