



26 October 2007

Australian Securities Exchange  
Company Announcement Department

Dear Sir / Madam,

Re: Augur Resources Ltd

Would you please post the enclosed "Notice of Annual General Meeting" on our company announcement section, our code is AUK. Total pages including cover page 9.

Kind Regards,

A handwritten signature in black ink, appearing to read 'Marcelo Mora', written over a horizontal line.

Marcelo Mora  
Company Secretary



# **Augur Resources Limited**

ACN 106 879 690

## **NOTICE OF ANNUAL GENERAL MEETING AND EXPLANATORY MEMORANDUM**

For the Annual General Meeting to be held on  
30 November 2007 at 10.00am (EST)  
at Level 45, 2 Park Street  
Sydney

This is an important document. Please read it carefully and in its entirety. If you do not understand it please consult with your professional advisers.

If you are unable to attend the Meeting, please complete the form of proxy enclosed and return it in accordance with the Instructions set out on that form.

## **NOTICE OF ANNUAL GENERAL MEETING**

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Notice is hereby given that the Annual General Meeting of the shareholders of Augur Resources Limited (the **Company**) will be held at Level 45, 2 Park Street, Sydney on 30 November 2007 at 10.00 am (EST) for the purpose of transacting the following business.

The attached Explanatory Memorandum is provided to supply shareholders with information to enable shareholders to make an informed decision regarding the Resolutions set out in this Notice. The Explanatory Memorandum is to be read in conjunction with this Notice.

### **AGENDA**

#### **BUSINESS**

**1. Accounts and Reports**

To receive and consider the financial statements and reports of the Directors and Auditors for the year ended 30 June 2007.

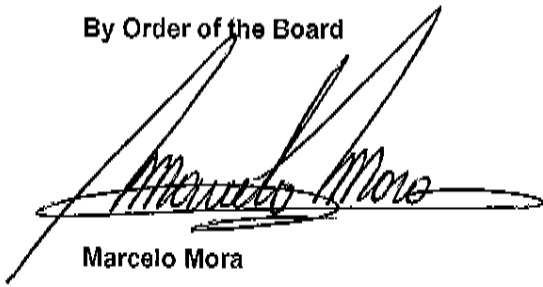
**2. Resolution 1: Re-election of Director**

To re-elect Mr Peter Bradfield who retires by rotation in accordance with clause 10.1 of the Constitution and, being eligible, offers himself for re-election.

**3. Resolution 2: Re-election of Director**

To re-elect Mr Tully Richards who retires in accordance with clause 10.5 of the Constitution and, being eligible, offers himself for re-election.

**By Order of the Board**

A handwritten signature in black ink, appearing to read 'Marcelo Mora', is written over a horizontal line. The signature is stylized and cursive.

**Marcelo Mora**

**Company Secretary**

## NOTICE OF ANNUAL GENERAL MEETING

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### BACKGROUND INFORMATION

To assist you in deciding how to vote on the above resolutions, further details as background information to the resolutions are set out in the Explanatory Memorandum forming part of this notice of meeting.

### GLOSSARY

Words defined in the Explanatory Statement have the same meaning when used in this notice of meeting unless the context requires otherwise. For assistance in considering the notice of meeting, the following words are defined here:

**AGM** means annual general meeting.

**ASIC** means the Australian Securities and Investments Commission.

**Associate** has the meaning given to it by Division 2 of Part 1.2 of the Corporations Act.

**ASX** means ASX Limited (ACN 008 624 691).

**Board** means all or some of the Directors acting as the board of Directors of the Company.

**Company** means Augur Resources Limited ACN 106 879 690.

**Corporations Act** means the Corporations Act 2001 (Commonwealth).

**Directors** means directors of the Company.

**EST** means Eastern Standard Time Sydney, New South Wales.

**Explanatory Statement** means the explanatory statement which accompanies this notice of meeting.

**Listing Rules** means the official listing rules of the ASX.

**Shareholder** means a registered holder of a Share in the Company.

### RECOMMENDATION

The Board believes that the above resolutions are in the best interests of the Shareholders and (save where otherwise indicated in the Explanatory Statement) unanimously recommend that Shareholders vote in favour of each of them.

