



Announcement Summary

Entity name

THETA GOLD MINES LIMITED

Date of this announcement

Monday January 16, 2023

The +securities the subject of this notification are: +Other securities issued under an +employee incentive scheme that are not intended to be quoted on ASX**Total number of +securities to be issued/transferred**

ASX +security code	Security description	Total number of +securities to be issued/transferred	Issue date
TGMAP	PERFORMANCE RIGHTS	17,550,000	29/12/2022
New class - code to be confirmed	Options Expiring 30 September 2025, Exercise Price \$0.12	9,150,000	29/12/2022
New class - code to be confirmed	Options Expiring 30 September 2027, Exercise Price \$0.17	2,650,000	29/12/2022
New class - code to be confirmed	Options Expiring on 30 September 2027, Exercise Price \$0.25	300,000	29/12/2022

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 notice of the issue, conversion or payment up of the following unquoted +securities.

1.2 Registered number type

ABN

Registration number

30131758177

1.3 ASX issuer code

TGM

1.4 The announcement is

New announcement

1.5 Date of this announcement

16/1/2023



Part 2 - Issue details

2.1 The +securities the subject of this notification are:

+Other securities issued under an +employee incentive scheme that are not intended to be quoted on ASX

2.2a This notification is given in relation to an issue of +securities in a class which is not quoted on ASX and which:

has an existing ASX security code ("existing class")

does not have an existing ASX security code ("new class")



Part 3B - number and type of +securities the subject of this notification (existing class) where issue has not previously been notified to ASX in an Appendix 3B

ASX +security code and description

TGMAP : PERFORMANCE RIGHTS

Date the +securities the subject of this notification were issued

29/12/2022

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

Yes

Were any of the +securities issued to +key management personnel (KMP) or an +associate?

Yes

Provide details of the KMP or +associates being issued +securities.

Name of KMP	Name of registered holder	Number of +securities
Mr Bill Richie Yang	Mr Bill Richie Yang	5,250,000
Mr Charles William Guy	Mr Charles William Guy	5,250,000
Mr Guyang (Brett) Tang	Mr Guyang (Brett) Tang	500,000
Mr Byron Dumpleton	Mr Byron Dumpleton	3,650,000
Mr Jacques Frans Du Triou	Mr Jacques Frans Du Triou	2,400,000
Mr Brent Hofman	Mr Brent Hofman	500,000

Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms

The following Performance Rights have been issued pursuant to to shareholder approval granted at the AGM held on 30 November 2022. A general summary of the terms of the Performance Rights is set out in the Company's 2022 Notice of Annual General Meeting available at URL: <https://investors.thetagoldmines.com/4208963>

Any other information the entity wishes to provide about the +securities the subject of this notification



Issue details

Number of +securities

17,550,000



Part 3C - number and type of +securities the subject of this notification (new class) where issue has not previously been notified to ASX in an Appendix 3B

ASX +security code

New class - code to be confirmed

+Security description

Options Expiring 30 September 2025, Exercise Price \$0.12

+Security type

Options

ISIN code

Date the +securities the subject of this notification were issued

29/12/2022

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

Yes

Were any of the +securities issued to +key management personnel (KMP) or an +associate?

Yes

Provide details of the KMP or +associates being issued +securities.

Name of KMP	Name of registered holder	Number of +securities
Mr Bill Richie Yang	Mr Bill Richie Yang	2,300,000
Mr Charles William Guy	Mr Charles William Guy	2,300,000
Mr Guyang (Brett) Tang	Mr Guyang (Brett) Tang	500,000
Mr Byron Dumpleton	Mr Byron Dumpleton	1,600,000
Mr Jacques Frans Du Triou	Mr Jacques Frans Du Triou	1,600,000
Mr Brent Hofman	Mr Brent Hofman	850,000

Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?

No

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.



Options Details

+Security currency	Exercise price	Expiry date
AUD - Australian Dollar	AUD 0.12000000	30/9/2025

Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option

Other

Description

Fully Paid Ordinary Shares

Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms

The following Unlisted Options have been issued pursuant to shareholder approval granted at an AGM held on 30 November 2022. A general summary of the terms of the Unlisted Options is set out in the Company's 2022 Notice of Annual General Meeting available at URL: <https://investors.thetagoldmines.com/4208963>

Any other information the entity wishes to provide about the +securities the subject of this notification

Issue details

Number of +securities

9,150,000

ASX +security code

New class - code to be confirmed

+Security description

Options Expiring 30 September 2027, Exercise Price \$0.17

+Security type

Options

ISIN code**Date the +securities the subject of this notification were issued**

29/12/2022

Will all the +securities issued in this class rank equally in all respects from their issue date? Yes**Were any of the +securities issued to +key management personnel (KMP) or an +associate?** Yes

**Provide details of the KMP or +associates being issued +securities.**

Name of KMP	Name of registered holder	Number of +securities
Mr Bill Richie Yang	Mr Bill Richie Yang	300,000
Mr Charles William Guy	Mr Charles William Guy	300,000
Mr Guyang (Brett) Tang	Mr Guyang (Brett) Tang	300,000
Mr Byron Dumpleton	Mr Byron Dumpleton	800,000
Mr Jacques Frans Du Triou	Mr Jacques Frans Du Triou	700,000
Mr Brent Hofman	Mr Brent Hofman	250,000

Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1?

