

13 February 2026

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 66,184,225 new fully paid ordinary Shares in the capital of the Company (**Shares**) and granted 27,808,499 Unlisted Options as follows:

- Following the completion of the Tranche Three Cornerstone Investment the Company issued 56,469,404 (**Tranche Three Shares**) along with 9,714,821 new shares to a Director, Mr Brett Tang via his entity NC New Energy Limited (**Director Shares**) at the issue price of A\$0.155 cents (15.5 cents) per share, raising US\$7 million, (A\$10.3 million) (before costs); and
- Granted 23,726,641 attaching unlisted options (**Tranche Three Options**) to Tranche Three Cornerstone Investors along with 4,081,858 unlisted options (**Director Options**) to Director, Mr Brett Tang via his entity NC New Energy Limited. The Tranche Three Options and Director Options each have an exercise price equal to the higher of (i) 80% of the 10-day VWAP for shares traded on ASX in the 10 trading days immediately preceding to exercise of the option or (ii) A\$0.155 cents and have an expiry date of 10 October 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:**

Brent Hofman,  
Company Secretary

**Theta Gold Mines Limited**  
**T: + 61 2 8046 7584**  
**E: [brenth@thetagoldmines.com](mailto:brenth@thetagoldmines.com)**