

## Notice of Annual General Meeting

Notice is hereby given that the Annual General Meeting of Aurora Minerals Limited will be held at the Company's office at Level 2, 231 Adelaide Terrace, Perth on 30 November 2006 commencing at 12.00 noon to conduct the following business:

**1. Financial Report**

To receive the Financial Report and the reports of the Directors and Auditors for the year ended 30 June 2006.

**2. Resolution 1 - Re-election of Mr Garry Patrick O'Hara as a director**

To consider and, if thought fit, to pass the following resolution as an ordinary resolution:

"That Mr Garry Patrick O'Hara, a director of the Company, who retires by rotation in accordance with the Company's Constitution and, being eligible, offers himself for re-election, be re-elected as a director."

**3. Resolution 2 – Adoption of Remuneration Report**

To consider and, if thought fit, to pass the following non-binding resolution as an ordinary resolution:

"To adopt the Remuneration Report for the year ended 30 June 2006 as disclosed in the 2006 Annual Report."

*Note – the vote on this resolution is advisory only and does not bind the Directors of the Company.*

**The Explanatory Memorandum that accompanies and forms part of this Notice describes in more detail the matters to be considered.**

### PROXIES

A form of proxy is enclosed herewith. A member who is entitled to attend and vote at a meeting is entitled to appoint a proxy (and a member who is entitled to cast 2 or more votes may appoint not more than two proxies) to attend and vote at the meeting. A proxy need not be a member of the Company. Where a member appoints two proxies, the proportion of the member's voting rights given in favour of each proxy must be specified. Proxies must be received by the Company not later than 48 hours before the meeting. Proxies may be lodged by fax.

### ENTITLEMENT TO VOTE

In accordance with regulation 7.11.37 of the Corporations Regulations 2001, the Company determines that members holding ordinary shares held as at 5.00pm Perth time on 28 November 2006 will be entitled to attend and vote at the Annual General Meeting.

### BY ORDER OF THE BOARD



**P C RUTLEDGE**  
Company Secretary  
26 October 2006

## **Notice of Annual General Meeting**

### **Explanatory Memorandum**

This Explanatory Memorandum has been prepared for the information of Shareholders of Aurora Minerals Limited ("Aurora Minerals" or "the Company") in connection with the business to be conducted at the Annual General Meeting of Shareholders to be held at Level 2, 231 Adelaide Terrace, Perth on 30 November 2006 ("the Meeting").

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

The following matters should be noted in respect of the resolutions in the Notice:

**1. Financial Report**

Appropriate time will be devoted to the consideration of the Financial Report of the Company for the year ended 30 June 2006 and the Directors' and Auditors' reports thereon.

**2. Resolution 1 – Re-election of Mr Garry Patrick O'Hara as a Director**

Mr O'Hara, who has been a director of the Company since its incorporation, will retire by rotation at the Annual General Meeting pursuant to Clause 11.3 of the Company's Constitution and, being eligible, offers himself for re-election.

The Directors recommend the re-election of Mr O'Hara.

**3. Resolution 2 – Approval of Remuneration Report**

In accordance with section 250R(2) of the Corporations Act 2001 the Company presents to shareholders for their consideration and adoption by way of non-binding resolution the Company's Remuneration Report as disclosed in the Directors' Report in the Company's 2006 Annual Report.

A reasonable opportunity will be provided for discussion of the Remuneration Report at the meeting.

The Directors recommend that Shareholders vote in favour of adopting the Remuneration Report.

**AURORA MINERALS LIMITED**

ABN 46 106 304 787

Level 2, 231 Adelaide Terrace  
Perth WA 6000  
PO Box 3107 Adelaide Terrace  
Perth WA 6832

Telephone: 61 (8) 9218 8711  
Facsimile: 61 (8) 9325 3163  
Email: info@auroraminerals.com  
Website: www.auroraminerals.com

**Proxy Form**

I/we.....(full name, block letters)

of.....  
being a member of **Aurora Minerals Limited** hereby appoint

.....  
of.....

or, failing him, the Chairman of the meeting as my/our proxy to vote for me/us and on my/our behalf at the Annual General Meeting of the company to be held at **12 noon on 30 November 2006** and at any adjournment thereof.

