

PROTO



RESOURCES & INVESTMENTS LTD

STOCK EXCHANGE ANNOUNCEMENT

7 March 2011

NOTICE UNDER SECTION 708A

ASX Release: PRW

Proto Resources & Investments Ltd (Company) has issued the following:

- (i) 10,000,000 ordinary fully paid shares on 28 February 2011.
- (ii) 29,500,000 Moving Strike Price Options of which 1,000,000 have been exercised simultaneously at a strike price of \$0.053 on the 3 of March 2011. As such 1,000,000 ordinary fully paid shares have also been issued on 3 March 2011.
- (iii) 5,000,000 \$0.08 call options exercisable before 28 February 2013 on 3 March 2011
- (iv) 3,500,000 \$0.10 call options exercisable before 28 February 2013 on 3 March 2011
- (v) 2,000,000 \$0.125 call options exercisable before 28 February 2013 on 3 March 2011

The ordinary fully paid shares are part of a class of securities quoted on the Australian Securities Exchange Limited (ASX).

The Company gives this notice pursuant to Section 708A(5)(e) of the Corporations Act.

The shares were issued without disclosure to the private investors under Part 6D.2, in reliance on Section 708A(5) of the Corporations Act.

The Company, as at the date of this notice, has complied with:

- a) the provisions of Chapter 2M of the Corporations Act; and
- b) Section 674 of the Corporations Act.

There is no excluded information as at the date of this notice, for the purposes of Sections 708A(7) and (8) of the Corporations Act.

Proto Resources & Investments Ltd

ACN: 108 507 517

Suite 1901, Level 19, 109 Pitt St,
Sydney 2000 NSW Australia

PO Box R1870
Royal Exchange NSW 1225

p: +61 2 9225 4000

f: +61 2 9235 3889

e: info@protoresources.com.au

w: www.protoresources.com.au

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For further information please contact:

Mr Andrew Mortimer
Chairman and Managing Director
Proto Resources & Investments Ltd
Phone: +61 (0)2 9225 4000
Fax: +61 (02) 9235 3889
Mobile: +61 (0)433 894 923