

OPTION TO ACQUIRE 2 VICTORIAN GOLD PROJECTS

HIGHLIGHTS

- **Gladiator Resources Limited (Company) enters into option agreements to acquire two Victorian gold projects.**
- **Historical production in excess of 1 Million Ounces Gold.**

Gladiator Resources Ltd is pleased to announce it has signed 12-month option agreements to acquire two gold projects in Eastern Victoria that have recorded historical gold production in excess of 1 Million Ounces.

The Company was attracted to these projects as both areas offer near term drill targets that could generate new discoveries and gold resources at a time of revival in gold exploration within Victoria.

Rutherglen Gold Project (Option to acquire 100% EL6331)

Exploration License (EL6331) is located 30km west of Albury and covers an area of ~368km² over the historical Chiltern and Rutherglen goldfields. Historical gold production from this area up until 1920 is estimated at approximately 1.4 Million ounces. Most production came from underground mining of rich (5 – 11.6 g/m² : Bulletin 62 Geological Survey of Victoria) ancient placer deposits along palaeo river systems, buried beneath unconsolidated sediments, that were located through crude auger drilling. Mined palaeo river deposits were up to 100 – 300m wide and several kilometres long. Subsequently minor amounts of gold have been produced from tailings retreatment and small-scale mining. Figure 1 displays historical mined palaeo river systems and potential unmined components of the same river system. Geophysics will be used to locate and extend potentially mineralised river systems buried beneath up to 100 metres of unconsolidated sediments and provide drill targets.

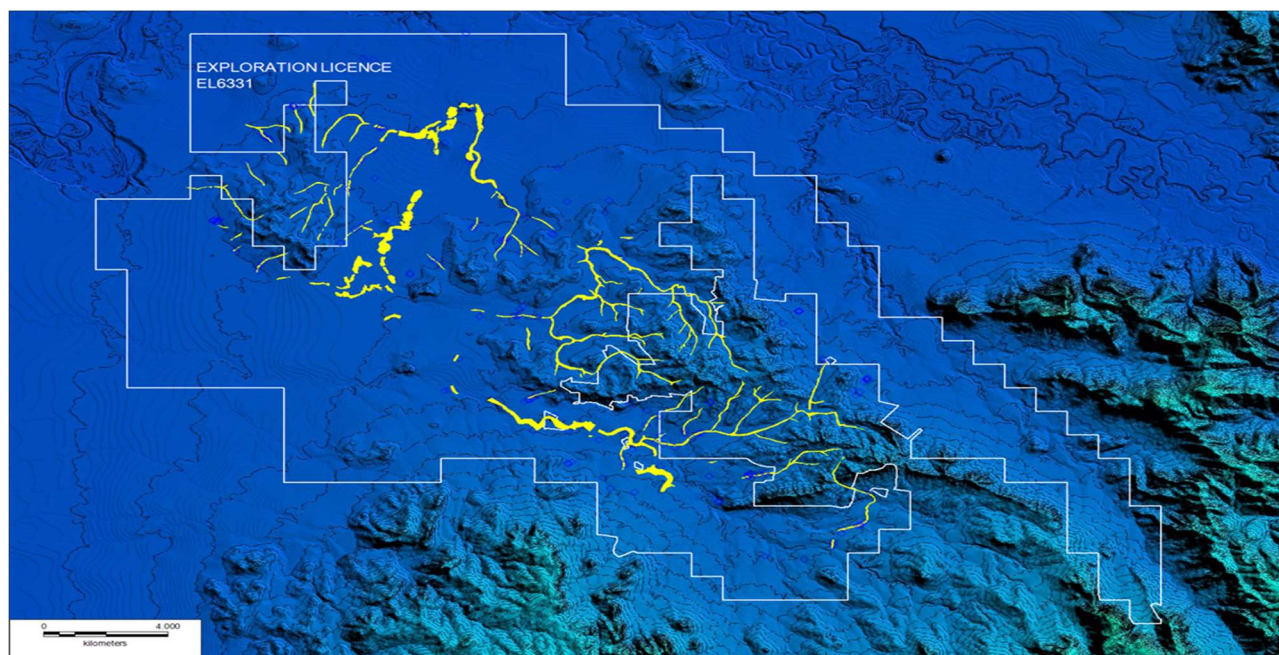


Figure 1 Location of historically mined Ancient Placer deposits, and apparent terminations, over Digital Elevation Model DEM.

