Incorporated in Guernsey registered number 44276.

AIM: MARL

1 June 2015

Suite 102, 3 Eden Street
North Sydney, NSW 2060
Australia

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the ninth Annual General Meeting of the Company will be held at the registered office of the Company at Granite House, La Grande Rue, St Martin, Guernsey GY1 3RS at 12.00 noon on 30 June 2015 (UK London GMT) for the purpose of considering and, if thought fit, passing the following Ordinary Resolutions.

Words and expressions used or defined in the circular to shareholders dated 1 June 2015 (a copy of which is produced to the meeting and signed by the Chairman for the purposes of identification) (the "**Circular**") shall have the same meanings where used in these resolutions, except where the context otherwise requires.

ORDINARY BUSINESS:

To consider and if thought fit pass the following resolutions, which will be proposed as ordinary resolutions:

1. **That** the Report of Directors and the audited financial statements of the company for the financial period ended 31 December 2014 be adopted.
2. **That** Mr. John Horsburgh (who retires in accordance with the Articles of Association and being eligible, offers himself for re-election) be re-appointed as a director of the Company.
3. **That** Mr. Glen Parsons (who retires in accordance with the Articles of Association and being eligible, offers himself for re-election) be re-appointed as a director of the Company.
4. **That** Mr. Eric Roth (who retires in accordance with the Articles of Association and being eligible, offers himself for re-election) be re-appointed as a director of the Company.
5. **That** Mr. John Goodwin (who retires in accordance with the Articles of Association and being eligible, offers himself for re-election) be re-appointed as a director of the Company.
6. **That** the aggregate fees for non-executive directors be not more than £150,000 annually, to be distributed among them as the Board sees fit.
7. **That** Grant Thornton Limited be appointed as auditor of the Company and that the directors be authorised to determine the remuneration of the auditors.

By order of the Board

Registered Office:
Granite House
La Grande Rue
St Martin's
Guernsey
Channel Islands

"John Horsburgh"
John Horsburgh
Chairman
Date: 1 June 2015

Notes:

(a) A member entitled to attend and vote is entitled to appoint one or more proxies to exercise all or any of his rights to attend and to speak and vote at the meeting. A member may appoint more than one proxy in relation to the meeting, provided that each proxy is appointed to exercise the rights attached to a different share or shares held by him. To appoint more than one proxy, please contact the Company on telephone number +61 2 9437 4588.

(b) To be valid, an instrument appointing a proxy and any power of attorney or other authority under which the proxy instrument is signed (or a notarially certified copy thereof) must be deposited with the Company at the Company's registered office or by facsimile to the Company on +61 2 9437 4599 not less than 48 hours before the time for holding the meeting.

(c) The completion and return of a proxy card will not affect the right of a member to attend, speak and vote in person at the meeting convened by this notice.

(d) The quorum for the meeting is two or more members present in person or by proxy or a duly authorised representative of a corporation which is a member.

(e) The ordinary resolutions must be passed by a simple majority of the total number of votes cast for and against such resolution.

(f) At the meeting the vote may be taken by show of hands or by poll. On a poll, every member, who is present in person or by proxy, shall be entitled to one vote for every share held by him.

(g) If, within half an hour after the time appointed for the meeting (or such longer interval not exceeding one hour as the chairman of the meeting may think fit to allow) a quorum is not present, the meeting shall stand adjourned for 14 days day at the same time and place, or to such time and place as may be fixed by the chairman of the meeting and if at such adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the members present in person and by proxy shall be a quorum.

(h) Pursuant to regulation 41 of The Uncertificated Securities Regulations 2001, members will be entitled to attend and vote at the meeting if they are registered on the Company's register of members 48 hours before the time appointed for the meeting or any adjournment thereof.

The Notice of Meeting may be viewed and downloaded from the Company's website www.marianaresources.com or by following the link below:

http://marianaresources.com/site/media/150601_Mariana_AnnualReportProxyBinder.pdf

****ENDS****

For further information please visit website at www.marianaresources.com or contact the following.

