

7 January 2014

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

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

On 7 January 2014, Proto Resources & Investments Ltd ("the Company") issued the following securities:

- 37,037,037 fully paid ordinary shares; and
- 14,814,815 \$0.001053 options exercisable on or before 7 January 2018 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.

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