



20th November 2013

The Manager
Company Announcements
Australian Stock Exchange Limited
20 Bridge Street
SYDNEY NSW 2000

Dear Sir,

Chair's Address to the 2013 Annual General Meeting

Please find enclosed the Address to the 2013 Annual General Meeting to be held at 11.00am on Wednesday November 20, 2013 by Dr James Gill (Chair of TriAusMin Limited).

For and on Behalf of

TRIAUSMIN LIMITED

A handwritten signature in black ink, appearing to read 'Simon Smith', written over a horizontal line.

Simon Smith
Company Secretary



TRIAUSMIN ANNUAL GENERAL MEETING 20 NOVEMBER 2013

CHAIR'S PROCEDURE

Opening of Meeting

Good morning ladies and gentlemen and welcome to the 10th Annual General Meeting of the Shareholders of TriAusMin Limited.

My name is Jim Gill and it has been my privilege to serve as TriAusMin's Chairman since the end of January this year.

As a quorum of Shareholders are present here today I now declare the meeting to be officially open for business.

A number of key members of the TriAusMin team are here with us today and I would like to ask them to stand when introduced.

Firstly, Mr. Bill Killinger, who served as your Chairman from 2009 to the end of January 2013. Bill continues to make significant contributions to TriAusMin as a Director, and on behalf of the Board and the Shareholders I would like to thank him for his excellent leadership as Chairman. We all look forward to working with him in the years ahead. Thanks Bill.

Secondly, Mr. Wayne Taylor, your Managing Director and CEO. Wayne has served in this capacity for the last 2.5 years and has worked diligently during this time. His work, and that of his team, has seen your Company make

substantial progress toward becoming a producing mining company in the next few years. A job well done Wayne.

The two remaining Directors of TriAusMin, Dr. Robert Valliant and Mr. Alan Snowden could not be here today, however, I would like to thank them on behalf of all Shareholders for their contributions this past year.

Of course, like for all companies, our success depends on a team effort and I would like to take a moment to introduce you to the members of Wayne's team who are here today.

1. Simon Smith – Company Secretary and CFO
2. Heath Sandercock – Woodlawn Project Manager
3. Rod Arnold – Senior Geologist Woodlawn Project
4. Erik Conaghan – Senior Exploration Geologist
5. Rod Elvish – Woodlawn Project Metallurgist
6. Veronica Bourke – Office Manager

Finally I would like to introduce Mr. Gareth Few and Mr. John Bresolin representing our auditing firm BDO.

Before proceeding to the formal business matters which must be dealt with at this meeting I would like to say a few words about our goals as a Company and where we stand today in achieving those objectives. Wayne will update you in a more formal way in his presentation at the end of the meeting.

So, what is TriAusMin, and what are its Corporate objectives?

TriAusMin is a mineral exploration and development company whose Corporate objectives are to develop itself into an important, profitable mining company which creates significant value for its Shareholders. This is to be accomplished by discovering, or otherwise acquiring, base and precious

metal deposits which can be developed for mining and which can operate profitably at the bottom of the metal price cycles.

While this is easy to say, it is not an easy objective to accomplish. Very few companies ever make the transition from exploration to mining.

TriAusMin is one of very few exploration companies which have the high grade mineral resources with the clear potential to allow it to achieve producer status in the near term. Woodlawn is one of the highest grade base metal deposits ever discovered and this deposit alone can transform TriAusMin into an important and very profitable mining company over the next few years.

Progress toward that objective has been significant this past year and Wayne and his team are to be congratulated for the progress they have made. The only thing standing between TriAusMin and achieving producer status is the funding required to carry out mine development. We are working hard to arrange the necessary capital which will allow the Woodlawn property to move forward in 2014. Progress has been slow in this regard.

The mineral resource sector has been suffering from a serious lack of interest from traditional investors, a credibility crunch due to the massive write downs being taken by the large mining enterprises which put size over profitability and downside protection in making capital investment decisions and also due to an overall fear that global demand for metals will suffer from the global recession and the slowing of growth in Asia.

At TriAusMin, we are focused on mining projects which require modest capital requirements, rapid payback and high returns on invested capital and which have meaningful mine lives. To us this means projects in politically stable jurisdictions which operate under the rule of law, high grade deposits which make cash flow when metal prices are at the bottom of their cyclical patterns,

and deposits where infrastructure give us an advantage over our competitors. Woodlawn ticks all those boxes and we are confident that this project is a Company maker.

