

Quarterly Activities Report March 2017

Highlights

- **Attila has entered into binding agreements for the progressive acquisition of the Century Zinc Mine and all associated infrastructure with Century Bull Pty Ltd and MMG Limited**
- **JORC compliant Indicated & Inferred resources of >2,500,000t zinc metal equivalent:**
 - *Century Tailings Deposit (surface ore): 71.0Mt at 2.73% Zn (1,940,000t contained zinc)*
 - *Silver King Deposit (open pit & underground ore): 2.7Mt at 20.5% ZnEq (553,500t contained zinc eq.)*
 - *East Fault Block Deposit (open pit ore): 0.52Mt at 12.3% ZnEq (64,000t contained zinc eq.)*
- **783km² tenement package & over 40 significant vein-breccia lode targets identified**
- **World-class infrastructure (on care & maintenance since Q1 2016) including:**
 - *7.0Mtpa processing plant & operationally ready mine site, including mobile fleet, drill rigs & full laboratory*
 - *700 man capacity mining accommodation camp & airport with sealed runway*
 - *304km slurry pipeline, the only economic logistics route for large bulk concentrates within 250km*
 - *Dedicated Karumba Port Facility & 5,000t capacity transshipment vessel*
- **Three independent metallurgical studies indicating simple tailings reprocessing via the existing processing plant achieves up to ~52% Zn concentrate at ~50% recovery**
- **Positive MMG internal studies for Century Tailings & Silver King, demonstrating potential for viable near term operations utilising existing site infrastructure**
- **Additional large phosphate deposits amenable to processing via existing plant**
- **MMG providing A\$34.5M in cash over three years for rehabilitation assistance in addition to establishment of a A\$12.1M trust to benefit Lower Gulf communities**
- **MMG has procured and will stand behind a A\$193.7M financial assurance bond with QLD government for a period of up to 10 years through to 31 December 2026**
- **Attila to initially hold 70% interest and commit to A\$10.0M in project expenditure, with an option to acquire 100% from joint venture partner Century Bull Pty Ltd**
- **The re-start of Century operations provides a mechanism for economic rehabilitation activities and potential continued regional benefits through to 2050 and beyond**
- **High calibre Board to be appointed including Patrick Walta, Tolga Kumova and Tom Eadie**

Attila Resources Limited (ASX: AYA) is announced on 1 March 2017 that it has entered into binding agreements for the progressive acquisition of the Century Zinc Mine (**Century**) and all associated infrastructure, including the Karumba Port Facility.

The cessation of processing operations by MMG Limited (ASX: MMG) at Century in early 2016 following depletion of the Century ore reserves presented an opportunity for a focused junior to monetise valuable remaining mineral assets. These include over 2,500,000t of JORC compliant zinc metal equivalent resources located within mineralised tailings, the Silver King base metal deposit and other minor defined deposits. In addition, Century hosts several substantial phosphate deposits which are yet to be developed.

Beyond the mineral assets, Century includes world-class processing and logistics infrastructure as well as investments in agricultural land holdings and an established cattle business:

- at the mine site, a scalable and adaptable 7.0Mtpa mineral flotation processing plant, 700 man accommodation camp, offices, airport, full laboratory and grid power connectivity available;
- at Karumba, a large scale port facility with concentrate dewatering and drying operations, an 80,000t mechanised storage shed, ship-loading facility, and a 5,000 tonne self-propelled, self-discharging maritime transshipment vessel;
- a 304km underground slurry pipeline which connects the mine and the Karumba port; and
- a 49% interest in the Lawn Hill & Riversleigh Pastoral Holding Company.

MMG has recently completed an agreement with the private Australian mine rehabilitation company Century Bull Pty Ltd (**Century Bull**), via its 100% owned subsidiary Century Mine Rehabilitation Project Pty Ltd (**CMRP**), for the acquisition by CMRP of 100% of all Century assets and infrastructure (**CMRP-MMG Agreement**).

Century Bull is a privately owned Australian resources company specialising in 'economic rehabilitation' and associated with the Raging Bull Group of companies. The Raging Bull Group leverage their strong experience in metallurgical processing and environmental management to target the reprocessing of tailings, achieving an economic return whilst remediating historic mine sites. Raging Bull is already established in Queensland through its involvement in the Mount Morgan Tailings Rehabilitation Project (as joint venture partner with Carbine Resources Limited) on behalf of the Queensland Government.

