



**GME RESOURCES LIMITED**

**(ABN 62 009 260 315)**

**NOTICE OF ANNUAL GENERAL MEETING  
AND EXPLANATORY STATEMENT**

**FOR THE MEETING OF SHAREHOLDERS  
OF THE COMPANY TO BE HELD AT  
THE MT NEWMAN ROOM  
THE SHERATON PERTH HOTEL, 207 ADELAIDE TCE, PERTH  
AT 10.00 AM ON THURSDAY, 26 NOVEMBER 2009**

**DATED: 15 OCTOBER 2009**

**Registered Office:**

**467 Canning Highway**

**Como 6152**

**Western Australia**

**Telephone: (08) 9313 2144**

**Facsimile: (08) 9313 2188**

## **GME RESOURCES LIMITED**

**(ABN 62 009 260 315)**

### **NOTICE OF ANNUAL GENERAL MEETING**

Notice is hereby given that the Annual General Meeting of shareholders of GME Resources Limited will be held on Thursday, 26 November 2009, at 10:00 am at The Perth Sheraton Hotel (Mt Newman Rm) 207 Adelaide Terrace, Perth, in Western Australia to consider and if thought fit to pass the following Resolutions with or without amendment:

#### **AGENDA FOR AGM**

##### **ADOPTION OF ANNUAL REPORT**

That the Annual Report, including Financial Statements, Directors' declaration and accompanying Reports of the Directors and Auditors for the Financial Year ending 30 June 2009 be approved and adopted.

**To consider and if thought fit to pass the following resolutions as ordinary resolutions:**

##### **1 RE-ELECTION OF DIRECTOR – MR PETER ROSS SULLIVAN**

"That Peter Ross Sullivan, who retires by rotation under Clause 21.3(2) of the Company's Constitution and being eligible, offers himself for re-election, is hereby re-elected as a Director of the Company."

##### **2 RE-ELECTION OF DIRECTOR – MR MICHAEL DELANEY PERROTT**

"That Michael Delaney Perrott, who retires by rotation under Clause 21.3(2) of the Company's Constitution and being eligible, offers himself for re-election, is hereby re-elected as a Director of the Company."

##### **3 REMUNERATION REPORT**

"That the Remuneration Report as set out in the Company's Annual Report for the year ended 30 June 2009, be adopted."

##### **GENERAL NOTES:**

###### **Shareholder letter and explanatory statement**

A letter to Shareholders and Explanatory Statement explaining and commenting on the Resolutions the subject of this Notice of Meeting are enclosed with this Notice of Meeting. That letter to Shareholders and Explanatory Statement are deemed to form part of this Notice of Meeting.

###### **Proxy**

A Shareholder entitled to attend and vote is entitled to appoint not more than two proxies, to attend and to vote instead of the shareholder. The proxy need not be a member of GME Resources. Proxy Forms must be lodged at the principal office of GME Resources at PO Box 920 Applecross WA 6953 **no later than 48 hours** before the time of the meeting. A Proxy Form accompanies this Notice of Meeting.

###### **Voting Entitlement**

The Directors have determined in accordance with Regulation 7.11.37 of the Corporations Regulations that, for the purposes of attending and voting at the meeting, shares will be taken to be held by the registered holders at 10am WST on Tuesday 24 November 2009.

Unless specified otherwise, all Resolutions once passed take effect from the close of the Meeting.

**Dated this 15th day of October 2009**

**BY ORDER OF THE BOARD OF DIRECTORS**

**MARK PITTS**

Company Secretary

**GME RESOURCES LIMITED**

**(ABN 62 009 260 315)**

**NOTICE OF ANNUAL GENERAL MEETING**

**EXPLANATORY STATEMENT**

**1. RESOLUTION 1 – RE-ELECTION OF PETER ROSS SULLIVAN**

“That Peter Ross Sullivan, who retires by rotation under Clause 21.3(2) of the Company’s Constitution and being eligible, offers himself for re-election, is hereby re-elected as a Director of the Company.”