We also believe, and most pundits seem to agree, that there will be a supply demand squeeze for zinc in a couple of years which will allow projects like Woodlawn to achieve very high returns while the excellent copper, lead and precious metal grades provide a strong underpinning for profitability.

So where do we stand today?

We have a development ready high quality mining project at Woodlawn. To achieve production we must raise the necessary capital to move the project forward. As such, we are currently discussing with a number of potential investors a variety of financing scenarios, including a combination of equity, debt, royalties etc. which will allow the tailings and underground projects at Woodlawn to move forward together, as well as a more sequenced approach which would focus on the underground project initially to be followed by full mine development. While the current equity markets make the raising of equity capital highly dilutive doing nothing is not an option which makes sense to us. As Shareholders ourselves you can rest assured that your management will be working hard to structure a financing which preserves value for our Shareholders and allows us to move forward in 2014!

Personally I believe that TriAusMin will achieve its producing mining company status over the next few years and can assure you that we will work tirelessly toward that goal. We thank all of our Shareholders for their continued support of our vision for TriAusMin.

Formal business of meeting

Turning now to the formal business of this meeting.

Shareholder's received a Notice of Annual General Meeting which outlined the business matters to be addressed, and included a proxy form with an explanatory memorandum, copies of which are available on the table at the entrance should you require one.

Unless there are any objections I shall take the notice of meeting as read.

A copy of the current share register is available for inspection by Shareholders at the conclusion of the meeting.

Notice of meeting

There are a total of 9 items of business, including 8 Resolutions to be considered today. There is no other business to be brought before the meeting.

PLEASE NOTE that where proxies gave discretionary authority to the Chairman to vote on a Resolution, I intend to vote those shares in favour of each Resolution to be considered here today.

Item 1 - Financial Report, Directors' Report and Auditor's Report

The first item of business is to receive and consider the **Financial Report and accompanying reports by the Directors and the Auditor** of the Company as set out in the Annual Report. Mr. Gareth Few and Mr. John Bresolin of our audit firm BDO are available if any Shareholders would like to ask them a question.

While it is not necessary for the meeting to formally approve these reports I now invite you to ask any questions that you may have in relation to them.

Item 2 – Resolution 1 – Approval of Amendment to Constitution – Election of Directors

The next item on the agenda is **Resolution 1**, which seeks Shareholder **approval to amend the constitution by adding the TSX requirements for the annual election of all Directors**.

I refer you to the Explanatory Memorandum that was sent to you along with the Notice of Meeting for details of the background to this Resolution.

I now formally put the motion to consider and, if thought fit, to pass the following **Special** Resolution;

“That for the purposes of Section 136(2) of the Corporations Act and for all other purposes, the provisions set out in the Explanatory Memorandum be inserted as a new rule 7.3a in the Constitution with immediate effect.”

Effective 31 December 2012, section 461.1 of the TSX Company Manual requires that at each AGM, all Directors, including the Managing Director, of a TSX-listed entity must stand for re-election. Rule 7.3 of the Constitution currently contains the ASX requirement, being a rotation of one third of Directors at each AGM. As the Company maintains a secondary listing on the TSX, the constitution requires amendment to conform with the changes to the TSX Company Manual.

A special Resolution of Shareholders is required to amend the Constitution. A special Resolution requires 75% of votes to be cast in favour.

Please note that the proxy votes received by the Company in relation to this Resolution are as follows; in total, 41 proxies for 106,600,829 votes were received: 106,406,786 votes were in favour of the motion and 194,043 votes were against the motion.

Is there any discussion?

Ladies and gentlemen, the motion will now be put to the vote by a show of hands.

Those “for” please raise your hand

Those “against”

I declare the Resolution passed as a Special Resolution.

Item 3 – Resolution 2 – Re-election of Dr James Gill as a Director

The next item on the agenda is **Resolution 2** which addresses the matter of the **re-election of myself** as a Director of the Company. I will ask that my fellow Director, Mr. Bill Killinger, conduct this part of the meeting.

