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Copies of this Document are being sent to Shareholders. If you have sold or otherwise transferred all of your shares in Polo Resources Limited please forward this Document and the accompanying Form of Proxy and Form of Instruction at once to the purchaser or transferee or to the stockbroker or other agent through whom the sale or transfer was effected for delivery to the purchaser or transferee. If you have sold or transferred part only of your holding in shares in Polo Resources Limited you should retain this Document and consult the stockbroker, bank or other agent through whom the sale or transfer was effected.

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# POLO RESOURCES LIMITED

(Incorporated and registered in the British Virgin Islands with registered number 1406187)

# **Notice of Annual General Meeting of Shareholders**

Notice of a Meeting of Shareholders of the Company to be held at 3.00 p.m. local time (2.00 p.m. GMT) at Herbert Smith LLP, 66 Avenue Marceau, 75008, Paris, France on 18 November 2009 is set out at the end of this Document. A Form of Proxy for holders of Ordinary Shares for use at the Meeting of Shareholders accompanies this Document and, to be valid, must be completed and returned to Computershare Investor Services (Jersey) Limited, PO Box 83, Ordnance House 31 Pier Road, St Helier, Jersey, JE4 8PW, Channel Islands. As an alternative to completing the hard-copy Form of Proxy, you can appoint a proxy electronically by following the instructions set out on the Form of Proxy. In either case the Form of Proxy must be returned as soon as possible but in any event to be received not later than 2.00 p.m. GMT on 16 November 2009 or 48 hours before any adjourned meeting. A Form of Instruction for holders of Depositary Interests for use at the Meeting of Shareholders accompanies this Document and, to be valid, must be completed and returned to Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS13 8AE, England as soon as possible but in any event to be received not later than 2.00 p.m. GMT on 15 November 2009 or 72 hours before any adjourned meeting. The return of one or more completed Forms of Proxy or Forms of Instruction will not prevent you from attending the Meeting of Shareholders and voting in person if you wish to do so (and are so entitled).

A summary of the action to be taken by Shareholders of the Company is set out in the Notice of Meeting of Shareholders set out at the end of this Document.

# **DEFINITIONS**

The following definitions apply throughout this Document unless the context requires otherwise:

"Act" the BVI Business Companies Act, 2004 (No. 16 of 2004) as

amended and includes the regulations made under the Act

"Articles of Association" the Articles of Association of the Company as amended from time

to time

"Depositary Interests" the interests representing Ordinary Shares held through

Computershare Investor Services PLC as depositary

"Directors" or the "Board" the directors of the Company whose names are set out on page 3 of

this Document

"Form of Instruction" the form of instruction for holders of Depositary Interests in

connection with the Meeting of Shareholders

**"Form of Proxy"** the form of proxy for use by the Shareholders in connection with the

Meeting of Shareholders

"Meeting of Shareholders" the meeting of shareholders to be held at 3.00 p.m. local time (2.00

or "Meeting" p.m. GMT) on 18 November 2009, notice of which is set out at the

end of this Document, or any adjournment of that meeting

"Notice" the notice of the Meeting of Shareholders set out at page 5 of this

Document

"Ordinary Shares" the existing shares of no par value in the Company

"Polo Resources" or the "Company" Polo Resources Limited (incorporated and registered in the British

Virgin Islands under the Act with registered number 1406187) whose registered office is at Craigmuir Chambers, P.O. Box 71,

Road Town, Tortola, British Virgin Islands

**"Resolutions"** the resolutions set out in the Notice to be proposed at the Meeting

of Shareholders

"Shareholders" registered holders of Ordinary Shares in the Company

### LETTER FROM THE CHAIRMAN

# POLO RESOURCES LIMITED

(Incorporated and registered in the British Virgin Islands with registered number 1406187)

Directors:Registered Office:Stephen Roland Dattels (Executive Chairman)Craigmuir ChambersNeil Herbert (Managing Director)P.O. Box 71Paul Anthony Ingram (Chief Executive Officer for Australia)Road TownGuy Elliott (Senior Non-Executive Director)TortolaBryan Smith (Non-Executive Director)British Virgin Islands

