

JUNE - 2016 QUARTERLY REPORT

ATHENA RESOURCES LIMITED

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CONTACTS

Mr Ed Edwards
Executive Director

PROJECTS

Byro:

Iron Ore, Nickel-Copper-PGE's

SECURITIES

217M Shares - AHN

SHAREHOLDERS

Brilliant Glory	19.84%
Mr E Edwards	14.07%
Mr D Webster	4.55%

BYRO IRON PROJECT

CORPORATE

- **Appointment of CEO following Binding Terms Sheet Signed in January 2016 with Brilliant Glory and shareholder approval received for**
 - **Placement of \$1,000,000 received**
 - **Conditional sale Byro Project**

EXPLORATION

- **Mining Lease Application for FE1 Ore Body Submitted and Proceeding Through the Department of Mines**
- **Sample Results Received for the Byro South Project for DTR and Metallurgical Test Work**
- **Further Metallurgical Drilling Completed at Whistlejack, Whitmarsh Find and the Mt Narryer Ore Bodies.**

BYRO MAGNETITE PROJECT (Athena Resources 100%)

Exploration

Mining Lease Applications

The company has submitted to the Department of Mines and Petroleum mining lease application M09/166, within tenement E09/1507. The Mining Lease was recommended on 17 June by the Karratha Office and now sits with the Tenure Section at the Department of Mines and Petroleum. The application will be advertised to the public mid-August.

M09/166 contains the high grade FE1 magnetite ore body including a JORC compliant inferred resource released to the ASX 28 November 2011.

Further work has been undertaken this quarter preparing mining lease applications for

- Mt Narryer Ore Body within E09/1938
- Byro South Ore Body within E09/1781
- Whistlejack Ore Body within E09/1781 and E09/1507

Drilling

Athena was granted PoW approvals for drilling programs within E09/1507, E09/1781, E09/1637 and E09/1938. Time, budget and prioritisation excluded drilling within E09/1637 this season.

Drilling commenced on the 11th of June 2016 and was completed June 30th 2016 in compliance with the PoW approvals and EPA Guidance.

A total of 14 drill holes were completed for a total of 1619.1 meters. Drilling comprised 1588.6 of reverse circulation drilling and 30.5m of Large Diameter PQ diamond tail in one hole, AHRC0089D. Drill samples were obtained to support further geotechnical and metallurgical evaluation. This work is focused on potential operational and processing parameters for the ore variants distributed throughout the ore bodies regarded by Athena Resources as unique in the wider region.

Table 1. 2016 Drill Hole Collar Table

Hole ID	Project	EOH	Easting	Northing	Dip	Azi	Tenement
AHRC0076	Narryer	112	396078mE	7063112mN	-60	115	E09/1938
AHRC0077	Narryer	150	395976mE	7062851mN	-60	115	E09/1938
AHRC0078	Narryer	106	395934mE	7062863mN	-60	115	E09/1938
AHRC0079	Narryer	145	395849mE	7062738mN	-60	115	E09/1938
AHRC0080	Narryer	88	396384mE	7063625mN	-60	115	E09/1938
AHRC0081	Narryer	76	396148mE	7063394mN	-60	115	E09/1938
AHRC0082	Narryer	106	396074mE	7063213mN	-75	115	E09/1938
AHRC0089D	Narryer	90.1	395966mE	7062853mN	-90	0	E09/1938
AHRC0083	Whistlejack	124	417478mE	7104498mN	-60	320	E09/1507
AHRC0084	Whistlejack	154	417384mE	7104454mN	-60	320	E09/1507
AHRC0085	Whistlejack	124	417348mE	7104479mN	-60	320	E09/1507
AHRC0086	Whistlejack	124	417118mE	7104400mN	-60	320	E09/1507
AHRC0087	Whitmarsh Find	132	414629mE	7101912mN	-60	45	E09/1781
AHRC0088	Whitmarsh Find	88	414895mE	7101521mN	-60	50	E09/1781

Coordinate system MGA94/40

Results

Athena is pleased with the head assay results from whole rock analysis. All holes were designed to encounter target mineralisation below the weathering horizon and up to a maximum 150m depth. This was successful in all cases except AHRC0088 at Whitmarshfind which went over the top of the target due to a steeper than interpreted dip and a structurally offset outcrop. AHRC0088 will be redrilled at a later date.

All holes have been logged and sampled. Preliminary whole rock assays have been received and analysis is underway to determine what test work is required to understand the nature of the ore and how to best characterise the ore in order to develop tests that will ultimately lead to the design of a processing flow sheet.

The magnetite ores drilled at the three locations, Mt Narryer, Whistlejack and Whitmarshfind appear to be a migmatic magnetite and are intimately associated with the Mt Narryer Gneiss. The gneiss is typically within a granulite facies metamorphic terrain which has a coarse grain size and crystalline nature. The ore tested is variable in some characteristics but similar to the Byro Style of Magnetite in the north Murchison area of the northwest Yilgarn. Overall the ore appears fundamentally different to the magnetite ore found in sedimentary granular iron formations (GIF) and finer banded iron formations (BIF) outside the terrain.

Table 2. Mt Narryer Magnetite Intersections

Hole ID	Magnetite Intersection
AHRC0076	28m @ 31.9%Fe from 34m
AHRC0077	24m @ 33.2%Fe from 28m
AHRC0078	28m @ 31.9%Fe from 66m
AHRC0079	28m @ 30.9%Fe from 66m
AHRC0080	32m @ 27.8%Fe from 20m
AHRC0081	28m @ 26.0%Fe from 40m
AHRC0082	20m @ 26.3%Fe from 68m

Table 3. Whistlejack Magnetite Intersections

Hole ID	Magnetite Intersection
AHRC0083	30m @ 34.42%Fe from 80m
AHRC0084	40m @ 37.02%Fe from 114m
AHRC0085	64m @ 33.35%Fe from 52m
AHRC0086	20m @ 38.26%Fe from 86m

Table 4. Whitmarshfind Magnetite Intersections

Hole ID	Magnetite Intersection
AHRC0087	30m @ 33.98%Fe from 76m
AHRC0088	4m @ 36.15%Fe from 66m

Preliminary onsite logging and assessment of RC chips at the Mt Narryer ore body enabled the positioning of a pre-collar and diamond tail, AHRC0089D. This was drilled to retrieve PQ size diamond core as a fresh rock sample from a consistent and central part of the ore zone specifically for metallurgical test work. The RC pre-collar was drilled vertically and intersected magnetite ore at 55.6m. At a depth of 59.6m the rig was converted to diamond drill mode and the hole continued in ore for a further 30.5m retrieving high quality magnetite in solid core form. The large diameter sample was delivered to the lab for preliminary metallurgical testing.