I/we direct my/our proxy how to vote in the following manner:

	FOR	AGAINST	ABSTAIN
<b>ORDINARY BUSINESS</b>			
<b>Resolution 1:</b> To re-elect Garry Patrick O'Hara as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<b>Resolution 2:</b> To adopt the Remuneration Report as set out in the 2006 Annual Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

If no directions are given my/our proxy may vote as the proxy thinks fit or abstain.

Where the Chairman is appointed as proxy, the Chairman's voting intention in relation to undirected proxies in respect of these resolutions is to vote **FOR** the resolutions.

*This Proxy is appointed to represent \_\_\_\_\_% of my voting right, or if 2 proxies are appointed  
Proxy 1 represents \_\_\_\_\_% and Proxy 2 represents \_\_\_\_\_% of my total votes  
My total voting right is \_\_\_\_\_ shares*

If the shareholder(s) is an individual(s), every shareholder is to sign:

If the shareholder is a company, sign in accordance with Section 127(1) of Corporations Act or affix common seal (if required by Constitution).

Signed: \_\_\_\_\_

\_\_\_\_\_  
Director or Sole Director and Secretary

Signed: \_\_\_\_\_

\_\_\_\_\_  
Director/Secretary

Dated: \_\_\_\_\_ 2006

Dated: \_\_\_\_\_ 2006

This form is to be used in accordance with the directions overleaf.

# AURORA MINERALS LIMITED

ABN 46 106 304 787

## ***Instructions for completing and lodging this Proxy Form***

1. A shareholder who is entitled to attend and vote at a meeting is entitled to appoint a proxy (and a shareholder who is entitled to cast two or more votes may appoint not more than two proxies) to attend and vote at the meeting.
2. Where two proxies are appointed each proxy must be appointed to represent a specified proportion of the shareholder's voting rights. Where two proxies for a shareholder are present at the meeting, neither proxy shall be entitled to vote on a show of hands, and on a poll the appointment shall be of no effect, unless each proxy is appointed to represent a specified proportion of the shareholder's voting rights, not exceeding 100% in aggregate.
3. A proxy need not himself be a shareholder of the Company.
4. The proxy form must be signed personally by the shareholder or his attorney, duly authorised in writing. If a proxy is given by a corporation, the proxy must be executed under either the common seal of the corporation or in accordance with section 127 of the Corporations Act or by its duly authorised attorney. In the case of joint shareholders, this proxy must be signed by at least one of the joint shareholders, personally or by a duly authorised attorney.
5. If a proxy is executed by an attorney of a shareholder, then the original of the relevant power of attorney or a certified copy of the relevant power of attorney, if it has not already been noted by the company, must accompany the proxy form.
6. If the proxy form specifies a way in which the proxy is to vote on any of the resolutions stated above, then the following applies:
  - (a) the proxy need not vote on a show of hands, but if the proxy does so, the proxy must vote that way; and
  - (b) if the proxy has 2 or more appointments that specify different ways to vote on the resolution, the proxy must not vote on a show of hands; and
  - (c) if the proxy is Chairman, the proxy must vote on a poll and must vote that way, and
  - (d) if the proxy is not the Chairman, the proxy need not vote on a poll, but if the proxy does so, the proxy must vote that way.

If a proxy is also a shareholder, the proxy can cast any votes the proxy holds as a shareholder in anyway that the proxy sees fit.

7. The Proxy Form (and any power of attorney or other authority pursuant to which the Proxy Form has been signed) must:  
either be deposited at the registered office of the Company, Level 2, 231 Adelaide Terrace, Perth,  
or be sent by post to Aurora Minerals Limited, PO Box 3107, Adelaide Terrace, Perth, WA 6832,  
or be sent by facsimile to Aurora Minerals Limited at (08) 9325 3163  
so as to be received not later than 48 hours before the time fixed for the holding of the meeting  
- that is to be received **by 12 noon Western Standard Time on Tuesday 28 November 2006.**

## **Change of Address**

Should your address have changed please use this section to advise the Company. Change of address notifications can only be accepted from Issuer Sponsored shareholders. CHESSE shareholders must notify their Stockbroker directly. Please ensure you sign where indicated and, **if faxing your proxy form, please fax this side of the proxy form as well.**

My new address is: \_\_\_\_\_  
\_\_\_\_\_

My email address is: \_\_\_\_\_ My phone number is: \_\_\_\_\_

\_\_\_\_\_/\_\_\_\_\_/2006  
Signature(s)