



# Alkane Resources Ltd

ACN 000 689 216

## INFORMATION MEMORANDUM

including

### NOTICE OF ANNUAL GENERAL MEETING AND PROXY FORM

TO ASSIST SHAREHOLDERS IN THEIR CONSIDERATION OF RESOLUTIONS TO BE PUT  
AT THE ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD AT HOLIDAY  
INN CITY CENTRE PERTH, 778-788 HAY STREET PERTH WA  
ON MONDAY, 18 MAY 2009 AT 3.00PM WST

***THIS DOCUMENT IS IMPORTANT***

*If you do not understand this document or are in any doubt as to how to deal with this document, you should consult your stockbroker, solicitor, accountant or other professional adviser immediately.*

FOR THOSE SHAREHOLDERS WHO HAVE ELECTED TO RECEIVE A PRINTED COPY OF THE ANNUAL REPORT, THE 2008 ANNUAL REPORT ACCOMPANIES THIS NOTICE. THE REPORT IS ALSO AVAILABLE ON THE COMPANY'S WEBSITE:  
**[www.alkane.com.au/reports/annual](http://www.alkane.com.au/reports/annual)**

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# Alkane Resources Ltd

ACN 000 689 216

## NOTICE OF MEETING

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Notice is hereby given that the Annual General Meeting of Shareholders will be held at Holiday Inn City Centre Perth, 778-788 Hay Street, Perth WA on Monday, 18 May 2009 at 3.00pm for the purpose of transacting the following business:-

### **ORDINARY BUSINESS**

#### **Accounts**

To receive and consider the Financial Report for the year ended 31 December 2008.

#### **Remuneration Report**

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

- 1 To receive and adopt the remuneration report for the financial year ended 31 December 2008.

*The vote on this resolution is advisory only.*

#### **Directors**

To consider and if thought fit to pass the following resolutions as ordinary resolutions:-

- 2 To elect Mr J S F Dunlop who retires in accordance with the Constitution and, being eligible, offers himself for re-election.
- 3 To elect Mr I J Gandel who retires in accordance with the Constitution and, being eligible, offers himself for re-election.

Dated this 17th day of April 2009

By order of the Board of Directors

L A Colless  
**Secretary**



# Alkane Resources Ltd

ACN 000 689 216

## EXPLANATORY STATEMENT

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This explanatory statement is prepared for the benefit of shareholders to better understand the resolutions put to the Annual General Meeting of the Company to be held on Monday, 18 May 2009 at 3.00pm.

### **FINANCIAL REPORT**

The Corporations Act requires the financial statements and the reports of the Directors and Auditor be laid before the Annual General Meeting. There is no requirement for shareholders to approve those reports. However, in accordance with the Corporations Act, shareholders will be given a reasonable opportunity at the Annual General Meeting to ask questions or make comments about those reports. Shareholders will also be given a reasonable opportunity to ask the auditor questions about the conduct of the audit and the preparation and content of the independent audit report.

### **REMUNERATION REPORT - RESOLUTION 1**

The Corporations Act requires listed companies to put a resolution to shareholders to adopt the Company's remuneration report. The vote on this resolution is advisory only and does not bind the Directors or the Company. Nevertheless, the outcome of the vote will be considered by the Remuneration and Nomination Committees when evaluating the remuneration arrangements of the Company.

The Remuneration Report is set out on pages 19 to 24 of the 2008 Annual Report. This report describes the principles used to determine the nature and amount of remuneration and sets out the remuneration arrangements for each Director.

Shareholders will be given a reasonable opportunity for discussion of the Remuneration Report at the Annual General Meeting.

### **DIRECTORS - RESOLUTION 2**

Mr Dunlop retires by rotation and offers himself for re-election.

The experience, qualifications and other information about the candidate appear in the Annual Report.

### **DIRECTORS - RESOLUTION 3**

Mr Gandel retires by rotation and offers himself for re-election.

The experience, qualifications and other information about the candidate appear in the Annual Report.

**PROXY APPOINTMENT FORM**  
**ALKANE RESOURCES LTD**  
 ACN 000 689 216

**Enquiries**  
 (within Australia) 9227 5677  
 (outside Australia) +618 9227 5677

I/We ..... of .....  
Name of shareholder Address of shareholder  
 being a member/s of Alkane Resources Ltd and entitled to attend and vote hereby appoint  
 ..... of .....  
Name of proxy Address of proxy  
 or if that person fails to attend or, if no person is named, the Chairman of the meeting to attend, act generally and vote as directed below, or, if no directions are given, as the proxy or the Chairman sees fit, at the general meeting of the Company to be held on 18 May 2009 at 3.00pm WST, and at any adjournment.