All RC samples have been composited and are being processed for Davis Tube Recovery tests.

Athena Resources Limited – Fourth Quarter Activities

Figure 1. Photograph of PQ Core from AHRC0089D

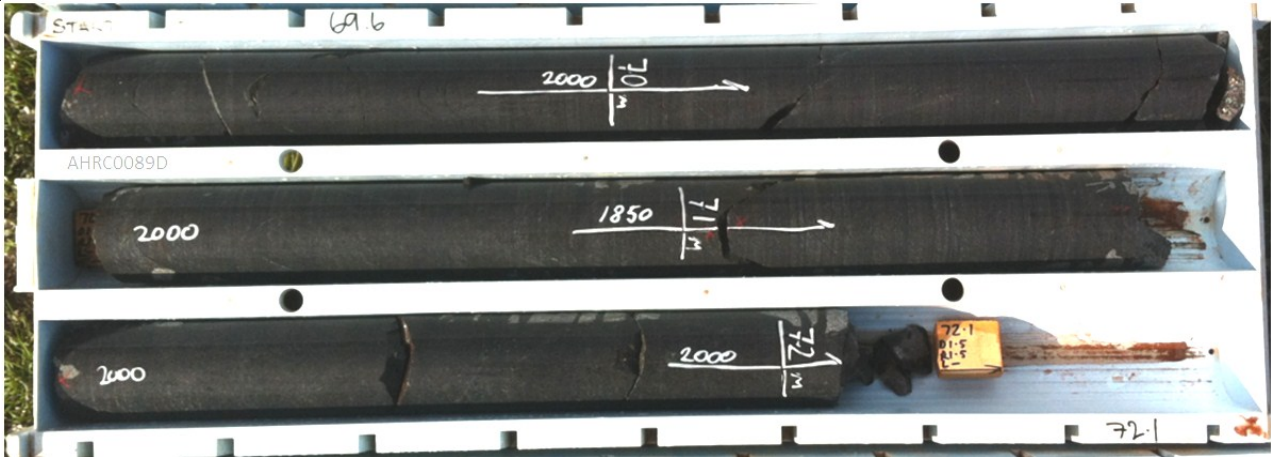


Figure 1 shows PQ Core from AHRC0089D with typical high MagSus readings recorded every half meter along the length of core. The measurements were taken using a LT10 unit. The maximum reading in this range measures up to 2000×10^{-3} magnetic SI units. Notably most of the readings taken were greater than 2000×10^{-3} magnetic SI units, which is off the scale, and were recorded at that limit. The definitive maximum reading will be measured at the lab.

Table 5.

AHRC0089D MagSus Table												
Meter Depth	55	56	57	58	59	59.5	60	60.5	61	61.5	62	62.5
MagSus 10^{-3}	547	1150	1820	1305	1120	826	1591	1472	1220	1326	1670	2000
Meter Depth	63	63.5	64	64.5	65	65.5	66	66.5	67	67.5	68	68.5
MagSus 10^{-3}	2000	2000	2000	2000	2000	1450	2000	1670	1220	2000	2000	2000
Meter Depth	69.0	69.5	70.0	70.5	71.0	71.5	72.0	72.5	73.0	73.5	74.0	74.5
MagSus 10^{-3}	2000	2000	2000	2000	1850	2000	2000	2000	2000	2000	2000	2000
Meter Depth	75.0	75.5	76.0	76.5	77.0	77.5	78.0	78.5	79.0	79.5	80.0	80.5
MagSus 10^{-3}	2000	1530	2000	2000	2000	1748	1480	1890	1760	2000	2000	2000
Meter Depth	81.0	81.5	82.0	82.5	83.0	83.5	84.0	84.5	85.0	85.5	86.0	86.5
MagSus 10^{-3}	2000	1760	1920	1700	1650	2000	1900	1910	1680	2000	2000	2000
Meter Depth	87.0	87.5	88.0	88.5	89.0	89.5	90.0					
MagSus 10^{-3}	1970	2000	2000	2000	1650	1920	2000					

At the Whistlejack ore body drillers reported considerable and abnormally high wear rates on their equipment during RC drilling due to abrasiveness from the ore. New wear plates were replaced in nearly every hole and in some cases twice per hole. This level of abrasiveness had not been encountered previously. The hardness and abrasive nature of this ore will be tested and is expected to be a positive attribute in an industrial application.

Test work has already established that fine grind style processing is not appropriate for the coarse grain, crystalline ore. It is not known what work or energy will be required to crush the rock and what grind size will be required to liberate the iron from the ore at this stage. A purpose fit processing route will need to be developed through ongoing metallurgy. However, Athena is confident experiments can be developed to understand the ore, how to extract it from the parent rock and mitigate abrasion with the processing route at a low cost.

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Future work will be focused on developing methodologies for test work that will help determine

- UNCONFINED COMPRESSIVE STRENGTH (UCS) TESTWORK
- BOND IMPACT CRUSHING WORK INDEX TESTS
- APPARENT RELATIVE DENSITY DETERMINATION
- BOND BALL MILL WORK INDEX DETERMINATION
- BOND ABRASION INDEX DETERMINATION
- HEAD ASSAYS
- DRY LOW INTENSITY MAGNETIC SEPARATION (LIMS)
- GRIND ESTABLISHMENT TEST
- DAVIS TUBE WASH AND SIZING
- WET LOW INTENSITY MAGNETIC SEPARATION (LIMS)
- DAVIS TUBE RECOVERY – CALIBRATION TESTWORK

Byro South DTR

The Byro South magnetite ore body within tenement E09/1781 was first drilled in June 2011 with further drilling in November 2011. A total of 22 holes for 3029.9m were drilled and assays reported December 2011. At that time sample from AHRC0045 was applied to a Davis Tube Recovery test at a nominated 75µm grind. Results were favourable, Table 6.

