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23 February 2011

The Company Announcements Office
Australian Stock Exchange Limited
4 Floor 20 Bridge Street
SYDNEY NSW 2000

Notice under Section 708A

Athena Resources Ltd (ASX:AHN) ("Company") has issued a total of 10,900,000 fully paid ordinary shares ("Shares") pursuant to a private placement announced on 16 February 2011. The shares have been placed to sophisticated and professional investors.

The Company gives this notice pursuant to Section 708A(5)(e) of the Corporations Act.

These Shares were issued without disclosure to investors under Part 6D.2 of the Corporations Act, in reliance on Section 708A(5) of the Corporations Act.

The Company, as at the date of this notice complied with:

- a) the provisions of Chapter 2M of the Corporations Act as they apply to the Company; and
- b) Section 674 of the Corporations Act.

There is no excluded information as at the date of this notice, for the purposes of Section 708A (7) and (8) of the Corporations Act.

Yours faithfully

E W Edwards
Managing Director