Figure 2 displays an example of association of the historically mined river system, and interpreted unmined river beds, with wide spaced (200m line spacing) aeromagnetics. There are other examples of this throughout the exploration license. Preliminary assessment indicates many parts of the historically mined, and interpreted unmined, portions of the palaeo river systems have potential for discovery of new gold resources.

Gladiator sees an opportunity to use targeted and more detailed magnetics, and other geophysical methods such as resistivity, to locate and delineate palaeo rivers and define drill targets for testing and potential resource definition. This style of deposit allows conventional earth moving to remove the unconsolidated overburden and simple mineral processing to recover the gold.

All the rivers that have drained the exposed Ordovician sediments at both Rutherglen and Chiltern have contained gold, the Company will therefore conduct exploration with the expectation that newly identified river systems may be similarly mineralised.

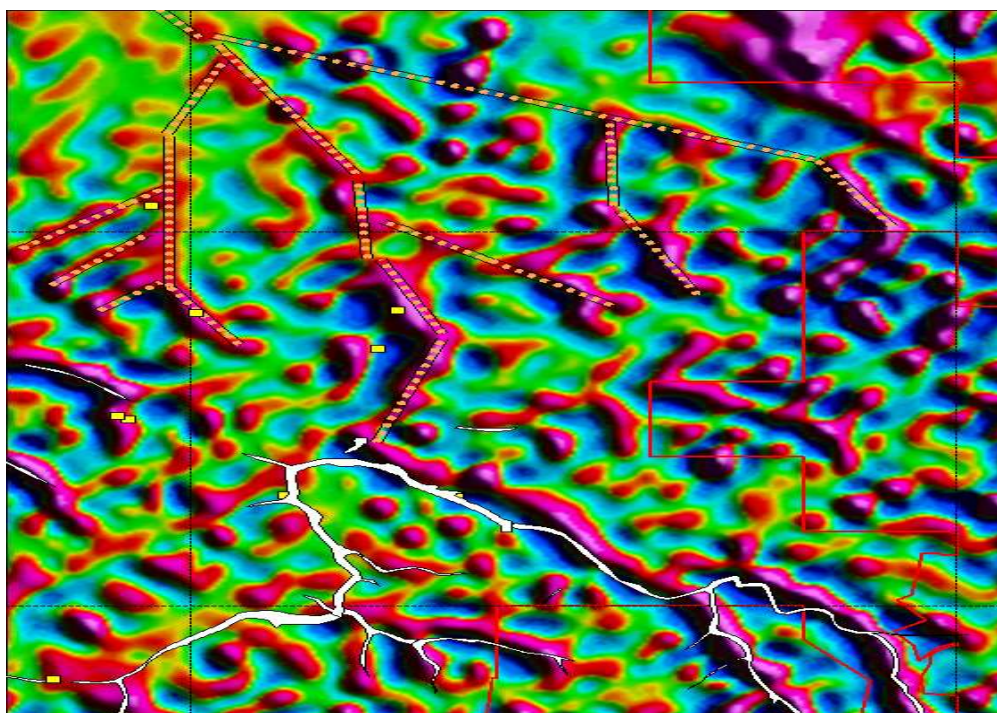


Figure 2: Association of historically mined placer deposits (shown in white) with wide spaced (200m line spacing) aeromagnetics. Potential 25km of unmined river beds (yellow dashed) require validation and follow up.

Bendoc Gold Project (Option to acquire 100% EL6187)

Exploration License (EL6187) is located 12km south of Delegate, NSW and covers an area of ~220km² over the historical Bendoc, Bonang and Clarkesville goldfields. The area has a history of alluvial mining and small high-grade gold mines typical of the Orogenic Gold deposits in the Lachlan fold belt. Figure 3 shows distribution of old gold mines and workings in the license area.