Table 6. AHRC0045 DTR Results

Hole ID	Composite Sample ID	Fe Head	Fe Conc	SiO2	Al2O3	TiO2	P XRF	S XRF	LOI
AHRC0045	MBRC 2783-2786	29	70.39	1	0.41	0.38	0.003	0.458	-2.92
AHRC0045	MBRC 2789-2798	35.23	68.28	3.62	0.77	0.24	0.006	0.212	-3.1
AHRC0045	MBRC 2799-2801	32.94	69.21	2.93	0.67	0.18	0.005	0.076	-3.21
AHRC0045	MBRC 2807-2808	28.13	68.87	2.96	0.74	0.1	0.005	0.236	-3.25
AHRC0045	MBRC 2810-2813	35.2	69.63	2.35	0.85	0.16	0.004	0.077	-3.32
AHRC0045	MBRC 2821-2830	37.6	70.08	1.68	0.69	0.08	0.005	0.217	-3.21
AHRC0045	MBRC 2831	41.94	69.56	2.42	0.87	0.07	0.003	0.028	-3.28

This quarter fifteen of the Byro South holes previously drilled and not analysed for Davis Tube Recovery were analysed to assist in further metallurgical characterisation. Holes selected for DTR work are listed in Table 7 below

Table 7. Byro South DTR Test Work Collar Table

Hole ID	EOH	Northing	Easting	Dip	Azimuth
AHRC0046	150	7099661	416774	-60	90
AHRC0048a	86	7099780	416719	-60	90
AHRC0049	150	7099558	416778	-60	90
AHRC0050	132	7099567	416864	-60	90
AHRC0051	150	7099632	416987	-60	90
AHRC0052	150	7099730	417004	-60	90
AHRC0053D	186.6	7099691	416591	-60	90
AHRC0054D	200.1	7099352	416535	-60	90
AHRC0055	130	7099278	416932	-60	90
AHRC0057	150	7099426	416950	-60	90
AHRC0058	154	7099201	416953	-60	90
AHRC0060	100	7099528	416978	-70	90
AHRC0061	150	7099953	417032	-60	90
AHRC0062	136	7099275	416635	-60	90
AHRC0063D	156.6	7099593	416573	-60	120

Athena Resources Limited – Fourth Quarter Activities

Table 8. Grind Establishment Times

BYRO SOUTH				
Grind Establishment Times				
Sample ID AHRC0045				
P80 Size	250 µm	125 µm	75 µm	45 µm
Time (min)	4.39	14	27.52	66.6
Time (sec)	263	840	1651	3996

Results from a total of 70 composites were collated for the 15 holes. The composites were derived from original whole rock assay results. Milling time for the composites was determined by experimental grinding targeting a P80 of 75µm in under 25minutes

Table 9. DTR Grades for the drill hole Intersections Tested

Hole ID	Number of Composites	Intersection Equilibrated Feed Grade	Intersection Equilibrated DTR Grade	DTR Intersection	Meters Ore Down Hole
AHRC0046	1	25.21	70.03	6m @ 70.03%fe from 92m	6
AHRC0049	3	27.61	65.81	18m @ 65.81 from 88m	18
AHRC0050	5	31.67	67.95	36m @ 67.95%Fe from 80m	48
and	2	36.60	70.25	12m @ 70.25% Fe from 120m	
AHRC0051	4	35.12	70.73	26m @ 70.73%Fe from 48m	34
and	1	30.60	70.59	8m @ 70.59%Fe from 78m	
AHRC0052	1	33.17	70.39	10m @ 70.39%Fe from 58m	22
and	1	11.02	69.66	8m @ 69.66%Fe from 70m	
and	1	15.64	70.89	4m @ 70.89%Fe from 134m	
AHRC0048a	2	36.49	70.56	16m @ 70.56%Fe from 56m	16
AHRC0053D	4	34.16	70.08	33.3m @ 70.08%Fe from 80m	74.7
and	2	36.92	68.23	18m @ 68.23%Fe from 125m	
and	1	34.49	67.63	6m @ 67.63%Fe from 147m	
and	1	30.30	67.20	9.4m @ 67.2%Fe from 155m	
and	1	34.49	65.53	8m @ 65.53%Fe from 172.6m	
AHRC0054D	2	39.27	70.22	16m @ 70.22%Fe from 108.5m	45.1
and	1	37.47	66.32	8.6m @ 66.32%Fe from 108.5m	
and	2	35.65	65.53	13.99m @ 65.53%Fe from 121.18m	
and	1	32.68	68.70	6.47m @ 68.7%Fe from 171.93m	
AHRC0055	3	35.53	66.29	30m @ 66.29%Fe from	30
AHRC0057	2	24.64	63.71	18m @ 63.71%Fe from 68m	18
AHRC0058	6	30.86	66.84	52m @ 66.84%Fe from 60	78
and	3	29.76	67.34	26m @ 67.34%Fe from 116m	
AHRC0060	5	25.35	66.82	38m @ 66.82%Fe from 44m	44
and	1	32.28	70.83	6m @ 70.83%Fe from 92m	
AHRC0061	4	28.29	69.54	36m @ 69.54%Fe from 44m	40
and	1	23.79	67.73	4m @ 67.73%Fe from 108m	
AHRC0062	2	21.25	68.93	19m @ 68.93%Fe from 72m	35
and	2	19.85	56.48	16m @ 56.48%Fe from 93m	
AHRC0063D	4	37.31	68.30	40m @ 68.3%Fe from 86m	49.8
	1	29.88	66.96	9.8m @ 66.96%Fe from 138.2m	

Feed concentrate assays were determined before and after DTR recoveries. Table 9 lists the 70 composite results which have been equilibrated to a per meter average over each interval of DTR intersection.

