ANGLO AUSTRALIAN RESOURCES NL
(AAR)

28 November 2003

Company Announcement Office
Australian Stock Exchange Limited
2 The Esplanade
PERTH WA 6000

BY FACSIMILE: 1 300 300 021

Dear Sir

RESULTS OF ANNUAL GENERAL MEETING

We advise that all resolutions contained in the Notice of Annual General Meeting were approved at the meeting of shareholders held on Friday, 28 November 2003. Those resolutions were:

Resolution 1 – Financial Statements

Resolution was Carried on a show of hands.

Total number of proxy votes exercisable by proxies validly appointed:

For	Against	Abstain	At Proxy's Discretion
27,118,715	100,000	0	3,393,877

Resolution 2 – Election of Directors

(a) Re-election of Mr A C Pilmer

Resolution was Carried on a show of hands.

Total number of proxy votes exercisable by proxies validly appointed:

For	Against	Abstain	At Proxy's Discretion
27,118,715	100,000	0	3,393,877

Resolution 2 – Election of Directors

(b) Re-election of Dr D E Clarke

Resolution was Carried on a show of hands.

Total number of proxy votes exercisable by proxies validly appointed:

For	Against	Abstain	At Proxy's Discretion
27,118,715	100,000	0	3,393,877

Resolution 3 – Ratification of Share Placement

Resolution was Carried on a show of hands.

Total number of proxy votes exercisable by proxies validly appointed:

For	Against	Abstain	At Proxy's Discretion
27,078,715	140,000	0	3,393,877

Resolution 4 – Issue of Shares

Resolution was Carried on a show of hands.

Total number of proxy votes exercisable by proxies validly appointed:

For	Against	Abstain	At Proxy's Discretion
27,078,715	140,000	0	3,393,877

Resolution 5 – Issue of Shares

Resolution was Carried on a show of hands.

Total number of proxy votes exercisable by proxies validly appointed:

For	Against	Abstain	At Proxy's Discretion
27,078,715	140,000	0	3,393,877

Yours faithfully

A C PILMER
Company Secretary

ANGLO AUSTRALIAN RESOURCES NL
ACN 009 159 077
NOTICE OF 2003 ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of shareholders will be held in the Board Room on the second floor of 44 Ord Street, West Perth, Western Australia on Friday 28 November 2003 at 10.30 am for the purpose of transacting the following business.

AGENDA

Ordinary Business

1. **Financial Statements**
   To receive and consider the Balance Sheet as at 30 June 2003, the Profit and Loss Account for the year ended 30 June 2003 of the Company and the reports of the Directors and Auditors thereon.

2. **Election of Directors**
   To consider and if though fit to pass the following resolutions as ordinary resolutions:

   (a) "that Mr A C Pilmer, who retires pursuant to Article 11.2 of the Company's Articles of Association and being eligible offers himself for re-election, be elected as a director of the Company."

   (b) "that Dr D E Clarke, who retires pursuant to Article 11.2 of the Company's Articles of Association and being eligible offers himself for re-election, be elected as a director of the Company."

Special Business

3. **Ratification of Share Placement**
   To consider and if thought fit to pass the following resolution as an ordinary resolution:

   "that for the purpose of Australian Stock Exchange Listing Rule 7.4 and all other purposes this meeting approves and ratifies the issue on 26 September 2003 of 25,000,000 fully paid ordinary shares in the Company at an issue price of 2.5 cents per share."

4. **Issue of Shares**
   To consider and if thought fit to pass the following resolution as an ordinary resolution:

   "that the Company in General Meeting agrees to and approves of the allotment and the issue to St Ives Gold Mining Company Pty Ltd (SIGMC) and Agnew Gold Mining Company Pty Ltd (AGMC) in such proportions as each SIGMC and AGMC nominate in writing:

   i) 15,000,000 ordinary fully paid shares of 2.6 cents each; and

   ii) 7,500,000 options with each option carrying the right to subscribe for on fully paid share at an exercise price of 5c within a period of three years from the date of issue of the options.

   in satisfaction of the purchase price of $390,000 due for the acquisition of certain interests in mining tenements in relation to the Feysville tenements and the Carnilya tenements from the agreement announced to the Australian Stock Exchange Limited on 20 January 2003."

