

CORVETTE RESOURCES LIMITED
ABN 69 099 544 680

(To be re-named International Goldfields Limited)

NOTICE OF ANNUAL GENERAL MEETING

PROXY FORM

AND

EXPLANATORY MEMORANDUM

DATE OF MEETING

30 November 2010

TIME OF MEETING

10:30am WST

PLACE OF MEETING

Kailis Bros, 101 Oxford Street, Leederville, WA 6007

This Notice of Annual General Meeting and Explanatory Memorandum should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their accountant, solicitor or other professional adviser without delay.

CORVETTE RESOURCES LIMITED
ABN 69 099 544 680

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a Annual General Meeting of Corvette Resources Limited (“**Company**”) will be held at Kailis Bros, 101 Oxford Street, Leederville, WA on Tuesday 30 November 2010 commencing at 10:30am WST for the purpose of transacting the following business referred to in this Notice of Annual General Meeting.

An Explanatory Memorandum containing information in relation to the following Resolution accompanies this Notice of Meeting.

Please note terms used in the Resolution contained in this Notice of Meeting have the same meaning as set out in the glossary of the Explanatory Memorandum accompanying this Notice.

AGENDA

BUSINESS

Financial Reports

To receive and consider the financial statements of the Company for the year ended 30 June 2010, together with the Directors Report and the Auditor's Report as set out in the Annual Report.

Resolution 1 – Non Binding Resolution to adopt Remuneration Report

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

"That the Remuneration Report as set out in the Annual Report for the year ended 30 June 2010 be adopted."

Note: The vote on this resolution is advisory only and does not bind the Directors or the Company.

Resolution 2 – Election of Hon. John Moore as a Director

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

"That Hon. John Moore who ceases to hold office in accordance with clause 3.3 of the Company's Constitution and, being eligible, offers himself for election, be elected a Director of the Company."

Resolution 3 – Re - election of Antony Sage as a Director

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

"That Antony Sage who retires in accordance with clause 3.6 of the Constitution and, being eligible for re-election, be re-elected as a Director."

Resolution 4 – Change of Company Name

To consider and, if thought fit, to pass, with or without amendment, the following resolution as a **special resolution**:

"That for the purposes of section 157 of the Corporations Act and for all other purposes, the Company approve and authorise the change of the name of the Company from "Corvette Resources Limited" to "International Goldfields Limited"".

Resolution 5 – Change of Auditors

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

"That, for the purposes of section 327B of the Corporations Act and subject to ASIC consenting to the resignation of HLB Mann Judd as auditors, Ernst & Young, having been nominated by a member of the Company and consented in writing to act, be appointed as auditors of the Company."

Resolution 6 – Increase in Directors' Fees

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

"That, pursuant to and in accordance with Listing Rule 10.17 and for all other purposes, the maximum aggregate Directors' fees payable to non-executive Directors be increased from \$120,000 per annum to \$500,000 per annum."

Note: The Company will disregard any votes cast on Resolution 6 by a Director of the Company and any associate of a Director. However, the Company need not disregard a vote if it is cast by a person as proxy for a person who is entitled to vote, in accordance with the directions on the proxy form or it is cast by the person chairing the meeting as proxy for a person entitled to vote, in accordance with a direction on a proxy form to vote as the proxy decides.

By Order of the Board of Directors



Jason Bontempo
Managing Director
Corvette Resources Limited

26 October 2010

PROXIES

- Votes at the Annual General Meeting may be given personally or by proxy, attorney or representative.
- A Shareholder entitled to attend and vote at the above meeting may appoint not more than two proxies to attend and vote at this meeting. Where more than one proxy is appointed, each proxy must be appointed to represent a specified proportion of the Shareholder's voting rights.
- A proxy may but need not be a Shareholder of the Company.
- The instrument appointing the proxy must be in writing, executed by the appointor or his attorney duly authorised in writing or, if such appointor is a corporation, either under seal or under hand of an officer of his attorney duly authorised.
- The instrument of proxy (and the power of attorney or other authority, if any, under which it is signed) must be lodged by person, post, courier or facsimile and reach the Registered Office of the Company at least 48 hours prior to the meeting. For the convenience of Shareholders a Proxy Form is enclosed.

