



30 September 2021

ASX ANNOUNCEMENT

**30 June 2021 Annual Financial Statements – Extended Reporting
and Lodgement Deadlines**

Theta Gold Mines Limited (“Theta Gold” or “Company”) (ASX: TGM | OTC: TGMGF) advises that, in view of challenges surrounding the impacts of Covid19 and with international operations in South Africa, the Company is relying on the relief granted by ASIC in *ASIC Corporations (Extended Reporting and Lodgement Deadlines – Listed Entities) Instrument 2020/1080* dated 25 November 2020 (ASIC Relief) to extend the lodgment date for its audited annual accounts required to be lodged with ASIC under section 319 of the Corporations Act (Cth).

The Company advises that the audit of Theta’s annual accounts is well advanced but remains incomplete as at the date of this announcement. The Company’s draft, unaudited annual accounts for the year ended 30 June 2021 are enclosed with this ASX announcement. Theta’s audited annual accounts will be lodged on the earlier date of the finalisation of the audited annual accounts or 4 months after the end of the financial year.

The Company confirms that it will immediately make a further announcement to the market if there is a material difference between its unaudited annual accounts and its audited annual accounts.

As previously announced, the Company has completed the funding initiatives announced on 2 August 2021, which combine a secured bond, a 3-stages equity funding and a SPP for a total just over A\$10 million. The share and option issues are scheduled to be completed this week.

A comprehensive Investor Presentation on Theta’s activities was released to the market earlier today.

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

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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.





Theta Gold Mines Limited

ACN: 131 758 177

Unaudited Draft Financial Statements

For the Year Ended 30th June 2021

Unaudited Draft Financial Statements

Theta Gold Mines Limited - ACN 131 758 177
Consolidated Statement of Financial Position

		USD'000 30-Jun-21	USD'000 30-Jun-20
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents		200	147
Trade and other receivables	7	180	172
Inventories			-
Other financial assets			
		<u>380</u>	<u>319</u>
Non-current assets held for sale	8	-	-
TOTAL CURRENT ASSETS		<u>380</u>	<u>319</u>
NON-CURRENT ASSETS			
Receivables	7	43	34
Other receivables	9	1,563	1,235
Property, plant and equipment	10	1,099	916
Exploration expenditure	11	15,760	11,379
Other financial assets		525	
Rehabilitation investment funds		-	-
TOTAL NON-CURRENT ASSETS		<u>18,991</u>	<u>13,564</u>
TOTAL ASSETS		<u>19,371</u>	<u>13,883</u>
LIABILITIES			
CURRENT LIABILITIES			
Trade and other payables	12	1,556	1,498
Borrowings	14	7,257	5,775
Share application held in trust			
Provisions	13	257	828
		<u>9,069</u>	<u>8,101</u>
Liabilities - assets classified as held for sale			
TOTAL CURRENT LIABILITIES		<u>9,069</u>	<u>8,101</u>
NON-CURRENT LIABILITIES			
Borrowings	14	84	106
Provisions	13	1,554	1,578
TOTAL NON-CURRENT LIABILITIES		<u>1,638</u>	<u>1,684</u>
TOTAL LIABILITIES		<u>10,707</u>	<u>9,785</u>
NET ASSETS / (LIABILITIES)		<u>8,663</u>	<u>4,098</u>
EQUITY			
Issued capital	15	87,881	81,349
Reserves	17	7,793	5,373
Accumulated losses		(87,011)	(82,624)
Non-controlling interest		0	0
TOTAL EQUITY		<u>8,663</u>	<u>4,098</u>

Theta Gold Mines Limited
ACN 131 758 177
Consolidated Statement of Profit and Loss