Jim Mellon (Non-Executive Director)

27 October 2009

To the holders of existing Ordinary Shares

Dear Shareholder

### **Notice of Annual General Meeting of Shareholders**

#### 1. Introduction

You will find enclosed with this letter a copy of the Company's Annual Report and Financial Statements for the year ended 30 June 2009. This letter explains the business set out in the Notice convening the Company's Annual General Meeting for 18 November 2009 at 3.00 p.m. local time (2.00 p.m. GMT) at Herbert Smith LLP, 66 Avenue Marceau, 75008, Paris, France which is contained on page 5 of this document.

This letter also explains why the Directors recommend that Shareholders vote in favour of the Resolutions proposed at the Meeting of Shareholders.

# 2. Resolutions at the Meeting of Shareholders

### Resolution 1

To receive and adopt the Company's annual accounts for the financial year ended 30 June 2009 together with the last directors' report and auditors' report on those accounts.

### Resolution 2

To authorise the directors to re-appoint Chapman Davis LLP as auditors to hold office from the conclusion of the Meeting to the conclusion of the next meeting at which the accounts are laid before the Company and to fix their remuneration.

# 3. Action to be taken by Shareholders

Shareholders will find enclosed with this Document a Form of Proxy and the holders of Depositary Interests will find enclosed a Form of Instruction for use at the Meeting of Shareholders. Whether or not you intend to be present at the Meeting, Shareholders are requested to complete, sign and return your Form of Proxy to Computershare Investor Services (Jersey) Limited, PO Box 83, Ordnance House 31 Pier Road, St Helier, Jersey, JE4 8PW, Channel Islands. As an alternative to completing the hard-copy proxy form, you can appoint a proxy electronically by following the instructions set out on the Form of Proxy. In either case the Form of Proxy must be returned as soon as possible but, in any event, so as to arrive no later than 2.00 p.m. GMT on 16 November 2009. The completion and return of a Form of Proxy will not preclude you from attending the Meeting of Shareholders and voting in person should you wish to do so. Holders of Depositary Interests are requested to complete, sign and return your Form of Instruction appointing Computershare Company Nominees Limited (the "Custodian") to vote the underlying Ordinary Shares on their behalf at the

Meeting of Shareholders to Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS13 8AE, England, as soon as possible but, in any event, so as to arrive no later than 2.00 p.m. GMT on 15 November 2009. A holder of Depositary Interests has no right to attend and vote the underlying Ordinary Shares at a Meeting of Shareholders and should therefore complete and return the Form of Instruction so that the Custodian may vote on their behalf. However, if a holder of Depositary Interests or their representative do wish to attend and/or vote at the Meeting of Shareholders they should request a Letter of Representation from the Custodian in accordance with the instructions on the Form of Instruction.

### 4. Board Recommendation

The Board unanimously considers the Resolutions to be in the best interests of the Company and of Shareholders as a whole. Accordingly, the Board recommends that Shareholders vote in favour of the Resolutions to be proposed at the Meeting of Shareholders as they intend to do in respect of their own beneficial holdings of Ordinary Shares representing at the date of this document approximately 9.63 per cent. of the issued Ordinary Shares of the Company.

Yours sincerely,

Stephen Roland Dattels Executive Chairman

# POLO RESOURCES LIMITED

(Incorporated and registered in the British Virgin Islands with registered number 1406187)

### NOTICE OF MEETING OF SHAREHOLDERS

**NOTICE IS HEREBY GIVEN THAT** the Annual General Meeting of Shareholders for the above-named company (the "Company") will be held at Herbert Smith LLP, 66 Avenue Marceau, 75008, Paris, France on 18 November 2009 at 3.00 p.m. local time (2.00 p.m. GMT) for the purposes of considering and, if thought fit, approving the following resolutions:

- 1. To receive and adopt the Company's annual accounts for the financial year ended 30 June 2009 together with the directors' report and auditors' report on those accounts.
- 2. To authorise the directors to re-appoint Chapman Davis LLP as auditors to hold office from the conclusion of the Meeting to the conclusion of the next meeting at which the accounts are laid before the Company and to fix their remuneration.

