

TO: ASX COMPANY ANNOUNCEMENTS OFFICE

17th March 2015

ASX Code: MTN

Marathon informs market of ARP TriEnergy Share Sale

Marathon Resources Limited ("**Marathon**") refers to its announcement of the 3rd March 2015 advising it had signed a Share Sale Agreement to acquire ARP TriEnergy Pty Ltd ("**TriE**") which owns the Leigh Creek Energy Project ("**LCEP**").

In that announcement Marathon advised that "TriE currently holds 19.99% of the issued capital of Marathon. Under the terms of the Share Sale Agreement, and in order to ensure that Marathon can comply with the restrictions in the Corporations Act in relation to self-acquisition, the parties have agreed that, within a 12 month period following completion, all Marathon shares held by TriE will be disposed of on its behalf by a custodian to be appointed."

TriE has informed Marathon that it sold 3,432,337 ordinary shares in Marathon with Marathon's consent as required under the Share Sale Agreement. This is to provide TriE with working capital and to fund ongoing progress of its development of the LCEP pending completion of the proposed transaction with Marathon. TriE will file a revised Substantial Holder Notice in confirmation.

The balance of the Marathon shares held by TriE will be disposed of on its behalf within a 12 month period following completion by a custodian as referred to previously.

Shareholder Approval

As also adverted to in its recent announcement, Marathon shareholder approval of the acquisition of TriE is required for a number of purposes under the Corporations Act and ASX Listing Rules. Following review of the notice of meeting and associated explanatory materials by ASIC and the ASX, Marathon will convene an EGM of its shareholders to consider and vote on the transaction as a whole.

Marathon anticipated that the EGM would be held during the last week of April or first week of May 2015 and continues to work to that timeline. The company will keep the market and shareholders informed of any changes to the likely timing of the EGM.

Marathon looks forward to announcing an EGM date and supplying shareholders with documentation ahead of voting regarding the acquisition of TriE and other related matters.

Media Contacts:

Mr Peter Williams
Chairman
Marathon Resources Limited
(08) 8348 3500

Mr John Field
Managing Director
Field Public Relations
(08) 8234 9555
(0) 418 819 527