



Dear Shareholder,

NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS OF FINDERS RESOURCES LIMITED ABN 82 108 547 413 ("COMPANY")

Notice is hereby given that an Annual General Meeting (**AGM**) of Shareholders is to be held as follows:

Venue: Royal Automobile Club, Level 2, Phillip Room, 89 Macquarie Street, Sydney NSW
Time: 10.00 am
Date: Tuesday 24 November 2009

Apart from the usual business of an AGM, the meeting will consider a number of resolutions related to past and proposed share issues.

Please find enclosed the following documents in relation to the AGM:

	Page
1. ORDINARY BUSINESS AGENDA.....	2
1.1. Financial Report	2
1.2. Resolution 1: Adoption of Remuneration Report.....	2
1.3. Resolution 2: Re-election of Stephen Lonergan.....	2
1.4. Resolution 3: Re-election of Robert Thomson	3
1.5. Resolution 4: Re-election of Thomas Quinn Roussel	3
1.6. Resolution 5: Re-election of Michael Stirzaker.....	4
2. SPECIAL BUSINESS AGENDA	4
2.1. Background to Resolution 6.....	4
2.2. Approvals Required for Resolution 6.....	5
2.3. Details of Shares to be issued to Straits Resources	6
2.4. Voting Exclusions – Resolution 6	7
2.5. Resolution 6: Approval of Issue of up to 17,000,000 Shares to Straits Resources.....	7
2.6. Resolution 7: Change of Auditor.....	7
3. OTHER MATTERS.....	8
4. MEMBER'S NOMINATION OF AUDITOR	11
5. APPOINTMENT OF A PROXY FORM	12
6. APPOINTMENT OF CORPORATE REPRESENTATIVE	15

We look forward to seeing you at the meeting and receiving your vote in support of the resolutions.

If you are not able to attend the AGM in person, you are urged to complete and lodge the enclosed Proxy or appointment of Corporate Representative form, if a company.

Ian Morgan
Company Secretary

22 October 2009

FINDERS RESOURCES LIMITED NOTICE OF ANNUAL GENERAL MEETING 24 NOVEMBER 2009

NOTICE IS GIVEN that an Annual General Meeting of the Company will be held on Tuesday 24 November 2009 at 10.00 am at Royal Automobile Club, Level 2, Phillip Room, 89 Macquarie Street, Sydney NSW 2000, to consider, and if thought fit, pass the resolutions below.

The Proxy Form accompanying this Notice is incorporated in and comprises part of this Notice.

Explanatory notes, appearing under each item of business below, have been prepared to provide you with material information reasonably required to enable you to make an informed decision on how to vote upon the business to be conducted at the Annual General Meeting (AGM).

The purpose of the AGM is to consider and if thought fit, pass the Resolutions.

The Directors recommend that Shareholders read this Notice of Meeting of Shareholders, before determining whether to support the Resolutions or otherwise.

1. ORDINARY BUSINESS AGENDA

1.1. Financial Report

To receive and consider the Financial Report of the Company.

There is no requirement for Shareholders to approve the Financial Reports. A copy of these Financial Reports may be downloaded from the company's web-site address at

<http://www.findersresources.com/pdfs/announcements/090915-3.pdf>

1.2. Resolution 1: Adoption of Remuneration Report

Resolution 1 is proposed for the adoption of the Remuneration Report of the Company for the financial year ended 30 June 2009, which is set out in the Directors' Report contained in the Financial Report.

Resolution 1 is to consider and, if thought fit, to pass the following non binding Resolution:

"That the Remuneration Report for the year ended 30 June 2009 included in the Directors' Report, which forms part of the Financial Report, be adopted by the Company."

Note: In accordance with the Corporations Act, the votes cast in respect of this Resolution are advisory only and do not bind the Company.

The Chairman of the meeting intends to vote undirected proxies in favour of Resolution 1.

1.3. Resolution 2: Re-election of Stephen Lonergan

Resolution 2 relates to the re-election of Stephen Lonergan as a Director. Under the Constitution, one third of the Directors, excluding the Managing Director, must resign and, if eligible, may be re-elected.