### VOTING IN PERSON

A shareholder that is an individual may attend and vote in person at the meeting. If you wish to attend the meeting, please arrive 20 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. A form of the certificate may be obtained from the Company's share registry or at [www.computershare.com](http://www.computershare.com).

## NOTICE OF ANNUAL GENERAL MEETING

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### VOTING AND PROXIES

1. A shareholder of the Company entitled to attend and vote is entitled to appoint not more than two proxies. Where more than one proxy is appointed, each proxy must be appointed to represent a specified proportion of the shareholder's voting rights. If the shareholder appoints two proxies and the appointment does not specify this proportion, each proxy may exercise half of the votes. A proxy need not be a shareholder of the Company.
2. Where a voting exclusion applies, the Company need not disregard a vote if it is cast by the person who is entitled to vote in accordance with the directions on the proxy form or it is cast by the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with a direction on the proxy form to vote as the proxy decides.
3. In accordance with Regulation 7.11.37 of the Corporations Act, the Directors have set a date to determine the identity of those entitled to attend and vote at the Meeting. The date is 5.00 pm (EST) on 28 November 2007.
4. A proxy form is attached. If required it should be completed, signed and returned to the Company's registered office in accordance with the instructions on that form.

### QUESTIONS FROM SHAREHOLDERS

The Chairman of the meeting will allow a reasonable opportunity for shareholders to ask questions or make comments on the management and performance of the Company.

Gregory Ralph of Gould Ralph, as the auditor responsible for preparing the auditor's report for the year ended 30 June 2007 (or his representative), will attend the meeting. The Chairman of the meeting will allow a reasonable opportunity for the members as a whole to ask the auditor questions at the meeting about:

- the conduct of the audit;
- the preparation and content of the auditor's report;
- the accounting policies adopted by the Company in relation to the preparation of the financial statements; and
- the independence of the auditor in relation to the conduct of the audit.

To assist the Board and the auditor of the Company in responding to any questions you may have, please submit any questions you may have by fax or to the address below by no later than 5.00pm (EST) on 23 November 2007.

**By mail** GPO Box 4325  
Sydney NSW 2000

**By fax** (02) 9264 4045

**In person** Registered Office – Level 45, 2 Park Street, Sydney NSW

As required under section 250PA of the Corporations Act, at the meeting, the Company will make available those questions directed to the auditor received in writing at least 5 business days prior to the meeting, being questions which the auditor considers relevant to the content of the auditor's report or the conduct of the audit of the annual financial report for the year ended 30 June 2007. The Chairman of the meeting will allow a reasonable opportunity for the auditor to respond to the questions set out on this list.

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**AUGUR RESOURCES LIMITED**

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This Explanatory Memorandum should be read in its entirety. If shareholders are in doubt as to how they should vote on the resolutions to be proposed at the Annual General Meeting, they should seek advice from their accountant, solicitor or other professional adviser.

**1. Introduction**

This Explanatory Memorandum has been prepared for the information of shareholders of Augur Resources Limited (the **Company**) in connection with the business to be conducted at the Annual General Meeting to be held at Level 45, 2 Park Street, Sydney on 30 November 2007 at 10.00 am (EST) and should be read in conjunction with the Notice of General Meeting.

**2. Resolution 1: Re-election of Peter Bradfield**

Pursuant to clause 10.1 of the Constitution, at each annual general meeting of the Company one third of the Directors of the Company must retire from office.

