

# Appendix 3Y

## Change of Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/09/01 Amended 01/01/11

<b>Name of entity</b> <b>MARATHON RESOURCES LTD</b>
<b>ABN 31 107 531 822</b>

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

<b>Name of Director</b>	JOHN GORDON LINLEY
<b>Date of last notice</b>	15 December 2009

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Direct or indirect interest</b>	DIRECT/INDIRECT
<b>Nature of indirect interest (including registered holder)</b> <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	J G Linley & M Kuiper-Linley <JG Linley Family Settlement>
<b>Date of change</b>	3 September 2012
<b>No. of securities held prior to change</b>	(Direct) 375,000 Ordinary Shares (Indirect) 1 Million options to acquire ordinary shares - exercise price of \$0.80 - expiry date 2/09/2012 250,000 Options to acquire ordinary shares - exercise price of \$1.10 - expiry date 28/12/2014
<b>Class</b>	Ordinary Shares/Unlisted options
<b>Number acquired</b>	Nil
<b>Number disposed</b>	1 Million options to acquire ordinary shares - exercise price of \$0.80- expiry date 2/09/12
<b>Value/Consideration</b> <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	N/A

+ See chapter 19 for defined terms.

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<b>No. of securities held after change</b>	(Direct) 375,000 Ordinary Shares (Indirect) 250,000 Options to acquire ordinary shares - exercise price of \$1.10 - expiry date 28/12/2014
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Lapse of Options

**Part 2 – Change of director's interests in contracts**

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Detail of contract</b>	/
<b>Nature of interest</b>	
<b>Name of registered holder (if issued securities)</b>	
<b>Date of change</b>	
<b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed	
<b>Interest acquired</b>	
<b>Interest disposed</b>	
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	
<b>Interest after change</b>	

**Part 3 – +Closed period**

<b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b>	N/A
<b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>	N/A
<b>If prior written clearance was provided, on what date was this provided?</b>	N/A

+ See chapter 19 for defined terms.