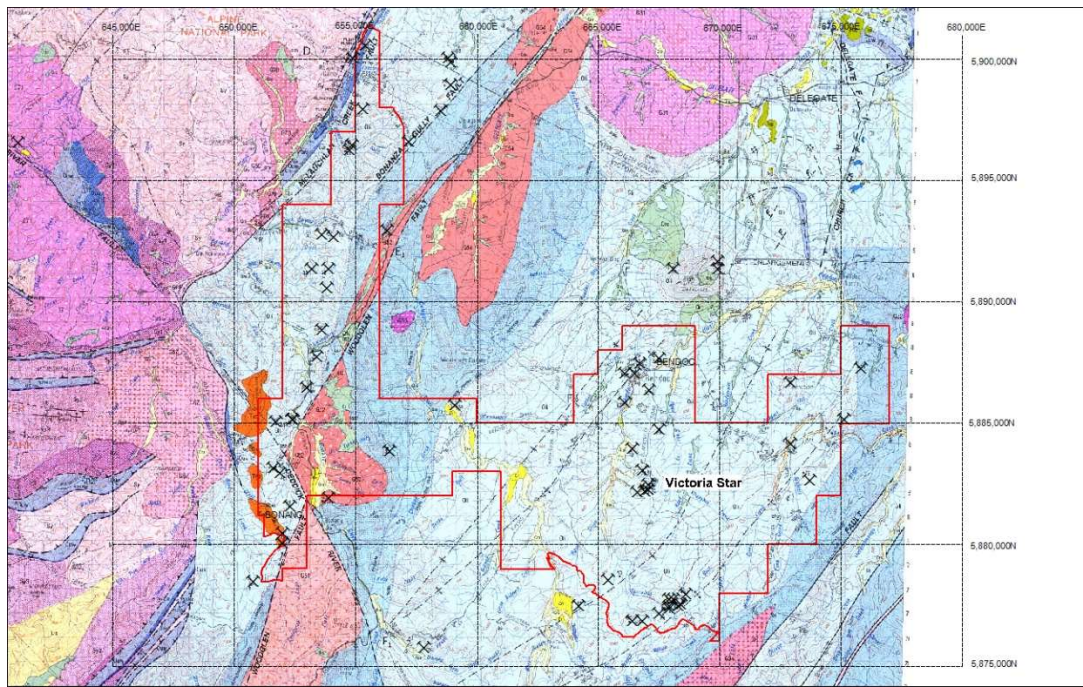


Figure 3 Regional Geology of Bendoc and location of old gold mines.

A number of companies have explored the region with geochemical surveys, drilling and mapping and assessment of this data is underway. Between 1993 and 1996 Zephyr Minerals NL completed 93 inclined Reverse Circulation (6,662m) drill holes (maximum depth 118m, mostly 50m) over a region of elevated geochemical anomalism and primary vein-hosted mineralisation at the historical Victoria Star gold mine. Drilling indicated gold mineralisation over a strike length of 600m. Dynasty Metals Australia Ltd completed an additional 4 inclined diamond drill holes (500.8m, all ~125m) at Victoria Star. Untested geochemical anomalies to the west and south of the drilled area at Victoria Star are shown in Figure 4.