ENTITLEMENT TO VOTE

For the purposes of section 1074E(2) of the Corporations Act 2001 and regulation 7.11.37 of the Corporations Regulations 2001, the Company determines that members holding ordinary shares at 5.00 pm WST on Friday 26 November 2010 will be entitled to attend and vote at the Annual General Meeting.

CORPORATIONS

A corporation may elect to appoint a representative in accordance with the Corporations Act in which case the Company will require written proof of the representative's appointment which must be lodged with, or presented to the Company before the meeting.

CORVETTE RESOURCES LIMITED
ABN 69 099 544 680

EXPLANATORY MEMORANDUM

This Explanatory Memorandum has been prepared for the Shareholders of Corvette Resources Limited ("**Company**") in connection with the business to be conducted at an Annual General Meeting of the Company to be held at Kailis Bros, 101 Oxford Street, Leederville, WA on Tuesday 30 November 2010 commencing at 10:30am (WST).

This Explanatory Memorandum should be read in conjunction with the accompanying Notice of Annual General Meeting.

The Directors recommend that Shareholders read this Explanatory Memorandum before determining whether or not to support the Resolutions.

Financial Reports

The first item of the Notice of Annual General Meeting deals with the presentation of the consolidated annual financial report of the Company for the financial year ended 30 June 2010 together with the Directors' declaration and report in relation to that financial year and the auditor's report on those financial statements. Shareholders should consider these documents and raise any matters of interest with the Directors when this item is being considered.

No resolution is required to be moved in respect of this item.

Shareholders will be given a reasonable opportunity at the Annual General Meeting to ask questions and make comments on the accounts and on the business, operations and management of the Company.

The Chairman will also provide shareholders a reasonable opportunity to ask the Auditor questions relevant to:

- the conduct of the audit;
- the preparation and content of the independent audit report;
- the accounting policies adopted by the Company in relation to the preparation of accounts; and
- the independence of the auditor in relation to the conduct of the audit.

Resolution 1 – Adoption of Remuneration Report

In accordance with section 250R(2) of the Corporations Act the Company is required to present to its shareholders the Remuneration Report as disclosed in the Company's 2010 Annual Report. The vote on the Resolution is advisory only and does not bind the Directors or the Company. The Remuneration Report is set out in the Company's Annual Report on page 16 and is also available on the Company's website (www.corvetteresources.com.au).

The Remuneration Report explains the Board policies in relation to the nature and level of remuneration paid to Directors, sets out remuneration details for each Director and any service agreements and sets out the details of any share based compensation.

Resolution 2 Election of Hon. John Moore as a Director

Resolution 2 seeks approval for the election of John Moore as a Director with effect from the end of the Meeting.

Clause 3.3 of the Constitution provides that the Directors may at any time appoint a person to be a Director, either to fill a casual vacancy or as an addition to the existing Directors, but so that the total number of Directors does not at any time exceed the maximum number specified by the Constitution. Any Director so appointed holds office only until the next following annual general meeting and is then eligible for election but shall not be taken into account in determining the Directors who are to retire by rotation (if any) at that meeting.

Hon. Moore was appointed on 24 February 2010. Hon. Moore ceases to hold office in accordance with the requirements of clause 3.3 of the Constitution and submits himself for election in accordance with clause 3.3.

Hon. Moore holds a Bachelor of Commerce and Associate in Accountancy from the University of Queensland. Hon. Moore has had a distinguished career in politics; he was the Minister for Defence, the Minister for Industry, Science and Tourism and Vice President of the Executive Council. Prior to entering politics, Hon. Moore was a stockbroker and member of the Brisbane Stock Exchange for 12 years. He has served on the boards of many broking and banking related companies including Citinational Limited, Merrill Lynch (Aust) Pty Ltd and Grindlays (Aust) Pty Ltd. Hon. Moore is currently a director of Herencia Resources Plc.

Resolution 3 Re - election of Antony Sage as a Director

Resolution 3 seeks approval for the re-election of Antony Sage as a Director with effect from the end of the Meeting.

Clause 3.6 of the Constitution provides that one third of the Directors who are not exempt under sub-clause 3.6(a), and any Director who, at the next annual general meeting, would have held office for more than 3 years, must retire from office and will be eligible for re-election.

Mr Sage was appointed on 19 February 2009. Mr Sage retires from office and submits himself for re-election in accordance with the requirements of clause 3.6 of the Constitution.

