



Traka Resources Limited

ABN: 63 103 323 173

22 October 2012

Company Announcements Office

ASX Limited

PO Box H224 Australia Square

SYDNEY NSW 2000

Dear Sir / Madam

Notice of Annual General Meeting

The notice of meeting for the Annual General Meeting of Traka Resources Limited, to be held on Friday 30 November 2012, is attached.

Yours faithfully

Peter Rutledge

Company Secretary

TRAKA RESOURCES LIMITED

ABN 63 103 323 173

NOTICE OF ANNUAL GENERAL MEETING

to be held at

**The Celtic Club, 48 Ord Street, West Perth
on 30 November 2012 at 1.00 pm WST**

Notice is hereby given that the 2012 Annual General Meeting of shareholders of Traka Resources Limited will be held at the Celtic Club, 48 Ord Street, West Perth, WA on Friday 30 November 2012 commencing at 1.00 pm WST ("Meeting").

The Proxy Form forms part of this Notice of Annual General Meeting ("Notice").

The directors have determined pursuant to regulation 7.11.38 of the Corporations Regulations 2001 (Cth) that the persons eligible to vote at the Meeting are those who are registered as shareholders of the Company at 1.00 pm WST on 28 November 2012.

AGENDA

1. Financial statements and reports

To receive and consider the financial statements for Traka Resources Limited together with the directors' report and auditor's report for the year ended 30 June 2012 as set out in the 2012 Annual Report.

2. Resolution 1: Re-election of director – Mr Neil Tomkinson

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

"That Mr Neil Tomkinson who retires in accordance with the Constitution and, being eligible, offers himself for re-election, be re-elected as a director."

3. Resolution 2: Remuneration Report

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

"That, for the purpose of Section 250R(2) of the Corporations Act and for all other purposes, the Remuneration Report for the year ended 30 June 2012, as disclosed in the 2012 Annual Report, be adopted."

Voting Exclusion Statement

In accordance with subsection 250R(4) of the Corporations Act, a vote on Resolution 2 must not be cast, by or on behalf of a member of the key management personnel, details of whose remuneration are included in the Remuneration Report, or a closely related party of such a member.

However, subsection 250R(5) provides that a person described above may vote on Resolution 2 if:

- (a) the person does so as a proxy, appointed in writing, that states how the proxy is to vote on the resolution; and
- (b) the vote is not cast on behalf of a person prohibited from voting on the resolution, as described above .

By order of the Board



Peter Rutledge
Company Secretary
12 October 2012

This Notice should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their accountant, solicitor or other professional adviser prior to voting.

TRAKA RESOURCES LIMITED

ABN 63 103 323 173

EXPLANATORY MEMORANDUM

Introduction

This Explanatory Memorandum has been prepared for the information of shareholders in connection with the business to be conducted at the Annual General Meeting of the Company to be held at Celtic Club, 48 Ord Street, West Perth, Western Australia on Friday 30 November 2012 commencing at 1.00 pm.

The purpose of this Explanatory Memorandum is to provide information which the directors believe is material to shareholders in relation to the Resolutions. This Explanatory Memorandum explains the Resolutions and identifies the directors' reasons for putting them to shareholders.

1. Financial Statements and Reports

The financial statements, directors' report and auditor's report for the year ended 30 June 2012, as set out in the 2012 Annual Report, are placed before the meeting in accordance with Section 317 of the Corporations Act 2001 (Cth). Shareholders will be given reasonable opportunity to discuss these documents and ask questions.

For those shareholders who have elected not to receive a hard copy of the Annual Report, it can be accessed on the Company's website at: www.trakaresources.com.au

2. Resolution 1 – Re-election of Director - Mr Neil Tomkinson

The Company's Constitution requires that where there are three or more directors, one third of those directors must retire at each annual general meeting. If the number of directors is not a multiple of three, then the next nearest whole number of directors must retire from office. The Constitution excludes the Managing Director from this requirement.

The Constitution provides that a director who retires is eligible for re-election.

Mr Neil Tomkinson, who retires by rotation pursuant to the Constitution, seeks re-election.

A brief biography of Mr Tomkinson is set out in the Annual Report.

The directors (excluding Mr Tomkinson) endorse the re-election of Mr Tomkinson.

3. Resolution 2 – Remuneration Report

The directors' report for the year ended 30 June 2012 contains the Remuneration Report, which sets out the Company's policy for the remuneration of the directors and certain of its executives.

Section 250R of the Corporations Act requires that a resolution be put to shareholders that the Remuneration Report be adopted, but expressly provides that the vote is advisory only and does not bind the directors or the Company.

Sections 250U to 250Y provide shareholders with the opportunity to remove the directors from office if 25% or more of the votes are cast against adoption of the Remuneration Report at two consecutive annual general meetings ("Two Strikes Rule")

Under the Two Strikes Rule, where 25% or more of the votes are cast against adoption of the Remuneration Report at two consecutive annual general meetings, the Company is required to put an ordinary resolution ("Spill Resolution") to the second such meeting as to whether another general meeting should be held within 90 days at which all directors (other than the Managing Director) who were in office at the date of approval of the applicable directors' report must stand for re-election.

