

18 November 2022

ASX ANNOUNCEMENT (ASX:TGM)

THETA'S SPP CLOSING DATE REMINDER (DIRECTOR'S INTENTION TO PARTICIPATE)

Theta Gold Mines Limited (ACN 131 758 177) (**Theta Gold** or **the Company**) reminds shareholders that the closing date of its current Share Purchase Plan (SPP) is 5.00 pm (AEDT) on Tuesday, 29 November 2022. **There will be no extension to the closing date**.

The SPP gives eligible shareholders the opportunity to acquire shares at the same price, (7 cents per share) as the Company's recent share Placement.

A majority of Theta's Directors have indicated they intend to take up their maximum SPP entitlement of A\$30,000 worth of shares or participate in any shortfall.

Eligible shareholders who were on the register at Record Date of 26 October 2022, who wish to take up their SPP entitlement may clink on a link made available on the Theta Gold SPP Portal page found at https://spp.thetagoldmines.com/.

The full terms and conditions of the SPP are included in the SPP Offer Document announced to the ASX on 9 November 2022.

Indicative Timetable

Record Date for Share Purchase Plan	Wednesday, 26 October 2022
Announce Share Purchase Plan and placement	Thursday, 27 October 2022
Dispatch Share Purchase Plan Offer Document to Eligible Shareholders and release Offer Letter on the ASX platform Opening date for Share Purchase Plan	Wednesday, 9 November 2022
Closing date for Share Purchase Plan	Tuesday, 29 November 2022
Announcement of result of Share Purchase Plan	Tuesday, 6 December 2022
Issue of new Shares under the Share Purchase Plan	Tuesday, 6 December 2022

Theta Gold Mines' Interactive Investor Hub

If you have any questions about the SPP, or any past announcements regarding the Company or its current TGME Gold Project, you can ask us directly through our Investor Hub below.

View videos on important announcements and more on our Investor Hub here at

http://investors.thetagoldmines.com.

How to Apply

If you require further information on how to apply or complete the Application Form you may also contact Boardroom Share Registry on 1300 737 760 (within Australia) or +61 2 9290 9600 (outside Australia) between 8.30 am and 5.30 pm (AEDT), Monday to Friday or Theta Gold

directly on 02 8046 7584 or email brenth@thetagoldmines.com.

You may also visit the Company's SPP Portal which sets out further instructions on how to

apply at https://spp.thetagoldmines.com/.

This announcement was authorised for release by Mr Bill Guy, Chairman.

Investor Relations and Social Media:

Australia: Ben Jarvis, Six Degrees Investor Relations: +61 (0) 413 150 448

Webpage: www.thetagoldmines.com

Interactive Investor Hub: http://investors.thetagoldmines.com



https://twitter.com/ThetaGoldMines

https://www.linkedin.com/company/thetagoldmines/

ABOUT THETA GOLD MINES LIMITED

Theta Gold Mines Limited (ASX: TGM | OTCQB: TGMGF) 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 Theta Open Pit oxide gold ore. Nearby surface and underground mines and prospects are expected to be further evaluated in the future.

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. The South African Mining Charter requires a minimum of 26% meaningful economic participation by the historically disadvantaged South Africans ("HDSAs"). 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.

