GTI RESOURCES LTD

31 July 2007

The Manager
Company Announcements Office
Australian Stock Exchange

By Electronic Lodgement

Dear Sir

**TERMS OF DIRECTORS' 2009 AND 2011 OPTIONS**

The terms of the Directors' 2009 and 2001 Options are as follows:

**2009 Options:**

(a) each Option entitles the holder to one (1) Share in the Company;

(b) the Options exercisable at any time prior to 5.00pm (WST) on 19 December 2009 (**2009 Options**) (**Expiry Date**) by completing an Option exercise form and delivering it together with the payment for the number of Shares in respect of which the Options are exercised to the registered office of the Company;

(c) there are 4,500,000 2009 Options;

(d) the Option exercise price is $0.30 per 2009 Option;

(e) an Option does not confer the right to a change in exercise price or a change in the number of underlying securities over which the Option can be exercised;

(f) subject to the Corporations Act, the Listing Rules and the Company's Constitution, the Options are freely transferable;

(g) the Company will not apply for quotation of the Options on ASX;

(h) all Shares issued upon exercise of the Options will rank pari passu in all respects with the Company's then issued Shares. The Company will apply for quotation of all Shares issued upon exercise of the Options on ASX;

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(i) there are no participating rights or entitlements inherent in the Options and holders will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Options. However, the Company will ensure that for the purposes of determining entitlements to any such issue, the record date will be at least 7 Business Days after the issue is announced. This will give Option holders the opportunity to exercise their Options prior to the date for determining entitlements to participate in any such issue; and

(j) if at any time the issued capital of the Company is reconstructed, all rights of an Option holder are to be changed in a manner consistent with the Corporations Act and the Listing Rules.

**2011 Options:**

(a) each Option entitles the holder to one (1) Share in the Company;

(b) the 4,500,000 Options exercisable at any time prior to 5.00pm (WST) on 19 December 2011 (**2011 Options**) (**Expiry Date**) by completing an Option exercise form and delivering it together with the payment for the number of Shares in respect of which the Options are exercised to the registered office of the Company;

(c) there are 4,500,000 2011 Options;

(d) the Option exercise price is $0.40 per 2011 Option;

(e) an Option does not confer the right to a change in exercise price or a change in the number of underlying securities over which the Option can be exercised;

(f) subject to the Corporations Act, the Listing Rules and the Company's Constitution, the Options are freely transferable;

(g) the Company will not apply for quotation of the Options on ASX;

(h) all Shares issued upon exercise of the Options will rank pari passu in all respects with the Company's then issued Shares. The Company will apply for quotation of all Shares issued upon exercise of the Options on ASX;

(i) there are no participating rights or entitlements inherent in the Options and holders will not be entitled to participate in new issues of capital offered to Shareholders during the currency of the Options. However, the Company will ensure that for the purposes of determining entitlements to any such issue, the record date will be at least 7 Business Days after the issue is announced. This will give Option holders the opportunity to exercise their Options prior to the date for determining entitlements to participate in any such issue; and

(j) if at any time the issued capital of the Company is reconstructed, all rights of an Option holder are to be changed in a manner consistent with the Corporations Act and the Listing Rules.

Yours faithfully

**Murray McDonald**
**Director**
**GTI RESOURCES LTD**