



Alara Resources Limited
A.B.N. 27 122 892 719
Level 14, The Forrest Centre
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Wednesday, 10 June 2009

MARKET ANNOUNCEMENT

Letter to AUQO Optionholders

The Company notes that its listed AUQO options are due to expire on 30 June 2009.

A copy of a letter sent to AUQO optionholders is attached.

Further information:

Victor Ho
Company Secretary
T | (08) 9214 9787
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ASX Code | **AUQ**





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9 June 2009

Dear Alara Optionholder,

REMINDER - YOUR LISTED ALARA OPTIONS ARE DUE TO EXPIRE ON 30 JUNE 2009

This is to remind you that your listed Alara Resources Limited options (ASX Code: AUQO) are due to expire at 5:00 pm (Perth time) on Tuesday, 30 June 2009 and quotation of these options on ASX will cease at the close of trading on Tuesday, 23 June 2009.

If you wish to exercise your options you must complete a "Notice of Exercise of Options" form and forward payment of the options exercise monies (based on the exercise price of 25 cents per option) to Advanced Share Registry Services by 5:00 pm (Perth time) on Tuesday, 30 June 2009. A copy of this form is attached for your convenience.

If your options are not validly exercised by the expiry date, the options will lapse and all rights under the options will lapse at that time.

Your Courses of Action

Your options may be exercised in whole or in part.

If you do not wish to exercise any part of your options, you may:

- (1) Sell those options. Quotation of the options on ASX will cease at the close of trading on Tuesday, 23 June 2009; or
- (2) Do nothing and allow those options to expire.

If you do not exercise or sell your options, they will expire at 5:00 pm (Perth time) on Tuesday, 30 June 2009 and your right to convert these options into fully paid ordinary shares in Alara Resources Limited at 25 cents per share will lapse.

Recent ASX Market Price of AUQ Shares and AUQO Options

The Company notes that the current market value of an underlying listed AUQ share to be issued on an exercise of a listed AUQO option is significantly lower than the exercise price of 25 cents per option.

The ASX market price of ordinary shares in Alara Resources Limited (ASX Code: AUQ) was 6.5 cents on 5 June 2009, being the last day of trading in AUQ shares on ASX prior to the date of this letter. During the 3 months preceding the date of this letter, the highest market sale price of AUQ shares traded on ASX was 7.5 cents on 8 May 2009 and the lowest market sale price of AUQ shares traded on ASX was 3.5 cents on 24 March 2009.

The ASX market price of listed AUQO options was 0.1 cent on 28 February 2009, being the last day of trading in AUQO options on ASX prior to the date of this letter. There has been no trading in AUQO options during the 3 months preceding the date of this letter.

ASX Code | **AUQ**



Current Information On Alara Resources Limited

Please refer to the Company's ASX market announcements for information on Alara Resources Limited. In particular, please refer to the Company's latest March 2009 Quarterly Report released on ASX on 1 May 2009.

These market announcements may be viewed and downloaded from the Company's website: www.alararesources.com.au or via the ASX website: www.asx.com.au by searching under the Company's ASX Code: AUQ.

How to Exercise your Listed AUQO Options

Please complete your "Notice of Exercise of Options" form and forward it together with payment of 25 cents per option exercised to be received by no later than 5:00 pm (Perth time) on Tuesday, 30 June 2009, to:

Advanced Share Registry Services	PO Box 1156
150 Stirling Highway	Nedlands, Western Australia, 6909
Nedlands, Western Australia, 6909	

Payments must be in Australian dollars only and cheques should be made payable to "ALARA RESOURCES LIMITED" and crossed "NOT NEGOTIABLE" and be drawn on an Australian bank. If a cheque does not clear on first presentation, the options covered by it will be taken not to have been validly exercised.

If you do not complete the "Notice of Exercise of Options" form in accordance with the instructions on that form, your attempt to exercise your options may be invalid. Options which are not validly exercised before 5:00 pm (Perth time) on Tuesday, 30 June 2009 will expire and your right to convert these options into fully paid ordinary shares in Alara Resources Limited at 25 cents per share will lapse.

Further Questions

If you wish to clarify any taxation consequences relating to the exercise of your options or the sale of your shares, please consult your solicitor, accountant or professional advisor.

If you have any questions in relation to this letter or about Alara Resources Limited generally, please contact the Company by telephone on +61 8 9214 9700 or by email to info@alararesources.com.au.

