



ERA 2009 Notice of Annual General Meeting

Energy Resources of Australia Ltd
ABN 71 008 550 865



ERA

Dear Shareholder,

You are invited to attend this year's Annual General Meeting to be held in the Grand Ballroom at the Skycity Hotel Casino, Gilruth Avenue, Darwin NT on Wednesday, 22 April 2009, commencing at 10.00am. Refreshments will be served after the meeting.

Members who are recorded on the Company's register of members at 7pm on Monday 20 April 2009 (Sydney time) are entitled to vote at the Annual General Meeting.

The items of business for the meeting are set out on the accompanying Notice of Meeting.

If you cannot attend the meeting then the opportunity to direct your vote on the items of business is available to you through the proxy form accompanying this Notice of Meeting, which should be completed, signed and returned using the reply paid envelope provided or sent to the facsimile number on the proxy form. The proxy form must be received by the Company at least 48 hours before the commencement of the meeting.

A proxy need not be a member of the Company. If you are entitled to cast two or more votes, you may appoint two proxies, specifying the proportion or number of votes each proxy is appointed to exercise.

Members may also appoint an attorney to act on their behalf at the Annual General Meeting.

If the appointor is an individual, the power of attorney must be signed in the presence of at least one witness. The power of attorney must be received by the Company at least 48 hours before the commencement of the meeting.

A member that is a body corporate may appoint an individual to act as its representative at the Annual General Meeting as permitted by the Corporations Act. The appropriate "Certification of Appointment of Corporate Representative" (the form of which may be obtained from the Company's share registry or at www.computershare.com) should be produced prior to admission.

The management of ERA would like to offer the opportunity to Shareholders to tour the Ranger mine on Thursday, 23 April 2009. Bus transport will be provided to and from the mine site. Full details are available on the separate attendance form.

Your continuing interest in the Company is appreciated.

Yours sincerely

Dr D Klingner
Chairman

Notice is hereby given that the Annual General Meeting of Energy Resources of Australia Ltd will be held at Skycity Hotel Casino, Gilruth Avenue, Darwin, Northern Territory of Australia on Wednesday, 22 April 2009 at 10.00am.

Items of Business

1. Chairman and Chief Executive review

2. Discussion of financial statements and reports

To receive and consider the Financial Report for the year ended 31 December 2008, and the related Directors' Report, Directors' Declaration and Auditor's Report.

3. Adoption of the remuneration report

To approve the remuneration report for the financial year ended 31 December 2008.

4. Election and re-election of Directors

- (i) Mr Chris Salisbury, having resigned as the Company's Chief Executive on 31 July 2008, retires in accordance with Rule 3.7 of the Company's constitution and, being eligible, offers himself for election.
- (ii) Dr David Klingner retires by rotation in accordance with Rule 3.7 of the Company's constitution and, being eligible, offers himself for re-election.

By Order of the Board



C Ritchie
Company Secretary

3 March 2009

Explanatory notes

Item 3

Adoption of the remuneration report

During this item there will be opportunity for shareholders at the meeting to comment on and ask questions about the ERA remuneration report. The remuneration report is available on page 28 of the Annual Report.

The vote on the proposed resolution in item 3 is advisory only and will not bind the Directors or the Company. However, the Board will take the outcome of the vote into consideration when reviewing the remuneration practices and policies of the Company.

The Directors recommend that shareholders vote in favour of item 3.

Item 4

Election and re-election of Directors

Mr C Salisbury

B.Eng (with Distinction), Met Eng

Appointed as a Director on 1 February 2007.

Mr Salisbury has served 20 years with the Rio Tinto Group in operating and management roles with the Aluminium and Energy Product Groups, and is a past president of the Northern Territory Resources Council and past Chairman of the Australian Uranium Association. Mr Salisbury joined ERA as General Manager Operations in December 2004 and served as Chief Executive from 1 February 2007 until 31 July 2008. Mr Salisbury is currently Chief Operating Officer Pacific with the Bauxite & Alumina division of Rio Tinto Alcan.

Dr D Klingner

BSc(Hons), PhD, FAusIMM

Appointed as a Director in July 2004 and as Chairman in January 2005.

Member of the Audit Committee.

Dr Klingner retired from Rio Tinto in 2004 after 38 years of service. During his time with Rio Tinto he worked in roles involving exploration, project development and production including a period as Group Executive in charge of coal and gold. He was head of exploration when he retired and a member of Rio Tinto's Executive Committee.

Dr Klingner is also Chairman of Codan Limited.

The Directors recommend that shareholders vote in favour of the election of Mr Salisbury and the re-election of Dr Klingner as Directors of the Company.