

# **ELECKRA**

**MINES LIMITED**

**ABN 13 109 289 527**

## **NOTICE OF GENERAL MEETING**

**INCORPORATING**

**EXPLANATORY STATEMENT**

**&**

**PROXY FORM**

**To be held**

At 10.00am, Friday, 14 May 2010

**at**

Eleckra's office  
6 Altona Street  
West Perth WA 6005

**ELECKRA MINES LIMITED**  
ABN 13 109 289 527

**NOTICE OF GENERAL MEETING**

Notice is hereby given that the Annual General Meeting of Eleckra Mines Limited will be convened at 10.00am on Friday 14 May 2010 at Eleckra's Office, 6 Altona Street, West Perth, Western Australia.

**AGENDA**

**ORDINARY BUSINESS**

**1. RESOLUTION 1: Ratification of Prior Issue of Equity Securities**

To consider and, if thought fit, to pass with or without modification the following ordinary resolution:

*"That, for the purposes of Listing Rule 7.4 of the Listing Rules of ASX Limited ('ASX') and for all other purposes, Shareholders ratify the prior issue of 25,433,333 ordinary fully paid shares in the Company on the terms and conditions set out in the Explanatory Memorandum accompanying this Notice."*

**GENERAL NOTES**

1. The Company will disregard any votes cast on the resolutions by the following person(s) and any associate of that person(s).

**Resolution 1**

The Company will disregard any votes cast on these Resolutions by any person who has participated in the issue and any associates of those persons.

**Voting Exclusion Note**

Before a voting exclusion applies, the Company need not disregard a vote if:

- (a) 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
  - (b) 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.
2. The Explanatory Statement and Proxy Form to Shareholders attached to this Notice of General Meeting is hereby incorporated into and forms part of this Notice of General Meeting.
3. The Directors have determined in accordance with Regulation 7.11.37 of the Corporations Regulations that, for the purposes of voting at the meeting, shares will be taken to be held by the registered holders at 5.00pm, 12 May 2010.

**BY ORDER OF THE BOARD**



Kevin R Hart  
COMPANY SECRETARY

Dated this 9th day of April 2010.

**ELECKRA MINES LIMITED**  
ABN 13 109 289 527

**EXPLANATORY STATEMENT**

The purpose of the Explanatory Statement is to provide Shareholders with material information concerning the Resolution in the Notice of General Meeting.

**1. RESOLUTION 1: Ratification of Prior Issue of Equity Securities – as an Ordinary Resolution**

On 14 December 2009 and 8 January 2010 the Company announced that it had completed Placements of 22,433,333 shares and 3,000,000 shares respectively at 10.5 cents each

The capital raising was jointly managed by Bell Potter Securities and Phillip Capital Limited and was made to professional and sophisticated investors within the exemptions detailed in Section 708 of the Corporations Act.

Resolution 1 is in respect of the issue of 25,433,333 ordinary fully paid shares.

ASX Listing Rule 7.1 provides that without shareholder approval, a company must not issue or agree to issue new “equity securities” constituting more than 15% of its total ordinary shares on issue within a 12 month period, excluding any issue of shares approved by Shareholders.

However, ASX Listing Rule 7.4 allows an issue of securities made without the approval of Shareholders to be treated as having been made with approval for the purposes of ASX Listing Rule 7.1 provided the issue did not breach ASX Listing Rule 7.1 and Shareholders subsequently approve the issue.

Shareholder approval is now sought pursuant to ASX Listing Rule 7.4 to approve the prior issues so that the Company retains its capacity to issue up to a full 15% of its issued capital, if required, in the next 12 months without shareholder approval.

ASX Listing Rule 7.5 requires that the following information be provided to Shareholders for the purpose of obtaining Shareholder approval pursuant to ASX Listing Rule 7.4:

- (a) the total number of equity securities issued was 25,433,333 shares;
- (b) the shares were issued for 10.5 cents per share;
- (c) ordinary shares issued, rank equally with existing ordinary shares on issue;
- (d) the shares were issued to professional and sophisticated investors that were not related parties;
- (e) the funds will be used to fund the Company’s exploration and evaluation programs at Yamarna and provide working capital.

**ELECKRA MINES LIMITED**  
ABN 13 109 289 527

**PROXY FORM**

**To: Eleckra Mines Limited (ABN: 13 109 289 527)**  
**6 Altona Street**  
**WEST PERTH WA 6005**

**Fax No: 61 8 9481 6405**

Mark this box with an 'X' if you have made any changes to your address details (see reverse)

**Name:** \_\_\_\_\_  
(PLEASE PRINT)

**Address:** \_\_\_\_\_  
\_\_\_\_\_

**Appointment of Proxy:**

I/We being a member/s of Eleckra Mines Limited and entitled to attend and vote hereby appoint:

The Chairman of the Meeting  
(mark with an 'X')

**OR**

Write here the name of the person you are appointing if this person is **someone other than** the Chairman of the Meeting.

