

# ANGLO AUSTRALIAN RESOURCES NL

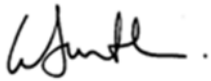
ACN 009 159 077

6 December 2011

Companies Announcement Office  
ASX Ltd  
Exchange Plaza  
2 The Esplanade  
PERTH WA 6000

## 2011 ANNUAL REPORT ADDITIONAL INFORMATION

Attached is additional information which was omitted from the 2011 Annual Report of the Company



Graeme Smith  
**SECRETARY**



## **CORPORATE GOVERNANCE**

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### **Corporate Governance**

The primary responsibility of the Board is to represent and advance Shareholders' interests and to protect the interests of all stakeholders. To fulfil this role the Board is responsible for the overall corporate governance of the Company including its strategic direction, establishing goals for management and monitoring the achievement of these goals.

The responsibilities of the Board include:

- Protection and enhancement of Shareholder value;
- Formulation, review and approval of the objectives and strategic direction of the Company;
- Approving all significant business transactions including acquisitions, divestments and capital expenditure;
- Monitoring the financial performance of the Company by reviewing and approving budgets and monitoring results;
- Ensuring that adequate internal control systems and procedures exist and that compliance with these systems and procedures is maintained;
- The identification of significant business risks and ensuring that such risks are adequately managed;
- The review and performance and remuneration of executive directors and key staff;
- The establishment and maintenance of appropriate ethical standards; and
- Evaluating and, where appropriate, adopting with or without modification, the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations.

The Board recognises the need for the Company to operate with the highest standards of behaviour and accountability. Subject to the exceptions outlined below the Company has adopted the ASX Corporate Governance Council's Corporate Governance Principles and Recommendations to determine an appropriate system of control and accountability to best fit its business and operations commensurate with these guidelines.

As the Company's activities develop in size, nature and scope the implementation of additional corporate governance structures will be given further consideration.

## CORPORATE GOVERNANCE

The Board sets out below its "if not, why not" report in relation to those matters of corporate governance where the Company's practices depart will depart from the recommendations

Recommendation Reference -

ASX Guidelines	Notification of Departure	Explanation for Departure
<p><b>Recommendation 2.4:</b></p> <p>The Board should establish a Nomination Committee</p>	<p>A Nomination Committee has not been established.</p> <p>No separate committees of the Board have been created.</p>	<p>The role of the Nomination Committee has been assumed by the full Board operating under the Nomination Committee Charter adopted by the Board. The Board undertakes the process of reviewing the skill base and experience of existing Directors to enable identification or attributes required in new Directors. Where appropriate, independent consultants will be engaged to identify possible new candidates for the Board.</p>
<p><b>Recommendation 2.5:</b></p> <p>Companies should disclose the process for evaluating the performance of the Board, its committees and individual directors.</p>	<p>Formal disclosure has not previously been made.</p>	<p>The Chairman is responsible for evaluation of the Board and senior staff</p> <p>The review is currently informal but is based on a review of goals for the Board and individual Directors. The goals are based on corporate requirements and any areas for improvement that may be identified. The Chairman will provide each Director with confidential feedback on his or her performance.</p> <p>Induction procedures are in place for all directors, and senior executives report to the Board as to their area of responsibility at each Board meeting, if required.</p>
<p><b>Recommendation 3.3</b></p> <p>Companies should disclose in each annual report the measurable objectives for achieving gender diversity set by the Board in accordance with the diversity policy and progress towards achieving them.</p> <p><b>Recommendation 3.4</b></p> <p>Companies should disclose in each annual report the proportion of women employees in the whole organisation, women in senior executive positions and women on the Board.</p>	<p>The Company's Corporate Governance Plan does include an express policy specifically addressing achieving gender diversity, however information in relation to gender diversity has not been included in the Annual Report.</p>	<p>The Board has adopted a gender diversity policy.</p> <p>The Company's Corporate Governance Plan includes a corporate code of conduct, which provides a framework for undertaking ethical conduct in employment. Under the corporate code of conduct, the Company will not tolerate any form of discrimination or harassment in the workplace.</p> <p>This information will be provided in future annual reports.</p>

## CORPORATE GOVERNANCE

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<b>Recommendation 4</b> The Board should establish an Audit Committee	An audit committee has not been established.	The Board as a whole undertakes the selection and proper application of accounting policies, the integrity of financial reporting, the identification and management of risk and review of the operation of the internal control systems.
<b>Recommendation 8.1 and 8.2</b> The Board should establish a Remuneration Committee	A remuneration committee has not been established.	The Board as a whole acts as the Remuneration Committee. The Board as a whole is responsible for the remuneration arrangements for Directors and executives of the Company and considers it more appropriate to set aside time at Board meetings each year to specifically address matters that would ordinarily fall to a separate committee.