Athena Resources Limited – Fourth Quarter Activities

These are very good DTR test work results and will be added in support to the mineralisation report to be submitted with an application for a mining lease to the Department of Mines and Petroleum in the next quarter.

Figure 2 Plan View of Drill Location Mt Narryer

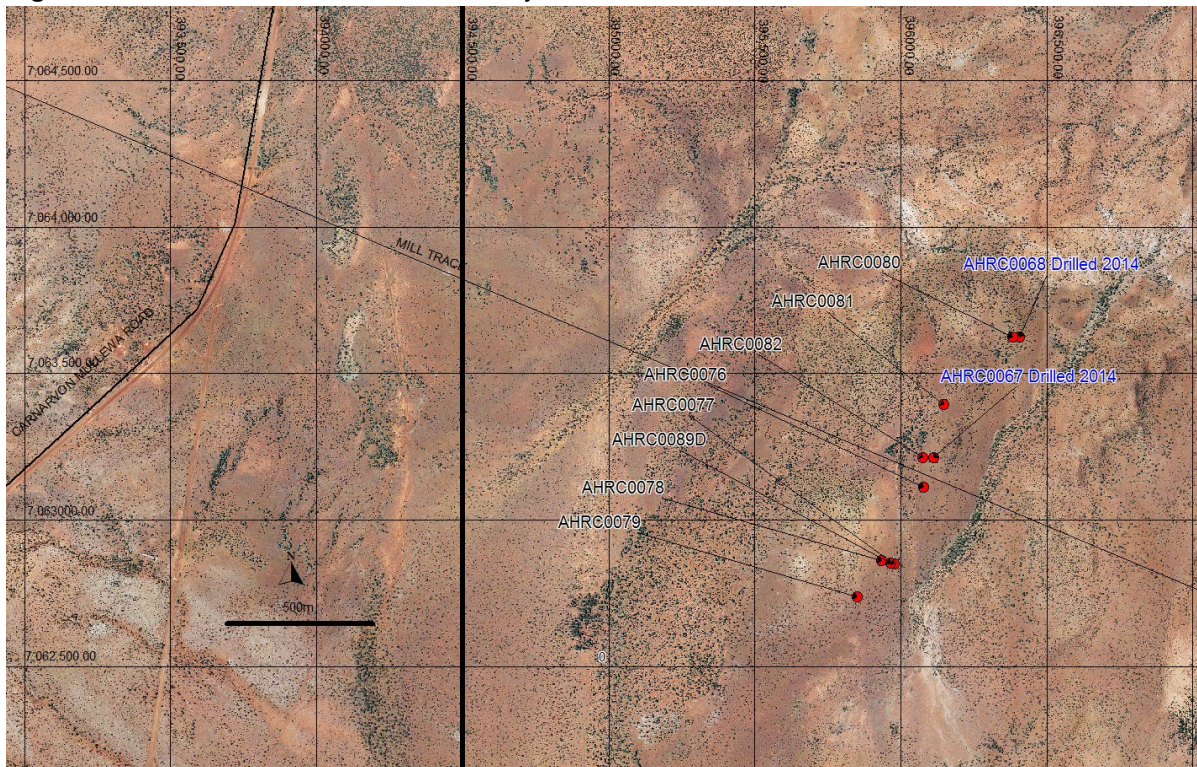
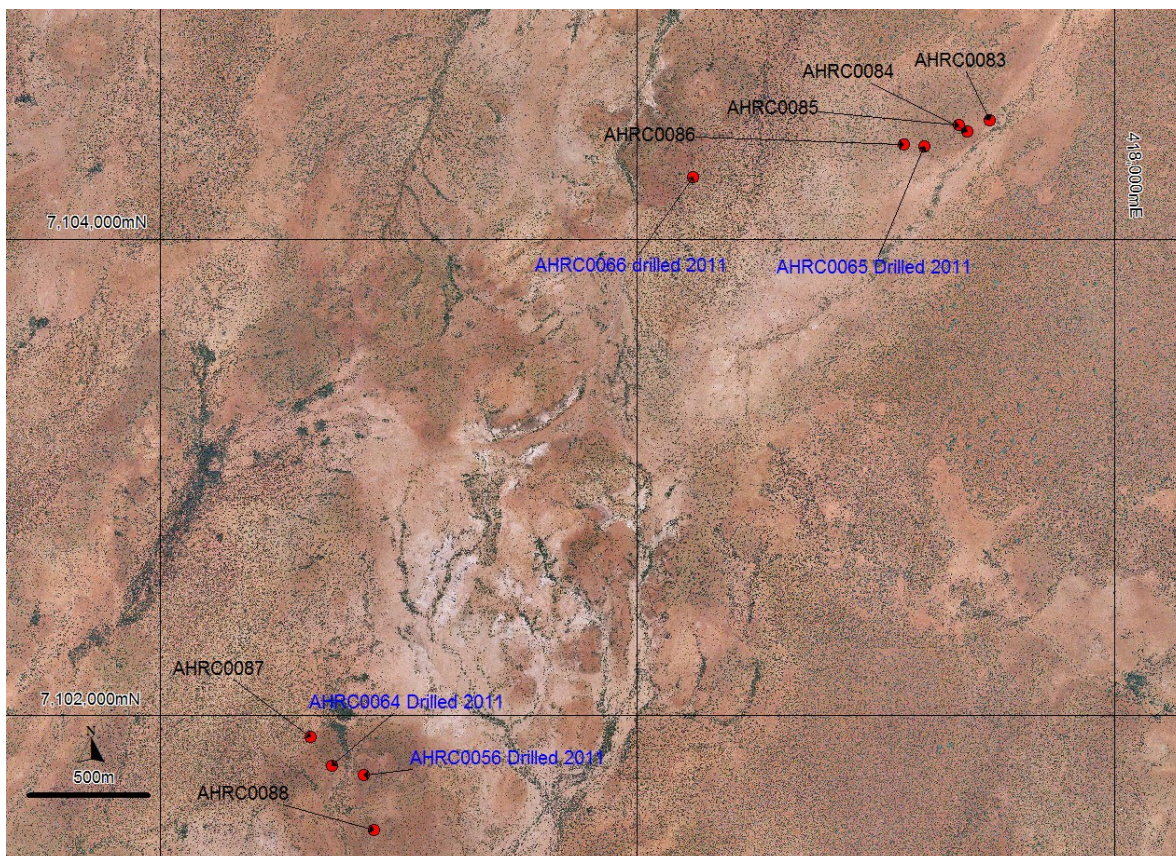


