2 November 2015

Market Announcements Office
ASX Limited
4th Floor, 20 Bridge Street, Sydney NSW

ASX code: ATE (previously MUX)

**Issue of New Shares by Atherton Resources Ltd on automatic vesting and exercise of Performance Rights**

Atherton Resources Ltd (Atherton or the Company), today issued 6,849,999 fully paid ordinary shares (Shares) following the automatic vesting and exercise of Performance Rights in accordance with their terms.

The Performance Rights were granted on 6 August 2015 under Atherton's Performance Rights Plan, the details of which were set out in Atherton's notice of meeting dated 1 July 2015.

The new Shares were issued without disclosure to investors under Part 6D.2 of the Corporations Act 2001 (Cth) (Corporations Act).

In accordance with the requirements of, and pursuant to section 708A(5)(e) of the Corporations Act, the Company gives notice and confirms that:

- the New Shares are part of the class of ordinary shares quoted on ASX;
- as at the date of this notice, the Company has complied with the provisions of Chapter 2M of the Corporations Act as they apply to the Company and section 674 of the Corporations Act; and
- as at the date of this notice, it is not aware of any excluded information within the meaning of sections 708A(7) and 708A(8) of the Corporations Act, which is required to be disclosed under section 708A(6)(e) of the Corporations Act.

An Appendix 3B in relation to the issue of the New Shares will also be released to the market today.

For further information please contact Ben-Louis Ludik on 0420 389 740, or alternatively visit the Company’s website at www.athertonresources.com.au.