Since the Remuneration Report put to the previous annual general meeting of the Company was adopted by a majority of more than 75% of votes, there is no requirement to put a Spill Resolution to this annual general meeting.

Shareholders will be given reasonable opportunity to ask questions about, or make comments on, the Remuneration Report.

TRAKA RESOURCES LIMITED

ABN 63 103 323 173

PROXY FORM

To the Company Secretary,
Traka Resources Limited
Ground Floor, 43 Ventnor Ave
West Perth, WA 6005

By post: PO Box 601
West Perth, WA 6872

By fax: +61 8 9322 9144

I/We _____ [Name(s) of shareholder(s)]

of _____

being a Shareholder/Shareholders of the Company, hereby appoint

_____ [Name of proxy]

or, failing such appointment, the Chairman of the Meeting 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 Friday 30 November 2012 at 1.00 pm, and at any adjournment thereof in accordance with the directions indicated below or, in the absence of directions, as my/our proxy sees fit.

Chairman's Voting Intentions

Resolution 1: The Chairman of the meeting will vote undirected proxies FOR Resolution 1.

Resolution 2: The Chairman of the meeting will NOT vote undirected proxies for Resolution 2

INSTRUCTIONS AS TO VOTING ON THE RESOLUTIONS

If two proxies are being appointed the proportion of voting rights that this proxy is authorised to represent is [____] %.

The proxy is directed to vote in relation to the Resolutions referred to in the Notice as follows:

	For	Against	Abstain
Resolution 1 Re-election of Director - Mr Neil Tomkinson	☐	☐	☐
Resolution 2 Remuneration Report	☐	☐	☐

Additional Instructions:

Resolution 2: Where my proxy is a member of the key management personnel for the Company or a closely related party of that member, including if he is the Chairman of the Meeting, and I/we have not given him voting directions in relation to this Resolution 2, I/we understand that he will **not** cast my/our vote on this resolution, and my/our vote will **not** be counted in computing the required majority if a poll is called on this item.

Authorised signature/s

This section **must** be signed in accordance with the instructions overleaf to enable your voting instructions to be implemented.

Individual or Shareholder 1

Sole Director and Sole Company Secretary

Shareholder 2

Director

Shareholder 3

Director/Company Secretary

Contact Name

Contact Daytime Telephone

Date

This form is to be used in accordance with the instructions overleaf

Proxy Notes and Instructions:

A Shareholder entitled to attend and vote at the Meeting may appoint a person or a corporation as the Shareholder's proxy to attend and vote for the Shareholder at that Meeting.

If the Shareholder is entitled to cast 2 or more votes at the Meeting the Shareholder may appoint not more than 2 proxies. Where the Shareholder appoints more than one proxy the Shareholder may specify the proportion or number of votes each proxy is appointed to exercise. If such proportion or number of votes is not specified each proxy may exercise half of the Shareholder's votes.

A proxy may, but need not be, a Shareholder of the Company.

If a Shareholder appoints a corporation as the Shareholder's proxy to attend and vote for the Shareholder at that meeting, the representative of the corporation to attend the meeting must produce the appropriate Certificate of Appointment of Representation prior to admission. A form of the certificate may be obtained from the Company's share registry.

Shareholders are encouraged to direct their proxy how to vote.

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

Joint Holding: where the holding is in more than one name all of the holders must sign.

Power of Attorney: if signed under a Power of Attorney, you must have already lodged it with the registry, or alternatively, attach a certified photocopy of the Power of Attorney to this Proxy Form when you return it.

Companies: a Director can sign jointly with another Director or a Company Secretary. A sole Director who is also a sole Company Secretary can also sign. Please indicate the office held by signing in the appropriate space.

The Proxy Form (and the power of attorney or other authority, if any, under which the Proxy Form is signed) must:

either be delivered to the registered office of the Company, Ground Floor, 43 Ventnor Ave, West Perth, WA 6005,

or be sent by post to Traka Resources Limited, PO Box 601, West Perth, WA 6872,

or be sent by facsimile to Traka Resources Limited at +61 8 9322 9144

in time to be received not later than 48 hours before the time fixed for the holding of the meeting.

Proxy voting by key management personnel

Resolution 2

Subsection 250R(4) of the Corporations Act prohibits a vote being cast on Resolution 2 by, or on behalf of, a member of the key management personnel for the Company, details of whose remuneration are included in the Remuneration Report, or a closely related party of such a member.

Subsection 250R(5) does however provide that a person described above, may vote on Resolution 2 if:

- (a) the person does so as a proxy, appointed by writing, that states how the proxy is to vote on the resolution; and
- (b) the vote is not cast on behalf of a person prohibited from voting on the resolution, as described above.

It is emphasised that this exception applies only where the proxy is directed how to vote by the shareholder ie by marking the 'For' or 'Against' boxes alongside Resolution 2 overleaf. Where no direction is given to the proxy, the proxy may NOT cast a vote in relation to Resolution 2 and will not, even if the proxy is the Chairman of the Meeting.

Consequently shareholders eligible to cast a vote on Resolution 2 are encouraged to direct their proxy how to vote on this resolution by marking the 'For' or 'Against' boxes alongside Resolution 2 overleaf.