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AURIUM RESOURCES LIMITED

ACN 123 821 929

NOTICE OF ANNUAL GENERAL MEETING

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TIME: 10.00 am (WST)

DATE: Thursday, 4 November 2010

PLACE: CWA House  
1176 Hay Street  
West Perth Western Australia 6005

THIS IS AN IMPORTANT DOCUMENT - If you are in any doubt as to how to act, you should consult your financial or legal adviser as soon as possible.

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## Notice of Annual General Meeting

Notice is hereby given that the Annual General Meeting of Aurium Resources Limited (the **Company**) will be held at:

Venue: CWA House  
1176 Hay Street  
West Perth Western Australia 6005  
Date: Thursday, 4 November 2010  
Time: 10.00 am (WST)

This Notice of Meeting (**Notice**) should be read in conjunction with the accompanying Explanatory Memorandum.

### Agenda

#### **Adoption of Annual Financial Report**

To receive the Annual Financial Report, including Directors' Declaration and accompanying Reports of the Directors and Auditors for the Financial Year ending on 30 June 2010.

#### **Ordinary Resolutions**

**1. Adoption of Remuneration Report**

To consider, and if thought fit, to pass with or without amendment, the following resolution as a **non binding resolution**:

*"To adopt the Remuneration Report as contained in the Annual Financial Report for the year ended on 30 June 2010."*

**2. Election of Mr Edward Saunders as Director**

To consider, and if thought fit, to pass with or without amendment, the following resolution as an **ordinary resolution**:

*"That, pursuant to clause 11.3 of the Constitution of the Company, Mr Edward Saunders who offers himself for re-election, having consented to act as a Director of the Company and being eligible, is hereby re-elected as a Director of the Company."*

#### **General Business**

To consider any other business that may be brought forward in accordance with the Constitution of the Company or by law.

BY ORDER OF THE BOARD



GRAHAM D. ANDERSON  
Company Secretary

DATED: 30 September 2010

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## **Voting entitlements**

In accordance with the Corporations Act 2001, the Company has determined that the shareholding of each person for the purpose of determining entitlements to attend and vote at the meeting will be the entitlement of that person set out in the Company's share register as at 10.00am (WST) on Tuesday, 2 November 2010. Accordingly, transactions registered after that time will be disregarded in determining entitlements to attend and vote at the meeting.

## **Voting in person**

A shareholder who is an individual may attend and vote in person at the meeting. If you wish to attend the meeting, please bring the attached proxy form to the meeting to assist in registering your attendance and number of votes. Please arrive 15 minutes prior to the start of the meeting to facilitate this registration process.

A shareholder that is a corporation may appoint an individual to act as its representative to vote at the meeting in accordance with section 250D of the Corporations Act. The appropriate Certificate of Appointment of Corporate Representative should be produced prior to admission.

## **Voting by proxy**

Shareholders should complete the proxy form if they do not wish to attend the meeting and wish to appoint a proxy to attend and vote on their behalf. If you intend to attend the meeting, you do not need to complete the proxy form. However, please bring the proxy form with you to the meeting to assist with your registration.

You may still attend the meeting even if you have appointed a proxy. However, your proxy's authority is suspended in relation to any resolutions on which you choose to vote personally.

## **Appointing a second proxy**

You may appoint up to 2 persons to act as your proxy to attend and vote on your behalf. If you wish to do this you must use a separate proxy form in respect of each proxy and indicate the percentage of your voting rights or the number of shares that each proxy is appointed in respect of each proxy form. You should photocopy the enclosed proxy form or request an additional proxy form to be sent to you.

## **Directing your proxy how to vote**

If you wish to direct your proxy how to vote on any or all of the resolutions, place a mark "X" in the "For", "Against" or "Abstain" box. If you do not direct your proxy how to vote, your proxy may vote as he, she or it sees fit. If you mark the abstain box, you are directing your proxy not to vote on your behalf in respect of that resolution and your votes will not be included on a show of hands or on a poll.

## Signing instructions

Individuals	The individual, who is the shareholder, or his or her attorney, must sign the form.
Joint holding	Each person who is a joint shareholder, or their attorneys, must sign the form.
Companies	The company that is the shareholder must sign the form in accordance with section 127 of the Corporations Act either by a director jointly with either another director or a company secretary, or where the company has a sole director who is also the sole company secretary (or there is no company secretary), by that director.
Power of attorney	Any shareholder signing under a power of attorney must attach a certified photocopy of the power of attorney document to this form.

