



01 February 2024

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**) issued a total of 4,464,831 fully paid Ordinary Shares in the capital of the Company (**Shares**) to Convertible Loan Holders, Deutsche Balaton AG, Golden Asia Investment Group Ltd ("GAIG"), and Aus Agriculture Pty Ltd ("AAPL") on 31 January 2024 at the price of \$0.107 (10.7 cents per share).

The shares were issued upon the conversion of outstanding interest accrued on the Convertible Loans to ordinary shares in the Company.

An Appendix 2A has been released to ASX dated 01 February 2024 with respect to the new Shares issued.

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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