The CMRP-MMG Agreement also includes MMG contributing A\$34.5M in cash toward future rehabilitation, and care & maintenance activities, and establishing a special purpose trust of \$12.1M to meet existing community and stakeholder obligations, and agreed community projects. In addition, MMG has procured and will stand behind the ongoing provision of bank guarantees of A\$193.7M to meet the Century Mine financial assurance bond (lodged with the Queensland government) for up to 10 years, with the bond to be progressively replaced through operating profits by 31 December 2026.

Attila has in-turn entered into a binding earn-in agreement with Century Bull for the upfront acquisition of 70% of the issued capital of CMRP in consideration for 30M Attila options, a royalty, and sole funding project based expenditure of A\$10M over the first three years, with a further option to acquire the remaining 30% (**Attila-CMRP Agreement**). Completion of the

Attila-CMRP Agreement remains subject to shareholder and regulatory approvals, with further details set out later in this announcement.

Mine Overview & History

Century began production with its first shipment of concentrate in 1999, producing zinc and lead concentrates using conventional open-pit mining, grinding and flotation methods at the Lawn Hill mine site.

Processed concentrates were transferred along a 304km buried slurry pipeline to Century's port facility at Karumba on the Gulf of Carpentaria.

At the Karumba port facility, concentrates were dewatered before being transported on the M.V. Wunma to export ships anchored offshore. Century's concentrates have previously been sold to smelters in Australia, Asia and Europe.



Figure 1: Century Zinc Mine regional setting

During operations, Century was one of the largest zinc mines in the world.

The mine has produced on average 475,000t per annum of zinc and 50,000t per annum of lead in concentrate products over the history of operations.

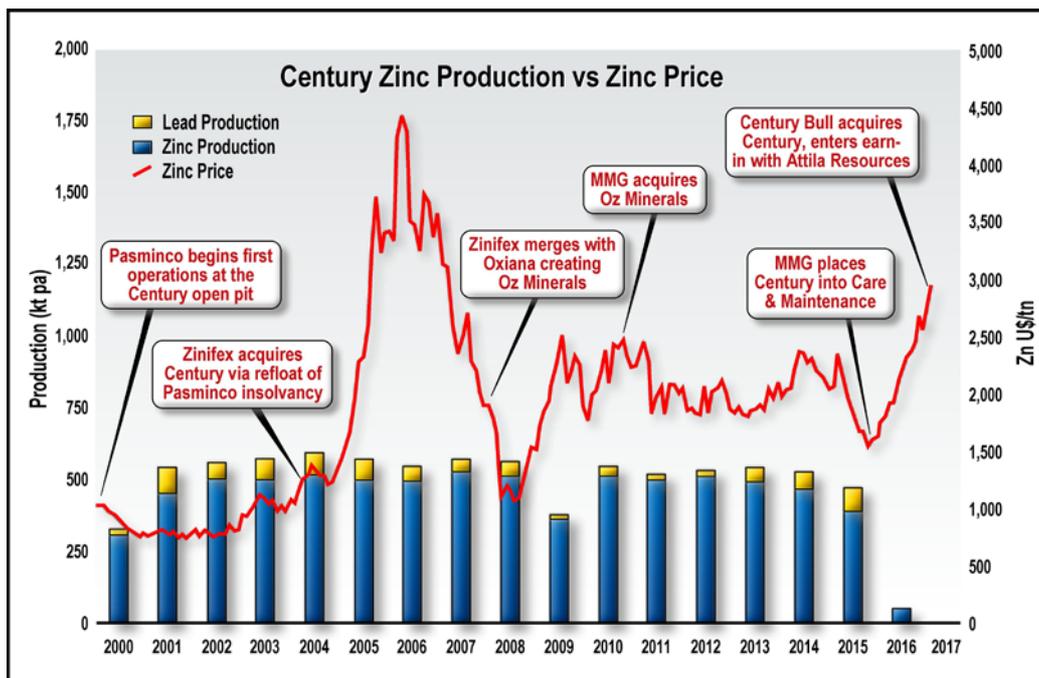


Figure 2: History of Century Zinc Mine operations

Resources

Century Tailings Deposit

A single substantial tailings deposit exists at Century, generated from 16 years of large scale operations from the Century open pit. The current JORC compliant Mineral Resources within the Century Tailings Deposit stand at 71Mt at 2.73% Zn for 1,940,000 contained zinc tonnes as shown below:

