



Announcement Summary

Entity name

THETA GOLD MINES LIMITED

Date of this announcement

Friday November 10, 2023

The +securities the subject of this notification are:

☒ Other

Total number of +securities to be issued/transferred

ASX +security code	Security description	Total number of +securities to be issued/transferred	Issue date
New class - code to be confirmed	Unlisted Options, Expiry Date of 7 May 2024, Exercise Price of \$0.135.	1,000,000	09/11/2023

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

10/11/2023



Part 2 - Issue details

2.1 The +securities the subject of this notification are:

☒ Other

Please specify

Notification of 1,000,000 Unlisted Options

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

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



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

New +securities**ASX +security code**

New class - code to be confirmed

+Security description

Unlisted Options, Expiry Date of 7 May 2024, Exercise Price of \$0.135.

+Security type

Options

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

9/11/2023

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

☒ Yes

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

☒ Yes

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

<https://announcements.asx.com.au/asxpdf/20230403/pdf/45n9tj68r3t0d3.pdf>

Options Details

+Security currency

AUD - Australian Dollar

Exercise price

AUD 0.13500000

Expiry date

7/5/2024

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

Other

Description

Notification of 1,000,000 Unlisted Options

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

1,000,000 Unlisted Options issued at \$0.135 representing the 'at-market' closing price on Tuesday, 31 October 2023, pursuant to Clause 2 of Options Term Schedule annexed to ASX Announcement dated, 3 April 2023. Options have an expiry date of 7 May 2024. (180 days from issue date)

Please provide any further information needed to understand the circumstances in which you are notifying the



issue of these +securities to ASX, including why the issue of the +securities has not been previously announced to the market in an Appendix 3B

N/A

Issue details

Number of +securities

1,000,000

Were the +securities issued for a cash consideration?

☒ No

Please describe the consideration being provided for the +securities

1,000,000 Options issued to 2Invest AG as consideration pursuant to an Agreement to issue options, each and every month interest due on the Bond has not been paid which was due 31 January 2023.

Purpose of the issue

Other

Additional Details

The purpose of the issue of Options is consideration for delayed payment of interest due on Bond.





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	705,075,007

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
TGMAO : OPTION EXPIRING 31-MAR-2025 EX \$0.12	30,000,000
TGMAAM : OPTION EXPIRING 06-MAR-2024 EX \$0.14	1,000,000
TGMAAL : OPTION EXPIRING 30-DEC-2023 EX \$0.066	1,000,000
TGMAAE : OPTION EXPIRING 31-DEC-2023 EX \$0.12	20,000,000
TGMAAF : OPTION EXPIRING 30-SEP-2025 EX \$0.12	9,150,000
TGMAAG : OPTION EXPIRING 30-SEP-2027 EX \$0.17	2,650,000
TGMAAH : OPTION EXPIRING 30-SEP-2027 EX \$0.25	300,000
TGMAAN : OPTION EXPIRING 31-MAR-2024 EX \$0.125	1,000,000
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
TGMAAK : OPTION EXPIRING 29-NOV-2023 EX \$0.068	1,000,000
New class - code to be confirmed : Unlisted Options, Expiry Date of 7 May 2024, Exercise Price of \$0.135.	1,000,000



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?

☒ No

5.2b Are any of the +securities being issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

☒ Yes

5.2b.1 How many +securities are being issued without +security holder approval using the entity's 15% placement capacity under listing rule 7.1?

1,000,000 Unlisted Options

5.2c Are any of the +securities being issued without +security holder approval using the entity's additional 10% placement capacity under listing rule 7.1A (if applicable)?

☒ No