Figure 3 Plan View of Drill Location Whistlejack and Whitmarsh Find



Athena Resources Limited – Fourth Quarter Activities

Corporate

As announced to ASX on 8 January 2016, Athena has entered into a Binding Term Sheet with Brilliant Glory Industrial Corporation Limited (Brilliant Glory). Shareholders approved the terms of the agreement at a meeting held on 8 March 2016. The material terms of which are as follows:

Placement to Raise \$1 million

Brilliant Glory will subscribe for \$1,000,000 worth of Shares on the following basis:

- 15,000,000 Shares at an issue price of \$0.02 each to raise \$300,000 (**Tranche 1 Placement**). The Tranche 1 Placement has already taken place; the Shares were issued under the Company's Listing Rule 7.1 placement capacity; and
- 28,000,000 shares at an issue price of \$0.025 each to raise \$700,000 (**Tranche 2 Placement**). The Tranche 2 Placement was subject to the Company receiving Shareholder approval which occurred on 8 March 2016. The Tranche 2 Placement was completed on 6 June 2016.

Shares issued pursuant to the Tranche 1 Placement and the Tranche 2 Placement will be subject to a 12 month voluntary escrow period from their date of issue.

Board Appointment

Mr. Jian Li, a director of Brilliant Glory, was appointed to the Board on completion of the Tranche 2 Placement. Mr Li has been appointed as Chief Executive Officer.

Conditional Disposal of the Byro Project

Subject to the Company receiving all necessary Shareholder and regulatory approvals, the Company has agreed to give Brilliant Glory the right (but not the obligation) to purchase the Byro Project in consideration for the payment of \$20,000,000.

Completion of the acquisition under the Binding Term Sheet is subject to the following conditions:

- Athena conducting the necessary works to obtain two mining leases within the boundaries of the Byro Project; and
- Athena and Byro obtaining all necessary Shareholder and regulatory approvals prior to completion.

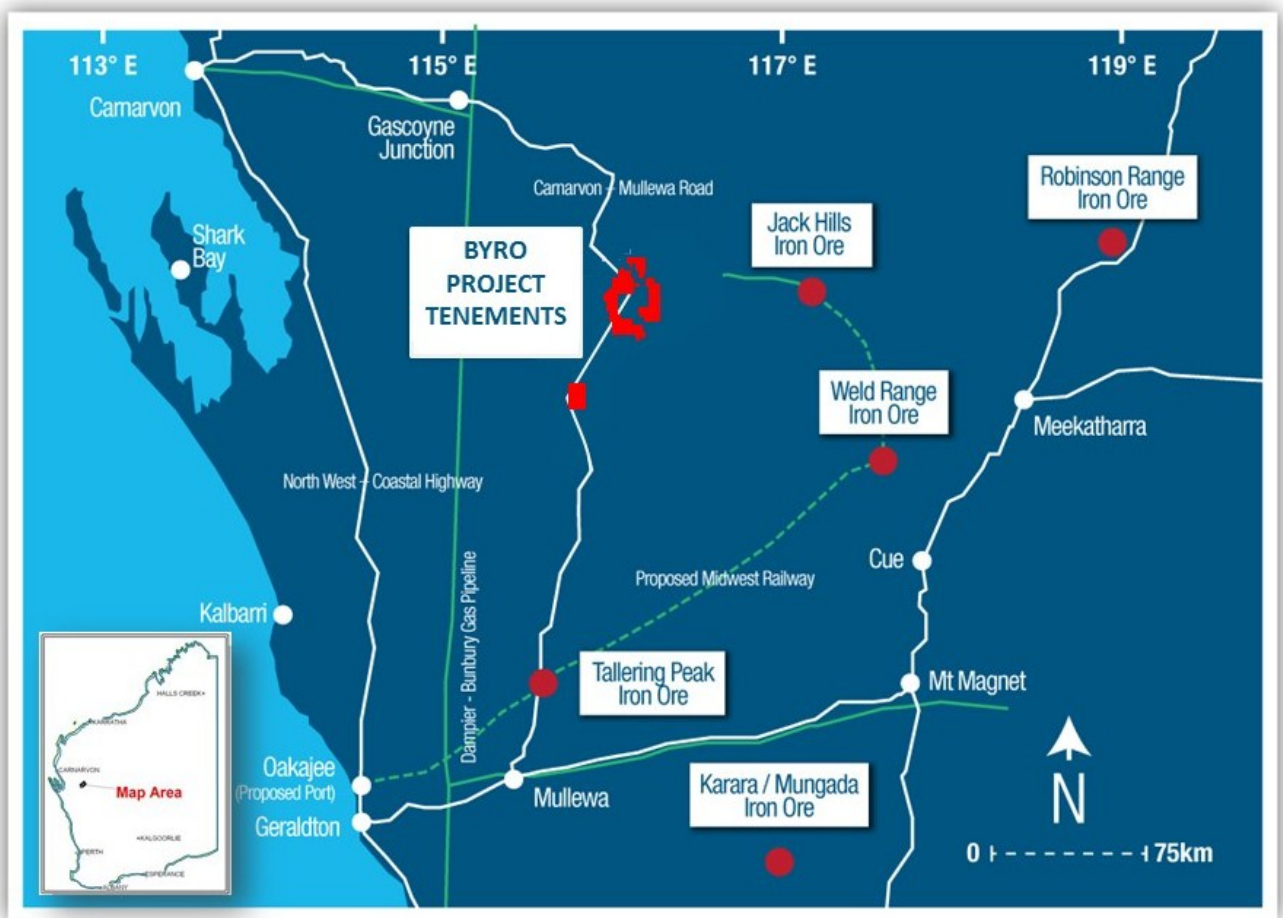
On and from completion of the acquisition, Athena will be entitled to a royalty of \$2 per dry metric tonne of iron ore sold from the Byro Project.

