

28 October 2008

Dear Shareholder

The following members of Aurium Resources Ltd (“**the Company**”) have requested that the Company give to its members a statement provided by those members (“**Statements**”) about resolutions that are proposed to be made at the general meeting of the Company’s members to be held on 25 November 2008:

- Mr Paul Taylor; and
- Mr Leslie Ingraham of Woolmaton Pty Ltd and Jalein Pty Ltd and Mr Noel McEvoy of Guritali Pty Ltd.

The Company is obliged by section 249P(6) of the Act to distribute a copy of the Statements to its members at the same time, or as soon as practicable afterwards, and in the same way, as it gives notice of a general meeting. The Statements are accordingly following the notice of meeting.

Please note that the contents of the Statements represent the views of the respective members who provided them to the Company, and do not necessarily represent the views of the Company, its related bodies corporate or their respective directors, officers, servants or agents.

Yours sincerely,

Terrence Quinn
(Executive Director)

Encl Member’s Statement from Mr Paul Taylor of 25 September 2008
 Member’s Statement from Mr Les Ingraham and Noel McEvoy of 28 October 2008

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Member's statement by Paul Taylor

As the largest shareholder of Aurium Resources Limited I have requested the Company to provide to all shareholders a statement in relation to various resolutions proposed at the forthcoming Annual General Meeting in relation to the composition of your Company's Board.

Your Company currently has six directors, each of whom are required to stand for re-election at the AGM. I have also nominated both myself (**Paul Taylor**) and **Mr David Sanders**, a corporate lawyer who also has experience as a company director and company secretary, to be appointed as directors at the AGM.

Mr Shane Brennan was appointed as a director of your Company on 11 April 2008 after consultation with the Company's major shareholders. He was subsequently appointed as Executive Chairman of the Company on 2 July 2008 in similar circumstances. Mr Brennan is a well known and respected lawyer and is the principal of the law firm Brennan & Co.

I recommend you vote in favour of **Mr Brennan's** re-election.

Mr Edward Saunders and **Mr Terrence Quinn** were appointed as non-executive directors of your Company on 2 July 2008 after consultation with the Company's major shareholders. On 22 September 2008, these two directors telephoned the Executive Chairman to convene an urgent Board meeting without giving the Executive Chairman any notice of the purpose of that meeting. At that meeting Messrs Quinn and Saunders appointed two new directors to the Company and removed Mr Brennan as Chairman of the Company. The new Board then dismissed Mr Brennan as an executive of the Company and also terminated my consultancy with the Company pursuant to which I had provided the Company with significant day to day administrative and management support. These changes were all made without consultation with either the Company's Executive Chairman or its major shareholders.

It is important to note that neither Mr Saunders nor Mr Quinn have been elected by shareholders. I do not consider the recent actions of Messrs Saunders and Quinn to either be conducive of good corporate governance or in the interests of the Company or its shareholders.

I therefore urge you to vote against **Mr Saunders** and **Mr Quinn's** re-election.

On 22 September 2008 **Mr Peter Benson** and **Mr Peter Remta** were appointed as directors of the Company by Messrs Quinn and Saunders without notice to the Company's Executive Chairman. Mr Remta does not hold any shares in the Company and Mr Benson has an indirect interest in only 10,000 shares. According to the Company's annual report Mr Benson does not have any recent experience as a director of a listed company and Mr Remta's only recent experience prior to being appointed as a director of your Company was a one year term as a director of

Sultan Corporation Limited ending on 9 January 2007, shortly after that company was reinstated to official quotation after a prolonged period of suspension. The appointment of Messrs Benson and Remta occurred without any consultation with major shareholders and I believe they add nothing to your Company's Board.

I therefore urge you to vote against **Mr Benson** and **Mr Remta's** re-election.

On 2 October 2008 **Mr Thomas Percy QC** was appointed as a director. Mr Percy has no interest in any shares in the Company. The Company has not released any information as to Mr Percy's prior experience as a public company director. On this basis I do not believe he adds any value to your Company.

I therefore recommend that you vote against **Mr Percy's** re-election.

As the largest shareholder of your Company I am standing for election as a director to ensure that the Board properly looks after the interests of all shareholders. As set out above, until recently your Company was managed by a Board that was in regular consultation with its major shareholders and I acted as a consultant to the Company to provide significant administrative and managerial support to the Board. I am extremely concerned that the Board is now controlled by a group of directors who do not represent the interests of the current shareholders and have by their actions demonstrated that they are not prepared to consult with the Company's major shareholders in relation to important decisions regarding the management of the Company.