As the number of permanent directors, being Mrs Joshua Rogers, Peter Bradfield, Roger Jackson and Kimlkazu Yoshioka, is 4, one director is required to retire. The directors have agreed that Mr Peter Bradfield will retire effective immediately following the conclusion of the annual general meeting. Directors required to retire pursuant to this provision are eligible for re-election pursuant to clauses 10.2 of the Constitution.

Mr Bradfield has submitted himself for re-election.

Mr Bradfield has had a distinguished career in the resources and research and development industries, spanning 40 years. For many years Peter was with CRA Ltd, becoming a director of several of the Group's companies. In 1986 Peter became chief executive officer of Energy Resources of Australia Ltd before being appointed managing director of the large and diversified Elders Mining Group of companies, including chairmanship of Mt Morgan Ltd and Kaiser Engineers Australia. Mr Bradfield's Directorships have included the Australian Mining Industry Council (he was chairman of its Environment Committee between 1986 and 1991), Energy Australia, as well as major resources and research and development organisations. He was a foundation director of the Australian Minerals Energy and Environment Foundation. In addition to this Company, Mr Bradfield is currently a director of several private and public companies, including Ark Mines Ltd, Every Day Mine Services Ltd and Counsellors for Management Inc (Washington DC).

Peter is a Fellow of the Australian Institute of Company Directors.

The remaining directors recommend that Mr Bradfield be re-elected.

**3. Resolution 2: Re-election of Tully Richards**

Clause 10.5 of the Constitution provides that any Director appointed to fill a casual vacancy must retire at the conclusion of the annual general meeting immediately following his appointment. A Director required to retire pursuant to this provision is eligible for re-election pursuant to clause 10.5(b) of the Constitution.

Mr Tully Richards was appointed as a casual director on 7 June 2007 in replacement of Mr Terrence Shanahan, who resigned from his position. Mr Richards has submitted himself for re-election.

Mr Richards is a geologist with 14 years experience in the exploration and mining industry. He graduated with first class honours from the University of Sydney in 1993 and since has gained extensive geological experience in the mining industry, working for WMC Ltd, LionOre Mining Ltd and Newcrest Mining Ltd (Newcrest). For the majority of his career he has had a broad exposure working throughout the Lachlan Fold Belt in NSW.

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**AUGUR RESOURCES LIMITED**

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With Newcrest, a major gold-copper mining company, Mr Richards gained extensive knowledge in a wide range of porphyry mineralisation styles. Mr Richards worked extensively as a geologist at Newcrest's Cadia operations and in addition was responsible for the development of the geological model underpinning the Ridgeway resource. Mr Richards has also worked as a consulting geologist specialising in a broad range of minerals throughout the Lachlan Fold Belt. He is currently the managing director of Lucknow Gold Ltd. Mr Richards is also a Member of the Australasian Institute of Mining and Metallurgy.

The remaining directors recommend that Mr Richards be re-elected.

# Augur Resources Ltd

ABN 106 879 690

# Proxy Form

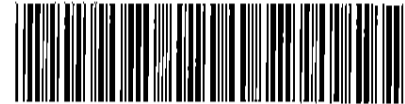
**All correspondence to:**  
 Computershare Investor Services Pty Limited  
 GPO Box 242 Melbourne  
 Victoria 3001 Australia  
 Enquiries (within Australia) 1300 855 080  
 (outside Australia) 61 3 9415 4000  
 Facsimile 61 3 9473 2118  
 www.computershare.com

Mark this box with an 'X' if you have made any changes to your address details (see reverse)



000001 000 AUK  
 MR JOHN SMITH 1  
 FLAT 123  
 123 SAMPLE STREET  
 THE SAMPLE HILL  
 SAMPLE ESTATE  
 SAMPLEVILLE VIC 3030

Securityholder Reference Number (SRN)



I 1234567890 I ND

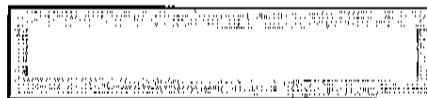
## Appointment of Proxy

I/We being a member/s of Augur Resources Ltd and entitled to attend and vote hereby appoint



the Chairman  
of the Meeting  
(mark with an 'X')

OR



If you are not appointing the Chairman of the Meeting as your proxy please write here the full name of the individual or body corporate (excluding the registered Securityholder) you are appointing as your proxy.

