

Appendix 3Y

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	MARATHON RESOURCES LTD
ABN	31 107 531 822

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 LEONARD WILLIAMS
Date of last notice	05 November 2013

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 & Indirect Interest
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Section 608 Corporations Act interest as previously advised
Date of change	1 November 2014
No. of securities held prior to change	899,360 Ordinary Shares 250,000 Unlisted options to acquire ordinary shares- exercise price of \$1.077 – expiring 28/12/2014 1,500,000 Unlisted options to acquire ordinary shares in 2 Tranches Number Exercise price First Exercise Date Expiry Date 750,000 \$1.227 01/11/2013 01/11/2014 750,000 \$1.727 01/11/2014 01/11/2015
Class	Ordinary Shares/Unlisted options
Number acquired	Nil
Number disposed	750,000 Unlisted Options
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	Nil – N/A

+ See chapter 19 for defined terms.

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No. of securities held after change	899,360 Ordinary Shares 250,000 Unlisted options to acquire ordinary shares- exercise price of \$1.077 –expiring 28/12/2014 750,000 Unlisted options to acquire ordinary shares Number Exercise price First Exercise Date Expiry Date 750,000 \$1.727 01/11/2014 01/11/2015
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Lapse of Options unexercised

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	N/A
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?	N/A
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.