Stephen Lonergan resigns as Director in accordance with the Constitution and, being eligible, offers himself for re-election.

Mr Lonergan's qualifications are:

- (i) LLB (Australian National University), LLM (McGill University); and
- (ii) Mr Lonergan is a commercial lawyer based in Sydney with more than 25 years experience in the Australian and international mining industry, having been General Counsel of Pancontinental Mining Group, a partner at Baker & McKenzie Sydney, and General Counsel and Company Secretary of Savage Resources Limited. Mr Lonergan is currently General Counsel and Company Secretary of CBH Resources Limited.

Resolution 2 is to consider and, if thought fit, with or without amendment, to pass the following Resolution:

"That Stephen Lonergan, who resigns from office as a Director in accordance with the Constitution and, being eligible, having offered himself for re-election, be re-elected as a Director."

The Chairman of the meeting intends to vote undirected proxies in favour of Resolution 2.

1.4. Resolution 3: Re-election of Robert Thomson

The Board may at any time appoint a person qualified to be a Director, either to fill a casual vacancy or as an addition to the existing Directors.

Any Director appointed to fill a casual vacancy or as an addition to the existing Directors holds office only until the termination of the next annual general meeting of the Company and is eligible for re-election at that annual general meeting, but is not taken into account in determining the number of directors who must retire by rotation at that meeting.

Mr Robert Thomson was appointed to the Board as an addition to the existing Directors since the last annual general meeting.

Mr Thomson's qualifications are:

- (i) BE (Mining) (University of Queensland), MBA (University of Wollongong), FAusIMM; and
- (ii) Over 30 years of Australian and international mining experience. He has worked on 5 Asian development projects in the last 13 years including GM Development, Chatree Gold Mine in Thailand and Project Director, Sepon Gold Mine in Laos. Mr Thomson was CEO of Climax Mining Limited from 2003 to 2006 and Asian Mineral Resources Limited from 2006 to 2008.

Resolution 3 is to consider and, if thought fit, with or without amendment, to pass the following Resolution:

"That Robert Thomson, a Director appointed as an addition to the existing Directors since the last annual general meeting in accordance with the Constitution, be and is hereby elected as a Director."

The Chairman of the meeting intends to vote undirected proxies in favour of Resolution 3.

1.5. Resolution 4: Re-election of Thomas Quinn Roussel

Refer to the first two paragraphs in section 1.4 above.

Mr Thomas Quinn Roussel was appointed to the Board as an addition to the existing Directors since the last annual general meeting.

Mr Roussel's qualifications are:

- (i) BSc (Mining Engineering) (Colorado School of Mines), MBA (University of South Carolina and Wirtschafts Universitat – Wien); and
- (ii) A principal of Resource Capital Funds ("RCF"), a mining-focussed private equity firm. Prior to joining RCF in 2006, he was Director of Business Development at one of RCF's portfolio companies in China. He has also worked as an engineer in both mining and the oil & gas industries.

Resolution 4 is to consider and, if thought fit, with or without amendment, to pass the following Resolution:

"That Thomas Quinn Roussel, a Director appointed as an addition to the existing Directors since the last annual general meeting in accordance with the Constitution, be and is hereby elected as a Director."

The Chairman of the meeting intends to vote undirected proxies in favour of Resolution 4.

1.6. Resolution 5: Re-election of Michael Stirzaker

Refer to the first two paragraphs in section 1.4 above.

Mr Michael Stirzaker was appointed to the Board as an addition to the existing Directors since the last annual general meeting.

Mr Stirzaker's qualifications are:

- (i) BCom (University of Cape Town), CA (Australia); and
- (ii) Mr Stirzaker is a Chartered Accountant with more than 25 years of commercial experience, most of which has been in the mining finance and mining investment sectors, including mergers and acquisitions and capital raisings.

Resolution 5 is to consider and, if thought fit, with or without amendment, to pass the following Resolution:

"That Michael Stirzaker, a Director appointed as an addition to the existing Directors since the last annual general meeting in accordance with the Constitution, be and is hereby elected as a Director."

