

17 December 2013

Company Announcements Office
ASX Limited
Exchange Centre
20 Bridge Street
Sydney NSW 2000

Notice under Section 708A(5)(e) of the Corporations Act

On 17 December 2013, Proto Resources & Investments Ltd ("the Company") issued the following securities;

- 50,000,000 fully paid ordinary shares and 20,000,000 \$0.0013 options exercisable on or before 17 December 2017 in accordance with the terms of its convertible securities agreement with Bergen Global Opportunity Fund II, LLC, which was announced to the market on 26 March 2013.
- 77,750,000 fully paid ordinary shares with 38,875,000 attaching \$0.055 options exercisable on or before 26 March 2017.

Accordingly the Company gives notice under section 708A(5)(e) of the Corporations Act 2001 (Cth) (the "Corporations Act") that:

1. the abovementioned ordinary shares were issued without disclosure to investors under Part 6D.2 of the Corporations Act;
2. as at the date of this notice the Company has complied with:
 - a) the provisions of Chapter 2M Corporations Act as they apply to the Company; and
 - b) section 674 Corporations Act; and
 - c) as at the date of this notice there is no "excluded information" (as defined in subsection 708A(7) of the Corporations Act) which is required to be disclosed by the Company.

Andrew Mortimer
Managing Director
Proto Resources & Investments Ltd

Shareholders and interested parties should direct their enquiries to;

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And consult the company's updated website. www.protoresources.com.au