5. **Issue of Shares**
   To consider and if thought fit to pass the following resolution as an ordinary resolution:

   "that the Company in General Meeting agrees to and approves of the allotment and the issue to St Ives Gold Mining Company Pty Ltd (SIGMC) and Agnew Gold Mining Company Pty Ltd (AGMC) in such proportions as each of SIGMC and AGMC nominate in writing:

   17,500,000 ordinary fully paid shares of 2.4 c each

   in part satisfaction of the outstanding purchase price and to a value of $420,000 being for the acquisition of certain interests in mining tenements in relation to the Mandilla tenements forming part of the agreement announced to the Australian Stock Exchange Limited on 10 June 2003."

By order of the Board of Directors

A C PILMER Company Secretary

Dated this 30th October 2003

Explanatory Statement
An Explanatory Statement to Shareholders accompanies and forms part of this notice.

Voting Entitlements
Pursuant to the Corporations Act 2001 (Cth), the Directors have determined that the shareholding of each shareholder for the purposes of ascertaining the voting entitlements for the Annual General Meeting will be as it appears in the Share Register at the close of business on 26 November 2003.

Proxies
A Proxy form with notes accompanies and forms part of this notice.

ANGLO AUSTRALIAN RESOURCES NL
ACN 009 159 007
EXPLANATORY STATEMENT TO ACCOMPANY NOTICE OF 2003 ANNUAL GENERAL MEETING

This Explanatory Statement is provided to supply Shareholders with material information to enable Shareholders to make an informed decision regarding the resolutions set out in the accompanying Notice of Meeting.

Resolution 3
Ratification of Share Placement

On 26 September 2003 the Company issued a total of 25,000,000 ordinary shares at 2.5 cents per share fully paid. These shares, which rank equally in all respects with the fully paid shares already on issue, were issued to the following parties:

NAME	NO SHARES	NAME	NO SHARES
Neate Anne	4,000,000	Malloch Jennifer	200,000
Invia Custodian Pty Ltd (WAM Capital Ltd a/c)	2,160,000	Lawrence Crowe Consulting P/L (LCC Super Fund a/c)	200,000
Consolidated Gaming Pty Ltd	2,000,000	McFadyen Leonard Ross	200,000
Rowe Street Investments Pty Ltd	2,000,000	Butler Stephen	200,000
Leahy David James	2,000,000	Cheviot Investments Pty Ltd (Leveraged Equities a/c)	200,000
Second Naremi Pty Ltd	1,600,000	Furner Gordon	200,000
Invia Custodian Pty Ltd (WAM Equity Fund a/c)	1,440,000	Gallagher David Ernest	200,000
Bell Potter Nominees Pty Ltd (2272984 a/c)	1,000,000	Georgakopoulos Peter	200,000
Anderby (Qld) Pty Ltd	1,000,000	Giacomo Rini	200,000
Holmes Achalen Doric	1,000,000	Marilena Pty Ltd (Universal Finance s/f a/c)	200,000
Second Naremi Pty Ltd	1,000,000	Papaklonaris Menio	200,000
Dixtru Pty Ltd	800,000	Terelba Pty Ltd	200,000
Second Naremi Pty Ltd	800,000	Bates Stan	100,000
Muirhead Graham	600,000	Roche Kathryn Ann	100,000
Second Naremi Pty Ltd	300,000	Winton Brett Andrew	100,000
Thorn Kevin Ross	280,000	Gribble Brian Donald	60,000
Malloch Anthony	200,000	Gribble Brian Donald	60,000

The funds raised by this issue have been used to fund working capital to meet exploration commitments and adminstration expenses.