The Chairman of the meeting intends to vote undirected proxies in favour of Resolution 5.

2. SPECIAL BUSINESS AGENDA

2.1. Background to Resolution 6

As the Company announced on 1 June 2009, the Group entered into a legally binding Heads of Agreement (Agreement) covering the commercial terms of an option to acquire Straits Resources' Whim Creek SX-EW copper processing plant.

The Agreement gives the Group the right to purchase this plant and associated equipment at any time during the period 1 October 2009 to 31 March 2010. The Group has not yet exercised its option to acquire the plant. On the date of exercising this option, the Group would pay Straits Resources \$5,000,000 excluding GST, as full consideration for the purchase price of the plant, payable entirely in Shares. Straits Resources would also be paid \$250,000 by the issue of 724,638 Shares as an option fee for the Agreement.

FINDERS RESOURCES LIMITED NOTICE OF ANNUAL GENERAL MEETING 24 NOVEMBER 2009

The Whim Creek SX-EW Plant has an approximate capacity of 18,000 tonnes copper cathode per year and the Group intends to use this plant, plus an expansion of the existing 2,000 tonnes per year demonstration plant, as the basis for copper production from the full scale Wetar Copper Project.

During the period from the date of this Notice until the AGM, the Group may exercise its option to acquire the plant from Straits Resources and would then issue \$5,000,000 worth of Shares to Straits Resources (as the full purchase consideration) and 724,638 Shares (as the option fee) in accordance with ASX Listing Rule 7.1. In this event, Resolution 6 will be withdrawn.

The option fee of \$250,000 is to be satisfied by the issue of 724,638 Shares to be issued to Straits Resources. Under the Agreement these Shares are to be issued at \$0.345 each, which was the five trading day VWAP per Share calculated up to the time of executing the Agreement. However, the precise number of Shares to be issued to Straits Resources as consideration for the purchase of the SX-EW plant cannot be calculated at present, as it will be the 20 trading day VWAP per Share calculated up to the option exercise date. Resolution 6 refers to the issue and allotment of "up to 17,000,000 Shares", which is the Group's conservative estimate of the maximum number of Shares likely to be issued to Straits Resources for both the option fee and the plant purchase price pursuant to the Agreement.

2.2. Approvals Required for Resolution 6

ASX Listing Rule 7.1 provides that, without approval of the Shareholders, the Company must not issue or agree to issue more equity securities if such issue, when aggregated with the securities issued by the Company during the previous 12 months, would be such amount that would exceed 15% of the issued shares at the commencement of that 12 month period (subject to certain exemptions not relevant to the Company's present circumstances).

The proposed issue to Straits Resources of up to 17,000,000 Shares would be within this 15% prescribed limit when issued.

Under Resolution 6, if relevant, the Company seeks approval by the Shareholders of this proposed future issue and allotment of up to 17,000,000 Shares, so as to "refresh" the effect of ASX Listing Rule 7.1 on any further issues of securities in the next 12 months. For this resolution to comply with ASX Listing Rule 7.3.3, the issue price of the Shares to Straits Resources must not be less than 80% of the average market price for the five trading days prior to the date of such issue. Accordingly, Resolution 6 is conditional on this being the case.

2.3. Details of Shares to be issued to Straits Resources

Pursuant to ASX Listing Rule 7.3, the information below is provided regarding ASX Listing Rule 7.1 approval.

ASX Listing

Rule:

