Form 603

Corporations Act 2001 Section 671B

Notice of initial substantial holder

To: Company Name/Scheme	ATHENA RESOURCES LIMITED
ACN/ARSN	69 113 758 900
1. Details of substantial holder (1)	
Name _	Mr Jason Peterson
ACN/ARSN (if applicable)	n/a
The holder became a substantial holder on	<u>25 / 06 / 2021</u>

2. Details of voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary fully paid (O.F.P.)	28,500,000	28,500,000	7.89%

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Sunset Capital Management P/L <sunset a="" c="" superfund=""></sunset>	Sunset Capital Management P/L <sunset a="" c="" superfund=""></sunset>	28,500,000

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holders of relevant interest	Registered holder of Securities	Person entitled to be registered as a holder (8)	Class and number of securities
Sunset Capital Management P/L	Sunset Capital Management P/L	Sunset Capital Management P/L	28,500,000
<sunset a="" c="" superfund=""></sunset>	<sunset a="" c="" superfund=""></sunset>	<sunset a="" c="" superfund=""></sunset>	

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four month s prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
Sunset Capital Management P/L <sunset a="" c="" superfund=""></sunset>	25/06/2021	\$228,000.00		28,500,000

6. Associates

The reasons the person named in paragraph 3 above and associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Sunset Capital Management P/L <sunset a="" c="" superfund=""></sunset>	Trustee

7. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Sunset Capital Management P/L <sunset a="" c="" superfund=""></sunset>	C/- PO Box Z5467, Perth St Georges Terrace, Perth WA 6831

Signature

print name	Mr Jason Peterson	capacity	Trustee
sign here		date	28 / 06 / 2021