Announcement Summary

Entity name

THETA GOLD MINES LIMITED

Announcement Type

New announcement

Date of this announcement

Wednesday September 23, 2026

The +securities to be quoted are:

+Securities issued, transferred or re-classified as a result of options being exercised or other +convertible securities being converted

Total number of +securities to be quoted

ASX +security code	Security description	Number of +securities to be quoted	Issue date
TGM	ORDINARY FULLY PAID	38,968,769	22/09/2026

Refer to next page for full details of the announcement

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Part 1 - Entity and announcement details

1.1 Name of entity

THETA GOLD MINES LIMITED

We (the entity named above) apply for +quotation of the following +securities and agree to the matters set out in Appendix 2A of the ASX Listing Rules.

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

23/9/2026

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Part 2 - Type of Issue

2.1 The +securities to be quoted are:
+Securities issued, transferred or re-classified as a result of options being exercised or other +convertible securities being converted

2.2 The +class of +securities to be quoted is:
Additional +securities in a class that is already quoted on ASX ("existing class")

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Part 3B - number and type of +securities to be quoted (existing class) where issue has not previously been notified to ASX in an Appendix 3B

Existing +securities converting into additional +securities in an existing class

FROM (Existing Class)
ASX +security code and description

TGMAAZ : OPTION EXPIRING 17-SEP-2026 EX $0.13

TO (Existing Class)
ASX +security code and description

TGM : ORDINARY FULLY PAID

Please state the number of options that were exercised or other +convertible securities that were converted	The first date the options were exercised or other +convertible securities were converted	The last date the options were exercised or other +convertible securities were converted
34,568,769	17/9/2026	17/9/2026

Is this all of the options or other +convertible securities on issue of that type (ie have all of those options now been exercised or have all of those convertible securities now been converted)?
Yes

The right of the holder of the options or other +convertible securities to receive the +underlying securities is being satisfied by:
An issue of new +securities

The underlying +securities being received by the holder are:
Intended to be, but are not yet, quoted by ASX

Were the options being exercised or other +convertible securities being converted issued under an +employee incentive scheme?
No

Issue date

22/9/2026

Will the +securities to be quoted rank equally in all respects from their issue date with the existing issued +securities in that class?
Yes

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Issue details

Number of +securities to be quoted

34,568,769

Are the +securities being issued for a cash consideration?

Yes

In what currency is the cash consideration being paid?	What is the issue price per +security?
AUD - Australian Dollar	AUD 0.17220000

Any other information the entity wishes to provide about the +securities to be quoted

Shares are issued following the exercise of 34,568,769 unlisted options as referred to in ASX announcement dated 16 September 2024.

Existing +securities converting into additional +securities in an existing class

FROM (Existing Class)
ASX +security code and description

TGMAP : PERFORMANCE RIGHTS

TO (Existing Class)
ASX +security code and description

TGM : ORDINARY FULLY PAID

Please state the number of options that were exercised or other +convertible securities that were converted	The first date the options were exercised or other +convertible securities were converted	The last date the options were exercised or other +convertible securities were converted
4,400,000	18/9/2026	18/9/2026

Is this all of the options or other +convertible securities on issue of that type (ie have all of those options now been exercised or have all of those convertible securities now been converted)?

No

The right of the holder of the options or other +convertible securities to receive the +underlying securities is being satisfied by:

An issue of new +securities

The underlying +securities being received by the holder are:

Intended to be, but are not yet, quoted by ASX

Were the options being exercised or other +convertible securities being converted issued under an +employee incentive scheme?

Yes

Are any of the options being exercised or other +convertible securities being converted held by +key management personnel (KMP) or an +associate?

Yes

Provide details of the KMP or +associates who are exercising options or converting convertible securities

Name of KMP	Name of registered holder	Number of options being exercised or other +convertible securities being converted
Mr Bill Richie Yang	VS Capital Group Limited	1,000,000
Mr Charles William Guy	Mineral Rock Pty Ltd	1,000,000

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Mr Guyang (Brett) Tang	Mr Guyang (Brett) Tang	1,000,000
Mr Byron Dumpleton	Mr Byron Dumpleton	250,000
Mr Hansjoerg Plaggemars	KiCo Invest GmbH	1,000,000
Mr Brent Hofman	Mr Brent Hofman	150,000

Issue date

22/9/2026

Will the +securities to be quoted rank equally in all respects from their issue date with the existing issued +securities in that class?

Yes

Issue details

Number of +securities to be quoted

4,400,000

Are the +securities being issued for a cash consideration?

No

Please describe the consideration being provided for the +securities

Performance under a contract of employment

Please provide an estimate (in AUD) of the value of the consideration being provided per +security for the +securities to be quoted

0.150000

Any other information the entity wishes to provide about the +securities to be quoted

Performance Rights are issued following the companies announcement on 18 September 2026 that vesting condition being the 'completion of funding' of the TGME Gold Mine Project had been satisfied

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Part 4 - Issued capital following quotation

Following the quotation of the +securities the subject of this application, the issued capital of the entity will comprise:

The figures in parts 4.1 and 4.2 below are automatically generated and may not reflect the entity's current issued capital if other Appendix 2A, Appendix 3G or Appendix 3H forms are currently with ASX for processing.

4.1 Quoted +securities (total number of each +class of +securities quoted on ASX following the +quotation of the +securities subject of this application)

ASX +security code and description	Total number of +securities on issue
TGM : ORDINARY FULLY PAID	1,376,105,106
TGMO : OPTION EXPIRING 01-JUN-2027	24,249,647

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
TGMAB : OPTION EXPIRING 03-AUG-2027 EX $0.32	10,000,000
TGMAAZ : OPTION EXPIRING 17-SEP-2026 EX $0.13	0
TGMAAS : OPTION EXPIRING 30-SEP-2027 EX $0.17	900,000
TGMAAR : OPTION EXPIRING 30-SEP-2027 EX $0.12	4,550,000
TGMABC : OPTION EXPIRING 03-JUL-2027 VARIOUS PRICES	23,668,639
TGMABB : OPTION EXPIRING 31-OCT-2026 EX $0.13	12,638,443
TGMAAG : OPTION EXPIRING 30-SEP-2027 EX $0.17	2,650,000
TGMAAH : OPTION EXPIRING 30-SEP-2027 EX $0.25	300,000
TGMAH : OPTION EXPIRING 10-OCT-2027 EX $0.155	48,444,626
TGMAG : OPTION EXPIRING 30-SEP-2029 EX $0.25	1,400,000
TGMAP : PERFORMANCE RIGHTS	28,500,000
TGMAD : OPTION EXPIRING 30-SEP-2028 EX $0.12	3,000,000
TGMAE : OPTION EXPIRING 30-SEP-2028 EX $0.15	29,050,000

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TGMAF : OPTION EXPIRING 30-SEP-2029 EX $0.17	3,550,000
TGMABD : OPTION EXPIRING 25-MAY-2027 EX $0.20	10,000,000
TGMABE : OPTION EXPIRING 25-MAY-2027 EX $0.25	10,000,000
TGMABF : OPTION EXPIRING 25-MAY-2027 EX $0.30	10,000,000

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