

ACCENT RESOURCES NL

ABN 67 113 025 808

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the ANNUAL GENERAL MEETING of Accent Resources NL will be held at the Southerland Room, City West Function Centre, Plaiستowe Mews, West Perth on Monday 28 November 2005 at 2.00 PM.WST.

**BUSINESS**

1. To receive, consider and adopt the financial report of the Company for the period ended 30 June 2005 and the reports by the directors and auditors thereon.
2. Resolution 1: To elect a director:

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

*“That Mr Alan Wolstencroft, who retires by rotation in accordance with the provisions of the constitution and, being eligible, offers himself for re-election, be elected as a director of the company.”*

3. Resolution 2: Adoption of remuneration report

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

*“That the remuneration report for the Company (included in the Directors’ Report) for the period ended 30 June 2005 be adopted.”*

**Note:**

The Corporation Act 2001 requires this resolution to be put to the vote. The resolution is advisory only and does not bind the Directors nor the Company. A reasonable opportunity will be provided for discussion of the Remuneration Report at the meeting.

**Proxies:**

In accordance with section 249L of the Corporations Act 2001, shareholders are advised:

1. each shareholder has the right to appoint a proxy;
2. the proxy need not be a shareholder of the Company; and
3. a shareholder who is entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes each proxy is appointed to exercise

In accordance with section 250 BA of the Corporations Act 2001, the Company specifies the following information for the purpose of receipt of proxy appointments:

Address: Level 1, 12 Kings Park Road, West Perth WA 6005.

Facsimile Number: (08) 9383 4051

Each person entitled to attend and vote at the meeting has the right to appoint a proxy to attend and vote at the meeting on his behalf. The member may specify the way in which the proxy is to vote on each resolution or may allow the proxy to vote at his discretion. The instrument appointing the proxy must be received by the Company at the address notified by the Company at least 48 hours prior to the time of the commencement of the meeting.

BY ORDER OF THE BOARD

Peter Farrah  
Managing Director

PROXY FORM

APPOINTMENT OF PROXY  
ACCENT RESOURCES NL  
ABN 67 113 025 808

I/We

of the Meeting, hereby

Appoint

or failing the person so named or, if no person is named, the Chairman of the Meeting or the Chairman's nominee, 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 to be held at 2:00pm on 28 November 2005 at Sutherland Room, City West Function Centre, Plaistowe Mews, West Perth, Western Australia and at any adjournment thereof. If no directions are given, the Chairman will vote in favour of all of the resolutions.

**Voting on Business of the Annual General Meeting**

		FOR	AGAINST	ABSTAIN
Resolution 1	Re-election of Mr Alan Wolstencroft	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Adoption of Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

If you do **not** wish to direct your proxy how to vote, please place a mark in this box

By marking this box, you acknowledge that the Chairman of the Meeting may exercise your proxy even though he has an interest in the outcome of the resolution and votes cast by him other than as proxy holder will be disregarded because of that interest. The Chairman will vote in favour of all of the resolutions if no directions are given.

**YOU MUST EITHER MARK THE BOXES DIRECTING YOUR PROXY HOW TO VOTE OR MARK THE BOX INDICATING THAT YOU DO NOT WISH TO DIRECT YOUR PROXY HOW TO VOTE, OTHERWISE THIS APPOINTMENT OF PROXY FORM WILL BE DISREGARDED.**

If you mark the abstain box for a particular item, you are directing your proxy not to vote on that item on a show of hands or on a poll and that your shares are not to be counted in computing the required majority on a poll.

Signed this                      day of                      2005

**By:**

**Individuals and joint holders**

Signature

Signature

Signature

**Companies (affix common seal if appropriate)**

Director

Director/Company Secretary

Sole Director and Sole Company Secretary