

AUSTRALIA ORIENTAL MINERALS NL
ABN 84 010 126 708



NOTICE OF ANNUAL GENERAL MEETING 2009

Dear Shareholder,

On behalf of the Board, I have pleasure in inviting you to the Annual General Meeting of the members of Australia Oriental Minerals NL.

The meeting will be held at The Marque Hotel, Corner of Quay & George Street, Railway Square, Sydney on Friday 29th May 2009, commencing at 11.30 am (EST).

The formal Notice of Meeting is attached. Please read this carefully.

If you have elected to receive a hard copy of the Company's Annual Report, a copy of that Report is attached to this Notice. A copy of the Annual Report is also now available on the Company's website (www.aominerals.com.au).

Your Directors are unanimously of the opinion that the resolutions to be proposed at the Annual General Meeting are in the best interests of shareholders of the Company. Accordingly, they recommend you vote in favour of the resolutions set out in the Notice of Meeting

Yours Faithfully,

PJD Elliott
Chairman
29th April 2009

The Annual General Meeting of Australia Oriental Minerals NL will be held at the
**Marque Hotel, corner of Quay & George Street, Railway Square, Sydney on
Friday 29th May 2009 commencing at 11.30 am (EST)**

AGENDA

BUSINESS

Consideration

Annual Accounts and Reports

To receive and consider the Income Statements, Balance Sheets and Cash Flow Statements of the Company and its controlled entities, the Statement by the Directors and the Reports of the Directors and Auditors for the year ended 31st December 2008.

Resolution 1 - Re-appointment of Director

To consider and, if thought fit, to pass the following ordinary resolution:

“That Mr Patrick Elliott retires in accordance with Clause 13.2 of the Constitution and being eligible, offers himself for re-election, be re-elected a Director.”

Resolution 2 - Re-appointment of Director

To consider and, if thought fit, to pass the following ordinary resolution:

“That Mr Chan Kim Fan retires in accordance with Clause 13.2 of the Constitution and being eligible, offers himself for re-election, be re-elected a Director.”

Resolution 3 - Re-appointment of Director

Mr Geoffrey Andrews, having been appointed a Director since the last general meeting of members, offers himself for re-election as a Director of the Company.

To consider and, if thought fit, to pass the following ordinary resolution:

“That Mr Geoffrey Andrews retires in accordance with Clause 13.5 of the Constitution and being eligible, offers himself for re-election, be re-elected a Director.”

Resolution 4 - Remuneration Report

To consider, and if thought fit, pass the following ordinary resolution:

“That the Company’s Remuneration Report for the year ended 31 December 2008 be adopted.”

Voting Exclusion Statement

According to the Listing Rules of the Australian Stock Exchange, the Company will disregard any votes cast on:

- Resolution 1 Not applicable
- Resolution 2 Not applicable
- Resolution 3 Not applicable
- Resolution 4 Not applicable

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

- a person who is a proxy for a person who is entitled to vote in accordance with the directions on the proxy form; or
- the person chairing the meeting as proxy for a person who is entitled to vote, in accordance with the direction on the proxy form to vote as the proxy decides.

It is the Chairman’s intention to vote open proxies in favour of all Resolutions.



Explanatory Notes

Attached to and forming part of this Notice of Meeting are the Explanatory Notes which provide shareholders with background information and further details on the resolutions to be considered at the meeting, in accordance with the Listing Rules of the Australian Stock Exchange Limited

By Order of the Board

AW Bursill
Company Secretary
29th April 2009

NOTES:

1. A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on the member's behalf. If the member is entitled to cast two or more votes at the meeting, the member may appoint not more than two proxies to attend and vote on the member's behalf.
2. If a member appoints two proxies, each proxy should be appointed to represent a specified proportion or number of the member's votes. In the absence of such a specification, each proxy will be entitled to exercise half the votes.
3. A proxy need not be a member of the Company.
4. To appoint a proxy (or two proxies), a proxy form must be signed by the member or the member's attorney duly authorised in writing. If the member is a corporation, the proxy form must be signed either under the corporation's common seal (if any) or under the hand of its attorney or officer duly authorised.
5. To be effective, a proxy form (and, if it is signed by an attorney, the authority under which it is signed or a certified copy of the authority) must be received by the Company not later than 48 hours prior to the Meeting. Proxy forms and authorities may be sent to the Company by post, personal delivery or fax:

Australia Oriental Minerals NL
C/- Franks & Associates Pty Ltd
Suite 206, "The Bentleigh"
1 Katherine Street
Chatswood NSW 2067

Fax: (612) 9419 2944

provided that members who forward their proxy forms by fax are required to make available the original executed form of the proxy for production, if called upon at the meeting to do so.