Mr Sage has more than 24 years experience in the fields of corporate advisory services, funds management and capital-raising. Mr Sage is based in Western Australia, and for 13 years acted as a funds manager with property trust group Growth Equities Mutual Ltd. During the last 10 years he has been involved in the management and financing of several listed mining and exploration companies, including Cape Lambert Iron Ore Ltd, International Petroleum Ltd, NFX Gold Ltd and Global Iron Ltd. Mr Sage brings valuable financial and gold industry experience to the Company being instrumental in the successful listing of Gabriel Resources Ltd, which owns one of the largest gold/silver deposits in Europe.

Resolution 4 – Change of Company Name

Resolution 4 seeks shareholder approval to change the name of the Company to International Goldfields Limited in order to reflect the diversification of the organisation away from an entity with a single project focus to a company with multiple projects in multiple countries.

Section 157(1) of the Corporations Act requires that if a company wishes to change its name, it must do so by special resolution. A special resolution needs to be approved by at least 75% of the votes cast by shareholders entitled to vote on the resolution in order to be passed.

Resolution 5 – Change of Auditors

Resolution 5 seeks shareholder approval for the appointment of Ernst & Young to the office of auditors of the Company which will become vacant by virtue of the resignation of the existing auditors, HLB Mann Judd, subject to ASIC's consent to the resignation.

The Company has received:

- (a) a nomination under section 328B of the Corporations Act from a member for Ernst & Young to be appointed as the Company's auditor, a copy of which is annexed as Annexure A to this Explanatory Memorandum;
- (b) a consent to act as auditors of the Company duly executed by Ernst & Young, registered company auditors; and
- (c) a written resignation from HLB Mann Judd, the Company's existing auditors.

Ernst & Young have proposed to offer an audit service suitable to the future activities of the Company and the Directors recommend that this firm be appointed as auditors of the Company.

Resolution 6 – Increase in Director's Fees

Resolution 6 seeks Shareholder approval for the purposes of Listing Rule 10.17 and for all other purposes, for the Company to be authorised to increase the aggregate amount of fees paid to non-executive Directors by \$380,000 from \$120,000 per annum to an aggregate amount of \$500,000 per annum.

The Board considers that it is reasonable and appropriate at this time to seek an increase in the remuneration pool for non-executive Directors for the following reasons:

- (a) expected growth of the Company and increased responsibilities for Non-Executive Directors;
- (b) to attract new Directors of a calibre required to effectively guide and monitor the business of the Company; and
- (c) to remunerate Directors appropriately for the expectation placed upon them both by the Company and the regulatory environment in which it operates.

The maximum aggregate fees payable to Directors have not been increased since the company was listed in 2002.

It is not intended to fully utilise the increased aggregate fees in the immediate future.

The remuneration of each Director for the year ended 2010 is detailed in the Annual Report.

GLOSSARY

In this Explanatory Memorandum and the Notice, the following terms have the following meanings unless the context otherwise requires:

Annual General Meeting or Meeting	means the annual general meeting the subject of the Notice;
Annual Report	means the annual report of the Company for the year ended 30 June 2010;
ASIC	means Australian Securities and Investments Commission;
ASX	means ASX Limited ABN 98 008 624 691 and, where the context permits, the Australian Securities Exchange operated by ASX Limited;
Board	means the board of Directors of the Company;
Company	means Corvette Resources ABN 099 544 680;
Constitution	means the constitution of the Company;
Corporations Act	means Corporations Act 2001;
Corporations Regulations	means Corporations Regulations 2001;
Director	means a director of the Company;
Explanatory Memorandum	means the explanatory memorandum accompanying this Notice;
Listing Rules	means the Listing Rules of ASX;
Notice	means the Notice of Meeting accompanying this Explanatory Memorandum;
Resolution	means the resolution contained in the Notice;
Share	means a fully paid ordinary share in the capital of the Company;
Shareholder	means an ordinary shareholder of the Company; and
WST	means Australian Western Standard Time.

CORVETTE RESOURCES LIMITED
ABN 69 099 544 680
PROXY FORM

The Company Secretary
 Corvette Resources Limited
 Registered Office Address:

Kailis Bros, 101 Oxford Street,
 LEEDERVILLE WA 6007
 (08) 9380 9666

Facsimile:

I/We (name of shareholder)
 of (address)
 being a member/members of Corvette Resources Limited HEREBY APPOINT
 (name)
 of (address)
 and/or failing him (name)
 of (address)

or failing that person then the Chairman of the Annual General Meeting as my/our proxy to vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held at Kailis Bros, 101 Oxford Street,, Leederville, WA on 30 November 2010 commencing at 10:30am Western Standard Time and at any adjournment of the meeting.