About Athena Resources Limited.

Athena Resources Limited (ASX:AHN), which is based in Perth was listed on the ASX in 2006 and currently has 188 million shares on issue. Athena owns a 100% interest in the Byro Project through its subsidiaries Complex Exploration and Byro Exploration where it is exploring for iron ore copper, nickel and PGE's.

The Byro Iron Ore Project is strategically located in the Midwest which includes a substantial mining sector. The projects southern boundary is 210km north of the Mullewa Rail Siding by road and 310km from the Port of Geraldton. Access and improved infrastructure to the maturing iron ore province is growing with development of the CSIRO SKA Project and increased capacity and further development at the Port of Geraldton.

Figure 4 Regional Project Location



Yours faithfully

Ed Edwards
Managing Director
ATHENA RESOURCES LIMITED

29 July 2016

JORC Code, 2012 Edition – Table 1 report template

Section 1 Sampling Techniques and Data

(Criteria in this section apply to all succeeding sections.)

Criteria	JORC Code explanation	Commentary
<i>Sampling techniques</i>	<ul style="list-style-type: none"> <i>Nature and quality of sampling (eg cut channels, random chips, or specific specialised industry standard measurement tools appropriate to the minerals under investigation, such as down hole gamma sondes, or handheld XRF instruments, etc). These examples should not be taken as limiting the broad meaning of sampling.</i> 	<ul style="list-style-type: none"> This Report includes magnetic susceptibility readings taken from RC drill hole sAHRC0076 AHRC0088. The measurement tool used for Magnetic susceptibility was a hand held KT-10 with serial number # 8791
	<ul style="list-style-type: none"> <i>Include reference to measures taken to ensure sample representivity and the appropriate calibration of any measurement tools or systems used.</i> 	<ul style="list-style-type: none"> Magnetic susceptibility readings were taken at every meter interval with the average reading noted from scanning mode
	<ul style="list-style-type: none"> <i>Aspects of the determination of mineralisation that are Material to the Public Report. In cases where 'industry standard' work has been done this would be relatively simple (eg 'reverse circulation drilling was used to obtain 1 m samples from which 3 kg was pulverised to produce a 30 g charge for fire assay'). In other cases more explanation may be required, such as where there is coarse gold that has inherent sampling problems. Unusual commodities or mineralisation types (eg submarine nodules) may warrant disclosure of detailed information.</i> 	<ul style="list-style-type: none"> Reverse circulation drilling was used to obtain 1 m samples from which 5 kg was pulverised to produce a 50 g charge for XRF assay
<i>Drilling techniques</i>	<ul style="list-style-type: none"> <i>Drill type (eg core, reverse circulation, open-hole hammer, rotary air blast, auger, Bangka, sonic, etc) and details (eg core diameter, triple or standard tube, depth of diamond tails, face-sampling bit or other type, whether core is oriented and if so, by what method, etc).</i> 	<ul style="list-style-type: none"> Reverse Circulation (RC) RC Precollar with PQ Diamond Tail
<i>Drill sample recovery</i>	<ul style="list-style-type: none"> <i>Method of recording and assessing core and chip sample recoveries and results assessed.</i> <i>Measures taken to maximise sample recovery and ensure representative nature of the samples.</i> 	<ul style="list-style-type: none"> Samples recovered from cyclone splitter using 1m intervals and 2 to 4m composites Collection of RC Chips from sieved sample

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Criteria	JORC Code explanation	Commentary
	<ul style="list-style-type: none"> Whether a relationship exists between sample recovery and grade and whether sample bias may have occurred due to preferential loss/gain of fine/coarse material. 	<ul style="list-style-type: none"> No bias was observed between recovery and sample quality or loss or gain
Logging	<ul style="list-style-type: none"> Whether core and chip samples have been geologically and geotechnically logged to a level of detail to support appropriate Mineral Resource estimation, mining studies and metallurgical studies. Whether logging is qualitative or quantitative in nature. Core (or costean, channel, etc) photography. The total length and percentage of the relevant intersections logged. 	<ul style="list-style-type: none"> Drill chips have been geologically logged as well as recording major geotechnical features observable in chip over the full depth of the holes.
Sub-sampling techniques and sample preparation	<ul style="list-style-type: none"> If core, whether cut or sawn and whether quarter, half or all core taken. 	<ul style="list-style-type: none"> RC Drilling chips taken PQ whole core for metallurgy and Geotechnical sample
	<ul style="list-style-type: none"> If non-core, whether riffled, tube sampled, rotary split, etc and whether sampled wet or dry. 	<ul style="list-style-type: none"> Samples were dry rotary split
	<ul style="list-style-type: none"> For all sample types, the nature, quality and appropriateness of the sample preparation technique. 	<ul style="list-style-type: none"> Industry standard sampling preparation procedures were used
	<ul style="list-style-type: none"> Quality control procedures adopted for all sub-sampling stages to maximise representivity of samples. 	<ul style="list-style-type: none"> Industry standard sampling preparation procedures were used
	<ul style="list-style-type: none"> Measures taken to ensure that the sampling is representative of the in situ material collected, including for instance results for field duplicate/second-half sampling. 	<ul style="list-style-type: none"> Industry standard sampling procedures were used No field duplicate/second-half sampling
	<ul style="list-style-type: none"> Whether sample sizes are appropriate to the grain size of the material being sampled. 	<ul style="list-style-type: none"> Average sample size from splitter was 5kg
Quality of assay data and laboratory tests	<ul style="list-style-type: none"> The nature, quality and appropriateness of the assaying and laboratory procedures used and whether the technique is considered partial or total. For geophysical tools, spectrometers, handheld XRF instruments, etc, the parameters used in determining the analysis including instrument make and model, reading times, calibrations factors applied and their derivation, etc. Nature of quality control procedures adopted (eg standards, blanks, duplicates, external laboratory checks) and whether acceptable levels of accuracy (ie lack of bias) 	<ul style="list-style-type: none"> This report includes XRF assay results from Bureau Veritas Laboratories Perth. Industry standard procedures were used in obtaining the assay results This report includes one meter sample magnetic susceptibility results.. The measurement tool used was a hand held KT-10 with serial number # 8791 using units of 10⁻³ Standard SI units Industry standard procedures were used in obtaining the magsus readings

