



**washington**

29 March 2006

The Manager  
Company Announcement Office  
Australian Stock Exchange Limited  
Level 8  
2 The Esplanade  
Perth WA 6000

Dear Sir,

**RE: Washington Resources Limited Share and Option Plans**

As outlined in its initial public offering prospectus dated 19 August 2005, Washington Resources Limited (“**Washington**”) has established a Share Plan and an Option Plan to ensure that Washington has appropriate mechanisms in place to continue to attract and retain the services of directors and employees of a high calibre.

Washington has today made offers to apply for shares, under the terms of the Washington Share Plan, to certain Washington directors, employees and consultants. This includes offers of 750,000 shares to the Chairman and Managing Director, Mr Adrian Griffin and of 400,000 shares to director, Mr Grant Button.

The issue price of the shares offered under the Share Plan is 25 cents per share. The weighted average trading price of the shares on ASX during the 5 trading days immediately before the date of the offer was 21.06 cents.

The shares offered under the Share Plan may not be transferred or otherwise dealt with, and will not be quoted on ASX, until any loan in respect of the shares has been repaid and 12 months (in relation to one third of the shares offered), 24 months (in relation to another one third of the shares offered) and 36 months (in relation to the other one third of the shares offered) has passed from the date of issue.

Washington has today also made offers to acquire options, under the terms of the Washington Option Plan, to director, Mr Scott Huntly. Mr Huntly has been invited to apply for a total of 400,000 options. The options will be granted for no consideration but will be exercisable at 25 cents each.

The Options will be exercisable on or before 30 June 2010, but an option holder may not take delivery of any underlying shares until 12 months (in relation to one third of the options offered), 24 months (in relation to another one third of the options offered) and 36 months (in relation to the other one third of the options offered) has passed from the date of grant.

Offers to apply for shares under the terms of the Washington Share Plan and for options under the terms of the Washington Option Plan are, where required under the Corporations Act 2001 and/or the ASX Listing Rules, subject to shareholder approval. Shareholder approval for the share or option offers to Mr Griffin, Mr Button and Mr Huntly will thus be

sought at Washington's next general meeting of shareholders, and no shares or options will be granted under the offers to directors until shareholder approval has been obtained.

In addition to the 1,550,000 shares and options offered to directors, Washington proposes to offer up to a total of 960,000 shares or options to employees or consultants, on the terms referred to above. As referred to above, the purpose of the grant of options and issue of shares under the Share and Option Plans is, amongst other things, to reward the recipients for their past performance and to provide long term incentives for participation in Washington's growth.

Yours faithfully  
**Washington Resources Limited**

*For further information please contact:*

Adrian Griffin  
Washington Resources Limited  
*In Australia:*  
0418 927 658  
*From outside Australia:*  
(+61) 418 927 658

Or visit: <http://www.washingtonresources.com.au>