

For ASX Market Release 9<sup>th</sup> August 2013

RECEIPT OF NOTICE UNDER SECTIONS 249D & 203D OF THE CORPORATIONS ACT – REQUISITION OF SHAREHOLDERS' MEETING

Finders Resources Limited (ASX: FND) advises that it is in receipt of a request under sections 249D & 203D of the *Corporations Act 2001* (Cth) from Taurus Funds Management Pty Limited (ACN 121 452 650) for and on behalf of Taurus Resources Limited Partnership and as trustee of the Taurus Resources Trust.

A copy of this request is following.

The board will review the notice and provide an update to shareholders in due course.

Signed for and on behalf of Finders Resources Limited



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Ian Morgan  
Company Secretary  
9<sup>th</sup> August 2013




REQUEST FOR DIRECTORS TO CALL A GENERAL MEETING

TO: Finders Resources Ltd (the "Company")  
Suite 901 Level 9  
60 Pitt Street  
Sydney NSW 2000

The person who has signed this request, being a member of the Company with at least 5% of the votes that may be cast at a general meeting of the Company, requests under section 249D of the Corporations Act 2001 (Cwlth) that the directors of the Company call and arrange to hold a general meeting of the Company for the purpose of considering the following proposed resolutions:

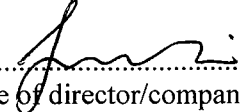
- 1 "That Stephen J Lonergan be and is hereby removed from office as a director of the Company."
- 2 "That Stephen R de Belle be and is hereby removed from office as a director of the Company."
- 3 "That Robert P Thomson be and is hereby removed from office as a director of the Company."
- 4 "That Gordon T Galt be and is hereby appointed a director of the Company."

**EXECUTED** by Bond Street )  
Custodians as custodian for Taurus )  
Funds Management Pty Limited [for )  
and on behalf of Taurus Resources )  
Limited Partnership] [as trustee for the )  
Taurus Resources Trust] in accordance )  
with section 127(1) of the Corporations )  
Act 2001 (Cwlth) by authority of its )  
directors: )

  
..... )  
Signature of director )

**Robert Peden**

..... )  
Name of director (block letters)

  
..... )  
Signature of director/company )  
secretary

**FREEMAN LJ**  
..... )  
Name of director/company secretary )  
(block letters)

REQUEST FOR COMPANY TO DISTRIBUTE STATEMENT

TO: Finders Resources Ltd (the "Company")  
Suite 901 Level 9  
60 Pitt Street  
Sydney NSW 2000

The person who has signed this request, being a member of the Company with at least 5% of the votes that may be cast at a general meeting of the Company, requests under section 249P of the *Corporations Act 2001* (Cwlth) that the Company give to all members of the Company a copy of the enclosed statement.

DATED:

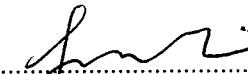
EXECUTED by Bond Street )  
Custodians as custodian for Taurus )  
Funds Management Pty Limited [for )  
and on behalf of Taurus Resources )  
Limited Partnership] [as trustee for the )  
Taurus Resources Trust] in accordance )  
with section 127(1) of the Corporations )  
Act 2001 (Cwlth) by authority of its )  
directors: )



..... )  
Signature of director )

**Robert Peden**

..... )  
Name of director (block letters)



..... )  
Signature of director/company )  
secretary )

**FREEMAN LI**

..... )  
Name of director/company secretary )  
(block letters)

8/8/13

## MEMBERS' STATEMENT PURSUANT TO SECTION 249P OF THE CORPORATIONS ACT 2001

**Set out below is a members' statement provided to Finders Resources Limited. Finders Resources Limited is required by the Corporations Act 2001 to provide this statement to all of its shareholders with its Notice of Extraordinary General Meeting.**

This statement is made by Bond Street Custodians as custodian for Taurus Funds Management Pty Limited [for and on behalf of Taurus Resources Limited Partnership] [as trustee for the Taurus Resources Trust] in its capacity as a member of Finders Resources Limited (the "**Company**") with at least 5% of the votes that may be cast at a general meeting of the Company.