Table 1: Century Tailings Deposit Mineral Resources as at January 2016

	Tonnes (Mt)	Zinc Grade (%)	Zn Metal (t)
Indicated	12.8	2.97	380,000
Inferred	58.2	2.68	1,560,000
Total	71.0	2.73	1,940,000

Substantial recoverable zinc mineralisation exists in the tailings at Century, due to the historical focus on throughput maximisation as opposed to recovery maximisation. The nature of the original Century ore required extended flotation time and given the scale of the original Century deposit (105Mt at 12% Zn) a high throughput processing plant was constructed, achieving relatively modest recoveries (74% in 2015) over the life of operations.

Three independent metallurgical studies have been completed on the Century Tailings Deposit, demonstrating the tailings may be reprocessed through the existing plant on site with minor modifications to achieve recovery of ~50% of remaining zinc mineralisation into a salable ~52% zinc concentrate.

The simple reprocessing of the Century tailings provides a mechanism for the economic rehabilitation of the mine site, with the tailings area representing a significant portion of the current rehabilitation requirements. After reprocessing, the tailings are planned to be deposited back into the original open pit and encapsulated via subaqueous deposition.

Full details are set out in the ASX announcement dated 1 March 2017.



Figure 3: Century Tailings Deposit

Silver King Deposit

The Silver King lead-zinc-silver deposit is 1.5km SW of the original Century open pit. The JORC compliant Inferred mineral resource at Silver King is 2.7Mt at 6.9% Zn, 12.5% Pb and 120g/t Ag (20.5% ZnEq), reported above a 5% Pb cut-off, for a total zinc equivalent metal content of 553,500t.

Table 2: Silver King Deposit Mineral Resources as at June 2014

	Tonnes (Mt)	Zinc (%)	Lead (%)	Silver (g/t)	ZnEq Metal (t)
Total (Inferred)	2.7	6.9	12.5	120	553,500

Discovered in 1897, Silver King had a rich history of small scale mining until 1961, having been accessed by 15 shafts and associated underground workings to a depth of approximately 60m. Estimated historical production is 3,149t of lead and 100,000oz of silver.

The Silver King mineralisation consists of a series of moderately to steeply dipping quartz-galena-sphalerite-siderite veins associated with a NE trending dextral strike-slip fault. Further sphalerite and galena mineralisation occurs within shale hosted breccia also associated with the veins.

Silver King provides further potential for an economic operation to be established on site utilising existing infrastructure. The Silver King Deposit was never mined by previous owners of Century largely due to its relatively small scale (and partial underground) nature compared with the Century open pit operations.

With the implementation of tailings reprocessing operations, potential exists to extract Silver King for utilisation as a blending ore.

East Fault Block Deposit

The East Fault Block is a small deposit located 35m below the surface of the run-of-mine stockpile area at the mine site and extends to a depth of 112m. The JORC compliant mineral resources of the East Fault Block are 520,000t at 11.6% Zn, 1.1% Pb and 48 g/t Ag (12.3% ZnEq), for a total zinc equivalent metal content of 64,000t.

Table 3: East Fault Block Mineral Resources as at December 2014

	Tonnes (Mt)	Zinc (%)	Lead (%)	Silver (g/t)	ZnEq Metal (t)
Total (Inferred)	0.52	11.6	1.1	48	64,000

Phantom Hills Phosphate Deposit

The Century tenements host substantial phosphate mineralisation in the Phantom Hills Deposit and other minor deposits, located directly to the NE of the Century open pit. In 2013, a 14,300m RC and diamond drilling program was completed over the phosphate deposit area.

Despite the extensive drilling to date, a defined resource for the Phantom Hill Phosphate Deposit is yet to be estimated.