## Lodging your proxy form

To be valid, your proxy form (and any power of attorney under which it is signed) must be received at the address given below no later than **10.00am (WST) on Tuesday, 2 November 2010**. Any proxy form received after that time will not be valid for the scheduled meeting.

In person	15 Colin Street, West Perth WA 6005
By mail	15 Colin Street, West Perth WA 6005
By fax	(08) 6460 0254

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## Explanatory Statement

### Explanatory Memorandum

This Explanatory Memorandum has been prepared for the information of Shareholders in connection with the Annual General Meeting of Shareholders to be held on Thursday, 4 November 2010 at 10.00am (WST).

The purpose of this Explanatory Memorandum is to provide Shareholders with all information known to the Company which is material to a decision on how to vote on the resolutions in the accompanying Notice of Annual General Meeting.

This Explanatory Memorandum should be read in conjunction with the accompanying Notice and is a brief explanation of the matters for which Shareholder approval is sought in each Resolution.

### **Annual Financial Report**

The first agenda item is to receive the Annual Financial Report of the Company for the period ended on 30 June 2010, comprising the Financial Statements, Directors' Report, Directors' Declaration and Independent Audit Report.

No resolution is required in respect of this agenda item. However, it provides Shareholders with the opportunity to ask questions of the Company's Directors and Auditors in relation to the Company's results for that financial year.

The Board is seeking approval of the following ordinary resolutions:

### **Resolution 1 – Adoption of Remuneration Report**

At a listed company's Annual General Meeting, a resolution that the Remuneration Report be adopted must be put to the Shareholders.

The Remuneration Report of the Company for the financial year ended 2010 is set out in the Directors' Report contained in the Company's Annual Report.

The Remuneration Report sets out the Company's remuneration arrangements for the Executives and Non-Executive Directors and Executive Employees of the Company.

Shareholders should note that the vote on this resolution is advisory only and does not bind the Company or the Directors.

### **Resolution 2 – Re-Election of Mr Saunders**

The Constitution of the Company requires that one third of the Directors in office (other than a Managing Director) must retire by rotation at each Annual General Meeting of the Company.

Mr Saunders therefore retires at the forthcoming Annual General Meeting in accordance with the Constitution and being eligible, has offered himself for re-election at the meeting.

### **RECOMMENDATION:**

The Directors being Terence Quinn and Brenton Lewis, with Edward Saunders abstaining, recommend that shareholders vote **IN FAVOUR** of this resolution.

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# Aurium Resources Limited

ACN 123 821 929

15 Colin Street, West Perth WA 6005

## PROXY FORM

### Shareholder Details

Name: .....  
Address: .....  
Contact Telephone No: .....  
Contact Email Address: .....  
Contact Name (if different from above): .....

### Appointment of Proxy

I/We being a shareholder/s of Aurium Resources Limited and entitled to attend and vote hereby appoint

The Chairman  
of the meeting  
(mark with an 'X')

OR

Write here the name of the person you are appointing if this person is someone other than the Chairman of the Meeting.

or failing the person named, or if no person is named, the Chairman of the Meeting, as my/our proxy to attend and act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, as the proxy sees fit) at the Annual General Meeting of Aurium Resources Limited to be held CWA House, 1176 Hay Street, West Perth WA 6005 on 4 November 2010 at 10:00am WST and at any adjournment of that meeting.

### Voting directions to your proxy – please mark to indicate your directions

#### Special Business

Resolution 1 Adoption of Remuneration Report

For

Against

Abstain\*

Resolution 2 Re-election of Edward Saunders

#### OR

If you do NOT wish to direct your Proxy how to vote

\*If you mark the Abstain box for a particular Resolution, you are directing your proxy not to vote on your behalf on a show of hands or on a poll and your votes will not be counted in computing the required majority on a poll.

\*Appointment of a second proxy (see instructions attached).

\*If you wish to appoint a second proxy, state the % of your voting rights applicable to the proxy appointed by this form

PLEASE SIGN HERE  
implemented

This section must be signed in accordance with the instructions attached to enable your directions to be implemented

Individual or Shareholder 1

Sole Director and  
Sole Company Secretary

Shareholder 2

Director

Shareholder 3

Director/Company Secretary