The shares were issued within the 15% annual limit permitted under Australian Stock Exchange Limited (ASX) listing Rule 7.1 without shareholder approval. The effect of Shareholders passing resolution 3 will, pursuant to the provisions of ASX listing rule 7.4, be to restore the Company's ability to issue shares within that limit and to the extent of 25,000,000 shares.

Voting Exclusion – The Company will disregard any votes cast on this resolution by persons and their associates who participated in this issue. However, the Company will not disregard a vote if; it is cast by the person as proxy for a 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.

ANGLO AUSTRALIAN RESOURCES NL
ACN 009 159 007
EXPLANATORY STATEMENT TO ACCOMPANY NOTICE OF 2003 ANNUAL GENERAL MEETING

Resolution 4
Issue of Shares

On 20 January 2003, the Company announced the acquisition of two key gold exploration projects – Feysville and Carnilya – described as:

The Feysville project consists of all mineral rights attached to two mining leases located 16km SSE of Kalgoorlie. The project is situated in the geological/structural corridor, bounded by the Boulder Lefroy Fault, that hosts the world class deposits of Kalgoorlie and St Ives as well as other substantial deposits in the New Celebration, Kambalda and Hannans South areas. Previous exploration by WMC Resources Ltd defined extensive surficial and supergene gold mineralisation as well as numerous gold bedrock intersections. Prospects remain underdrilled including a gold mineralized zone defined over 200m (values up to 10m @ 9.1g/t Au) that remains open on strike and at depth.

The Carnilya project consists of the gold mining rights only attached to four mining leases located 45km south east of Kalgoorlie. The gold potential of the project has been poorly tested as a result of past exploration focusing on the nickel potential. Only 10% of all holes drilled on the project were assayed for gold. Gold exploration targets include two partially tested gold in soil anomalies (values up to 4m @ 2.14 g/t Au).

As a consequence of a prior transaction between St Ives Gold Mining Company Pty Ltd and WMC Resources Limited the Feysville project is subject to a 1% gross royalty on gold and nickel as well as a 4% gross royalty on gold production in excess of 250,000oz and a price opportunity royalty of 10% of every dollar the gold price exceeds A$600 and the acquisition of the gold mining rights at Carnilya is subject to approval by WMC Resources Limited.

The formal legal documentation has been completed and approval is now sought from the shareholders of the Company to issue:

i) 15,000,000 ordinary fully paid shares of 2.6 cents each; and

ii) 7,500,000 options with each option carrying the right to subscribe for on fully paid share at an exercise price of 5c within a period of three years from the date of issue of the options.

The shares and options shall be issued to the vendors of these properties, being St Ives Gold Mining Company Pty Ltd and Agnew Gold Mining Company Pty Ltd, both wholly owned subsidiaries of Goldfields Australia Pty Ltd in such proportion as each shall nominate in writing and in satisfaction of the purchase price of $390,000.

The shares are to be issued at a fixed price of 2.6c each, on approval of shareholders, at settlement and no later than 3 months from the date of this meeting and will rank equally in all respects with the Company's fully paid ordinary shares already on issue. The Company will apply for the quotation of these shares by the Australian Stock Exchange Limited.

The options are to be issued on approval of shareholders and no later than 3 months from the date of this meeting and will be subject to the following:

Terms and Conditions of Options

1. In these Terms and Conditions the following words and expressions have the meanings indicated below, unless the contrary intention appears:

   ASX means Australian Stock Exchange Limited.

   AAR means Anglo Australian Resources NL (ACN 099 159 077).

   Constitution means the constitutional documents of AAR as adopted, altered or added from time to time.

   Director means a director of AAR.

   Exercise Period means the period commencing on the date of issue of the Options and ending on the day three years after such date.

   Exercise Price means, for each Option, 5 cents.

   Expiry Date means the date three years from the date of issue of the Options.

   Listing Rules means the Listing Rules of ASX.

   Member has the same meaning as in the Corporations Act.

   Options means any Option granted on these Terms and Conditions.

   Option Holder means St Ives Gold Mining Company Pty Limited (ABN 44 098 386 273).