Conversion of the Century infrastructure to support a phosphate rock processing operation presents a low cost and low risk option to extending the life of Century operations and infrastructure beyond zinc and lead processing activities.

Exploration Potential

Excellent exploration potential remains at Century for the discovery of smaller scale high grade deposits within the 783km² of mining licences and the exploration permit.

Despite the tenements being located in the highly prospective Termite Range Fault district, since 1990 exploration has been predominantly focused on a relatively narrow strategy targeting further discovery of large (>25Mt) sediment-hosted Zn/Pb/Ag deposits of similar scale to the original Century deposit.

The large scale Century deposit was located in the middle of a 20km diameter cluster of smaller high grade vein-breccia lodes. Limited exploration work has occurred on these high grade targets, providing potential for adoption of a revised strategy targeting delineation of smaller (1-10Mt) high grade deposits.

These vein-breccia lodes form distinct ridges and outcrops opposing the recessive siltstone and shale members throughout the mineral field. Over 40 of these lode targets have been recorded to date, with the largest being the already defined Silver King Deposit. Many have shafts, pits or small historic workings to mark their locations.

Given the planned near term re-starting of operations via tailings reprocessing, potential exists for these resources to be used as blending material and processed via the existing plant at Century.

An extensive exploration database over the Century tenements has been acquired in addition to a comprehensive review of the exploration history of the region. This data is now under analysis and will be utilised to form the basis of future exploration programs over the tenements.

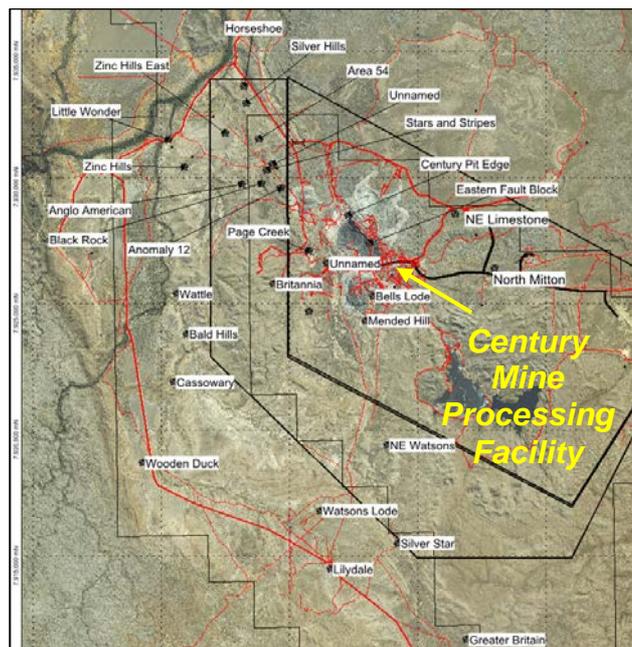


Figure 4: Century prospects locality map

Infrastructure

Century Processing Plant & Supporting Infrastructure

The 7.0Mtpa capacity processing plant, in excellent condition after 16 years of use, is currently on care and maintenance following cessation of processing operations. Key equipment includes:

- Primary crushing facilities, which reduce ROM feed to approximately 100mm;
- Grinding facilities consisting of one SAG mill (12MW gearless drive) and two balls mills (8MW gearless drive & 6.7MW single pinion drive);
- Milling facilities consisting of fifteen ultrafine sand mills (355kW);
- A conventional froth flotation circuit, comprising 21 stirred mills and 79 flotation cells;
- Remnant mobile fleet (reduced from original full scale operations) including 6 × Komatsu 630E dump trucks, 5 × Caterpillar D10/D11 dozers and 4 × Komatsu PC excavators;
- Five exploration and grade control drilling rigs;
- Full site laboratory capable of handling all exploration and plant samples; and
- Equipment workshops and stores for all mobile and fixed plant maintenance.



Figure 5: Century Mine processing plant & mobile fleet workshop

Karumba Port Facility

Built as part of mine development in the late 1990s, Century's Karumba Port Facility includes dewatering and drying circuits, maintenance workshop, a concentrate storage shed and administration buildings.