Athena Resources Limited – Fourth Quarter Activities

Criteria	JORC Code explanation	Commentary
	<i>and precision have been established.</i>	
<i>Verification of sampling and assaying</i>	<ul style="list-style-type: none"> • <i>The verification of significant intersections by either independent or alternative company personnel.</i> • <i>The use of twinned holes.</i> • <i>Documentation of primary data, data entry procedures, data verification, data storage (physical and electronic) protocols.</i> • <i>Discuss any adjustment to assay data.</i> 	<ul style="list-style-type: none"> • The intersections have been verified by two Geologists, one independent to the company • No adjustments have been made to readings • Assays have been verified using standard QA QC methods
<i>Location of data points</i>	<ul style="list-style-type: none"> • <i>Accuracy and quality of surveys used to locate drill holes (collar and down-hole surveys), trenches, mine workings and other locations used in Mineral Resource estimation.</i> • <i>Specification of the grid system used.</i> • <i>Quality and adequacy of topographic control.</i> 	<ul style="list-style-type: none"> • Hand held GPS • Coordinate system used MGA94/50
<i>Data spacing and distribution</i>	<ul style="list-style-type: none"> • <i>Data spacing for reporting of Exploration Results.</i> • <i>Whether the data spacing and distribution is sufficient to establish the degree of geological and grade continuity appropriate for the Mineral Resource and Ore Reserve estimation procedure(s) and classifications applied.</i> • <i>Whether sample compositing has been applied.</i> 	<ul style="list-style-type: none"> • This report includes one meter sample magnetic susceptibility results. Assays are pending • Collar and end of hole surveys were taken and combined with collar location at surface • Sample compositing has been applied at 2m intervals within ore body and 4m intervals in the non-mineralised footwall and hanging wall
<i>Orientation of data in relation to geological structure</i>	<ul style="list-style-type: none"> • <i>Whether the orientation of sampling achieves unbiased sampling of possible structures and the extent to which this is known, considering the deposit type.</i> 	<ul style="list-style-type: none"> • This report includes one meter sample magnetic susceptibility results and composite assay results that are not affected by orientation.
	<ul style="list-style-type: none"> • <i>If the relationship between the drilling orientation and the orientation of key mineralised structures is considered to have introduced a sampling bias, this should be assessed and reported if material.</i> 	<ul style="list-style-type: none"> • No sampling bias was introduced by drilling orientation
<i>Sample security</i>	<ul style="list-style-type: none"> • <i>The measures taken to ensure sample security.</i> 	<ul style="list-style-type: none"> • Sample security was maintained during all stages of preparation
<i>Audits or reviews</i>	<ul style="list-style-type: none"> • <i>The results of any audits or reviews of sampling techniques and data.</i> 	<ul style="list-style-type: none"> • Sample security was maintained during all stages of preparation

Section 2 Reporting of Exploration Results

(Criteria listed in the preceding section also apply to this section.)

Criteria	JORC Code explanation	Commentary
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Athena Resources Limited – Fourth Quarter Activities

Criteria	JORC Code explanation	Commentary
<i>Mineral tenement and land tenure status</i>	<ul style="list-style-type: none"> <i>Type, reference name/number, location and ownership including agreements or material issues with third parties such as joint ventures, partnerships, overriding royalties, native title interests, historical sites, wilderness or national park and environmental settings.</i> 	<ul style="list-style-type: none"> Tenements referred to in this report are E09/1938, E09/1637, E09/1507 and E09/1781 and are 100% owned and operated by Athena Resources Pty Ltd within native title claim WAD 6033/98, made on behalf of the Wajarri Yamatji People.
	<ul style="list-style-type: none"> <i>The security of the tenure held at the time of reporting along with any known impediments to obtaining a licence to operate in the area.</i> 	<ul style="list-style-type: none"> The tenements are in good standing and no known impediments exist. See tenement listing attached.
<i>Exploration done by other parties</i>	<ul style="list-style-type: none"> <i>Acknowledgment and appraisal of exploration by other parties.</i> 	<ul style="list-style-type: none"> Historic exploration within the project area largely confined to south of a line extending from Imagi Well to the Byro East intrusion (Melun Bore). The earliest work with any bearing on Athena's activities is that of Electrolic Zinc Co (1969) exploring for chromitite at Imagi Well, followed closely by Jododex Australia (1970-1974) at Byro East. Much of the exploration of a more regional nature is of limited use either because of the vagaries of the accuracy of positional information and the limited range of elements analysed. More recent surveys pertinent to Athena's current investigations include that of Redback Mining (1996-2002), Yilgarn Mining Limited (2003-2008) and Mithril (2007, JV with Yilgarn) at Byro East, and Western Mining Corporation (1976-1979) and Precious Metals Australia at Imagi Well. Newcrest Mining carried out a limited reconnaissance RAB drilling programme for platinum just to the east of Byro homestead (1998-1990).
<i>Geology</i>	<ul style="list-style-type: none"> <i>Deposit type, geological setting and style of mineralisation.</i> 	<ul style="list-style-type: none"> Upper amphibolite to granulite metamorphic facies with mafic to ultramafic intrusives. Archaean Granite and migmatite are common

