25 November 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 ACN 131 758 177 (the ***Company***) has today issued new fully paid ordinary Shares in the capital of the Company (**Shares**) and Unlisted Options as follows:

- Following the completion of the Share Purchase Plan (**SPP**) the company today announced that it had issued 571,425 fully paid ordinary shares (**SPP Shares**) on 24 November 2025 to eligible participants in the SPP at the issue price of A$0.21 cents (21 cents) per share, raising A$120,000 (before costs); and

- Following the granting of shareholder approval at a general meeting held on 24 November 2025 the Company has also issued a total of 30,000,000 unlisted options (**undertaking options**) to Golden Asian Investment Group Limited and High Gift Investment Limited on a pro-rate basis in three tranches of 10,000,000 per tranche, at an exercise price of $0.20 for Tranche One, $0.25 for Tranche Two and $0.30 for Tranche Three, with an expiry date of 25 May 2027.

An Appendix 2A and 3G were released today with respect to the new Shares and Unlisted 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 and Unlisted Options without disclosure under Part 6D.2 of the Act;
ii. this notice is being given under section 708A(5)(e) of the Act;
iii. 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
iv. as at the date of this notice, there is no information to be disclosed which is excluded information (as defined in section 708A(7) and 708A(8) of the Act).

-End-

This announcement was authorised for release by the Company's Board.

For further information please contact:

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