During operations the Karumba Port Facility received 3,000t of slurry each day into one of four balance tanks. The slurry was dewatered by five pressure filters, with concentrate then passed through a rotary dryer to remove excess water before being stockpiled in the concentrate storage shed in preparation for shipping.

In late 2012, a three-year A\$32M project to refurbish the concentrate storage shed and other facilities was also completed, ensuring the port area remains in operational condition.

Equipment at Karumba includes:

- Dewatering/filter/drying plant and fully mechanised concentrate storage shed;
- Jetty and bulk ship loading facilities; and
- Administration buildings & workshops.

Electricity consumed at Karumba was supplied by the on-site diesel power station with a nameplate capacity of 5.8MW. The diesel power station has been decommissioned following cessation of operations, however all associated civil and electrical infrastructure has been retained for future use.

Like the Lawn Hill mine site, Century's infrastructure at Karumba has been kept in a state of operational readiness to allow for the future restarting of operations.



Figure 6: Karumba Port Facility

M.V. Wunma Transhipment Vessel

Century’s transfer vessel, the M.V. Wunma, is custom-built for the shallow waters of the Norman River channel and is used to transfer concentrate to export ships anchored in the Gulf of Carpentaria.

It takes approximately 12 hours for the vessel to load, transport and discharge concentrates and return to the Karumba Port. The vessel can operate day and night, depending on tides and weather conditions.

Upon cessation of operations, the M.V. Wunma was sailed to Papua New Guinea where it is currently dry docked on care and maintenance.



Figure 7: M.V. Wunma Transhipment Vessel

Karumba Property Ownership & Pelicans Inn Lease

Within the township of Karumba, MMG owned a portfolio of thirteen houses which have also been acquired as part of the transaction.

The houses were previously used to accommodate employees, however have been transitioned to rental properties since closure of operations.

A lease over the Pelicans Inn in Karumba is also in place. The Inn remains on care and maintenance pending re-establishment of port operations and/or development of tourism potential.



Figure 8: Pelicans Inn, Karumba

Slurry Pipeline

The 304km buried slurry pipeline was commissioned in November 1999 and is a unique and leading edge design for a pipeline in Australia. Providing unmatched access to the coast for the region, the pipeline is buried over most of its length to a depth of approximately 1m.

The host steel pipe is high tensile 12 inch pipe, lined with high density polyethylene pipe. The liner was included to eliminate wear/corrosion of the host pipe.

Slurry batch transit time for the 304km journey is ~72 hours and the overall elevation difference is -155m from the site to the port. The pipeline is capable of transporting zinc concentrate at a maximum rate of 155t/h at 37% solids and lead concentrate at a maximum rate of 161t/h at 37% solids.



Figure 9: Century Mine underground slurry pipeline infrastructure

Mining Camp

All mine site accommodation is at the Darimah village, located approximately 3km from the mine, which has a capacity of 700 people per night.

Accommodation comprises mostly en-suite rooms in accommodation blocks (four rooms each). Facilities include a wet and dry mess, a gymnasium, pool, football and rugby ovals and various other sport facilities.

The accommodation precinct also includes a sewage treatment plant, water treatment plant and communication towers.



Figure 10: Century Mine accommodation camp

Mine Site Airport

The mine is serviced by a private airport located on the mining lease. The airport has a sealed runway equipped for night landings, and has an office building and semi-enclosed passenger waiting area. During operations at Century, medium sized jet aircraft (Fokker F100) were used to transport staff to and from Townsville and Cairns and smaller light aircraft to bring in employees from some of the closer towns such as Mt Isa, Doomadgee, Normanton and Karumba.

In January 2016 the airstrip, taxiway and general apron were re-sealed and lines re-marked at a cost of approximately A\$1M.

Economic Rehabilitation Strategy

With the final processing of open pit ore from Century in late 2015, the focus of previous owner MMG was turned to the progressive rehabilitation and ultimate closure of the mine site. Significant rehabilitation activities have already been undertaken by MMG, with over A\$70M spent on rehabilitation to date. A comprehensive plan of work is also in place to progressively take the mine site, the pipeline and the port facility to full closure over a long term period through to 2050.

In November 2016, after a review of the current rehabilitation progress, the Queensland Government revised the financial assurance bond required for the Century mine to A\$193.7M.

