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ABN : 69 113 758 900

19 June 2009

Mr Graham Gates
Australian Stock Exchange Limited
Level 4, 20 Bridge Street
Sydney NSW 2000

ATHENA RESOURCES LIMITED – NON RENOUNCEABLE RIGHTS ISSUE

We confirm that the Company's Non Renounceable Rights issue announced on 28 April 2009 has closed and 17,019,996 fully paid ordinary shares were allotted and issued into the issuer sponsored sub register on 19 June 2009 to raise a total of \$510,600.

A distribution schedule and a list of the current top twenty holders of ordinary shares are attached as Attachment 1 and options as Attachment 2.

E W Edwards
Executive Chairman





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ATTACHMENT 1

SHAREHOLDER DETAILS REGISTERED AS AT 19 JUNE 2009

ANALYSIS OF SHAREHOLDING

1 – 1,000
 1,001 – 5,000
 5,001 – 10,000
 10,001 – 100,000
 100,001 – or more

ORDINARY SHARES

7
49
88
265
71
480

TOP TWENTY SHAREHOLDERS

NAME AND ADDRESS	SHARES	%	RANK
TIED NOMINEES PTY LTD	8,462,500	15.32	1
KELANCO PTY LTD	5,334,388	9.66	2
CORRIDOR NOMINEES PTY LTD	2,821,250	5.11	3
LIGHTWAVE INVESTMENTS PTY LTD	1,735,000	3.15	4
MR PETER JOHN NEWCOMB	1,712,500	3.10	5
MR SHANE BEATTY SADLEIR	1,644,500	2.98	6
MR TOM GALOPOULOS	1,500,000	2.72	7
DANOLA PTY LTD (T GALOPOULOS FAMILY A/C)	1,375,000	2.49	8
MR PETER & CHRISTIAN GALOPOULOS	1,350,000	2.44	9
INDIGO EXPLORATION SERVICES P/L	1,312,500	2.38	10
MR ANDREW PETER THOMSON	1,312,500	2.38	11
MR E MATUSIK & MRS D MATUSIK	992,260	1.80	12
MR DAVID RAYMOND BOOTHEY	900,000	1.63	13
JULIA EDWARDS SUPERANNUATION PTY LTD	850,000	1.54	14
LS ROCCHI PTY LTD	824,682	1.49	15
MANDEVILLA PTY LTD	656,250	1.19	16
MR GRANT DOONES	639,825	1.16	17
UCABS PTY LTD	638,692	1.16	18
TANDEM TECHNICAL CONSULTANTS PTY LTD	618,332	1.12	19
MR ANTONIOS ROMPOTIS	600,000	1.09	20
TOP 20 TOTAL	35,280,179	63.91	
REMAINDER	19,940,466	36.09	
TOTAL SHARES ON ISSUE	55,220,645	100.00	



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ATTACHMENT 2

OPTIONHOLDER DETAILS REGISTERED AS AT 19 JUNE 2009

ANALYSIS OF OPTIONHOLDING

1 – 1,000
 1,001 – 5,000
 5,001 – 10,000
 10,001 – 100,000
 100,001 – or more

OPTIONS

7
32
70
223
59
391

TOP TWENTY OPTIONHOLDERS

NAME AND ADDRESS	OPTIONS	%	RANK
TIED NOMINEES PTY LTD	2,812,500	7.52	1
KELANCO PTY LTD	2,681,042	7.17	2
MR ANDREW PETER THOMSON	1,850,000	5.01	3
CORRIDOR NOMINEES PTY LTD	1,778,750	4.75	4
MR SHANE BEATTY SADLEIR	1,579,839	4.22	5
DANOLA PTY LTD	1,375,000	3.67	6
MR PETER & CHRISTIAN GALOPOULOS	1,350,000	3.61	7
MR PETER JOHN NEWCOMB	1,062,500	2.84	8
MR TOM GALOPOULOS	1,000,000	2.67	9
MANDEVILLA PTY LTD	656,250	1.75	10
MR GRANT DONNES	620,000	1.66	11
MR DAVID RAYMOND BOOTHEY	600,000	1.60	12
LIGHTWAVE INVESTMENTS PTY LTD	600,000	1.60	13
MR ANTONIOS ROMPOTIS	600,000	1.60	14
LS ROCCHI PTY LTD	560,000	1.50	15
JULIA EDWARDS SUPERANNUATION PTY LTD	535,000	1.43	16
GURITALI PTY LTD	507,965	1.36	17
CORPOTATE SYSTEMS PUBLISHING P/L	496,075	1.33	18
FORTIS CLEARING NOMINEES P/L (S/MENT A/C)	400,000	1.07	19
MR DONALD FERGUSSON THOMSON	375,000	1.00	20
TOP 20 TOTAL	21,439,921	57.36	
REMAINDER	15,983,725	42.64	
TOTAL OPTIONS ON ISSUE	37,423,649	100.00	