

20 July 2011

Dear Optionholder

OPTION EXPIRY

Notice is hereby given that the final date for exercising the Company's 20 cent, 31 August 2011 options is 5.00 WST on 31 August 2011. The exercise price is twenty (20) cents per option. Optionholders will be issued with one new fully paid ordinary share in Proto Resources & Investments Ltd for each option exercised.

Options not exercised by 5.00pm WST on 31 August 2011 will expire. Failure to exercise the Option will result in the forfeiture of any rights that the Optionholder may have in relation to the Ordinary shares.

To convert your Options to Ordinary Shares (Exercise of Options) please complete the option exercise form and forward with your payment to:

Advanced Share Registry Services or deliver to: Advanced Share Registry Services
PO Box 1156
150 Stirling Highway
NEDLANDS WA 6909
NEDLANDS WA 6009

Cheques should be made payable to **Proto Resources & Investments Ltd**. Receipt for payment will not be forwarded.

During the three months preceding the date of this notice the highest sale price sale price of Ordinary Shares in Proto Resources & Investments Ltd was 6.0 cents on 25 May 2011, 30 May 2011, 8 June 2011 and 9 June 2011 and the lowest sale price of Ordinary Shares in Proto Resources & Investments Ltd was 4.2 cents on 12 July 2011 and 14 July 2011. The latest available market sale price on the Australian Stock Exchange Ltd before the date of this notice was 4.7 cents on 15 July 2011.

If you wish to clarify any taxation consequences relating to the Exercise of Options, please consult your solicitor, accountant or professional adviser.

Yours sincerely

Andrew Mortimer Joint Managing Director