The restarting of operations at Century, initially via tailings reprocessing, allows much of the scheduled rehabilitation to be achieved through new cash flow generating site activities. In the case of the Century Tailings Deposit, after reprocessing of the tailings has occurred, the material is planned to be relocated back into the existing open pit, which allows for final encapsulation via subaqueous deposition and eliminates the need for capping of the tailings dam on surface.

The reprocessing of tailings and encapsulation within the open pit also provides a significant reduction in the overall footprint of disturbance of the Century mining operations and therefore is expected to allow for a progressive reduction in the total financial assurance required for the site.

In addition to tailings reprocessing, extraction of defined in-situ base metal deposits, phosphate deposits and regional toll treatment opportunities will also be assessed, potentially providing further economic benefits and assistance toward scheduled site rehabilitation.

The planned restarting of operations and long term ongoing infrastructure usage also eliminates the need for infrastructure dismantling and final closure activities until potentially well after 2050.

MMG is supportive of Attila and Century Bull's plan for progressive economic rehabilitation of Century and also recognises the significant additional benefits restarting operations will bring including continued employment opportunities and regional economic activity.

As a demonstration of this support, MMG has committed to assisting with the economic rehabilitation strategy through two key provisions as outlined below:

A\$46.6M in Funding Assistance

Allocation of A\$46.6M toward the funding of ongoing rehabilitation, care and maintenance and meeting Century's existing stakeholder payment obligations. This is split into:

- a) A contribution of A\$34.5M, over three years, to assist with the transition of ownership and supporting existing obligations around site upkeep and environmental maintenance and monitoring; and
- b) A special purpose trust of A\$12.1M, managed by an independent trustee to ensure Century meets various existing social obligations contained in the Gulf Communities Agreement (an agreement entered into with native title groups in connection with the Century mine) and agreed community and rehabilitation projects for the benefit of Lower Gulf communities.

A\$193.7M Bond for Financial Assurance Assistance

MMG has procured and will stand behind the ongoing provision of bank guarantees of A\$193.7M for the benefit of Century to meet its financial assurance obligation with the Queensland Government for a period of up to 10 years through to 31 December 2026. It is proposed that the financial assurance will be progressively replaced via profits from operations at the site, with the planned economic rehabilitation activities having the additional benefit of reducing the required total financial assurance over time.

Corporate

Key Acquisition Terms

Attila Resources Limited (**Attila**) has executed a binding earn-in agreement to earn 100% of Century Mine Rehabilitation Project Pty Ltd (**CMRP**), a wholly owned subsidiary of Century Bull Pty Ltd (**Century Bull**), via:

- Initial 70% of CMRP (transferred up front) in consideration for:
 - the issue of 30M unquoted options in Attila with an exercise price of \$0.25 each and expiring 5 years from the date of issue to Century Bull or its nominees;
 - a 2% net smelter royalty from operations; and
 - a commitment to sole fund project expenditure of A\$10M for first three years.
- Following expenditure of the A\$10M, an option to acquire the remaining 30% based on an agreed Attila enterprise value formula, being 30% of the fully diluted enterprise value of Attila, to be paid at Attila's sole election in any combination of cash (if permitted by the Listing Rules applicable at the time) and Attila shares subject to requisite shareholder approval.

ASX has determined the acquisition of CMRP constitutes a significant change in the scale of the Company's activities and requires Attila to re-comply with Chapters 1 and 2 of the Listing Rules. Completion of the proposed transaction with Century Bull remains subject to Attila shareholder and regulatory approvals. Mr Evan Cranston, a director of Attila, is a 25% shareholder in Century Bull.

CMRP will own 100% of the Century Zinc Mine and associated infrastructure, having recently completed an agreement with MMG Limited (**MMG**) for the acquisition of the relevant MMG Australian subsidiaries which hold the Century assets.

The Century assets are summarised in this announcement and include:

- All MLs and the EPM associated with the Century mine site;
- All site infrastructure including processing plant, mining camp and airport;
- The slurry pipeline, Karumba Port Facility and M.V. Wunma Transhipment Vessel; and
- A 49% interest in the Lawn Hill & Riversleigh Pastoral Holding Company.

