

3 August 2016

Ms Anjali Sinniah
Advisor, Listings Compliance (Perth)
ASX Compliance Pty Ltd
Level 40, Central Park
152-158 St Georges Terrace
PERTH WA 6000



ATHENA RESOURCES LIMITED (“Entity”) ASX aware query

We refer to your letter dated 2 August 2016 and respond to your questions as follows:

1. Does the Entity consider the Exploration Results or any part thereof, to be information that a reasonable person would expect to have a material effect on the price or value of its securities?

No

2. If the answer to question 1 is “no”, please advise the basis of that view.

The drilling results reported resulted from the RC and Diamond drilling carried out on known ore bodies and was conducted for the purpose of extracting samples for metallurgical test work. These results are consistent with previous drilling at those orebodies. The metallurgical test work is currently underway and is expected to be completed later in August. These results will be reported when completed.

This is further reflected by the lack of share trades and no movement in share price since the quarterly was lodged.

3. If the answer to question 1 is “yes” when did the Entity first become aware of Exploration Results, or any part of thereof?

Not Applicable

4. If the answer to question 1 is “yes” and the Entity first became aware of the Exploration Results, or any part thereof, before 29 July 2016, did the Entity make any announcement prior to 29 July 2016 which disclosed the Exploration Results? If so, please provide details. If not, please explain why the Exploration Results, or any part thereof, were not released to the market at an earlier time, commenting specifically on when you believe the entity was obliged to release the Exploration Results under Listing Rules 3.1 and 3.1A and what steps the Entity took to ensure that the Exploration Results were released promptly and without delay.

Not Applicable

5. Please confirm that the Entity is in compliance with Listing Rules and, in particular, Listing Rule 3.1.

Athena confirms that it is in compliance with the Listing Rules and in particular Listing Rule 3.1.

E W Edwards
Executive Director

Athena Resources Limited

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2 August 2016

Mr Peter Newcomb
Company Secretary
PO Box 1970
WEST PERTH WA 6872

By email: pn@athenaresources.com.au

Dear Mr Newcomb

Athena Resources Limited (the "Entity"): ASX aware query

ASX Limited ("ASX") refers to the following:

1. The Entity's announcement entitled "Quarterly Activities Reports" lodged with ASX Market Announcements Platform and released at 1:41pm AEDT on 29 July 2016 (the "Announcement"), summarizing the Entity's quarterly activities for the quarter ended 30 June 2016. On page 1 of the Announcement, in the section titled "Drilling", the Entity refers to drilling which commenced on 11 June and completed on 30 June 2016. On pages 3-7 in the section titled "Results" and on pages 10-15 in the section titled "JORC Code 2012 Edition – Table 1 report template" the Entity provides details of the assay results from whole rock analysis received in relation to the Mt Narryer Ore Body within E09/1938, Byro South Ore Body within E09/1781 and Whistlejack Ore Body within E09/1781 and E09/1507 ("Exploration Results").
2. The Exploration Results had not previously been disclosed to the market prior to the Announcement.
3. Listing Rule 3.1, which requires a listed entity to give ASX immediately any information concerning it that a reasonable person would expect to have a material effect on the price or value of the entity's securities.
4. The definition of "aware" in Chapter 19 of the Listing Rules. This definition states that:

"an entity becomes aware of information if, and as soon as, an officer of the entity (or, in the case of a trust, an officer of the responsible entity) has, or ought reasonably to have, come into possession of the information in the course of the performance of their duties as an officer of that entity."

Additionally, you should refer to section 4.4 in Guidance Note 8 *Continuous Disclosure: Listing Rules 3.1 – 3.1B "When does an entity become aware of information"*.

5. Listing Rule 3.1A, which sets out exceptions from the requirement to make immediate disclosure, provided that each of the following are satisfied.