6. For the purposes of the Annual General Meeting, persons on the register of members as at 7pm on Wednesday 27th May 2008 will be treated as shareholders. This means that if you are not the registered holder of a relevant share at that time you will not be entitled to vote in respect of that share.

EXPLANATORY NOTES:

These explanatory notes form part of the Notice of Annual General Meeting ("Notice") of Australia Oriental Minerals NL (the "Company") to be held at the Marque Hotel, corner of Quay & George Street, Railway Square, Sydney on 29th May 2009 commencing at 11.30 am (EST).

EXPLANATORY NOTES (CONT):

Resolution 1 – Re-appointment of Director

Patrick Elliott submits himself for re-election as a Director of the Company in accordance with Clause 13.2 of the Company's Constitution requiring the rotation of one-third of Directors each year, with the longest serving Directors submitted for re-election.

Patrick Elliott holds Bachelor of Commerce and Master of Business Administration degrees. He has over 30 years of experience in investment, financial and industrial management having previously been with Consolidated Goldfields Australia Limited, Morgan Grenfell Australia and Natcorp Investments Limited. He is also a director of several other Australian public companies involved in resources development. Mr Elliott was appointed to the Board on 9 November 1998.

Resolution 2 – Re-appointment of Director

Chan Kim Fan submits himself for re-election as a Director of the Company in accordance with Clause 13.2 of the Company's Constitution requiring the rotation of one-third of Directors each year, with the longest serving Directors submitted for re-election.

Mr. Chan is the Mining Consultant in the Strategic Planning and Investment Division of Straits Resource Management Private Limited (SRM), a wholly owned subsidiary of The Straits Trading Company Limited. He has over 33 years experience in the tin business and is involved in project valuations and due diligence studies focussing on tin, gold, nickel and coal projects. He has held various positions within the Malaysia Mining Corporation Berhad (MMC) group of companies involved in mine management, project valuations and implementations and due diligence covering various mineral commodities locally and overseas. Prior to his appointment at SRM, he was head of Pernas Charter Management Sdn Bhd a subsidiary of MMC which manages the exploration and mining activities within the MMC Group. Mr Chan is a graduate from the Camborne School of Mines (ACSM), England and is a member of the Institution of Engineers, Malaysia (MIEM). Mr Chan was appointed a Director on 28 May 2007.

Resolution 3 – Re-appointment of Director

Geoffrey Andrews submits himself for re-election as a Director of the Company in accordance with Clause 13.5 of the Company's Constitution requiring the retirement of any Director appointed to fill a casual vacancy, then being eligible for re-election at the next general meeting of members.

Mr Andrews holds a Bachelor of Engineering degree in Mining Engineering from the University of New South Wales. He has 40 years experience in exploration and project planning, evaluation and development in Australian coal, minerals and petroleum industries as well in strategic and business planning, commercial and regulatory matters.

He has held executive positions with Esso Australia Limited and Exxon Coal and Minerals Australia Limited and is presently Director and Principal of Andrews Consulting Group, a specialist consultant to the coal and minerals industry and their service suppliers.

Resolution 4 – Remuneration Report

As required under the Corporation Act 2001, listed companies are required to provide enhanced disclosures of directors and remuneration in the Company's Annual Report.

The company is now required to propose to its shareholders at its AGM a non-binding advisory resolution on the Remuneration Report prepared by the Directors, and to allow questions and comments on this Remuneration Report by shareholders.

Consideration of Financial Report

The Financial Report for the year ended 31 December 2008 is set out in the Company's 2008 Annual Report.

In accordance with the Corporation Act 2001, shareholders will be given a reasonable opportunity at the Annual General Meeting to ask questions and make comments on the Financial Report and on the business and management of the Company.

During the discussion of this item, the Company's auditor will be present and will answer qualifying questions.

Written questions for the auditor

If you would like to submit a written question to the Company's auditor, please post your question to the Company Secretary or fax it to (612) 9419 2944. Written questions must relate to the content of the auditor's report to be considered at the Annual General Meeting or the conduct of the audit. A list of qualifying questions will be made available at the Annual General Meeting.

Please note that all questions must be received at least five business days before the Annual General Meeting, that is by no later than 11.30am on Monday 25th May 2009.