No

Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.

Options Details

+Security currency	Exercise price	Expiry date
AUD - Australian Dollar	AUD 0.17000000	30/9/2027

Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option

Other

Description

Fully Paid Ordinary Shares

Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms

The following Unlisted Options have been issued pursuant to approval granted by shareholders as an AGM held on 30 November 2022. A general summary of the terms of the Unlisted Options is set out in the Company's 2022 Notice of Annual General Meeting available at URL: <https://investors.thetagoldmines.com/4208963>

Any other information the entity wishes to provide about the +securities the subject of this notification



Issue details

Number of +securities

2,650,000

ASX +security code

New class - code to be confirmed

+Security description

Options Expiring on 30 September 2027, Exercise Price \$0.25

+Security type

Options

ISIN code**Date the +securities the subject of this notification were issued**

29/12/2022

Will all the +securities issued in this class rank equally in all respects from their issue date? Yes**Were any of the +securities issued to +key management personnel (KMP) or an +associate?** Yes**Provide details of the KMP or +associates being issued +securities.**

Name of KMP	Name of registered holder	Number of +securities
Mr Guyang (Brett) Tang	Mr Guyang (Brett) Tang	300,000

Have you received confirmation from ASX that the terms of the +securities are appropriate and equitable under listing rule 6.1? No**Please provide a URL link for a document lodged with ASX setting out the material terms of the +securities being issued.**

Options Details

+Security currency	Exercise price	Expiry date
AUD - Australian Dollar	AUD 0.25000000	30/9/2027



Details of the existing class of +security that will be issued upon exercise or conversion of this new class of company option

Other

Description

Fully Paid Ordinary Shares

Please provide a URL link for a document lodged with ASX detailing the terms of the +employee incentive scheme or a summary of the terms

The following Unlisted Options have been issued pursuant to approval granted by shareholders as an AGM held on 30 November 2022. A general summary of the terms of the Unlisted Options is set out in the Company's 2022 Notice of Annual General Meeting available at URL: <https://investors.thetagoldmines.com/4208963>

Any other information the entity wishes to provide about the +securities the subject of this notification

Issue details

Number of +securities

300,000



Part 4 - +Securities on issue

Following the issue, conversion or payment up of the +securities the subject of this application, the +securities of the entity will comprise:
(A discrepancy in these figures compared to your own may be due to a matter of timing if there is more than one application for quotation/issuance currently with ASX for processing.)

4.1 Quoted +Securities (Total number of each +class of +securities quoted)

ASX +security code and description	Total number of +securities on issue
TGM : ORDINARY FULLY PAID	619,009,073

4.2 Unquoted +Securities (Total number of each +class of +securities issued but not quoted on ASX)

ASX +security code and description	Total number of +securities on issue
TGMAAE : OPTION EXPIRING 31-DEC-2023 EX \$0.12	20,000,000
TGMAAA : OPTION EXPIRING 31-JUL-2023 EX \$0.275	7,500,000
TGMAAB : OPTION EXPIRING 30-SEP-2023 EX \$0.40	18,571,433
TGMAP : PERFORMANCE RIGHTS	25,170,000
TGMAD : OPTION EXPIRING 31-DEC-2025 EX \$0.50	1,900,000
TGMAAD : OPTION EXPIRING 16-JAN-2024 EX \$0.17	15,000,000
TGMAZ : 20% BEARER BOND NOTE 2021/2023	6,000,000
TGMAA : OPTION EXPIRING 30-SEP-2025 EX \$0.40	1,200,000
TGMAB : OPTION EXPIRING 30-SEP-2025 EX \$0.50	240,000
New class - code to be confirmed : Options Expiring 30 September 2025, Exercise Price \$0.12	9,150,000
New class - code to be confirmed : Options Expiring 30 September 2027, Exercise Price \$0.17	2,650,000
New class - code to be confirmed : Options Expiring on 30 September 2027, Exercise Price \$0.25	300,000



Part 5 - Other Listing Rule requirements

5.1 Were the +securities issued under an exception in Listing Rule 7.2 and therefore the issue did not need any security holder approval under Listing Rule 7.1?

No

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

Yes

5.2a Date of meeting or proposed meeting to approve the issue under listing rule 7.1

30/11/2022