	Note	USD'000 30-Jun-21	USD'000 30-Jun-20
Other income	3	154	231
Finance costs	3	(972)	(710)
Exploration expenditure		(1,090)	(841)
Operating expenses	3	(2,534)	(4,170)
Other expenses		52	0
Profit on sale of subsidiary		0	0
		<u>(4,390)</u>	<u>(5,490)</u>
Discontinued operation			
Loss for the period		<u>(4,390)</u>	<u>(5,490)</u>
Other comprehensive income, net of tax			
Exchange difference on translating foreign operations		<u>1,891</u>	<u>(2,287)</u>
Other comprehensive income for the period, net of income tax		<u>1,891</u>	<u>(2,287)</u>
Total comprehensive loss for the period		<u><u>(2,499)</u></u>	<u><u>(7,777)</u></u>
Loss attributed to:			
Equity holders of the parent		(4,390)	(5,490)
Non-controlling interest		0	0
		<u>(4,390)</u>	<u>(5,490)</u>
Total comprehensive income attributable to:			
Equity holders of the parent		(2,499)	(7,777)
Non-controlling interest		0	0
		<u>(2,499)</u>	<u>(7,777)</u>
Loss per share (cent)			
Basic	6	(0.9)	(1.3)
Diluted	6	(0.9)	(1.3)

Unaudited

Theta Gold Mines Limited - ACN 131 758 177
Consolidated Statement of Cashflows

	USD '000 June 2021	USD '000 June 2020
Cash flows from operating activities		
Payments to suppliers and employees	(2,876)	-3,014
Payments for exploration expenditure	(1,090)	-618
Interest received	6	27
Interest paid	(53)	-18
Tax paid	0	-204
Net cash outflow from operating activities	<u>(4,013)</u>	<u>-3,827</u>
Cash flows from investing activities		
Payments of property, plant and equipment	(36)	-715
Payments for exploration expenditure	(2,157)	-1,493
Proceeds from disposal of property, plant and equipment	56	59
Payment of loan	(525)	-40
Net movement in rehabilitation investment	0	-
Net movement in security deposit	0	-
Net cash inflow from investing activities	<u>(2,662)</u>	<u>-2,189</u>
Cash flows from financing activities		
Proceeds from issue of shares and other equity securities	7,244	6,115
Payment of share issue costs	(512)	-384
Proceeds from borrowings	0	62
Repayment of borrowings	(5)	-120
(Decrease) / Increase in finance lease obligation	-	-
Net cash inflow from financing activities	<u>6,727</u>	<u>5,673</u>
Net increase / (decrease) in cash and cash equivalents	53	-343
Cash and cash equivalents at the beginning of period	147	489
Exchange rate adjustments		
Cash at the end of the period	<u>200</u>	<u>146</u>

Theta Gold Mines Limited ACN 131 758 177 Consolidated Statement of Changes in Equity	Issued capital	Equity reserve	Asset revaluation reserve	Option premium reserve	Share based payment reserve	Foreign exchange reserve	Accumulated losses	Attributable to owners of the parent	Non- controlling interest	Total
Balance 1 July 2019 per 2020 annual report	75,629	7,552	30	198	3,214	-3,693	-77,134	5,796	-	5,796
Loss for the period							-5,490	-5,490	-	-5,490
Other comprehensive income						-2,287		-2,287		-2,287
Total comprehensive income						-2,287	-5,490	-7,777	-	-7,777
Reversal of reserve			-30					-30		-30
Recognition of share based payments					389			389		389
Issue of options								-		-
Issue of shares	6,115							6,115		6,115
Cost of shares issues	-395							-395		-395
Balance 30 June 2019	81,349	7,552	-	198	3,603	-5,980	-82,624	4,098	-	4,098
Balance 1 July 2020	81,349	7,552	-	198	3,603	-5,980	-82,624	4,098	-	4,098
Loss for the period							-4,390	-4,390		-4,390
Other comprehensive income						1,891		1,891		1,891
Total comprehensive income						1,891	-4,390	-2,499	-	-2,499
Issue of options					391			391		391
Reversal of asset revaluation reserve								-		-
Recognition of share based payments					141			141		141
Issue of shares	6,853							6,853		6,853
Cost of shares issues	-321							-321		-321
Balance 30 June 2021	87,881	7,552	-	198	4,135	-4,089	-87,014	8,663	-	8,663

Theta Gold Mines Limited - ACN 131 758 177
Year ended 30 June 2021

Note 3	USD'000 Jun-21	USD'000 Jun-20
Profit / loss from operations		
(a) Other income		
Interest income	68	122
Fair value adjustment on convertible note	0	0
Other income	86	109
	<u>154</u>	<u>231</u>
(b) Finance costs		
Loans and bank overdraft	972	710
Finance leases	0	0
Convertible notes	0	0
	<u>972</u>	<u>710</u>
(c) Operating expenses		
Administration expenses	448	455
Consultants expenses and professional costs	1,064	694
Employee and contractor expenses	1,969	1,726
Depreciation	32	31
Share Based Payments	141	389
Impairment of mining asset	0	204
Other operating expenses	-31	1,512
	<u>3,624</u>	<u>5,011</u>
Reclassified as exploration exp	-1,090	-841
	<u>2,534</u>	<u>4,170</u>
(e) Other expenses		
Provision for doubtful debts	0	0
Other expenses	-52	0
	<u>-52</u>	<u>0</u>