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Criteria	JORC Code explanation	Commentary
Drill hole Information	<ul style="list-style-type: none"> • <i>A summary of all information material to the understanding of the exploration results including a tabulation of the following information for all Material drill holes:</i> <ul style="list-style-type: none"> ○ <i>easting and northing of the drill hole collar</i> ○ <i>elevation or RL (Reduced Level – elevation above sea level in metres) of the drill hole collar</i> ○ <i>dip and azimuth of the hole</i> ○ <i>down hole length and interception depth</i> ○ <i>hole length.</i> 	<ul style="list-style-type: none"> • AHRC0076and AHRC0089D see main body of announcement
	<ul style="list-style-type: none"> • <i>If the exclusion of this information is justified on the basis that the information is not Material and this exclusion does not detract from the understanding of the report, the Competent Person should clearly explain why this is the case.</i> 	<ul style="list-style-type: none"> • No information has been excluded
Data aggregation methods	<ul style="list-style-type: none"> • <i>In reporting Exploration Results, weighting averaging techniques, maximum and/or minimum grade truncations (eg cutting of high grades) and cut-off grades are usually Material and should be stated.</i> 	<ul style="list-style-type: none"> • min max, ave, techniques were used in this report and all workings are shown within this report. References are used where information has been previously announced
	<ul style="list-style-type: none"> • <i>Where aggregate intercepts incorporate short lengths of high grade results and longer lengths of low grade results, the procedure used for such aggregation should be stated and some typical examples of such aggregations should be shown in detail.</i> 	<ul style="list-style-type: none"> • aggregation has been used and is restricted to sample intervals which do not overlap assayed composite boundaries
	<ul style="list-style-type: none"> • <i>The assumptions used for any reporting of metal equivalent values should be clearly stated.</i> 	<ul style="list-style-type: none"> • No metal equivalent are referred to in this report
Relationship between mineralisation widths and intercept lengths	<p><i>These relationships are particularly important in the reporting of Exploration Results.</i></p>	
	<ul style="list-style-type: none"> • <i>If the geometry of the mineralisation with respect to the drill hole angle is known, its nature should be reported</i> 	<ul style="list-style-type: none"> • See main body of report
	<ul style="list-style-type: none"> • <i>If it is not known and only the down hole lengths are reported, there should be a clear statement to this effect (eg 'down hole length, true width not known').</i> 	<ul style="list-style-type: none"> • All reference to widths are down hole length, true width is not calculated
Diagrams	<ul style="list-style-type: none"> • <i>Appropriate maps and sections (with scales) and tabulations of intercepts</i> 	<ul style="list-style-type: none"> • Refer to Figures in the body of the report

Athena Resources Limited – Fourth Quarter Activities

Criteria	JORC Code explanation	Commentary
	<i>should be included for any significant discovery being reported These should include, but not be limited to a plan view of drill hole collar locations and appropriate sectional views.</i>	
<i>Balanced reporting</i>	<ul style="list-style-type: none"> • <i>Where comprehensive reporting of all Exploration Results is not practicable, representative reporting of both low and high grades and/or widths should be practiced to avoid misleading reporting of Exploration Results.</i> 	<ul style="list-style-type: none"> • This report contains all meaningful drilling results for this campaign
<i>Other substantive exploration data</i>	<ul style="list-style-type: none"> • <i>Other exploration data, if meaningful and material, should be reported including (but not limited to): geological observations; geophysical survey results; geochemical survey results; bulk samples – size and method of treatment; metallurgical test results; bulk density, groundwater, geotechnical and rock characteristics; potential deleterious or contaminating substances.</i> 	<ul style="list-style-type: none"> • This report contains all meaningful drilling results for this campaign
<i>Further work</i>	<ul style="list-style-type: none"> • <i>The nature and scale of planned further work (eg tests for lateral extensions or depth extensions or large-scale step-out drilling).</i> 	<ul style="list-style-type: none"> • Drilling programs have been planned and approvals have been granted. The registration ID of the granted PoW's is
	<ul style="list-style-type: none"> • <i>Diagrams clearly highlighting the areas of possible extensions, including the main geological interpretations and future drilling areas, provided this information is not commercially sensitive.</i> 	<ul style="list-style-type: none"> • The planned drilling information is commercially sensitive and is not included in this report.

Cautionary Notes

Forward Looking Statements

This announcement contains certain statements that may constitute “forward looking statements”. Such statements are only predictions and are subject to inherent risks and uncertainties, which could cause actual values, results, performance achievements to differ materially from those expressed, implied or projected in any forward looking statements.

Drilling to date supports aspects of the estimates in this report which were published earlier this year. The quantity and grade reported is conceptual in nature. There has been insufficient exploration to define a mineral resource. Further exploration is warranted to improve understanding and reduce uncertainty about this body.

JORC Code Compliance Statement

Some of the information contained in this announcement is historic data that have not been updated to comply with the 2012 JORC Code. The information referred to in the announcement was prepared and first disclosed under the JORC Code 2004 edition. It has not been updated since to comply with the JORC Code 2012 edition on the basis that the information has not materially changed since it was last reported.

Competent Persons Statement

The information included in the announcement was compiled by Mr Liam Kelly, an employee of Athena Resources Limited. Mr Kelly is a Member of the Australasian Institute of Mining and Metallurgy, and has sufficient relevant experience in the styles of mineralisation and deposit styles under consideration to qualify as a Competent Person as defined in “The Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (JORC Code 2012 Edition)”. Mr Kelly consents to the inclusion of the information in the announcement in the context and format in which it appears and that the historical information was compliant with the relevant JORC Code, 2004 Edition, and new information announced in this report is compliant with the JORC Code 2012 Edition.

Competent Persons Disclosure

Mr Kelly is an employee of Athena Resources and currently holds securities in the company.

INTEREST IN MINING TENEMENTS	
Athena Resources Limited 100%	
Byro	
E09/1507	E – Exploration License
E09/1552	E – Exploration License
E09/1637	E – Exploration License
E09/1781	E – Exploration License
E09/1938	E – Exploration License
MLA09/166	M – Mining Licence