If you have any questions in relation to the completion of the "Notice of Exercise of Options" form, please contact Advanced Share Registry Services on (08) 9389 8033 or by email to admin@advancedshare.com.au.

Yours Sincerely,



Victor Ho
Company Secretary

Alara Resources Limited

ACN 122 892 719

NOTICE OF EXERCISE OF OPTIONS

{Name1}
 {Name2}
 {Name3}
 {Name4}
 {Name5}
 {Name6}

Our Reference: AUQO / {SEQUENCE}
 Option holding as at 8 June 2009: {UNITS}
 Maximum conversion amount: \${AMT}

Contact Telephone _____

Email _____

The registered holder(s) of the Options hereby exercise my/our Option for

_____ *In figures* _____ *In words*
 (minimum of 2,000 and multiples of 2,000 thereafter up to 100% of your balance)

Fully paid ordinary shares at a price of \$0.25 each totalling \$ _____
 (amount payable on exercise)

I/We: enclose a cheque or confirm direct deposit into the Alara Resources Limited <Offer A/C> for the above amount.

I/We whose full name(s) and address(es) appear above hereby apply for the number of Shares shown above (or shares allocated to me/us by the Company in respect of this application). I/We agree to be bound by the Constitution of Alara Resources Limited.

Securityholder Reference Number (S.R.N.) _____ Complete this only if you are Issuer Sponsored.

Holder Identification Number (H.I.N.) _____ Complete this only if you are CHESSE Sponsored.

<p>Signature Of Shareholder(s) (All joint holders must sign)</p> <p>x----- Signature Date</p> <p>x----- Signature Date</p> <p>x----- Signature Date</p>	<p>Companies Only - Executed in accordance with the Company's Constitution and the Corporations Act 2001</p> <p>x----- Sole Director and Sole Secretary Date</p> <p>x----- Director Date x----- Secretary Date</p> <p>x----- Director Date x----- Director Date</p>
<p>Note: If signed under Power of Attorney, a Certified Copy of the relevant Power of Attorney document must be exhibited to the Registry. The Attorney declares that he/she has had no notice of revocation of the Power of Attorney.</p>	

TERMS AND CONDITIONS OF THE OPTIONS ARE OVERLEAF

Cheques should be made payable to ALARA RESOURCES LIMITED and crossed "Not Negotiable" and drawn on an Australian Bank and posted to Advanced Share Registry Services, PO Box 1156, Nedlands, Western Australia 6909.

Application monies may also be directed deposited into the Alara Resources Limited <Offer A/C> with National Australia Bank, BSB: 086 006, Account: 87 168 5199. Please quote your HIN or SRN as a reference.

**NOTE: OPTIONS NOT EXERCISED BY 5:00PM (PERTH TIME) ON
 30 JUNE 2009 WILL AUTOMATICALLY EXPIRE**

**Completed Form and Cheque to be returned to Advanced Share Registry Services
 PO Box 1156, Nedlands, Western Australia 6909
 Tel: (08) 9389 8033 Fax: (08) 9389 7871**

(60,375,000 options, each to acquire one fully paid ordinary share in Alara Resources Limited ABN 27 122 892 719 ("Company") at an exercise price of 25 cents with each such option expiring at 5:00pm (Perth time) on 30 June 2009, issued pursuant to a Prospectus dated 3 September 2007)

The options are issued on the following terms and conditions:

1. Entitlement

Each option ("Option") shall entitle the holder to subscribe (in cash) for one (1) Share in the capital of the Company.

2. Option Period

Each Option will expire at 5:00pm (Perth time) on 30 June 2009 (such date being referred to as the "Option Expiry Date"). Subject to Clause 6 hereof, each Option may be exercised at any time prior to the Option Expiry Date and any Option not so exercised shall automatically expire on the Option Expiry Date.

3. Ranking of Share Allotted on Exercise of Option

Each Share allotted as a result of the exercise of an Option will, subject to the Constitution of the Company, rank in all respects equally with the existing Shares in the capital of the Company on issue at the date of allotment.

4. Notification to Option Holders

A registered owner of an Option ("Option Holder") will be entitled to receive and will be sent all reports, accounts and notices required to be given to the members of the Company but will not be entitled to attend or vote at any meeting of the members of the Company unless they are, in addition to being Option Holders, members of the Company.

