

# **NOTICE OF ANNUAL GENERAL MEETING MAGNUM GOLD N.L. A.B.N. 70 003 170 376**

Notice is hereby given that the Annual General Meeting of Magnum Gold N.L. will be held in Suite 1, Level 2, 1 York Street, Sydney on 26 May 2005 at 3.00pm.

## **Agenda**

### **1. Financial report and directors' and audit reports**

To receive and consider the financial report, including the directors' declaration, for the year ended 31 December 2004 and the related directors' report and audit report.

### **2. Election of directors**

To elect three directors:

- (a) Dr. J.C. Schiller retires in accordance with the Company's constitution and, being eligible, offers himself for re-election.
- (b) Mr. P.R. Richard retires in accordance with the Company's constitution and, being eligible, offers himself for re-election.
- (c) Mr. J.B. Rodger retires by rotation in accordance with the Company's constitution and, being eligible, offers himself for re-election.

By Order of the Board  
S.J. Danielson  
Secretary

31 March 2005

## **Proxies**

If you are unable to attend and vote at the meeting and wish to appoint a person who is attending as your proxy, please complete the enclosed form of proxy. This form must be received by the company's share registrar, Mitchell & Partners, by 3.00pm on 24 May 2005.

The completed form of proxy may be:

Mailed to Mitchell & Partners, Suite 1, Level 2, 1 York Street, Sydney 2000, or  
Faxed to Mitchell & Partners on (02) 9251 3008.

A member 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 member's voting rights. A proxy need not be a member of the company.

**FORM OF PROXY**

The Secretary  
Magnum Gold N.L.  
C/- Mitchell & Partners,  
Suite 1, Level 2,  
1 York Street,  
SYDNEY NSW 2000  
AUSTRALIA.

I/We \_\_\_\_\_  
(print shareholder(s) name(s))

of \_\_\_\_\_  
(print address of shareholder(s))

being a member/members of Magnum Gold N.L. hereby appoint

\_\_\_\_\_

(print proxy's name in full)

of \_\_\_\_\_  
(print proxy's address)

and (if you wish to appoint two proxies) \_\_\_\_\_  
(print second proxy's name in full)

of \_\_\_\_\_  
(print second proxy's address)

or, in the proxy's/proxies' absence or if no other appointee is mentioned, the Chairman of the Meeting as my/our proxy/proxies to vote for me/us on my/our behalf at the Annual General Meeting of the company to be held on 26 May 2005 and at any adjournment of that meeting.

I/We desire to vote on the resolutions as indicated below:-

Please indicate with an X how you wish your vote to be cast. Unless otherwise instructed, the proxy may vote as he/she thinks fit. The resolutions are numbered as in the notice of meeting.

<b>Item</b>	<b>For</b>	<b>Against</b>	<b>Abstain</b>
<b>1 To adopt the financial report</b>			
<b>2(a) Election of Dr. J.C. Schiller as a director</b>			
<b>2(b) Election of Mr. P.R. Richard as a director</b>			
<b>2(c) Election of Mr. J.B. Rodger as a director</b>			

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2005.

Signature(s) of members(s)

\_\_\_\_\_

\_\_\_\_\_

- NOTES:
1. If you have appointed two proxies please indicate what proportion of your voting rights each proxy is to represent.
  2. If the appointment of a proxy is signed by the appointer's attorney, this form must be accompanied by the authority under which the appointment was signed, or a certified copy of the authority.

The completed form of proxy may be:

- mailed to the address on the form, or
- faxed to Mitchell & Partners on (02) 9251 3008.