   Record Date means a date determined by resolution of the Board.

   Share means a fully paid ordinary share in the capital of AAR.

Resolution 4
Issue of Shares (continued)

2. Each Option carries the right to subscribe for one Share in AAR at the Exercise Price.

3. Each Option will expire on the Expiry Date.

4. The Options may be exercised at any time during the Exercise Period, by the Option Holder completing and delivering to the registered office of AAR, an Exercise Notice, together with the Exercise Price and the certificate for the exercised Options. The Exercise Notice only becomes effective when the full amount of the Exercise Price has been received. The Option Holder will not exercise any Options in parcels of less than 1,000,000.

5. Subject to the receipt of a properly executed Exercise Notice and a cheque or monies for the Exercise Price in accordance with paragraph 4, AAR shall:

   (a) allot to the Option Holder, credited as being fully paid, the Shares required to be issued pursuant to the Exercise Notice, before 5.00pm on that date which is 10 business days after the date of service of the Exercise Notice; and

   (b) upon allotment, deliver to the Option Holder, a holding statement or applicable certificate (as the case requires) for those Shares.

6. An Option Holder exercising an Option will become entitled to one Share in AAR which will rank pari passu in all respects with all other Shares then existing.

7. No Option will carry any entitlements or rights to participate in new issues of Securities in AAR offered to Members of AAR. However, an Option Holder may participate in new issues of securities offered to Members of AAR if the Option has been exercised in accordance with its terms, and the Shares in respect of that Option have been issued before the Record Date for determining entitlements to the issue. AAR will ensure that for the purpose of determining entitlements to any such issue, the Record Date to participate in new issues of Securities will be a least 10 business days after the issue is announced. AAR will give the Option Holder such reasonable notice of any such issues as will provide the Option Holder with the opportunity to exercise the Options prior to the Record Date for determining entitlements to participate in any such issue.

8. The Options will not be quoted on ASX. The Options are not transferable.

9. Subject to paragraph 10, if AAR makes a bonus issue, rights issue or any other similar issue of rights or entitlements to the holders of Shares, there will be no adjustment to the exercise price, the number of Shares per Option, or any other terms of the Options.

10. In the event of any reconstruction or re-organisation of the issued ordinary capital of AAR prior to the Expiry Date, the rights of the Option Holder will be changed to the extent necessary to comply with the Listing Rules applying to re-organisations of capital at the time of the re-organisation. If AAR's Shares are no longer listed at the time of that re-organisation, then the rights of the Option Holder will be changed to the extent necessary to comply with the Listing Rules that applied to re-organisations of capital as if the re-organisation occurred on the last day that AAR's Shares were listed.

11. AAR must give notice to each Option Holder of any adjustment to the number of Shares which the Option Holder is entitled to subscribe for or be issued on exercise of an Option, or any adjustment to the Exercise Price per Share, in accordance with the Listing Rules.

12. Notices may be given by AAR to the Option Holder in the manner prescribed by AAR's Constitution for the giving of notices to Members of AAR and the relevant provisions of the Constitution of AAR apply with all necessary modifications to notices to the Option Holder.

13. The Option Holder will be sent all notices, reports and accounts sent to Members of AAR, but will not have any right to attend or vote at meetings of Members.

14. The exercise of some Options does not affect the Option Holder's right to exercise other Options at a later time during the Exercise Period. If the Option Holder exercises less than all Options represented by a certificate, then AAR will cancel the certificate and issue a new certificate for the balance.

15. Despite anything else in these Terms and Conditions, any Option not exercised will lapse on the Expiry Date.

16. Despite any of the Terms and Conditions set out above, no Option may be offered, issued or exercised if to do so:

   (a) would contravene the Corporations Act or the Listing Rules; or

   (b) would contravene the local laws or customs of the country of residence of the Option Holder or proposed holder of the relevant Option or in the opinion on the Board would require actions to comply with those local laws or customs which are impractical.