Or failing the person name, or if no person is named, the Chairman of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, as the proxy sees fit) at the General Meeting of Eleckra Mines Limited to be held at Eleckra's Office, 6 Altona Street, West Perth on Friday, 14 May 2010 and at any adjournment of that meeting.

**Voting directions to your proxy – please mark**

**to indicate your directions**

**Agenda Item**

**For**

**Against**

**\*Abstain**

RESOLUTION 1: Ratification of Prior Issue of Equity Securities –

\* If you mark the Abstain box for a particular item, you are directing your proxy not to vote on you behalf on a show of hands or on a poll and your notes will not be counted in computing the required majority on a poll.

If the Chairman of the meeting is appointed as your proxy, or may be appointed by default and you do **not** wish to direct your proxy how to vote as your proxy in respect of a resolution, please place a mark in this box.

The Chairman intends to vote in favour of resolution for which no voting indication has been given.

By marking this box, you acknowledge that the Chairman may exercise your proxy even if 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. If you do not mark this box, and you have not directed your proxy how to vote, the Chairman of the meeting will not cast your vote on the resolutions and your vote will not be counted in computing the required majority if a poll is called.

**PLEASE SIGN HERE** This section *must* be signed in accordance with the instructions overleaf to enable your directions to be implemented.

**Individual or Securityholder 1**

**Individual / Sole Director and  
Sole Company Secretary**

**Securityholder 2**

**Director**

**Securityholder 3**

**Director/Company Secretary**

\_\_\_\_\_  
**Contact Name**

\_\_\_\_\_  
**Contact Daytime Telephone**

\_\_\_\_\_  
**Date**

## **HOW TO COMPLETE THE PROXY FORM**

### **1 Your Name and Address**

This is your name and address as it appears on the company's share register. If this information is incorrect, please mark the box and make the correction on the form. Securityholders sponsored by a broker should advise their broker of any changes. **Please note, you cannot change ownership of your securities using this form.**

### **2 Appointment of a Proxy**

If you wish to appoint the Chairman of the Meeting as your proxy, mark the box. If the person you wish to appoint as your proxy is someone other than the Chairman of the Meeting please write the name of that person in the space provided. If you leave this section blank, or your named proxy does not attend the meeting, the Chairman of the Meeting will be your proxy. A proxy need not be a securityholder of the company. The Chairman intends to vote in favour of resolutions for which no voting indication has been given.

### **3 Votes on Items of Business**

You may direct your proxy how to vote by placing a mark in one of the boxes opposite each item of business. All your securities will be voted in accordance with such a direction unless you indicate only a portion of voting rights are to be voted on any item by inserting the percentage or number of securities you wish to vote in the appropriate box or boxes. If you do not mark any of the boxes on a given item, your proxy may vote as he or she chooses. If you mark more than one box on an item your vote on that item will be invalid.

### **4 Appointment of a Second Proxy**

You are entitled to appoint up to two persons as proxies to attend the meeting and vote on a poll. If you wish to appoint a second proxy, an additional Proxy Form may be obtained by telephoning the company's share registry or you may copy this form.

To appoint a second proxy you must:

- (a) on each of the first Proxy Form and the second Proxy Form state the percentage of your voting rights or number of securities applicable to that form. If the appointments do not specify the percentage or number of votes that each proxy may exercise, each proxy may exercise half your votes. Fractions of votes will be disregarded.
- (b) return both forms together in the same envelope.

### **5 Signing Instructions**

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

**Individual:** where the holding is in one name, the holder must sign.

**Joint Holding:** where the holding is in more than one name, all of the securityholders should sign.

**Power of Attorney:** to sign under Power of Attorney, you must have already lodged the Power of Attorney with the registry. If you have not previously lodged this document for notation, please attach a certified photocopy of the Power of Attorney to this form when you return it.

**Companies:** where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

If a representative of a corporate securityholder or proxy is to attend the meeting, the appropriate "Certificate of Appointment of Corporate Representative" should be produced prior to admission. A form of the certificate may be obtained from the Company's share registry.

### **6. Lodgement of a Proxy and Deadline for Receipt of Proxy**

This Proxy Form (and any Power of Attorney under which it is signed) must be received at the address given below no later than 10.00am (Perth time) on Wednesday 12 May 2010 being 48 hours before the commencement of the Meeting. Any Proxy Form received after that time will not be valid for the scheduled meeting.

**Documents may be lodged by post, delivery or facsimile to the Registered Office of Eleckra Mines Limited being:**

**6 Altona Street, West Perth, WA, 6005  
Or by facsimile to fax number +61 8 9481 6405**