**Appointing a second proxy**

If appointing a second proxy, state the percentage of your voting rights applicable to the proxy appointed by this form. %

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

Business Item	For	Against	Abstain*
1. Remuneration report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Re-election of J S Dunlop as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Re-election of I J Gandel as a director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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

**IMPORTANT**

If you appoint the Chairman of the meeting as your proxy, or he is appointed as your proxy by default, and you have not directed your proxy how to vote, please mark this box with ✕.

- By marking this box, you acknowledge that the Chairman of the meeting may vote as your proxy even if he has an interest in the outcome of the resolution/s and that votes cast by him, other than as a proxy holder, would 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 any votes as your proxy on the resolution and your votes will not be counted in calculating the required majority if a poll is called on the resolution.
- The Chairman of the meeting intends to vote all undirected proxies in favour of the resolution/s.

**Signatures of individual member, joint individual member, attorney or company member**

Member, Attorney or Joint Member

Sole director and sole company secretary

Director

Director/Company secretary (delete one)

/ /

Contact name

Contact daytime telephone

Date

## INSTRUCTIONS FOR COMPLETION OF PROXY APPOINTMENT FORM

### Appointment of proxy

If you are entitled to vote at the meeting you have a right to appoint a proxy and should use this Proxy Appointment Form. The proxy need not be a member of the Company and can be an individual or a body corporate.

If you wish to appoint someone other than the Chairman of the meeting as your proxy, please write the name of that person in the appropriate box. Members cannot appoint themselves. If you leave the box blank, or your named proxy does not attend the meeting, the Chairman of the meeting will be your proxy and vote on your behalf.

Your proxy's authority to speak and vote for you at the meeting is suspended if you are present at the meeting.

As permitted by the Corporations Act, the Company has determined that, for the purposes of the meeting, all securities of the Company will be taken to be held by the persons who held them as registered members at 5.00pm WST on 16 May 2009. Accordingly, transactions registered after that time will be disregarded in determining entitlements to attend and vote at the meeting.

### Voting directions to your proxy

You may direct your proxy how to vote by marking **X** in 1 of the 3 boxes opposite each item of business. All your votes will be cast in accordance with your direction, unless you indicate only a portion of votes are to be cast on any item by inserting the percentage of your voting rights applicable to the proxy appointed by this Proxy Appointment Form in the appropriate box. If you do not mark any of the boxes relating to the items of business, your proxy will vote as he or she chooses. If you mark more than 1 box relating to the same item of business any vote by your proxy on that item will be invalid.

### Appointing a second proxy

If you are entitled to cast 2 or more votes you may appoint 2 proxies and may specify the proportion or number of votes each proxy is appointed to exercise. If you wish to appoint a second proxy, an additional Proxy Appointment Form may be obtained by telephoning Advanced Share Registry Services or you may copy this form. Both Proxy Appointment Forms should be lodged together.

If you appoint 2 proxies and the appointment does not specify the proportion or number of your votes each proxy may exercise, section 249X of the *Corporations Act 2001* (Cth) will take effect so that each proxy may exercise half of the votes (ignoring fractions).

If you appoint 2 proxies, neither proxy will have a right to vote on a show of hands.

If you appoint another member as your proxy, that person will have only 1 vote on a show of hands and does not have to vote on a show of hands in accordance with any direction by you.

### Signing instructions

This Proxy Appointment Form must be signed and dated by the member or the member's attorney. Any joint member may sign.

If this form is signed by an attorney and you have not previously lodged the power of attorney with Advanced Share Registry Services/the Company for notation, please attach a certified copy of the power of attorney to this form when you return it.

If the member is a company that has a sole director or a sole director who is also the sole company secretary, this form must be signed by that person. Otherwise, this form must be signed by 2 directors or 1 director and a company secretary. Please indicate the office held by signing in the appropriate place.

### Lodgement of Proxy Appointment Form

Proxy Appointment Forms and proxy appointment authorities, for example, the original or a certified copy of the power of attorney (if the Proxy Appointment Form is signed by an attorney) must be received:

- at 129 Edward Street, Perth WA 6000; or
- by fax, on fax number +61 8 9227 8178,

**not later than 3.00 WST on 16 May 2009.**

Documents received after that time will not be valid for the scheduled meeting.

### Privacy

Chapter 2C of the *Corporations Act 2001* (Cth) requires information about you (including your name, address and details of the shares you hold) to be included in the Company's public register of members. This information must continue to be included in the public register if you cease to hold shares. These statutory obligations are not altered by the *Privacy Amendment (Private Sector) Act 2000* (Cth). Information is collected to administer your shareholding which may not be possible if some or all of the information is not collected. Your information is collected by Advanced Share Registry Services on behalf of the Company.

## ALKANE RESOURCES LTD

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Perth WA 6000

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