"3.1A Listing rule 3.1 does not apply to particular information while each of the following requirements is satisfied in relation to the information:

3.1A.1 One or more of the following applies:



- *It would be a breach of a law to disclose the information;*
- *The information concerns an incomplete proposal or negotiation;*
- *The information comprises matters of supposition or is insufficiently definite to warrant disclosure;*
- *The information is generated for the internal management purposes of the entity; or*
- *The information is a trade secret; and*

3.1A.2 *The information is confidential and ASX has not formed the view that the information has ceased to be confidential; and*

3.1A.3 *A reasonable person would not expect the information to be disclosed.”*

5. ASX’s policy position on the concept of “confidentiality” which is detailed in section 5.8 of Guidance Note 8 *Continuous Disclosure: Listing Rules 3.1 – 3.1B* “Listing Rule 3.1A.2 – the requirement for information to be confidential”. In particular, the Guidance Note states that:

“Whether information has the quality of being confidential is a question of fact, not one of the intention or desire of the listed entity. Accordingly, even though an entity may consider information to be confidential and its disclosure to be a breach of confidence, if it is in fact disclosed by those who know it, then it ceases to be confidential information for the purposes of this rule.”

Having regard to the above, we ask that you answer the following questions in a format suitable for release to the market in accordance with Listing Rule 18.7A:

1. Does the Entity consider the Exploration Results or any part thereof, to be information that a reasonable person would expect to have a material effect on the price or value of its securities?
2. If the answer to question 1 is “no”, please advise the basis for that view.
3. If the answer to question 1 is “yes”, when did the Entity first become aware of Exploration Results, or any part thereof?
4. If the answer to question 1 is “yes” and the Entity first became aware of the Exploration Results, or any part thereof, before 29 July 2016, did the Entity make any announcement prior to 29 July 2016 which disclosed the Exploration Results? If so, please provide details. If not, please explain why the Exploration Results, or any part thereof, were not released to the market at an earlier time, commenting specifically on when you believe the entity was obliged to release the Exploration Results under Listing Rules 3.1 and 3.1A and what steps the Entity took to ensure that the Exploration Results were released promptly and without delay.
5. Please confirm that the Entity is in compliance with the Listing Rules and, in particular, Listing Rule 3.1.



When and where to send your response

This request is made under, and in accordance with, Listing Rule 18.7. Your response is required as soon as reasonably possible and, in any event, by not later than **9:00am WST on Friday 5 August 2016**. If we do not have your response by then, ASX will have no choice but to consider suspending trading in the Entity's securities under Listing Rule 17.3.

You should note that if the information requested by this letter is information required to be given to ASX under Listing Rule 3.1 and it does not fall within the exceptions mentioned in Listing Rule 3.1A, the Entity's obligation is to disclose the information "immediately". This may require the information to be disclosed before the deadline set out in the previous paragraph.

ASX reserves the right to release a copy of this letter and your response on the ASX Market Announcements Platform under Listing Rule 18.7A. Accordingly, your response should be in a form suitable for release to the market.

Your response should be sent to me by e-mail at anjuli.sinniah@asx.com.au. It should not be sent directly to the ASX Market Announcements Office. This is to allow me to review your response to confirm that it is in a form appropriate for release to the market, before it is published on the ASX Market Announcements Platform.

Listing Rule 3.1

Listing Rule 3.1 requires a listed entity to give ASX immediately any information concerning it that a reasonable person would expect to have a material effect on the price or value of the entity's securities. Exceptions to this requirement are set out in Listing Rule 3.1A.

The obligation of the Entity to disclose information under Listing Rules 3.1 and 3.1A is not confined to, nor is it necessarily satisfied by, answering the questions set out in this letter.

In responding to this letter, you should have regard to the Entity's obligations under Listing Rules 3.1 and 3.1A and also to Guidance Note 8 *Continuous Disclosure: Listing Rules 3.1 – 3.1B*.

Trading halt

If you are unable to respond to this letter by the time specified above, you should discuss with us whether it is appropriate to request a trading halt in the Entity's securities under Listing Rule 17.1.

If you wish a trading halt, you must tell us:

- the reasons for the trading halt;
- how long you want the trading halt to last;
- the event you expect to happen that will end the trading halt;
- that you are not aware of any reason why the trading halt should not be granted; and



- any other information necessary to inform the market about the trading halt, or that we ask for.

We may require the request for a trading halt to be in writing. The trading halt cannot extend past the commencement of normal trading on the second day after the day on which it is granted.

You can find further information about trading halts in Guidance Note 16 *Trading Halts & Voluntary Suspensions*.

If you have any queries or concerns about any of the above, please contact me immediately.

Yours sincerely

[Sent electronically without signature]

Anjuli Sinniah
Adviser, Listings Compliance (Perth)