

PROTO

RESOURCES & INVESTMENTS LTD



STOCK EXCHANGE ANNOUNCEMENT

23 November 2011

Results of Annual General Meeting

ASX Release Stock Code: PRW

The Directors of Proto Resources & Investments Limited are pleased to announce that at the Annual General Meeting of Shareholders held Wednesday, 23 November 2011, all resolutions put to the meeting were passed unanimously by a show of hands.

In accordance with Section 251AA (2) of the Corporations Act 2001 the Company hereby provides the following information on proxy votes:

	For	Against	Abstain	Discretionary	Ineligible	Total
Resolution 1 Adoption of Remuneration Report	18,933,273	2,711,136	Nil	Nil	811,668	22,456,077
Resolution 2 Re-election of Ms Kay Philip	21,295,842	472,567	Nil	687,668	Nil	22,456,077
Resolution 3 Re-election of Mr Greg Melick	21,295,842	472,567	Nil	687,668	Nil	22,456,077
Resolution 4 Ratification of Placement to Merrill Lynch (Australia) Nominees Pty Ltd <Berndale A/C>	19,243,607	2,524,802	Nil	687,668	Nil	22,456,077
Resolution 5 Ratification of Placement to Kingsbrook Opportunities Masterfund LP	19,243,607	2,524,802	Nil	687,668	Nil	22,456,077
Resolution 6 Ratification of share issue to Mr Ashley Hood	19,322,607	2,445,802	Nil	687,668	Nil	22,456,077
Resolution 7 Ratification of issue of shares and options to Sunrise Securities Corp.	19,322,607	2,445,802	Nil	687,668	Nil	22,456,077
Resolution 8 Ratification of option issue to Mr Peter Peebles	19,198,607	2,569,802	Nil	687,668	Nil	22,456,077

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

For personal use only

**STOCK EXCHANGE ANNOUNCEMENT**

Resolution 9 Ratification of share issue to MWPR Proactive Media & Public Relations	19,322,607	2,445,802	Nil	687,668	Nil	22,456,077
Resolution 10 Ratification of option issue to Belloc Pty Ltd	19,198,607	2,569,802	Nil	687,668	Nil	22,456,077
Resolution 11 Ratification of option issue to Giles Rodney Dale	19,198,607	2,569,802	Nil	687,668	Nil	22,456,077
Resolution 12 Ratification of issue of options to Merrill Lynch	19,228,007	2,540,402	Nil	687,668	Nil	22,456,077
Resolution 13 Ratification of issue of options to RM Research Pty Ltd	19,228,007	2,540,402	Nil	687,668	Nil	22,456,077
Resolution 14 Approval for the future placement of shares	19,243,607	2,524,802	Nil	687,668	Nil	22,456,077

For further information please contact:

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

For personal use only