I have also nominated for election Mr David Sanders, a corporate lawyer with extensive experience advising listed companies including exploration companies. Mr Sanders is also a director of three public companies (including two mining exploration companies) and is company secretary of Golden West Resources Limited, an ASX Top 200 company with a substantial iron ore project in the mid-west region of Western Australia.

I urge that you vote for the election of both **myself** and **Mr Sanders** to the Company's Board to ensure that shareholders again have a say in the management and operation of your Company.

In summary, I urge you all to cast your vote at the forthcoming AGM (either by proxy or by attending in person) in the following manner:

- 1 Vote for the re-election of Mr Shane Brennan.
- 2 Vote for the election of Mr Paul Taylor and Mr David Sanders.
- 3 Vote against the re-election of Mr Edward Saunders, Mr Terrence Quinn, Mr Peter Benson, Mr Peter Remta and Mr Tom Percy QC.

I would welcome the opportunity to discuss any queries you have and can be contacted on 0408 889 979 or by email on pctaylor@westnet.com.au.

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Shareholder's statement pursuant to Corporations Act 2001 s.249P

Aurium Resources Limited (AGU)
ACN 123 821 929)

We, and our companies, have been members of Aurium Resources Limited since listing on the ASX and the acquisition of Jarra Resources Limited and make the following statements based on public announcements by your Company and our own knowledge of your Company's affairs (including through consultation between your Company and us).

On 22 September 2008, Mr Peter Benson and Mr Peter Remta were appointed as directors of your company. This was brought about because Mr Terence Quinn and Mr Edward Saunders as existing directors were concerned at how your company was being managed. Both of them felt your company needed to be more professionally and effectively managed for your benefit as shareholders.

Mr Quinn called for a board meeting for 22 September 2008 and had previously contacted Mr Shane Brennan as then executive chairman by telephone requesting the meeting.

Mr Brennan agreed to the meeting on 22 September 2008 and was present by telephone conference at that meeting at which Mr Benson and Mr Remta were elected as directors and Mr Remta was appointed to replace Mr Brennan as chairman with immediate effect.

Mr Brennan was fully consulted on and aware of all the proposals put to the board meeting of 22 September 2008 but abstained from voting.

Mr Taylor's employment by your Company was also terminated at this board meeting on 22 September 2008.

The board additionally appointed Mr Thomas Percy QC as a director of your company with effect from 2 October 2008.

Mr Paul Taylor has now nominated himself and Mr David Sanders for election as directors at the annual meeting of your company on 25 November 2008.

Additionally, Mr David Sanders who until recently has acted as a lawyer for your Company appears to have a conflict of interest, since he also acts for Grand Enterprises Pty Ltd, being a company which had until recently consultancy agreements with your Company.

The new directors of your company complement **Mr Edward Saunders** and **Mr Quinn**.

Mr Peter Remta, a qualified legal practitioner, has over 40 years corporate and mining law experience and some 25 years involvement in the management of mining and exploration companies. He was responsible for one of the first dual

listings of an Australian public company on both ASX and NASDAQ in the United States. More recently, he was responsible for the corporate restructuring and relisting of Sultan Corporation Limited on ASX and was chairman during this process. Additionally Mr Remta is chairman of two other public listed companies.

Mr Peter Benson is a respected and successful pastoralist who has an extensive corporate and investment background. He is a director of a private investment company, and has been an investor with private funds in public listed companies.

Mr Thomas Percy QC is a highly successful and well recognized Queen's Counsel. He has substantial experience in many mining matters and is a director of 2 other public listed companies. He has a wealth of experience from appearances in the Wardens Court regarding mining tenements. Mr Percy also adds to the profile of the company as he is regularly asked to appear in the media and his experience and opinions are respected in the commercial and broader communities.

We welcome the change of Board management because of our concerns:

- about the direction which your Company was heading under guidance of the previous Board, which we did not consider to be in the interests of the members as a whole;
- about a transaction entered into for the Company by the previous Board now under review, which was the subject of an ASX release by your Company on 22 October 2008; and
- about Mr Brennan being paid remuneration of \$52,885.00 for the short period (around 11 weeks) between his appointment on 11 April 2008 to 30 June 2008 (See table in Aurium's Report at "Director's Report", page 14).

You are therefore urged to consider the new direction in which your company is being guided and managed and heed the board's recommendations by voting:

1. **against** the re-election of Mr Brennan;
2. **against** the election of Mr Taylor and Mr David Sanders;
3. and **for** the re-election of Mr Edward Saunders, Mr Quinn, Mr Remta, Mr Benson and Mr Percy .

Mr L Ingraham and N McEvoy
28 October 2008