

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme **Athena Resources Limited**

ACN/ARSN **ACN 113 758 900**

1. Details of substantial holder (1)

Name: **Fenix Resources Ltd (Fenix)**

ACN/ARSN (if applicable): **ACN 125 323 622**

There was a change in the interests of the substantial holder on: **14/05/2025**

The previous notice was given to the company on: **16/01/2025**

The previous notice was dated: **16/01/2025**

2. Previous and present 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 when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Fully Paid Ordinary Shares (Shares)	580,421,082	28.97%	843,176,657	37.21%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
14/05/2025	Fenix	Conversion of the remaining 47 Athena convertible notes, following shareholder approval obtained at the general meeting held on 13/05/2025	\$0.002 per Share	235,000,000 Shares	235,000,000
14/05/2025	Fenix	Consideration shares in lieu of interest payment, pursuant to the convertible note term sheet and following shareholder approval obtained at the general meeting held on 13/05/2025	\$0.002 per Share	27,755,575 Shares	27,755,575

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest	Class and number of securities	Person's votes
Fenix	Fenix	Fenix	Relevant interest under s608(1)(a) of the Corporations Act 2001 (Cth) as the registered holder of the shares	843,176,657 Shares	843,176,657

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
N/A	N/A

6. Addresses

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

Name	Address
Fenix Resources Ltd	Level 33, 1 Spring Street Perth WA 6000

Signature:

Name: Natalie Teo

Capacity: Company Secretary

Signed: 

Date: 14/05/2025