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chairman of the Meeting, as my/our proxy to 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 Augur Resources Ltd to be held at Level 45, 2 Park Street, Sydney on 30 November 2007 at 10.00am and at any adjournment of that meeting.

Voting directions to your proxy - please mark  to indicate your directions

- 1. Re-election of Peter Bradfield
- 2. Re-election of Tully Richards

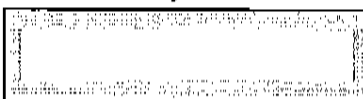
	For	Against	Abstain*
1.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The Chairman of the Meeting intends to vote undirected proxies in favour of each item of business.

\* If you mark the Abstain box for a particular item, 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.

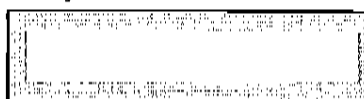
**PLEASE SIGN HERE** This section *must* be signed in accordance with the instructions overleaf to enable your directions to be implemented.

Individual or Securityholder 1



Sole Director and  
Sole Company Secretary

Securityholder 2



Director

Securityholder 3



Director/Company Secretary

In addition to signing the Proxy Form in the above box(es) please provide the information below in case we need to contact you.

Contact Name

Contact Daytime Telephone

Date

AUK

1 3 PR





## How to complete the Proxy Form

### 1 Your Address

This is your address as it appears on the company's Share register. If this information is incorrect, please mark the box and make the correction on the form. Securityholders sponsored by a broker (in which case your reference number overleaf will commence with an 'X') should advise your broker of any changes. **Please note, you cannot change ownership of your securities using this form.**

### 2 Appointment of a Proxy

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box. If the individual or body corporate you wish to appoint as your proxy is someone other than the Chairman of the Meeting please write the full name of that individual or body corporate in the space provided. If you leave this section blank, or your named proxy does not attend the meeting, the Chairman of the Meeting will be your proxy. A proxy need not be a securityholder of the company. Do not write the name of the issuer company or the registered securityholder in the space.

### 3 Votes on Items of Business

You may direct your proxy how to vote by placing a mark in one of the three boxes opposite each item of business. All your securities will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of securities you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given item, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

### 4 Appointment of a Second Proxy

You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the company's Share registry or you may copy this form.

To appoint a second proxy you must:

- (a) on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of securities applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded.
- (b) return both forms together in the same envelope.

### 5 Signing Instructions

You must sign this form as follows in the spaces provided:

Individual: where the holding is in one name, the holder must sign.

Joint Holding: where the holding is in more than one name, all of the securityholders should sign.

Power of Attorney: to sign under Power of Attorney, you must have already lodged this document with the registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

If a representative of a corporate Securityholder or proxy is to attend the meeting the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission. A form of the certificate may be obtained from the company's Share registry or at [www.computershare.com](http://www.computershare.com).

### Lodgement of a Proxy

This Proxy Form (and any Power of Attorney under which it is signed) must be received at an address given below no later than 48 hours before the commencement of the meeting at 10.00am on 30 November 2007. Any Proxy Form received after that time will not be valid for the scheduled meeting.

#### Documents may be lodged:

IN PERSON	Registered Office - Level 45 2 Park Street Sydney NSW 2001 Australia Share Registry - Computershare Investor Services Pty Limited, Level 2, 60 Carrington Street, Sydney NSW 2000 Australia
BY MAIL	Registered Office - Level 45 2 Park Street Sydney NSW 2001 Australia Share Registry - Computershare Investor Services Pty Limited, GPO Box 242, Melbourne VIC 3001 Australia
BY FAX	61 3 9473 2118