Note 4 - KEY MANAGEMENT PERSONNEL COMPENSATION

	2021	2020
	USD	USD
Short-term employee benefits	770,346	818,440
Post-employment benefits	19,373	26,346
Share-based payment	23,551	339,512
	813,271	1,184,298

2021

2021	SHORT-TERM BENEFITS		POST- EMPLOYMENT		SHARE-BASED		Termination	
	Cash and Salary Fees	Annual leave	Pension and Super-annuation	Other	Shares /Units	Options/ Rights	Benefits	Total
	AUD	AUD	AUD	AUD	AUD	AUD	AUD	AUD
Directors								
Bill Guy	233,400	-	-	-	-	11,960	-	245,360
Mr R Thomson	65,435	-	7,240	-	-	-	-	72,675
Mr B R Yang	169,997	-	-	-	-	14,607	-	184,604
Mr. Y. Liu	50,000	-	-	-	-	-	-	50,000
B Tang	45,661	-	4,338	-	-	7,303	-	57,302
F Behnken	50,000	-	-	-	-	(2,472)	-	47,528

Other Key Management Personnel								
Mr. C.H. Lim	150,000	-	14,250	-	-	-	-	164,250
Mr. G. Jenkins	262,516	-	-	-	-	-	-	262,516
Total Key Management Personnel	1,027,009	-	25,828	-	-	31,398	-	1,084,235

2020

2020	SHORT-TERM BENEFITS		POST- EMPLOYMENT		SHARE-BASED		Termination	
	Cash and Salary Fees	Annual leave	Pension and Super-annuation	Other	Shares /Units	Options/ Rights	Benefits	Total
	AUD	AUD	AUD	AUD	AUD	AUD	AUD	AUD
Directors								
Bill Guy	225,000	-	-	-	-	116,789	-	341,789
Mr R Thomson	250,000	11,204	21,003	-	-	27,013	-	309,220
Mr B R Yang	209,996	-	-	-	-	145,530	-	355,526
Mr. Y. Liu	49,999	-	-	-	-	-	-	49,999
B Tang	46,023	-	3,977	-	-	72,765	-	122,765
F Behnken	50,001	-	-	-	-	34,509	-	84,510

Other Key Management Personnel								
Mr. C.H. Lim (Appointed 17 March 2017)	150,000	5,801	14,250	-	-	21,611	-	191,662
Mr. G. Jenkins	210,000	10,640	-	-	-	87,318	-	307,958
Total Key Management Personnel	1,191,019	27,645	39,230	-	-	505,535	-	1,763,429

Theta Gold Mines Limited ACN 131 758 177
Year ended 30 June 2021

Note 5

AUDITOR'S REMUNERATION

	USD Jun-21	USD Jun-20
Audit and review of financial report		
- Ernst & Young, Australia	70,808	64,258
- Ernst & Young, South Africa	43,505	38,952
	<u>114,313</u>	<u>103,210</u>
Taxation services		
- Ernst & Young, South Africa	0	17,087
	<u>0</u>	<u>17,087</u>
Total	<u>114,313</u>	<u>120,297</u>

Theta Gold Mines Limited
Year ended 30 June 2021

Note 7

Trade and other receivables

Current

	USD'000 Jun-21	USD'000 Jun-20
Trade receivables	1	-
Tax receivable	69	84
Other receivables	109	88
	<u>180</u>	<u>172</u>

Non-current

Security deposits	<u>43</u>	<u>34</u>
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Theta Gold Mines Limited ACN 131 758 177
Year ended 30 June 2021

Note 9

	USD'000 Jun-21	USD'000 Jun-20
OTHER RECEIVABLE		
Rehabilitation Investment Fund	<u>1,563</u>	<u>1,235</u>