Resolution 4
Issue of Shares (continued)

Immediately after the proposed issue to St Ives Gold Mining Pty Ltd and Agnew Gold Mining Company Pty Ltd these combined holdings would represent 5.8% of the Company's total issued share capital of 258,889,700 shares or 8.4% of the Company's expanded share capital of 266,389,700 shares if all of the options were to be exercised.

Voting Exclusion – Any vote cast on this Resolution 4 by St Ives Gold Mining Company Pty Ltd and Agnew Gold Mining Company Pty Ltd, both wholly owned subsidiaries of Goldfields Australia Pty Ltd or any associate of those companies will be disregarded. However, it need not be disregarded if it is cast by a person as proxy for a 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.

Resolution 5
Issue of Shares

On 10 June 2003, the Company announced the acquisition of another key gold exploration project – Mandilla – North Widgiemooltha – described as:

The Mandilla – North Widgiemooltha project consists of all gold rights attached to two mining leases M15/633 and M15/96 located 70km south of Kalgoorlie and 20km south east of Kambalda. The project is located on the contact of a sequence dominated by mafics and ultramafics with a sequence of felsic volcanolclastics and metasediments of the Mandilla Formation. The sedimentary sequence is intruded by the Emu Rocks Granite (a high level stock of porphyritic monzogranite). The western contact of the granite is faulted by an interpreted southern extension of a splay fault off the Zuleika Shear Zone, which hosts 1 million ounce deposits at Raleigh and Mt Marion (Ghost Crab).

Previous exploration by WMC of 403 aircore RC and diamond holes, primarily focused on gold in soil geochemical anomalies located at the granite sediment contact. This work defined two zones of supergene anomalism at West Mandilla over 1100m of strike (eg. 4m @ 76.88g/t Au and 1m @ 62.0g/t Au) and East Mandilla (300m of strike) (eg. 7m @ 16.89g/t Au and 6m @ 5.47g/t Au). Bedrock drilling, limited to only a few sections, has located gold mineralisation associated with narrow (<1m) but high grade quartz veins in the granite near the faulted contact of the granite with the sediments. Bedrock intersections include 0.55m @ 283.7g/t Au, 1m @ 28g/t Au and @.09m @ 97.82g/t Au. This drilling indicates that there may be up to 3 veins which dip at 60-70° to the east. Mineralisation on the West Mandilla trend remains open to the south and north beneath younger paleochannel sediments. The project contains over 4km of strike of the prospective granite sediment contact.

As a consequence of a prior transaction between St Ives Gold Mining Company Pty Ltd and WMC Resources Limited tenement M16/633 of the Mandilla project is subject to a $1 per tonne on gold as well as a 4% gross royalty on gold production in excess of 100,000oz and a price opportunity royalty of 10% of every dollar the gold price exceeds A$600 and the acquisition of the gold mining rights on M15/96 is subject to approval by WMC Resources Limited.

The formal legal documentation is to be completed and approval is now sought from the shareholders of the Company to issue:

17,500,000 ordinary fully paid shares of 2.4 c each

The shares and options shall be issued to the vendors of these properties, being St Ives Gold Mining Company Pty Ltd and Agnew Gold Mining Company Pty Ltd, both wholly owned subsidiaries of Goldfields Australia Pty Ltd in such proportion as each shall nominate in writing and in part satisfaction of a purchase price of $470,000, and a cash payment of $50,000

The shares are to be issued at a fixed price of 2.4 each, on approval of shareholders, at settlement and no later than 3 months from the date of this meeting and will rank equally in all respects with the Company's fully paid ordinary shares already on issue. The Company will apply for the quotation of these shares by the Australian Stock Exchange Limited.

Immediately after the proposed issue to St Ives Gold Mining Pty Ltd and Agnew Gold Mining Company Pty Ltd these combined holdings would represent 6.3% of the Company's total issued share capital of 276,389,700 shares or 6.2% of the Company's expanded share capital of 283,889,700 shares if all of the options were to be exercised.