PROXY FORM

Australia Oriental Minerals NL

ABN 84 010 126 708

Name:	<input type="text"/>		
Address:	<input type="text"/>		
City:	<input type="text"/>	State:	<input type="text"/>
		Postcode:	<input type="text"/>

I/We being a member/members of Australia Oriental Minerals NL

A Appoint
(PLEASE PRINT NAME)

or failing the person so named (or if no person is named) the **Chairman of the Meeting** as proxy to vote in accordance with the following directions (or if no directions have been given as the proxy or the Chairman sees fit) at the Annual General Meeting of members of Australia Oriental Minerals NL to be held on Friday 29th May 2009 commencing at 11.30 am (EST) and at any adjournment.

B Business

	FOR	AGAINST	ABSTAIN
Resolution 1 Re-appointment of Mr Patrick Elliott as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2 Re-appointment of Chan Kim Fan as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3 Re-appointment of Mr Geoffrey Andrews as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4 Approve the Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

C If Appointing a Second Proxy

State here the percentage of your voting rights %

OR

OR

The number of Shares applicable to this Form number

D Insert your daytime telephone number (STD)

E Signature(s)

Individual/Joint Shareholder (sign and print name)

Joint Shareholder (sign and print name)

Signatures if Corporate Shareholder (See Note E) Executed in accordance with section 127 of the Corporations Act

Sole Director/Sole Company Secretary (sign and insert name)

Director/Company Secretary (sign and insert name)

Director/Company Secretary (sign and insert name)

Note: For your proxy to be entitled to vote your shares at the Meeting, the completed Proxy Form must be received by the Company not later than 48 hours prior to the Meeting.

INSTRUCTIONS FOR COMPLETION OF PROXY FORM

Your vote is important. Please direct your proxy how to vote. For your proxy to be entitled to vote your Shares at the Meeting, the completed Proxy Form must be received by the Company no later than 48 hours prior to the Meeting (11.30am on Wednesday 27th May 2009). Any proxy received after this deadline will be treated as invalid.

RETURN ADDRESS FOR PROXY FORMS AND COMPANY SECRETARY'S CONTACT DETAILS:

C/- Franks & Associates Pty Ltd
Suite 206, "The Bentleigh"
1 Katherine Street
Chatswood NSW 2067
Phone: (02) 9419 2966
Fax: (02) 9419 2944

A Appoints

Insert here the name of the person you wish to appoint as proxy. Members cannot appoint themselves. If you submit a Proxy Form which does not name a person to act as your proxy, the Chairman of the Meeting will act as your proxy. You can vote your Shares by proxy even if you plan to attend the Meeting.

B Business

If you wish to direct your proxy how to vote on any item, place a mark in the appropriate box. If a mark is placed in a box, your total shareholding will be voted in that manner. You may, if you wish, split your voting direction by inserting the number of Shares you wish to vote in the appropriate box. The vote will be invalid if a mark is made against more than one box for a particular item or if the total shareholding shown in "For", "Against" and "Abstain" boxes is more than your total shareholding on the share register.

C If Appointing a Second Proxy

A member is entitled to appoint up to two persons (whether members or not) to attend the Meeting as proxies and vote. If you wish to appoint two proxies please photocopy your proxy form or obtain another proxy form by calling the Company Secretary on (02) 9419 2966. Both Forms should be completed with the nominated percentage of your voting rights or number of Shares on each Form. If you do not specify the nominated percentage of your voting rights or number of Shares, each of the proxies may exercise half of the votes. Please return these Proxy Forms together.

D Insert your daytime telephone number

This is required in case we need to contact you.

E Signature(s)

The member must sign this Form. If the member is an Australian corporation, the Form must be executed in accordance with section 127 of the Corporations Act or by an attorney. If this Form is signed by a person who is not the registered shareholder then the relevant authority must either have been exhibited previously to the Company or be enclosed with this Form.

FURTHER IMPORTANT INFORMATION

Please return your completed Proxy Form to the Company Secretary c/- Franks & Associates Pty Ltd, at Suite 206, "The Bentleigh", 1 Katherine Street, Chatswood, NSW, 2067. Alternatively, your Form can be faxed to the Company on (02) 9419 2944. To be effective, the Form must be received by the Company at the above address not later than 48 hours prior to the Meeting. If you require further information on how to complete the Proxy Form, telephone the Company Secretary on (02) 9419 2966.