In Australia:

Glen Parsons (CEO)	Mariana Resources Ltd	+61 2 9437 4588
Eric Roth (COO)	Mariana Resources Ltd	+56 9 8818 1243
Rob Adamson	RFC Ambrian Limited (Nomad)	+61 2 9250 0041
Will Souter	RFC Ambrian Limited (Nomad)	+61 2 9250 0050

In U.K.

Claire Louise Noyce	Hybridan LLP (UK Broker)	+44 20 3 713 4581
Niall Pearson	Hybridan LLP (UK Broker)	+44 20 3 713 4583
Oliver Stansfield	Brandon Hill Capital (UK Broker)	+44 20 3463 5061
Jonathan Evans	Brandon Hill Capital (UK Broker)	+44 20 3463 5016
Tim Blythe	Blytheweigh (Financial PR)	+44 20 7138 3205
Halimah Hussain	Blytheweigh (Financial PR)	+44 20 7138 3203

About Mariana Resources

Mariana Resources Ltd is an AIM quoted exploration and development company with an extensive portfolio of gold, silver and copper projects in South America and Turkey. In Peru, Mariana holds options to earn up to 70% interests in the highly prospective Soledad Cu-Au-Ag and Rurimarac Au-Ag prospects in Central Peru. In Suriname, Mariana has an option to earn up to a 50.01% interest in Nassau Gold Limited, a JV company between Mariana and Sumin Resources Limited ("Sumin") which in turn holds an option to earn up to 80% of the Nassau Gold Project. The Nassau Gold Project is a 28,000 Ha exploration concession located approximately 125 km SE of the capital Paramaribo and immediately adjacent to Newmont Mining's 4.2Moz Au Merian project. In southern Argentina, the Company's core gold-silver projects are Las Calandrias (100%), Sierra Blanca (100%), Los Cisnes (100%), Bozal (100%). These projects are part of a 200,000+ Ha land package in the Deseado Massif epithermal gold-silver district in mining-friendly Santa Cruz Province. On January 16, 2015, Mariana completed the acquisition of TSX.V-listed Aegean Metals Group Inc. ("Aegean"), which holds 100% interests in the Hot Maden Au-Cu and Ergama Au-Ag prospects in Turkey. Hot Maden is currently being advanced by JV funding partner Lidya Madencilik Sanayi ve Ticaret A.S. In addition, Mariana also acquired 100% interests in the Doña Ines Au-Ag and Exploradora East Cu prospects in northern Chile through the Aegean transaction.

Safe Harbour

This press release contains certain statements which may be deemed to be forward-looking statements. These forward-looking statements are made as at the date of this press release and include, without limitation, statements regarding discussions of future plans, the realization, cost, timing and extent of mineral resource estimates, estimated future exploration expenditures, costs and timing of the development of new deposits, success of exploration activities, permitting time lines, and requirements for additional capital. The words "plans", "expects", "budget", "scheduled", "estimate", "forecasts", "intend", "anticipate", "believe", "may", "will", or similar expressions or variations of such words are intended to identify forward-looking statements. Forward-looking statements are subject to known and unknown risks, uncertainties, assumptions and other factors that may cause actual results to vary materially from those expressed or implied by such forward-looking statements, including, but not limited to: the effects of general economic conditions; the price of gold, silver and copper; misjudgements in the course of preparing forward-looking statements; risks associated with international operations; the need for additional financing; risks inherent in exploration results; conclusions of economic evaluations; changes in project parameters; currency and commodity price fluctuations; title matters; environmental liability claims; unanticipated operational risks; accidents, labour disputes and other risks of the mining industry; delays in obtaining governmental approvals or in the completion of development or construction activities; political risk; and other risks and uncertainties described in the Company's annual financial statements for the most recently completed financial year which is available on the Company's website at www.marianaresources.com . Although we believe that the expectations reflected in such forward-looking statements are based upon reasonable assumptions and have attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking statements, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such forward-looking statements. Accordingly, readers are cautioned not to place undue reliance on forward-looking statements. We do not undertake to update any forward-looking statements, except in accordance with applicable securities laws.