### Background

On 11 July 2013, the Company announced that a final forestry permit ("**Pinjam Pakai**") had been awarded to its Indonesian operating company. The ASX Market Release stated that:

*"The permit allows the company to carry out development of mining and production activities at the Wetar Project through to expiry in December 2031".*

### New Phase of Development

In our view, now that the Pinjam Pakai has been signed, the Company has entered into a new phase of its development. In addition, Mr Roussel, who had a technical background, has recently departed. We believe the Board currently has too many directors, of whom too many are executives, and has insufficient non-executive directors with technical mining skills or technical project development experience. We also believe it is more appropriate for Mr Thomson to be an executive, and not a director, of the company.

### Proposed Board Restructure

We have requested that the directors call and arrange to hold a general meeting of the Company under section 249D of the Corporations Act 2001 (Cth). The purpose of the meeting is for the members of the Company to consider resolutions regarding:

- the removal of Stephen Lonergan and Stephen De Belle as non-executive directors of the Company
- the removal of Robert Thompson as an executive director of the Company; and
- the appointment of Gordon T Galt as a non-executive director of the Company.

Gordon T Galt has been nominated as a candidate for election as a director of the Company by us, and that nomination has been seconded by Thomas James Loh.

### Reasons in Support

Voting in favour of resolutions 1 to 4 would mean that the Board would comprise Gary Comb, Christopher Farmer, Russell Fountain, a representative of Provident and Gordon Galt. This Board will

have a majority of non-executive directors, only one executive director and would have replaced technical skills in mining and project development formally provided by Mr Roussel.

**We strongly believe that the appointment of Mr Galt as a non-executive director would be in the best interests the Company, and request that you vote in favour of the resolutions.**

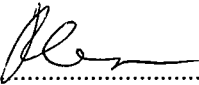
NOMINATION OF CANDIDATE FOR ELECTION AS A DIRECTOR

TO: Finders Resources Ltd (the "Company")  
Suite 901 Level 9  
60 Pitt Street  
Sydney NSW 2000

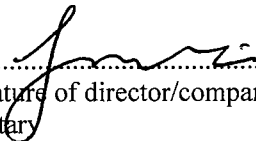
Bond Street Custodians, being a member of the Company or the nominated representative of a corporate member of the Company, hereby nominates Gordon Thomas Galt as a candidate for election as a director of the Company.

DATED:

**EXECUTED** by Bond Street )  
Custodians as custodian for Taurus )  
Funds Management Pty Limited [for )  
and on behalf of Taurus Resources )  
Limited Partnership] [as trustee for the )  
Taurus Resources Trust] in accordance )  
with section 127(1) of the Corporations )  
Act 2001 (Cwlth) by authority of its )  
directors: )

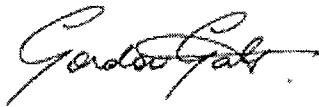
  
..... )  
Signature of director )

**Robert Peden**  
.....  
Name of director (block letters)

  
.....  
Signature of director/company  
secretary

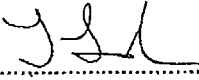
**FREEMAN LI**  
.....  
Name of director/company secretary  
(block letters)

**SIGNATURE OF NOMINEE:**

  
.....  
(Signature)

Date: 6<sup>th</sup> August 2013

EXECUTED by Thomas James Loh in )  
accordance with section 127(1) of the )  
Corporations Act 2001 (Cwlth) by )  
authority of its directors: )



..... )  
Signature of director )

THOMAS JAMES LOH. )

..... )  
Name of director (block letters) )

..... )  
Signature of director/company )  
secretary )

..... )  
Name of director/company secretary )  
(block letters)



CONSENT TO ACT AS DIRECTOR

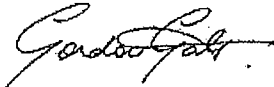
TO: Finders Resources Ltd (the "Company")  
Suite 901 Level 9  
60 Pitt Street  
Sydney NSW 2000

I confirm my consent to act as a director of the Company.

In accordance with section 205B of the *Corporations Act 2001* (Cwlth), I notify you that:

- (a) my full name is: GALT, GORDON THOMAS
- (b) my date and place of birth is: 02-05-1951 at BRISBANE, QLD
- (c) my usual residential address is: 62/18 COLLEGE STREET, DARLINGHURST NSW 2010

DATED: 6<sup>th</sup> August 2013



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(Signature)