



11 March 2022

ASX ANNOUNCEMENT

TGM OFFER – DISTRIBUTION SCHEDULE AND TOP 20 HOLDERS

Theta Gold Mines Limited (“Theta Gold” or “Company”) (ASX: TGM, TGMO | OTCQB: TGMGF) refers to its recent off-market takeover offer (“Offer”) for all shares in Focus Minerals Limited (“FML”) as at the Register Date under the replacement bidder’s statement dated 4 January 2022 (as supplemented from time to time).

As previously announced, the Offer closed at 7.00pm (AEST) on Wednesday, 2 March 2022.

In accordance with ASX Listing Rule 3.4.1, Theta Gold attaches the following information to this announcement:

- A distribution schedule (per ASX Listing Rule 4.10.7); and
- The names of, and percentages held by, the 20 largest holders (per ASX Listing Rule 4.10.9).

This announcement was authorised for release by Mr Bill Guy, Chairman.

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ABOUT THETA GOLD MINES LIMITED

Theta Gold Mines Limited (ASX: TGM | OTC: TGMGF | FWB: 3LM) is a gold development company that holds a range of prospective gold assets in a world-renowned South African gold mining region. These assets include several surface and near-surface high-grade gold projects which provide cost advantages relative to other gold producers in the region.

Theta Gold's core project is located next to the historical gold mining town of Pilgrim's Rest, in Mpumalanga Province, some 370km northeast of Johannesburg by road or 95km north of Nelspruit (Capital City of Mpumalanga Province). Following small scale production from 2011 – 2015, the Company is currently focussing on the construction of a new gold processing plant within its approved footprint at the TGME plant, and for the processing of the initial ore reserves.

The Company aims to build a solid production platform to over 160kozpa based primarily around shallow, open-pit or adit-entry shallow underground hard rock mining sources. Theta Gold has access to over 43 historical mines and prospect areas that can be accessed and explored, with over 6.7Moz of historical production recorded.

Theta Gold holds 100% issued capital of its South African subsidiary, Theta Gold (SA) Pty Ltd ("TGSA"). TGSA holds a 74% shareholding in both Transvaal Gold Mining Estates Limited ("TGME") and Sabie Mines (Pty) Ltd ("Sabie Mines"). The balance of shareholding is held by Black Economic Empowerment ("BEE") entities as part of the country's ESG initiatives. The BEE shareholding in TGME and Sabie Mines is comprised of a combination of local community trusts, an employee trust and a strategic entrepreneurial partner.



DISCLAIMER

This announcement has been prepared by and issued by Theta Gold Mines Limited to assist in informing interested parties about the Company and should not be considered as an offer or invitation to subscribe for or purchase any securities in the Company or as an inducement to make an offer or invitation with respect to those securities. No agreement to subscribe for securities in the Company will be entered into on the basis of this announcement.

This announcement may contain forward looking statements. Whilst Theta Gold has no reason to believe that any such statements and projections are either false, misleading or incorrect, it does not warrant or guarantee such statements. Nothing contained in this announcement constitutes investment, legal, tax or other advice. This overview of Theta Gold does not purport to be all inclusive or to contain all information which its recipients may require in order to make an informed assessment of the Company's prospects. Before making an investment decision, you should consult your professional adviser, and perform your own analysis prior to making any investment decision. To the maximum extent permitted by law, the Company makes no representation and gives no assurance, guarantee or warranty, express or implied, as to, and take no responsibility and assume no liability for, the authenticity, validity, accuracy, suitability or completeness of, or any errors in or omissions, from any information, statement or opinion contained in this announcement. This announcement contains information, ideas and analysis which are proprietary to Theta Gold.

Analysis of Holdings

Theta Gold Mines Limited

11-03-2022

BoardRoom

Security Classes

Fully Paid Ordinary Shares

Voluntary Escrow Exp 30.09.2021

OTCQB

Holdings Ranges	Holders	Total Units	%
1 - 1,000	228	115,865	0.02
1,001 - 5,000	349	1,130,133	0.21
5,001 - 10,000	169	1,363,032	0.25
10,001 - 100,000	365	13,441,734	2.50
100,001 - 999,999,999	145	521,826,573	97.02
TOTAL	1,256	537,877,337	100.00

Top 20 Holdings

Theta Gold Mines Limited

11-03-2022

Security Classes

Fully Paid Ordinary Shares

OTCQB

Voluntary Escrow Exp 30.09.2021

Holder Name	Securities	%
FINEWAY CREATION LIMITED	67,070,707	12.470%
ZENITH (HK) HOLDING LIMITED	46,645,701	8.672%
CITICORP NOMINEES PTY LIMITED	39,925,663	7.423%
TASMAN FUNDS MANAGEMENT LTD	32,730,995	6.085%
GOLDEN ASIA INVESTMENT GROUP LIMITED	31,127,805	5.787%
MR XINZHOU LI	24,133,334	4.487%
ACUITY CAPITAL INVESTMENT MANAGEMENT PTY LTD <ACUITY CAPITAL HOLDINGS A/C>	24,000,000	4.462%
BNP PARIBAS NOMINEES PTY LTD ACF CLEARSTREAM	23,162,208	4.306%
HIGH GIFT INVESTMENTS LTD	23,015,179	4.279%
HUAZHOU LI	20,000,000	3.718%
BEST WEALTH WINNER LIMITED	19,555,556	3.636%
BNP PARIBAS NOMINEES PTY LTD <IB AU NOMS RETAILCLIENT DRP>	19,423,188	3.611%
BNP PARIBAS NOMS PTY LTD <UOB KH P/L AC UOB KH DRP>	15,224,215	2.830%
2INVEST AG	12,607,144	2.344%
Group - BLOND MILE INTERNATIONAL LTD 904/7 AUSTRALIA AVENUE SYDNEY OLYMPIC PARK NSW 2127	10,066,236	1.871%

Holder Name	Securities	%
QINGLONG FAN	9,200,000	1.710%
RICHLINK CAPITAL PTY LTD	7,554,875	1.405%
MONEX BOOM SECURITIES (HK) LTD <CLIENTS ACCOUNT>	6,074,472	1.129%
KHAN INTERNATIONAL LIMITED	5,569,339	1.035%
MURRAY SA INVESTMENT PTY LTD <MURRAY SA INVESTMENT A/C>	5,296,373	0.985%
TOTALS	442,382,990	82.246%

Total Securities of Top 20 Holdings : 442,382,990

Total Securities: 537,877,337

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