



3 July 2025

Australian Securities Exchange
Level 40, Central Park
152-158 St George Terrace
PERTH WA 6000

NOTICE UNDER SECTION 708A(5)(e) OF THE CORPORATIONS ACT

Theta Gold Mines Limited (the **Company**) has issued a total of 51,956,509 new fully paid Ordinary Shares in the capital of the Company (**Shares**) along with 23,668,639 free attaching unlisted options as follows:

- 47,337,278 fully paid Ordinary Shares (Placement Shares) were issued as part of a Private Placement to raise US\$4 million in capital for the Company along with 23,668,639 free attaching options (Placement Options). New Placement Shares and Options were issued to an existing institutional investor as announced on 30 June 2025;
- In addition, the Company issued 1,869,231 Ordinary Shares to consultants (Consultant Shares) in lieu of cash payment of fees as announced on 30 June 2025; and
- On 3 July 2025, the Company announced it had issued 2,750,000 fully paid Ordinary Shares upon the exercise of 2,750,000 Performance Rights.

Appendix 2A's and have been released today with respect to the new Shares issued along with an Appendix 3G relating to the issue of unquoted free attaching Options.

The Company gives notice pursuant to section 708A(5)(e) of the *Corporations Act 2001* (Cth) (**Act**) that:

- i. the Company issued the Shares without disclosure under Part 6D.2 of the Act;
- ii. as at the date of this notice, the Company has complied with:
 - a. the provisions of Chapter 2M of the Act as they apply to the Company, and
 - b. section 674 and section 674A of the Act; and
- iii. as at the date of this notice, there is no information to be disclosed which is excluded information (as defined in section 708A(7) of the Act) that is reasonable for investors and their professional advisers to expect to find in a disclosure document.

This announcement was authorised for release by Theta's Board.

For further information please contact:

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