

FORM 604 - CATCH-UP NOTICE

Notice of change of interests of 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

Date of change

Multiple dates arising from passive dilution - see Annexure A. Catch-up position immediately before cessation below 5%.

Previous notice given to company on

[Lodgement date not yet located; underlying change most likely occurred 30 September 2019]

Previous notice dated

[lodgement date not yet located; underlying change most likely occurred 30 September 2019]

2. Previous and present voting power

Class	Previous votes	Previous voting power	Present votes	Present voting power immediately before cessation
Ordinary fully paid shares	46,645,701	10.68%	46,645,701	5.0230% on 3 Jul 2025

3. Changes in relevant interests

See Annexure A. Zenith's number of TGM shares remained unchanged at 46,645,701. The reduction in voting power resulted solely from successive issues of additional TGM ordinary shares. No disposal or transfer by Zenith. Consideration: Nil.

4. Present relevant interests

Holder of relevant interest

Zenith (HK) Holding Limited

Registered holder

Zenith (HK) Holding Limited

Person entitled to be registered

Zenith (HK) Holding Limited

Nature of relevant interest

Registered / beneficial ownership of issuer-sponsored holding

Class and number

46,645,701 ordinary fully paid shares

Person's votes

46,645,701

5. Changes in association

None.

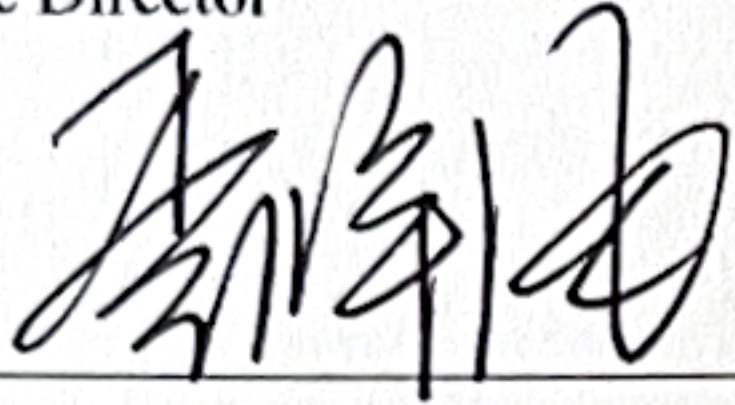
6. Addresses

UNIT 717, 7/F., PENINSULA CENTRE, 67 MODY ROAD, TSIM SHIA 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

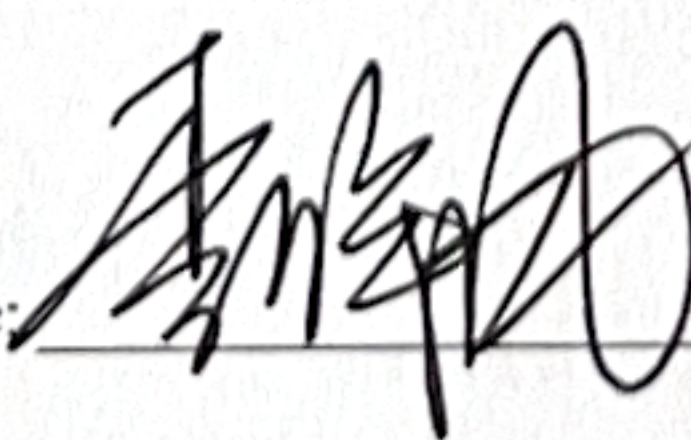
Zenith's holding remained unchanged at 46,645,701 TGM ordinary fully paid shares. The reduction in voting power resulted solely from increases in TGM's issued ordinary share capital.

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: $46,645,701 / 933,174,135 \times 100 = 4.9986\%$.

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