

29 March 2011

Manager Companies
Companies Announcements Office
Australian Securities Exchange Ltd

E-Lodgement via ASX On-Line

Dear Sir/Madam

Marathon Resources Ltd – ASX code MTN

I attach Appendices 3Y relating to take up by Directors of entitlements under the Company's recent non renounceable Rights Issue.

Yours sincerely



SM Appleyard
Company Secretary

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 30/9/2001. Amended 01/01/11

Name of entity	MARATHON RESOURCES LTD
ABN 31 107 531 822	

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.

Name of Director	PETER LEONARD WILLIAMS
Date of Last Notice	16 November 2010

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.

Direct or indirect interest	Indirect																
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Section 608 Corporations Act Interest as previously advised.																
Date of change	24/03/2011																
No. of securities held prior to change	817,600 Ordinary Shares 250,000 Options to acquire ordinary shares - exercise price of \$1.10 - expiry date 28/12/2012 2,000,000 Options to acquire ordinary shares in 3 Tranches <table style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th>Number</th> <th>Exercise price</th> <th>First Exercise Date</th> <th>Expiry Date</th> </tr> </thead> <tbody> <tr> <td>500,000</td> <td>\$0.876</td> <td>01/11/2012</td> <td>01/11/2013</td> </tr> <tr> <td>750,000</td> <td>\$1.25</td> <td>01/11/2013</td> <td>01/11/2014</td> </tr> <tr> <td>750,000</td> <td>\$1.75</td> <td>01/11/2014</td> <td>01/11/2015</td> </tr> </tbody> </table>	Number	Exercise price	First Exercise Date	Expiry Date	500,000	\$0.876	01/11/2012	01/11/2013	750,000	\$1.25	01/11/2013	01/11/2014	750,000	\$1.75	01/11/2014	01/11/2015
Number	Exercise price	First Exercise Date	Expiry Date														
500,000	\$0.876	01/11/2012	01/11/2013														
750,000	\$1.25	01/11/2013	01/11/2014														
750,000	\$1.75	01/11/2014	01/11/2015														
Class	Ordinary Shares/Unlisted options																
Number acquired	81,760 Ordinary Shares																
Number disposed	NIL																
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$0.50 per share pursuant to the Company's 1 for 10 non renounceable rights issue (NRRI).																

Appendix 3Y
Change of Director's Interest Notice

No. of securities held after change	899,360 Ordinary Shares 250,000 Options to acquire ordinary shares - exercise price of \$1.10 - expiry date 28/12/2012 2,000,000 Options to acquire ordinary shares in 3 Tranches <table border="1"> <thead> <tr> <th>Number</th> <th>Exercise price</th> <th>First Exercise Date</th> <th>Expiry Date</th> </tr> </thead> <tbody> <tr> <td>500,000</td> <td>\$0.876</td> <td>01/11/2012</td> <td>01/11/2013</td> </tr> <tr> <td>750,000</td> <td>\$1.25</td> <td>01/11/2013</td> <td>01/11/2014</td> </tr> <tr> <td>750,000</td> <td>\$1.75</td> <td>01/11/2014</td> <td>01/11/2015</td> </tr> </tbody> </table>	Number	Exercise price	First Exercise Date	Expiry Date	500,000	\$0.876	01/11/2012	01/11/2013	750,000	\$1.25	01/11/2013	01/11/2014	750,000	\$1.75	01/11/2014	01/11/2015
Number	Exercise price	First Exercise Date	Expiry Date														
500,000	\$0.876	01/11/2012	01/11/2013														
750,000	\$1.25	01/11/2013	01/11/2014														
750,000	\$1.75	01/11/2014	01/11/2015														
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Take up of entitlement under the Company's NRRI.																

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.

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

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No – exemption under company trading policy for rights issue
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

+ See chapter 19 for defined terms.

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 30/9/2001. Amended 01/01/11

Name of entity	MARATHON RESOURCES LTD
ABN 31 107 531 822	

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.

Name of Director	CHRISTOPHER CLELAND SCHACHT
Date of last notice	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.

Direct or indirect interest	DIRECT
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	
Date of change	24/03/2011
No. of securities held prior to change	55,500 Ordinary Shares 250,000 Options to acquire ordinary shares - exercise price of \$1.10 - expiry date 28/12/2012
Class	Ordinary Shares/Unlisted options
Number acquired	5,550 ordinary shares
Number disposed	NIL
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$0.50 per share pursuant to the Company's 1 for 10 non renounceable rights issue (NRRI).
No. of securities held after change	61,050 Ordinary Shares 250,000 Options to acquire ordinary shares - exercise price of \$1.10 - expiry date 28/12/2012
Nature of change <small>Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</small>	Take up of entitlement under the Company's NRRI.

+ See chapter 19 for defined terms.

Appendix 3Y

Change of Director's Interest Notice

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.

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

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺closed period where prior written clearance was required?	No – exemption under company trading policy for rights issue.
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

⁺ See chapter 19 for defined terms.