Should you so desire to direct the Proxy how to vote, you should place a cross in the appropriate box(es) below:

I/We direct my/our Proxy to vote in the following manner:

	For	Abstain	Against
Resolution 1 – Non Binding Resolution to adopt Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2 – Election of Hon. John Moore as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3 – Re-election of Antony Sage as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 4 – Change of Company Name	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 5 – Change of Auditors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 6 – Increase in Director's Fees	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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

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 as your proxy in respect of a resolution, 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 of Resolution 6 and votes cast by the Chair of the Meeting for those 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, then if the Chair has an interest in the resolution other than as member, the Chair will not cast your votes on the resolution and your votes will not be counted in calculating the required majority if a poll is called on the resolution. The Chair intends to vote 100% of all open proxies in favour of each Resolution.

If no directions are given my proxy may vote as the proxy thinks fit or may abstain.

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

*This Proxy is appointed to represent ____% of my voting right, or if 2 proxies are appointed Proxy 1 represents
 ____% and Proxy 2 represents ____% of my total votes
 My total voting right is _____ shares*

If the shareholder(s) is an individual:

 Dated: 2010

 Dated: 2010

If the shareholder is a company:

Affix common seal (if required by constitution)

 Director/Sole Director and Secretary

 Director/Secretary

INSTRUCTIONS FOR APPOINTMENT OF PROXY

1. A Shareholder entitled to attend and vote is entitled to appoint no more than two proxies to attend and vote at this Annual General Meeting as the Shareholder's proxy. A proxy need not be a Shareholder of the Company.
2. Where more than one proxy is appointed, each proxy must be appointed to represent a specific proportion of the Shareholder's voting rights. If such appointment is not made then each proxy may exercise half of the Shareholder's voting rights. Fractions shall be disregarded.
3. The proxy form must be signed personally by the Shareholder or his attorney, duly authorised in writing. If a proxy is given by a corporation, the proxy must be executed under either the common seal of the corporation or under the hand of an officer of the company or its duly authorised attorney. In the case of joint Shareholders, this proxy must be signed by at least one of the joint Shareholders, personally or by a duly authorised attorney.
4. If a proxy is executed by an attorney of a Shareholder, then the original of the relevant power of attorney or a certified copy of the relevant power of attorney, if it has not already been noted by the Company, must accompany the proxy form.
5. To be effective, forms to appoint proxies must be received by the Company no later than 48 hours before the time appointed for the holding of this Annual General Meeting, by post, facsimile or e-mail to the respective addresses stipulated in this proxy form.
6. If the proxy form specifies a way in which the proxy is to vote on the Resolution stated above, then the following applies:
 - (a) the proxy need not vote on a show of hands, but if the proxy does so, the proxy must vote that way;
 - (b) if the proxy has 2 or more appointments that specify different ways to vote on the Resolution, the proxy must not vote on a show of hands;
 - (c) if the proxy is Chairperson, the proxy must vote on a poll and must vote that way; and
 - (d) if the proxy is not the Chairperson, the proxy need not vote on a poll, but if the proxy does so, the proxy must vote that way.

If a proxy is also a Shareholder, the proxy can cast any votes the proxy holds as a Shareholder in any way that the proxy sees fit.

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

ANNEXURE A

LETTER OF NOMINATION FOR NEW AUDITORS

To: Mr Brendan Evans
Company Secretary
Corvette Resources Limited
18 Oxford Close
LEEDERVILLE WA 6007

Dear Mr Evans

NOMINATION OF AUDITOR

For the purpose of Section 328B(1) of the Corporations Act 2001 (Cth), I, Tiziana Battista ATF The Morriston Trust, being a member of Corvette Resources Limited ("**Company**") hereby nominate Ernst & Young of 11 Mounts Bay Road, Perth, Western Australia for appointment as Auditor of the Company at the Annual General Meeting of the Company convened for 30 November 2010 at 10:30am WST (or any adjournment thereof).

Signed:



Tiziana Battista ATF The Morriston Trust

Dated: 14 October 2010