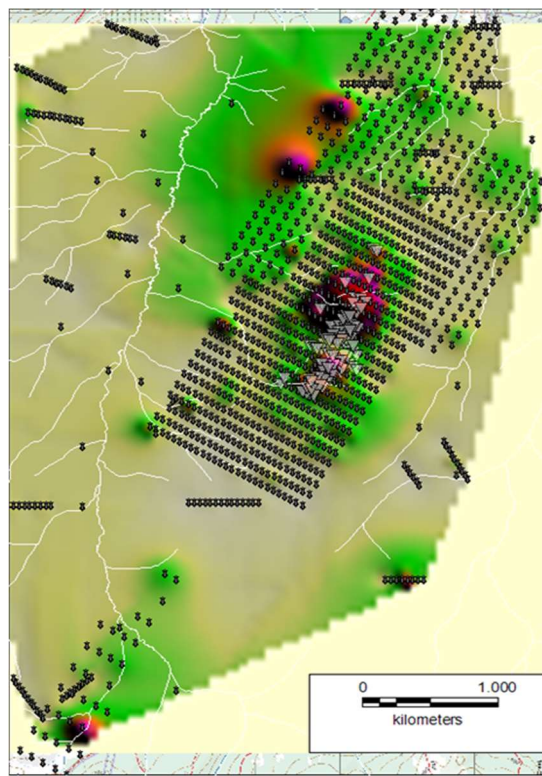


Figure 4: Untested geochemical gold anomalies at Victoria Star. Drill positions are shown as inverted Triangles

A resource which is not compliant with the JORC Code was reported for Victoria Star that included 3D modelling and displays however the Company has not reviewed data relating to the non-compliant resource and is yet to ascertain if sufficient data is available. Drilling has confirmed pervasive mineralisation of interest and the Company will be working to potentially upgrade to resource status and complete additional drilling to identify deeper and high-grade shoots of mineralisation. Outlier intercepts for parallel mineralised systems, and untested geochemical anomalies in the immediate region, will also be targeted. Historical drilling focused on the southern extension of the Victoria Star and Welcome Stranger lines but indicates other shallow and isolated drill intersections that require follow up

Structural assessment indicates the vein swarm at Victoria Star was created by interaction of north south faulting with the prevailing NE-SW stratigraphy. A number of historical gold mines and workings including Clarkeville to the south of Victoria Star, and Bendoc to the north, fall within a 10km long North - South corridor which may be structurally controlled and enhances the regional exploration potential of the project area. Review of previous regional geological and exploration data, and probable further geochemical sampling, is anticipated to highlight other areas for more detailed work.

Terms of Option Agreements

The Company has entered into two separate option agreements to acquire the two licenses. The terms of the option agreements for the two Exploration Licenses are as follows:

- Payment of \$50,000 per license on completion of Legal Due Diligence, exercisable at any time within 12 months from grant.
- Payment of \$50,000 to exercise each option (total \$100,000) at which time the Company would acquire ownership of the licenses;
- Milestone payments as follows:
 - 50 million shares in GLA on registration of the transfer of each license;
 - Further payment of \$100,000 Rutherglen and \$125,000 for Bendoc respectively each project on reporting of JORC compliant resources of 100,000 oz gold at a grade of approximately 2 g/t Au from 1.5 Million tonnes.
- Royalty of 2% in respect to each license.

The two option agreements grant Gladiator a 12-month window to assess more fully the potential of each license by expending a minimum \$150,000 on each project over the 12-month option period unless otherwise negotiated between the parties. The acquisition of the option and any exercise is subject to any approvals required including ASX, shareholder and legal due diligence. Gladiator is further committed to minimum expenditure on each license of \$150,000 per annum once a license is acquired.

The Company believes that the Victorian Gold projects will complement its growing portfolio of gold assets within Australia. All projects offer near term drill targets with the aim of generating new gold discoveries and ultimately compliant resources. The Company's Gold projects all reside in areas that have experienced significant exploration attention and investment over the last 12 months with highly encouraging results.

The Gold projects together with the proposed Vanadium project (subject to shareholder approval) provides the company with a diversified portfolio to capitalise on current gold market conditions and the rapidly growing energy storage sector where Vanadium is a central component.

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Competent person Statement

The information in this report that relates to Exploration Results is based on information compiled by Philip Ash of Ash Geological Services. Mr Ash is a member of the Australian Institute Of Geoscientists and has sufficient experience of relevance to the styles of mineralisation and type of deposits under consideration, and to the activities being undertaken, to qualify as a Competent Person as defined in the 2012 edition of Joint Ore Resources Committee (JORC) Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. Mr Ash consents to the inclusion in this report of the matters based on the information in the form and context in which it appears.