7.3.1	Maximum number of securities to be issued and allotted.	Up to 17,000,000 Shares
7.3.2	Date by which securities will be issued.	If Shareholder approval is obtained, the issue of these Shares will occur on a date or dates which is or are no later than three months after the date of this AGM or such later time as deemed appropriate by an ASX waiver
7.3.3	Issue price of securities.	The plant purchase issue price for \$5,000,000 worth of Shares is the VWAP per Share for the period 20 trading days ending on the date the Straits Resources option to acquire plant is exercised by the Company; and to satisfy ASX Listing Rule 7.3.3 this price must be at least 80% of the average market price per Share for the period five trading days ending on the date these Shares are issued.
7.3.4	Name of allottee.	Option fee being 724,638 Shares at \$0.345 each. The allottee is Straits Resources. Straits Resources is not a related party to the Company
7.3.5	Terms of securities.	The Company will apply to the ASX to have the Shares issued and allotted to Straits Resources officially quoted and they will rank equally with all the other Shares on issue. In all other respects, the rights and entitlements of the holder in respect of these Shares issued to Straits Resources will be identical to the rights and entitlements of the holders of existing issued Shares
7.3.6	Use or intended use of the funds raised.	As announced on 1 June 2009 by the Company, the funds raised by the issue and allotment of these Shares to Straits Resources will be applied to: (i) purchase SX-EW copper processing plant and associated equipment for a total price of \$5,000,000 excluding GST; and (ii) 724,638 Shares representing a fee paid to Straits Resources for the option to purchase this plant
7.3.7	Dates of allotment.	Allotment will occur progressively
7.3.8	Voting exclusion statement.	A voting exclusion statement is included at section 2.4 of this Notice

2.4. Voting Exclusions – Resolution 6

For the purposes of ASX Listing Rule 7.3.8 and ASX Listing Rule 14.11.1, and all other purposes, the Company will disregard any votes cast on Resolution 6 by:

- (i) Straits Resources;
- (ii) any Associate of Straits Resources; and
- (iii) a person who might obtain a benefit, except a benefit solely in the capacity of a Shareholder, if the resolution is passed, and an Associate of any such person.

However, the Company will not disregard a vote if it is cast by:

- (i) a person as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form; or
- (ii) a 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.

2.5. Resolution 6: Approval of Issue of up to 17,000,000 Shares to Straits Resources

In the event that the Group has not exercised the Straits Resources option prior to the AGM, to consider and, if thought fit, with or without amendment, to pass the following ordinary Resolution:

"That, in accordance with ASX Listing Rule 7.1 and for all other purposes, the Company be permitted and authorised to issue and allot up to 17,000,000 Shares to Straits Resources for an issue price:

- (i) \$5,000,000 at the VWAP per Share for the period 20 trading days ending on the date the Straits Resources option to acquire plant is exercised by the Company, and a minimum issue price being 80% of the average market price per Share for the period five trading days ending on the date these Shares are issued; and
- (ii) 724,638 Shares at \$0.345 per Share

and on the terms and conditions set out in the Notice."

The Chairman of the meeting intends to vote undirected proxies in favour of Resolution 6.

2.6. Resolution 7: Change of Auditor

On 18 August 2009, ASIC consented to the application by Alcock Davis Danieli Chartered Accountants to resign as Auditor of the Company, with effect at end of the Company's next Annual General Meeting, being 24 November 2009.

In accordance with section 328B(1) of the Corporations Act, Stith Pty Limited, a member of the Company, has nominated PricewaterhouseCoopers Chartered Accountants to be the Company's auditor by providing the Company with written notice of the nomination. Under section 328B(3) of the Corporations Act, a copy of this nomination:

- (i) has been sent to PricewaterhouseCoopers Chartered Accountants;
- (ii) has been sent to Alcock Davis Danieli Chartered Accountants; and
- (iii) is attached to this Notice.

FINDERS RESOURCES LIMITED NOTICE OF ANNUAL GENERAL MEETING 24 NOVEMBER 2009

On 16 October 2009, PricewaterhouseCoopers consented to be appointed as Auditor of the Company, with effect at end of the Company's next Annual General Meeting, being Tuesday 24 November 2009 .

The Company's main operating subsidiaries, based in Indonesia, are currently audited by the Indonesian arm of PricewaterhouseCoopers. The reason for the proposed change in auditor of the Company is to make the audit of the Group more efficient by having the same firm conduct the audit of the Company and each of its subsidiaries.

Resolution 7 is to consider and, if thought fit, with or without amendment, to pass the following resolution as an ordinary resolution:

"That, for the purposes of section 327B of the Corporations Act and for all other purposes, PricewaterhouseCoopers having consented in writing to act as auditor of the Company is appointed as Auditor, effective immediately."

The Chairman of the meeting intends to vote undirected proxies in favour of Resolution 7.

