

Form 605

Corporations Act 2001

Section 671B

Notice of ceasing to be a substantial holder

To Company Name/Scheme

Theta Gold Mines Limited

ACN/ARSN

131 758 177

1. Details of substantial holder (1)

Name

2invest AG, Heidelberg, Germany
DELPHI Unternehmensberatung Aktiengesellschaft, Heidelberg, Germany
Hansjoerg Plaggemars, Stuttgart, Germany

ACN/ARSN (if applicable)

The holder ceased to be a substantial holder on 03 / 07 / 2025

The previous notice was given to the company on 29 / 12 / 2023

The previous notice was dated 29 / 12 / 2023

2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
27/12/2023	2invest AG	On-market sales	\$0.1200 per share	ordinary shares, 8,833,333	51,076
29/12/2023	2invest AG	On-market sales	\$0.1200 per share	ordinary shares, 28,000	28,000
03/01/2024	2invest AG	On-market sales	\$0.1200 per share	ordinary shares, 23,111	23,111
04/01/2024	2invest AG	On-market sales	\$0.1200 per share	ordinary shares, 51,111	51,111
05/01/2024	2invest AG	On-market sales	\$0.1200 per share	ordinary shares, 69,545	69,545
12/03/2024	2invest AG	On-market sales	\$0.1300 per share	ordinary shares, 700,000	700,000
14/03/2024	2invest AG	On-market sales	\$0.1205 per share	ordinary shares, 317,190	317,190
04/07/2024	2invest AG	On-market sales	\$0.1748 per share	ordinary shares, 126,115	126,115
05/07/2024	2invest AG	On-market sales	\$0.1700 per share	ordinary shares, 100,000	100,000
08/07/2024	2invest AG	On-market sales	\$0.1700 per share	ordinary shares, 34,919	34,919
09/07/2024	2invest AG	On-market sales	\$0.1750 per share	ordinary shares, 10,606	10,606
10/07/2024	2invest AG	On-market sales	\$0.1750 per share	ordinary shares, 5,081	5,081

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 4 of the form.
- (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001. (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (5) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.