Voting Exclusion – Any vote cast on this Resolution 5 by St Ives Gold Mining Company Pty Ltd and Agnew Gold Mining Company Pty Ltd, both wholly owned subsidiaries of Goldfields Australia Pty Ltd or any associate of those companies will be disregarded. However, it need not be disregarded if it is cast by a person as proxy for a 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.

ANGLO AUSTRALIAN RESOURCES NL
ACN 009 159 077

PROXY FORM

Please refer to the "Proxy notes" on the following page prior to completion of this form.

I/We ....
(block letters)

of ....
(block letters)

being a member(s) of Anglo Australian Resources NL hereby appoint

....
(name of proxy)

of ....
(address of proxy)

or failing him ....
(name of proxy)

of ....
(address of proxy)

or failing him, the Chairman as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held on 28 November 2003 in the Board Room on the second floor of 44 Ord Street, West Perth, Western Australia and at any adjournment thereof in respect of:

* the whole of my/our shares
* .... of my/our shares
* Please delete whichever is not required. If no deletion is made and the number of shares is not inserted and only one proxy is appointed, it will be assumed that the proxy is appointed in respect of all the shares registered in the name of the member.

This form is to be used to vote on each of the resolutions set out below.

VOTING PROXY INSTRUCTIONS

If you wish to instruct your proxy how to vote on any resolution, indicate the manner in which your proxy is to vote by placing a tick in the appropriate box under the column heading which indicates your intention. Otherwise your proxy may vote as he/she thinks fit or abstain from voting.

	For	Against
Resolution 1	☐	☐
Resolution 2 a	☐	☐
Resolution 2 b	☐	☐
Resolution 3	☐	☐
Resolution 4	☐	☐
Resolution 5	☐	☐
If you do not wish to direct your proxy how to vote please place a mark in the box	☐	

By marking this box, you acknowledge that the Chairman of the Annual General Meeting may exercise your proxy even if he has an interest in the outcome of the resolution and votes cast by him, other than as a proxy holder, will be disregarded because of that interest.

The Chairman intends to vote undirected proxies in favour of each resolution.

Signed this .... day of .... 2003.

THE COMMON SEAL OF
was hereunto affixed by
authority of the Board of
Directors in the presence of:

Signature	....	....
(individual shareholders)	Director	Director/Secretary

ANGLO AUSTRALIAN RESOURCES NL
PROXY NOTES

1. A member entitled to attend and vote at the meeting is entitled to appoint not more than two proxies to attend and vote in his/her stead. A proxy need not be a member of the Company.

   Where two proxies are appointed:

   (a) neither proxy may vote on a show of hands; and

   (b) each proxy must be appointed to represent a specified proportion of the member's voting rights.

2. Voting

   (a) On a show of hands, each member present in person, or by single proxy, or by attorney or by representative shall have one vote;

   (b) On a poll, each member present in person, or by one or more proxies or by attorney or by representative shall have one vote for each ordinary fully paid share held by him.

3. The instrument appointing the proxy must be signed personally by the member, or his/her attorney duly authorised in writing, or if such appointer is a corporation under its common seal or the hand of the corporation's duly authorised officer.

4. The power of attorney (if any) and the power of attorney (if any) under which it is signed or an office copy or notarially certified copy thereof shall be deposited at the registered office of the Company not less than 48 hours before the time appointed for the holding of the meeting.

5. The Constitution, and the Corporations Law enables a company by resolution of its board to authorise a specified person to act as its representative at the meeting. A certificate shall be deposited at the registered office of the Company not less than 48 hours before the time appointed for the holding of the meeting.

6. To be valid, the proxy must be completed and lodged at the registered office of Anglo Australian Resources NL not less that 48 hours before the time appointed for the holding of the meeting.

Proxy forms must be delivered or received by facsimile no later than 10.30 am (WST) on 26 November 2003 to the Company's Registered Office at:

c/- A C Pilmer & Co
2nd Floor
44 Ord Street
WEST PERTH WA 6005

Facsimile (08) 9322 1744