5. Transfer of an Option

Each Option is transferable at any time prior to the Option Expiry Date. This right is subject to any restrictions on the transfer of an Option that may be imposed by the ASX.

6. Method of Exercise of an Option

6.1 A certificate or holding statement will be issued by the Company with respect to Options held by an Option Holder. Attached to or endorsed on the reverse side of each certificate or holding statement will be a notice that is to be completed when exercising the Options the subject of the certificate or holding statement ("Notice of Exercise of Options"). Options may be exercised by the Option Holder completing the Notice of Exercise of Options and forwarding the same to the Secretary of the Company. The Notice of Exercise of Options must state the number of Options exercised and the consequent number of ordinary Shares in the capital of the Company to be allotted; which number of Options must be a multiple of 2,000 if only part of the Option Holders total Options are exercised, or if the total number of Options held by an Option Holder is less than 2,000, then the total of all Options held by that Option Holder must be exercised.

6.2 The Notice of Exercise of Options by an Option Holder must be accompanied by payment in full for the relevant number of Shares being subscribed, being an amount of \$0.25 per Share.

6.3 Subject to Clause 6.1 hereof, the exercise of less than all of an Option Holders Options will not prevent the Option Holder from exercising the whole or any part of the balance of the Option Holders entitlement under the Option Holders remaining Options.

6.4 On exercise of Options, the Option Holder must surrender to the Company the Option Holders option certificate (if applicable) with respect to those Options being exercised.

6.5 If the Option Holder exercises less than the total number of Options then registered in the Option Holders name:

6.5.1 the Option Holder must surrender the option certificate (if applicable) with respect to the Option Holders Options to the Company; and

6.5.2 the Company must cancel that option certificate and issue to the Option Holder a new certificate (if applicable) with respect to the balance of the Option Holders unexercised Options.

6.6 Within 14 days from the date the Option Holder properly exercises Options held by the Option Holder, the Company shall issue and allot to the Option Holder that number of Shares in the capital of the Company so subscribed for by the Option Holder.

6.7 The Company will (subject to any escrow restrictions imposed by the ASX) within three (3) business days from the date of issue and allotment of Shares pursuant to the exercise of an Option, apply to the ASX for, and use its best endeavours to obtain, Official Quotation of all such Shares, in accordance with the Corporations Act and the Listing Rules of the ASX.

7. Reconstruction

In the event of a reconstruction (including consolidation, subdivision, reduction or return) of the issued capital of the Company, the rights of the Option Holder will be treated in the manner set out in the ASX Listing Rules applying to reconstructions at that time.

8. Participation in New Share Issues

There are no participating rights or entitlements inherent in the Options to participate in any new issues of capital which may be made or offered by the Company to its Shareholders from time to time prior to the Option Expiry Date unless and until the Options are exercised. The Company will ensure that during the exercise period of the Options, the Record Date for the purposes of determining entitlements to any new such issue, will be at least 9 Business Days after such new issues are announced in order to afford the Option Holder an opportunity to exercise the Options held by the Option Holder.

9. Change of Options Exercise Price or Number of Underlying Shares

9.1 If the Company makes a pro rata issue (except a bonus issue) to the holders of ordinary Shares, the exercise price of each Option shall be reduced in accordance with the following formula:

$$O' = O - \frac{E[P-(S+D)]}{N + 1}$$

Where :

- O' = the new exercise price of the Option.
- O = the old exercise price of the Option.
- E = the number of underlying Shares into which one Option is exercisable.
- P = the average market price per Share (weighed by reference to volume) of the underlying Shares during the 5 trading days ending on the day before the ex rights date or the ex entitlements date.
- S = the subscription price for a Share under the pro rata issue.
- D = any dividend due but not yet paid on the existing underlying Shares (except those to be issued under the pro rata issue).
- N = the number of Shares with rights or entitlements that must be held to receive a right to one new Share.

No change will be made pursuant to the application of the above formula to the number of Shares to which the Option Holder is entitled.

9.2 The reduction of the exercise price of each Option in accordance with the above formula shall be subject to the provisions of the Listing Rules of the ASX.

9.3 If the Company makes a bonus issue of Shares or other securities convertible into ordinary Shares pro rata to holders of ordinary Shares the number of Shares issued on exercise of each Option will include the number of bonus Shares that would have been issued if the Option had been exercised by the Option Holder prior to the books closing date for bonus Shares. No change will be made in such circumstances to the exercise price of each Option.