

Appendix 3Y
Change of Director's Interest Notice

Rule 3.19A.2

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Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity	ATHENA RESOURCES LIMITED
ABN	113 758 900

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Peter John Newcomb
Date of last notice	25 July 2023

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Direct	Peter John Newcomb		
	Indirect	Stonydeep Investments Pty Ltd		
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Stonydeep Investments Pty Ltd of which Mr Newcomb is a shareholder and Director.			
Date of change	2 August 2023			
No. of securities held prior to change	Holder Mr Newcomb Stonydeep Stonydeep	Number 625,000 57,638,042 30,000,000	Class Ordinary AHN Ordinary AHN Options AHNO	
Class	Ordinary Shares (AHN)			
Number acquired	1,736,958			
Number disposed	Nil			
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Cash consideration \$13,038.39			
No. of securities held after change	Holder Mr Newcomb Stonydeep Stonydeep	Number 625,000 59,375,000 30,000,000	Class Ordinary AHN Ordinary AHN Options AHNO	
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	On Market Purchase			

+ See chapter 19 for defined terms.

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Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of “notifiable interest of a director” should be disclosed in this part.

Detail of contract	None
Nature of interest	
Name of registered holder (if issued securities)	
Date of change	
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	
Interest acquired	
Interest disposed	
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	
Interest after change	

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺ closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

⁺ See chapter 19 for defined terms.