Clause 21.3(2) of the Constitution of the Company provides that one-third of the Directors must retire at the Annual General Meeting and those Directors are then eligible for re-election. Accordingly Peter Ross Sullivan, having retired as a director, offers himself for re-election as a director in accordance with the Constitution of the Company.

The Directors recommend the approval of Resolution 1 to all Shareholders.

**2. RESOLUTION 2 – RE-ELECTION OF MICHAEL DELANEY PERROTT**

“That Michael Delaney Perrott, who retires by rotation under Clause 21.3(2) of the Company’s Constitution and being eligible, offers himself for re-election, is hereby re-elected as a Director of the Company.”

Clause 21.3(2) of the Constitution of the Company provides that one-third of the Directors must retire at the Annual General Meeting and those Directors are then eligible for re-election. Accordingly Michael Delaney Perrott, having retired as a director, offers himself for re-election as a director in accordance with the Constitution of the Company.

The Directors recommend the approval of Resolution 2 to all Shareholders.

**3. RESOLUTION 3 – REMUNERATION REPORT**

“That the Remuneration Report as set out in the Company’s Annual Report for the year ended 30 June 2009, be adopted.”

The Remuneration Report is for consideration and adoption by way of non-binding resolution. The Remuneration Report is set out in the GME Resources Limited Annual Report 2009 and is also available on the Company’s web site ([www.gmeresources.com.au](http://www.gmeresources.com.au)).



## GME RESOURCES LIMITED

ACN 62 009 260 315

### Instructions for Completing 'Appointment of Proxy' Form

1. A member entitled to attend and vote at a Meeting is entitled to appoint not more than two proxies to attend and vote on their behalf. Where more than one proxy is appointed, such proxy must be allocated a proportion of the member's voting rights. If the shareholder appoints two proxies and the appointment does not specify this proportion, each proxy may exercise half the votes.
2. A duly appointed proxy need not be a member of the Company. In the case of joint holders, all must sign.
3. Corporate shareholders should comply with the execution requirements set out on the proxy form or otherwise with the provisions of Section 127 of the Corporations Act. Section 127 of the Corporations Act provides that a company may execute a document without using its common seal if the document is signed by:
  - directors of the company;
  - a director and a company secretary of the company; or
  - for a proprietary company that has a sole director who is also the sole company secretary – that director.

For the Company to rely on the assumptions set out in Section 129(5) and (6) of the Corporations Act, a document must appear to have been executed in accordance with Section 127(1) or (2). This effectively means that the status of the persons signing the document or witnessing the affixing of the seal must be set out and conform to the requirements of Section 127(1) or (2) as applicable. In particular, a person who witnesses the affixing of a common seal and who is the sole director and sole company secretary of the company must state that next to his or her signature.

4. Completion of a proxy form will not prevent individual shareholders from attending the meeting in person if they wish. Where a shareholder completes and lodges a valid proxy form and attends the meeting in person, then the proxy's authority to speak and vote for that shareholder is suspended while the shareholder is present at the meeting.
5. Where a proxy form or form of appointment of corporate representative is lodged and is executed under power of attorney, the power of attorney must be lodged in like manner as this proxy.

### Important Information

**Deadline for Receipt of proxies** To be effective, a completed proxy form together with the power of attorney (if any) under which it is signed, must be received by the Company at its registered office **not less than 48 hours before** the appointed time of the General Meeting.

**Where to send the completed Proxy Form** Once the Proxy Form is completed and all details checked by you, the form is to be sent or delivered (by hand, post or facsimile) to:

Office: PO Box 920 Applecross WA 6953

Facsimile Number: (08) 9315 5475

Email: enq@gmeresources.com.au

**For Further Information** If you need any further information about this form or attendance at the Company's General Meeting, please contact Mr Mark Pitts on 08 9316 9100