3. OTHER MATTERS

Voting Rights and Proxies

- (i) A member entitled to attend and vote at the meeting has a right to appoint a proxy.
- (ii) This appointment may specify the proportion or number of votes that the proxy may exercise.
- (iii) The proxy need not be a member of the Company.
- (iv) A member who is entitled to cast two or more votes may appoint two proxies and may specify the proportion or number of votes that each proxy is appointed to exercise. If the member appoints two proxies and the appointment does not specify the proportion or number of the member's votes that each proxy may exercise, each proxy may exercise half of the votes.
- (v) Proxies may be lodged by :
 - posting to Finders Resources Limited, Suite 51, Level 3 330 Wattle St Ultimo NSW 2007; or
 - facsimile to Finders Resources Limited on facsimile number +61 2 9212 0200, so that it is received not later than 10.00 am Monday 23 November 2009, Sydney time.
- (vi) All United Kingdom holders of the Company's depositary interests will receive a Form of Instruction for use at the Annual General Meeting instead of a Proxy Form.
- (vii) To be valid, the Form of Instruction, duly signed and executed, together with a power of attorney (if any) or other authority under which it is signed (if any) must be deposited at the offices of the Custodian, Computershare Investor Services PLC, PO Box 1075, The Pavilions, Bridgwater Road, Bristol BS99 7NH at least 96 hours before the time for holding the meeting.

Voting and required majority

For the purpose of determining a person's entitlement to vote at the Annual General Meeting, a person will be recognised as a member of the Company and the holder of Shares if that person is registered as a holder of those Shares at 5.00 pm Sydney time on Friday 20 November 2009, being the second Business Day prior to the date of the Annual General Meeting.

In accordance with the Corporations Act for the resolutions to be effective:

FINDERS RESOURCES LIMITED NOTICE OF ANNUAL GENERAL MEETING 24 NOVEMBER 2009

- (i) the resolutions must be passed at a General Meeting of which not less than 28 days written notice specifying the intention to propose the resolutions has been given (satisfied by this Notice);
- (ii) in the case of ordinary resolutions must be passed by more than 50% of all the votes cast by Shareholders present and entitled to vote on the resolutions (whether in person or by proxy, attorney or representative); and
- (iii) in the case of special resolutions must be passed by not less than 75% of all the votes cast by Shareholders present and entitled to vote on the resolutions (whether in person or by proxy, attorney or representative).

On a show of hands every Shareholder has one vote, and on a poll, every Shareholder has one vote for each fully paid Share.

Definitions

For the purposes of this Notice of Annual General Meeting the following definitions apply unless the context requires otherwise.

AGM or Annual General Meeting means the annual general meeting to be held at 10.00 am on Tuesday 24 November 2009 and notified to the Company's Shareholders by the Notice.

ASIC means the Australian Securities and Investments Commission.

Associate has the meaning given to that term in Part 1.2, Division 2 of the Corporations Act.

ASX means ASX Limited ABN 98 008 624 691.

ASX Listing Rules means the official listing rules issued and enforced by the ASX as amended from time to time.

Board or Board of Directors means the board of Directors of the Company.

Company means Finders Resources Limited (ABN 82 108 547 413).

Constitution means the constitution of the Company, as amended from time to time.

Corporations Act means the Corporations Act 2001 (Clth).

Directors mean the directors of the Company from time to time.

Directors' Report means the Company's directors' report for the financial year ended 30 June 2009 prepared in accordance with the Corporations Act and which forms part of the Financial Report.

Financial Report means the Company's audited annual financial statements and associated reports for the financial year ended 30 June 2009 prepared in accordance with the Corporations Act.

Group means the Company and its related bodies corporate, as defined by the Corporations Act.

GST means goods and services tax, as regulated by A New Tax System (Goods and Services Tax) Act 1999 (Clth).

Issued Shares means the total number of Shares currently on issue.

Notice means this notice and incorporating the proxy form.

Resolutions means the resolutions proposed in the Notice.

Share means a fully paid ordinary share in the issued capital of the Company and Shares has a corresponding meaning.