Theta Gold Mines Limited ACN 131 758 177
Year ended 30 June 2021

Note 10	USD'000 Jun-21	USD'000 Jun-20
Property, plant and equipment		
Land and buildings		
Land and buildings - at cost	476	472
Less accumulated depreciation	-220	-248
	<u>256</u>	<u>224</u>
Plant and machinery		
Plant and machinery - at cost	1,686	1,454
Less accumulated depreciation	-887	-785
	<u>798</u>	<u>669</u>
Motor vehicles & other		
Motor vehicles & other- at cost	173	152
Less accumulated depreciation	-128	-129
	<u>45</u>	<u>23</u>
Total Property, plant and equipment	<u><u>1,099</u></u>	<u><u>916</u></u>
	-	-
Movements:		
<u>Land and buildings</u>		
Opening net book value	224	432
Depreciation	-4	-6
Impairment	-	-155
Disposal	-	-
Land and buildings held for sale	-	-
Exchange rate effect	37	-47
Closing net book value	<u>257</u>	<u>224</u>
<u>Plant and machinery</u>		
Opening net book value	669	74
Additions	-	700
Disposals	-0	-
Impairment	-	-5
Depreciation	-13	-14
Reclassification from development expenditure	-	-
Exchange rate effect	141	-86
Closing net book value	<u>798</u>	<u>669</u>
<u>Motor vehicles</u>		
Opening net book value	23	28
Additions	36	15
Disposals	-4	-
Impairment	-	-4
Depreciation	-15	-10
Exchange rate effect	6	-6
Closing net book value	<u>45</u>	<u>23</u>

NOTE:

Plant and machinery includes a used ball mill which TGME acquired for a price of R5,500,000 (excl transport and installation).

Theta Gold Mines Limited ACN 131 758 177
Year ended 30 June 2021

Note 11	USD'000 Jun-21	USD'000 Jun-20
Exploration expenditure		
Exploration expenditure - at cost	17,759	13,028
Less accumulated amortisation	-1,999	-1,649
	<u>15,760</u>	<u>11,379</u>
Movements:		
Opening net book value	11,379	12,375
Additions	1,849	1,426
Disposals	-	-
Amortisation	-0	-
Impairment	-	-
Reclassification to plant and equipment	-	-
Exchange rate effect	2,532	-2,422
Closing net book value	<u>15,760</u>	<u>11,379</u>

Theta Gold Mines Limited ACN 131 758 177
Year ended 30 June 2021

Note 12	USD'000 Jun-21	USD'000 Jun-20
Trade and other payables		
Current		
Trade payables	488	927
Employee benefits	-	-
Accrued expenses	1,068	571
	<u>1,556</u>	<u>1,498</u>

Theta Gold Mines Limited ACN 131 758 177
Year ended 30 June 2021

Note 13	USD'000 Jun-21	USD'000 Jun-20
Provisions		
Current		
Provision for employee benefits	175	143
Provision for audit fees	-668	64
Provision for tax	-	-
Provision for tax penalty	751	621
	<u>257</u>	<u>828</u>
Non-current		
Rehabilitation provision		
Balance at beginning of year	1,578	1,688
Changes in estimate during the year	-337	223
Exchange rate effect	314	-333
	<u>1,554</u>	<u>1,578</u>

Theta Gold Mines Limited ACN 131 758 177
Year ended 30 June 2021

Note 14	USD'000 Jun-21	USD'000 Jun-20
Borrowings		
Current		
<u>Secured</u>		
Convertible security - at fair value through profit and loss	-	-
Bank overdraft	-	-
Vendor finance	80	62
Finance lease	-	-
	<u>80</u>	<u>62</u>
<u>Unsecured</u>		
Loan - related party	7,064	5,610
Loan - unrelated party	113	103
Convertible note	-	-
Other	-	-
	<u>7,177</u>	<u>5,713</u>
Total current borrowings	<u>7,257</u>	<u>5,775</u>
	-	-
Non-Current		
<u>Secured</u>		
Vendor finance	84	106
Total non-current borrowings	<u>84</u>	<u>106</u>
<u>Unsecured</u>		
Loan - related party	-	-
Convertible note	-	-
	<u>-</u>	<u>-</u>
Total non-current borrowings	<u>84</u>	<u>106</u>
	-	-
Total borrowings	<u>7,340</u>	<u>5,881</u>