Dated 27 October 2009

Registered Office Craigmuir Chambers P.O. Box 71 Road Town, Tortola British Virgin Islands

Stephen R. Dattels, by order of the Board

27 October 2009

- (i) A member of the Company entitled to attend and vote at the Meeting is entitled to appoint one or more proxies to attend and, on a poll, vote instead of him. A proxy need not be a member of the Company.
- (ii) A Form of Proxy is enclosed with this Notice for use in connection with this business set out above. To be valid, Forms of Proxy and any power of attorney or other authority under which it is signed must be lodged with Computershare Investor Services (Jersey) Limited, PO Box 83, Ordnance House 31 Pier Road, St Helier, Jersey, JE4 8PW, Channel Islands by not later than 48 hours prior to the time fixed for the Meeting. As an alternative to completing the hard-copy Form of Proxy, you can appoint a proxy electronically by following the instructions set out on the Form of Proxy.
- (iii) A Form of Instruction to appoint the Custodian to vote on behalf of the holders of Depositary Interests is enclosed with this Notice for use in connection with the business set out above. To be valid, Forms of Instruction and any power of attorney or other authority under which it is signed must be lodged with Computershare Investor Services PLC, The Pavilions, Bridgwater Road, Bristol BS13 8AE, England by not later than 72 hours prior to the time fixed for the Meeting.
- (iv) Completion and return of a Form of Proxy does not preclude a member from attending and voting at the Meeting or at any adjournment thereof in person (if so entitled).
- (v) In the case of joint holders of Ordinary Shares, the signature of only one of the joint holders is required on the Form of Proxy but the vote of the first named on the register of members will be accepted to the exclusion of the other joint holders.
- (vi) To be entitled to attend and vote at the Meeting (and for the purpose of the determination by the Company of the votes they may cast), a member of the Company must be entered in the register of members of the Company at close of business on 16 November 2009.
- (vii) CREST members who wish to issue an instruction through the CREST electronic voting appointment service may do so by using the procedures described in the CREST Manual. CREST Personal Members or other CREST sponsored members, and those CREST members who have appointed a service provider(s), should refer to their CREST sponsor or voting service provider(s), who will be able to take the appropriate action on their behalf.
- (viii)In order for an instruction made using the CREST service to be valid, the appropriate CREST message (a "CREST Proxy Instruction") must be properly authenticated in accordance with Euroclear UK & Ireland Limited's specifications, and must

contain the information required for such instruction, as described in the CREST Manual (available via www.euroclear.com/CREST). The message, regardless of whether it constitutes an instruction or is an amendment to a previously made instruction must, in order to be valid, be transmitted so as to be received by the issuer's agent (ID 3RA50) not later than 72 hours before the time appointed for the Meeting. For this purpose, the time of receipt will be taken to be the time (as determined by the time stamp applied to the message by the CREST Application Host) from which the issuer's agent is able to retrieve the message by enquiry to CREST in the manner prescribed by CREST. After this time any change of instructions appointed through CREST should be communicated to the appointee through other means.

- (ix) CREST members and, where applicable, their CREST sponsors, or voting service providers should note that Euroclear UK & Ireland Limited does not make available special procedures in CREST for any particular message. Normal system timings and limitations will, therefore, apply in relation to the input of CREST Proxy Instructions. It is the responsibility of the CREST member concerned to take (or, if the CREST member is a CREST personal member, or sponsored member, or has appointed a voting service provider, to procure that his CREST sponsor or voting service provider(s) take(s)) such action as shall be necessary to ensure that a message is transmitted by means of the CREST system by any particular time. In this connection, CREST members and, where applicable, their CREST sponsors or voting system providers are referred, in particular, to those sections of the CREST Manual concerning practical limitations of the CREST system and timings.
- (x) The Company may treat as invalid a CREST Proxy Instruction in the circumstances set out in Regulation 35(5)(a) of the Uncertificated Securities Regulations 2001.

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