Shareholder means shareholder of the Company and Shareholders has a corresponding meaning.

Straits Resources means Straits Resources Limited (ABN 22 056 601 417) or its nominee.

SX-EW means solvent extraction – electrowinning, a process used to process copper.

VWAP means volume weighted average price of Shares traded on the ASX.

Interpretation

For the purposes of interpreting the Notice:

- (i) the singular includes the plural and vice versa;
- (ii) words importing any gender include both genders;

FINDERS RESOURCES LIMITED NOTICE OF ANNUAL GENERAL MEETING 24 NOVEMBER 2009

- (iii) reference to any statute, ordinance, regulation, rule or other law includes all regulations and other instruments and all consolidations, amendments, re-enactments or replacements for the time being in force;
- (iv) all headings, bold typing and italics (if any) have been inserted for convenience of reference only and do not define limit or affect the meaning or interpretation of the Notice;
- (v) reference to persons includes bodies corporate and government authorities and in each and every case, includes a reference to the person's executors, administrators, successors, substitutes (including without limitation persons taking by novation and assignment); and
- (vi) reference to **cents**, **\$**, **A\$**, **Australian Dollars** or **dollars** is a reference to the lawful tender for the time being and from time to time of the Commonwealth of Australia.

By order of the Board of Directors

Ian Morgan
Company Secretary

22 October 2009

4. MEMBER'S NOMINATION OF AUDITOR

19 October 2009

The Company Secretary
Finders Resources Limited
Suite 51
Level 3
330 Wattle Street
ULTIMO NSW 2007

NOMINATION OF AUDITOR

I, Stith Pty Limited, a shareholder of Finders Resources Limited (ABN 82 108 547 413) (**Company**), hereby nominate pursuant to section 328B of the Corporations Act (Cth) 2001, PricewaterhouseCoopers Chartered Accountants of Darling Park Tower 2, 201 Sussex Street NSW 2000 for appointment as auditor of the Company at the next Annual General Meeting of the Company or any adjournment thereof.

Yours faithfully,

Director

Stith Pty Limited

5. APPOINTMENT OF A PROXY FORM

If appointing a Proxy to attend the Annual General Meeting on your behalf, please complete and lodge this Proxy form in accordance with the instructions following.

I/We

being a shareholder/shareholders of Finders Resources Limited pursuant to my/our right to appoint not more than two proxies, 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 him/her

Write here the name of the other person you are appointing.

or failing him/her, (or if no proxy is specified above) the Chairman of the meeting, as my/our proxy to vote for me/us and on my/our behalf at the Annual General Meeting to be held at 10.00 am (Sydney time) on Tuesday 24 November 2009 at the Royal Automobile Club, Level 2, Phillip Room, 89 Macquarie Street, Sydney NSW and any adjournment of that meeting.

This proxy is to be used in _____ % of the Ordinary Shares I/we hold.
respect of _____

If you wish to indicate how your proxy is to vote, please place an "X" in the appropriate box, beside each resolution, below. If no indication is given on a resolution, the proxy may abstain or vote at his/her discretion. Proxies lodged in favour of the Chairman which do not include a vote will be used to vote in favour of the resolutions.

If the Chair 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 please place a mark in the box. By marking this box, you acknowledge that the Chair of the meeting may exercise your proxy even if he has an interest in the outcome the resolutions. Votes cast by the Chair of the meeting for the resolutions 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 Chair will not cast your votes on the resolutions and your votes will not be counted in calculating the required majority if a poll is called on the resolutions. The Chair intends to vote 100% of all open proxies in favour of all resolutions.