## COMPETENT PERSONS STATEMENT

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### Attribution

Information in the 2011 Annual Report relating to geological data has been compiled by the Anglo Australian Resources NL General Manager Exploration, Peter Komyshan, who:

- is a full-time employee of Anglo Australian Resources NL;
- has relevant experience in relation to the mineralisation being reported on as to qualify as a Competent Person as defined by the *Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (JORC Code 2004 Edition)*;
- is a Member of the Australasian Institute of Mining and Metallurgy and is a Member of the Australian Institute of Geoscientists and has had more than twenty years experience in the field of activity reported herein;
- has consented in writing to the inclusion of this data.

The information in this Report that relates to Mineral Resources at Koongie was compiled and completed by David Slater, MAusIMM, a full time employee of Coffey Mining Pty Ltd, who is a Competent Person as defined by the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves (JORC Code 2004 Edition) and who consents to the inclusion in this report of the matters based on the information in the form and context in which it appears. The information in this report that relates to in-situ Mineral Resources is based on information provided by Peter Komyshan of Anglo Australian Resources NL.

Ore resource information in relation to the Feysville Project has been compiled by Andrew Bewsher an independent consultant from BM Geological Services, based on work by Peter Komyshan and BMGS geologists. Andrew Bewsher is a member of the Australian Institute of Geoscientists and has more than five years relevant experience in relation to the mineralisation being reported on as to qualify as a Competent Persons as defined by the *Australasian Code for Reporting Identified Mineral Resources and Ore Reserves*

## ADDITIONAL INFORMATION

Additional information required by Australian Securities Exchange Ltd is as follows. The information is current as at 6<sup>th</sup> December 2011.

### (a) Distribution of equity securities

Analysis of numbers of equity security holders by size of holding:

		Ordinary shares	
		Number of holders	Number of shares
1	- 1,000	66	24,650
1,001	- 5,000	169	555,838
5,001	- 10,000	275	2,310,634
10,001	- 100,000	1257	58,690,121
100,001	and over	884	577,186,757
		<b>2651</b>	<b>638,768,000</b>

The number of shareholders holding less than a marketable parcel of shares are:

1,188	18,851,264
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### (b) Twenty largest shareholders

The names of the twenty largest holders of quoted ordinary shares are:

		Listed ordinary shares	
		Number of shares	Percentage of ordinary shares
1	ZORIC & CO PTY LTD	21,000,000	3.29
2	CLAYMORE ESTATE PTY LTD	16,250,000	2.54
3	NATIONAL NOMINEES LIMITED	15,946,583	2.50
4	PROFESSIONAL TUTORS PTY LTD	12,700,000	1.99
5	AN SUPERANNUATION PTY LTD	0,500,000	1.64
6	VIER PTY LTD	10,141,274	1.59
7	OGDEN GROUP PTY LTD	8,500,000	1.33
8	AMALFI PTY LTD	7,250,000	1.13
9	GFA SERVICES PTY LTD	6,500,000	1.02
10	MR GEORGE LOPEZ	6,000,000	0.94
11	CANVALOC CORPORATION PTY LTD	5,687,135	0.89
12	MRS SABINA FONTANA	5,000,000	0.78
13	MR DAVID BARRY WATSON	5,000,000	0.78
14	BENCARRA PTY LTD	4,663,625	0.73
15	HAMPTON TRANSPORT SERVICES	4,549,000	0.71
16	IE PROPERTIES PTY LTD	4,300,000	0.67
17	MR GARRY TORTO	4,000,000	0.63
18	LAWRENCE CROWE CONSULTING	3,847,500	0.60
19	MR CHI MAU PHUONG	3,556,937	0.56
20	MR RHYS ROBERT CHAPMAN	3,443,610	0.54
		<b>158,835,664</b>	<b>24.86</b>

## ADDITIONAL INFORMATION

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### (c) Substantial shareholders

The names of substantial shareholders who have notified the Company in accordance with section 671B of the *Corporations Act 2001* are:

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	Number of Shares
Nil	

### (d) Voting rights

All ordinary shares (whether fully paid or not) carry one vote per share without restriction.