FORM 605

Notice of ceasing to be a substantial holder

Corporations Act 2001, section 671B

To Company	THETA GOLD MINES LIMITED
ACN	131 758 177

1. Details of substantial holder

Name	ZENITH (HK) HOLDING LIMITED
ACN/ARSN/APFRN	N/A - foreign company
Ceased to be a substantial holder on	28 July 2025
Previous notice given to company on	29 September 2026 (catch-up Form 604 submitted with this Form 605)
Previous notice dated	29 September 2026

2. Changes in relevant interests

Date	Person	Nature of change	Consideration	Class/number affected	Votes affected
28 July 2025	Zenith (HK) Holding Limited	Passive dilution following issue of 4,539,000 additional TGM ordinary shares; no disposal or transfer by Zenith	Nil	Zenith continued to hold 46,645,701 ordinary fully paid shares	Voting power reduced from approximately 5.0230% to 4.9986%

Calculation: Zenith held 46,645,701 / 928,635,135 = 5.0230% on 3 July 2025. After issue of 4,539,000 additional ordinary shares on 28 July 2025, total voting shares increased to approximately 933,174,135 and Zenith's voting power became 4.9986%.

3. Changes in association

None.

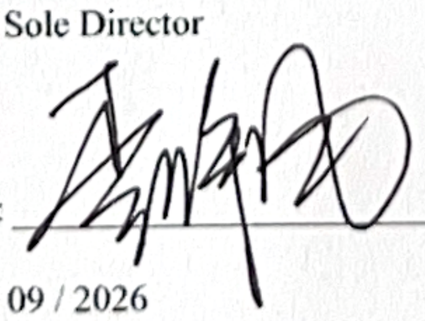
4. Addresses

UNIT 717, 7/F., PENINSULA CENTRE, 67 MODY ROAD, TSIM SHA TSUI, KOWLOON, HONG KONG

Signature

Print name: LI, JINGFENG

Capacity: Sole Director

Signature: 

Date: 30 / 09 / 2026

ANNEXURE A

Historical Passive Dilution Schedule - Zenith (HK) Holding Limited

Zenith's holding remained unchanged at 46,645,701 TGM ordinary fully paid shares. The reduction in voting power resulted solely from increases in TGM's issued ordinary share capital.

Date	TGM ordinary shares on issue	Zenith shares	Voting power	Comment
20 Sep 2019	410,039,918	46,645,701	11.3759%	TGM shareholder information: Zenith 46,645,701 shares; notice dated 31 May 2019 showed 12.23%
23 Sep 2020	458,919,457	46,645,701	10.1642%	Actual percentage on issued shares; TGM continued to show 10.68% as disclosed substantial-holder percentage
21 Oct 2021	525,432,336	46,645,701	8.8776%	Passive dilution
11 Mar 2022	537,877,337	46,645,701	8.6722%	Passive dilution
15 Sep 2022	586,802,952	46,645,701	7.9491%	TGM shareholder information reported Zenith at 7.95%
15 Sep 2023	700,075,007	46,645,701	6.6630%	TGM top-20 data reported 6.663%
2024 public capital point	711,539,838	46,645,701	6.5556%	TGM 2024 annual report reported 6.556%
3 Jul 2025	928,635,135	46,645,701	5.0230%	Still above 5%; verified in TGM Appendix 2A
28 Jul 2025	933,174,135	46,645,701	4.9986%	Below 5%; working cessation point based on 4,539,000 new shares
19 Sep 2025	935,924,135	46,645,701	4.9839%	TGM shareholder information reported 4.98%

28 July 2025 calculation: 46,645,701 / 933,174,135 x 100 = 4.9986%.

Historical-notice note: TGM's December 2021 Bidder's Statement records Zenith's disclosed voting power as 10.68% based on notices lodged with TGM and ASX. The precise date of this last Zenith notice is not located. The annexure calculations above use public issued-share counts and do not assume that the stale 10.68% disclosed percentage represented actual contemporaneous voting power.

Annexure certification:

Signature: _____

Name: LI, JINGFENG

Capacity: Sole Director

Date: 30 / 09 / 2026