As part of the transaction with MMG, CMRP has also acquired:

- A\$34.5M in progressive cash payments to assist with ongoing rehabilitation and care and maintenance activities for the site;

- A\$12.1M in cash, administered by an independent trust, to assist with remaining obligations contained in the Gulf Communities Agreement and agreed community projects for the benefit of Lower Gulf communities; and
- An agreement with MMG to procure and stand behind the existing provision of bank guarantees of A\$193.7M for the benefit of Century to meet its financial assurance obligation with the Queensland Government for a period of 10 years through to 31 December 2026, which is to be progressively replaced via profits from operations.

Further details of the transaction between Century Bull and MMG are contained in MMG's ASX announcement with respect to MMG's disposal of the Century Zinc Mine. This contains a summary of the material transaction documents covering the acquisition of the Century Zinc Mine.

Attila has agreed to guarantee the obligations of CMRP, the guarantee obligations being subject to the receipt of requisite Attila shareholder approval which must be obtained by 30 June 2017 (or such other date as agreed).

Further details of the material transaction documents, together with a pro-forma statement of financial position showing the effects of the transaction, will be set out in Attila's notice of meeting seeking approval for the transaction to be lodged with ASX in due course.

Board Changes

On 19 April 2017, Attila announced the proposed appointment of an experienced mining executive team who will drive restart activities of the Century Zinc Mine in Queensland, Australia, with the appointments to commence upon completion of the acquisition by Attila of its initial 70% interest in the Century Zinc Mine.

Mr Patrick Walta will join the Board as Managing Director. Mr Walta is a qualified metallurgist, mineral economist and board executive with experience across both technical and commercial roles within the mining and water treatment industries. Graduating from Melbourne University with degrees in Chemical Engineering and Science, Patrick has gone on to complete postgraduate studies including an MBA, Masters of Science (Mineral Economics) and a Diploma of Project Management. In addition, Patrick is a graduate of the AICD's Company Directors' Course.

In 2009 Patrick co-founded the Raging Bull Group of entities, targeting acquisition and 'economic rehabilitation' of historic mine sites via extraction of remnant mineralisation. The Raging Bull Group now manages interests in several mining and water treatment assets.

Previously, Patrick was Executive Director of Carbine Resources Limited following the 2014 takeover of a subsidiary of the private mineral resources group Raging Bull Mining. His role at Carbine involved the development of all facets of the Mount Morgan Gold & Copper Project, as well as general management and continued business development of the Company.

Patrick also has a broad level of resource industry experience through Rio Tinto, Citic Pacific Mining, Cradle Resources, Primary Gold and Clean TeQ.

Mr Tolga Kumova will join the Board as Corporate Director. Mr Kumova is a resource sector entrepreneur and corporate finance specialist with over 15 years' experience in stockbroking, IPOs and corporate restructuring. He has raised in excess of \$500 million for ASX listed mining ventures associated with projects varying from inception stage through to construction and operations.

Tolga was previously Managing Director and a founding shareholder of Syrah Resources Limited, which is now an ASX200 mining company. During his tenure at Syrah, he led the

company's development activities from resource stage through to being fully funded for development of the world class Balama graphite deposit in Mozambique, including the completion of offtake negotiations and agreements with numerous globally recognised counterparties. The results of these activities generated significant returns for shareholders.

Tolga's role with Attila represents his first executive board appointment since leaving Syrah and he will be responsible for assisting with corporate development of the Company, in addition to marketing, financing and offtake activities for the Century Zinc Mine.

Mr Tom Eadie will join the Board as a Non-Executive Director. Mr Eadie is a geologist and mineral industry leader with broad experience in junior, mid-tier and major mining companies. He was the founding Chairman of Syrah Resources Limited, Copper Strike Limited and Discovery Metals Limited as well as a founding Director of Royalco Resources Limited.

At Syrah, Tom was at the helm during acquisition, discovery and early feasibility work of the Balama graphite deposit, which is due to start production in mid-2017. At Copper Strike he was also Managing Director for 10 years and made several significant copper/gold and lead/zinc/silver discoveries in North Queensland. Also, while at Discovery Metals, Tom was instrumental in gaining control of the Boseto copper deposit in Botswana.