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

	For	Against	Abstain'
To consider and, if thought fit, to pass, with or without amendment, the following resolutions as ordinary resolutions:			
Resolution 1: To adopt the Remuneration Report.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2: To re-elect Stephen Lonergan as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3: To re-elect Robert Thomson as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4: To re-elect Thomas Quinn Roussel as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5: To re-elect Michael Stirzaker as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 6: Approval of Issue of up to 17,000,000 Shares to Straits Resources	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 7: To approve Change of Auditor.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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

PLEASE SIGN HERE

This section *must* be signed in accordance with the instructions overleaf to enable your directions to be implemented. *Executed in accordance with section 127 of the Corporations Act 2001 (Cth):*

Individual or Shareholder 1	Joint Shareholder 2	Joint Shareholder 3
<input style="width: 100%; height: 40px;" type="text"/>	<input style="width: 100%; height: 40px;" type="text"/>	<input style="width: 100%; height: 40px;" type="text"/>
Sole Director & Company Secretary	Director / Company Secretary	Director

Dated this _____ Day of _____ 2009

Instructions for Completing Proxy Form

1. A member entitled to attend and vote at a Meeting is entitled to appoint a proxy to attend and vote on behalf of that member.
2. A duly appointed proxy need not be a member of the Company. This form should be signed by the member. If a joint holding, either member may sign. If signed by the member's attorney, the power of attorney must have been previously noted by the Company or a certified copy attached to this form. If executed by a company, the form must be executed in accordance with the member's constitution and the Corporations Act 2001.
3. Corporate shareholders should comply with the execution requirements set out on the proxy form or otherwise with the provisions of Section 127 of the Corporations Act. Section 127 of the Corporations Act 2001 provides that a company may execute a document without using its common seal if the document is signed by:
 - (i) directors of the company;
 - (ii) a director and a company secretary of the company; or
 - (iii) for a proprietary company that has a sole director who is also the sole company secretary – that director.
4. For the Company to rely on the assumptions set out in Section 129(5) and (6) of the Corporations Act, a document must appear to have been executed in accordance with Section 127(1) or (2). This effectively means that the status of the persons signing the document or witnessing the affixing of the seal must be set out and conform to the requirements of Section 127(1) or (2) as applicable. In particular, a person who witnesses the affixing of a common seal and who is the sole director and sole company secretary of the company must state that next to his or her signature.
5. Completion of a proxy form will not prevent individual shareholders from attending the meeting in person if they wish. Where a shareholder completes and lodges a valid proxy form and attends the meeting in person, then the proxy's authority to speak and vote for that shareholder is suspended while the shareholder is present at the meeting.
6. Where a proxy form or form of appointment of corporate representative is lodged and is executed under power of attorney, the power of attorney must be lodged in like manner as this proxy.
7. To vote by proxy, please complete and sign the proxy form enclosed and send the proxy form by:
 - (i) post to Finders Resources Limited, Suite 51, Level 3 330 Wattle St Ultimo NSW 2007;
or
 - (ii) facsimile to Finders Resources Limited on facsimile number +61 2 9212 0200, so that it is received not later than 10.00 am, Monday 23 November 2009, Sydney time.

Proxy forms received later than this time will be invalid.

8. Chapter 2C of the Corporations Act 2001 requires information about you as a member (including your name, address and details of the shares you hold) to be included in the public register of the entity in which you hold securities. Information is collected to administer your shareholding and if some or all of the information is not collected then it might not be possible to administer your shareholding. You can access your personal information by contacting the Company at the address or telephone number shown on this form.



6. APPOINTMENT OF CORPORATE REPRESENTATIVE

Pursuant to Section 250D of the Corporations Act 2001

_____ (ABN/ACN/ARBN
_____))
(Insert name of Shareholder/Body Corporate & ACN/ARBN)

Hereby Authorises

(Insert name of appointee)

(*) 1. To act as the Company's representative at all General Meetings of FINDERS Resources Limited (ABN 82 108 547 413)

(*) 2. To act as the Company's Representative at the Annual General Meeting to be held at 10.00 am on Tuesday 24 November 2009 and any adjournment thereof.

Dated this _____ day of _____ 2009

Executed by the corporation in accordance with its Constitution/Section 127 of the Corporations Act 2001 in the presence of:

(*) Director (*) Sole Director & Sole Secretary

(*) Director/Secretary

Affix Common Seal here (optional)

() Delete if not applicable*

This authority may be sent to the registered office or share registry office of the Company in advance of the meeting as set out in the Notice of Annual General Meeting which this appointment accompanies or handed in at the Annual General Meeting when registering as a company representative. In either case, the authority will be retained by the Company.