Tom has also previously been Executive General Manager of Exploration and Technology at Pasmenco Limited, at the time the largest zinc producer in the world. This came after technical and later management responsibilities at Cominco and Aberfoyle in the 1980s.

Mr Eadie has a Bachelor of Science (Hons) in Geology and Geophysics from the University of British Columbia, a Master of Science in Physics (Geophysics) from the University of Toronto and a Graduate Diploma in Applied Finance and Investment from the Security Institute of Australia. He is a Fellow (and past board member) of the AusIMM and a Member of the Financial Services Institute of Australasia (FINSIA).

Tom will be responsible for overseeing the Company's geological programs at the Century Zinc Mine, including development of significant brownfields and greenfield targets across the tenement package.

As part of the Board evolution for the development of the Century business, it is planned that Ms Oonagh Malone resign from the Board but will remain as Company Secretary.

Mr Evan Cranston and Mr Bryn Hardcastle will also remain on the Board, with Mr Cranston transitioning to an executive director position to assist with project development activities and marketing.

Proposed Company Name Change

To reflect the significant potential of the Century Zinc Mine and the new focus of the Company, Attila Resources planning a name change to 'New Century Resources Limited'. The progressive rebranding of the Company will occur as part of the recompliance process currently underway.

Further information on the recompliance activities will be provided in the near future with the release of a Notice of Meeting and Prospectus by Attila. The Company remains on track for the completion of recompliance activities and commencement of trading by the end of May 2017.

Placement

As part of the recompliance process, the Company is planning to complete a share placement to raise \$5,150,000 (before costs) via a placement of 34,333,334 ordinary shares at an issue

price of 15 cents each. The placement will occur via the Company's existing placement capacity under Listing Rule 7.1.

In addition, the Company is finalising a preliminary placement of \$500,000 to Mr Tolga Kumova on the same terms as the terms as proposed above, bringing the total raising prior to recompliance of the Company to \$5,650,000.

Funds raised are in addition to the \$46,500,000 in commitments provided by MMG Limited as part of the transaction with Century Bull Pty Ltd.

Suspension from Trading

As ASX has confirmed the acquisition of the Century Mine constitutes a back door listing and requires the Company to re-comply with Chapters 1 and 2 of the Listing Rules, in accordance with ASX's policy on entities undertaking back door listings, the Company's securities will remain suspended until completion of the acquisition and successful re-compliance with Chapters 1 and 2 of the Listing Rules.

Further details on the transaction will be contained in the Company's notice of meeting and prospectus.

Potential Transaction with SecurET Pty Ltd

The Company advises that it has formally withdrawn from the transaction with SecurET Pty Ltd. As advised in the previous activities report, the Company was advised by SecurET Pty Ltd (SecurET) of a dispute and purported termination of the agreement between SecurET and Point of Pay Pty Ltd (POP) in connection with its proposed earn-in to a revolutionary and highly disruptive cyber security technology known as VeroGuard Systems (ASX: 13 May 2016). Attila has been informed that the dispute with POP has not been resolved and it is not known what will be the outcome of the dispute.

Kodiak Coking Coal Project, Alabama USA (Attila Resources 70%)

The Kodiak Coking Coal Project is currently on care and maintenance.

The Company continues to consider its options with regards to future of the Kodiak Coking Coal Project in Alabama, USA, in light of the recent rise in the coal price to over US\$200/ton and is assessing options in relation to financing, joint venture opportunities or a disposal of the project.

For further information please contact:

Evan Cranston – Non-Executive Director:

+61 (0) 408 865 838

Appendix 1

The following information is provided pursuant to Listing Rule 5.3.3 for the quarter ended 31 March 2017:

Project	Location	Status	Interest
Kodiak Coking Coal Project	Alabama, USA		
Coke Seam, Gurnee Property	Shelby & Bibb Counties	Lease	70%
Atkins Seam, Gurnee Property	Shelby & Bibb Counties	Lease	70%
Gholson Seam, Gurnee Property	Shelby & Bibb Counties	Lease	70%
Clark Seam, Gurnee Property	Shelby & Bibb Counties	Lease	70%

There were no mining tenements or interests in farm-in/farm-out agreements acquired or disposed of during the quarter.