<BK to resume>

Mr. Chairman I formally put the motion to consider and, if thought fit, to pass the following ordinary Resolution;

“That Dr James Gill, a Director retiring in accordance with Rule 7.3a of the Company’s Constitution and the TSX Company Manual, being eligible and having offered himself for re-election, be re-elected as a Director”

Please note that the proxy votes received by the Company in relation to this Resolution are as follows; in total, 41 proxies for 89,434,392 votes were

received 89,306,276 votes were in favour of the motion and 128,116 votes were against the motion.

Is there any discussion?

Ladies and gentlemen, the motion will now be put to the vote by a show of hands.

Those “for” please raise your hand

Those “against”

I declare the Resolution passed.

Item 4 – Resolution 3 – Re-election of William Killinger as a Director

The next item on the agenda is **Resolution 3** which addresses the matter of the **re-election of Mr Bill Killinger** as a Director of the Company.

I now formally put the motion to consider and, if thought fit, to pass the following ordinary Resolution;

“That Mr William Killinger, a Director retiring in accordance with Rule 7.3a of the Company’s Constitution and the TSX Company Manual, being eligible and having offered himself for re-election, be re-elected as a Director”

Please note that the proxy votes received by the Company in relation to this Resolution are as follows; in total, 40 proxies for 104,642,820 votes were received: 104,514,704 votes were in favour of the motion and 128,116 votes were against the motion.

Is there any discussion?

Ladies and gentlemen, the motion will now be put to the vote by a show of hands.

Those “for” please raise your hand

Those “against”

I declare the Resolution passed.

Item 5– Resolution 4 – Re-election of Mr Alan Snowden as Director

The next item on the agenda is **Resolution 4** which addresses the matter of the **re-election of Mr Alan Snowden** as a Director of the Company.

I now formally put the motion to consider and, if thought fit, to pass the following ordinary Resolution;

“That Mr Alan Snowden, a Director retiring in accordance with Rule 7.3a of the Company’s Constitution and the TSX Company Manual, being eligible and having offered himself for re-election, be re-elected as a Director”

Please note that the proxy votes received by the Company in relation to this Resolution are as follows; in total, 41 proxies for 106,667,402 votes were received: 106,539,286 votes were in favour of the motion and 128,116 votes were against the motion.

Is there any discussion?

Ladies and gentlemen, the motion will now be put to the vote by a show of hands.

Those “for” please raise your hand

Those “against”

I declare the Resolution passed.

Item 6– Resolution 5 – Re-election of Mr Wayne Taylor as a Director

The next item on the agenda is **Resolution 5** which addresses the matter of the **re-election of Mr Wayne Taylor** as a Director of the Company.

I now formally put the motion to consider and, if thought fit, to pass the following ordinary Resolution;

“That Mr Wayne Taylor, a Director retiring in accordance with Rule 7.3a of the Company’s Constitution and the TSX Company Manual, being eligible and having offered himself for re-election, be re-elected as a Director”

Please note that the proxy votes received by the Company in relation to this Resolution are as follows; in total, 38 proxies for 105,148,036 votes were received: 105,019,920 votes were in favour of the motion and 128,116 votes were against the motion.

Is there any discussion?

Ladies and gentlemen, the motion will now be put to the vote by a show of hands.

Those “for” please raise your hand

Those “against”

I declare the Resolution passed.

Item 7– Resolution 6 – Re-election of Dr Robert Valliant as a Director

The next item on the agenda is **Resolution 6** which addresses the matter of the **re-election of Dr Robert Valliant** as a Director of the Company.

I now formally put the motion to consider and, if thought fit, to pass the following ordinary Resolution;

“That Dr Robert Valliant, a Director retiring in accordance with rule 7.3a of the Company’s Constitution and the TSX Company Manual, being eligible and having offered himself for re-election, be re-elected as a Director”

Please note that the proxy votes received by the Company in relation to this Resolution are as follows; in total, 41 proxies for 106,667,402 votes were received: 106,539,286 votes were in favour of the motion and 128,116 votes were against the motion.

Is there any discussion?

Ladies and gentlemen, the motion will now be put to the vote by a show of hands.

Those “for” please raise your hand

Those “against”

I declare the Resolution passed.

Item 8 – Resolution 7 – Approval of 10% Placement Facility

The next item on the agenda is **Resolution 7** which seeks Shareholder **approval for a 10% placement facility**.

I refer you to the explanatory memorandum that was sent to you along with the Notice of Meeting for details of the background to this Resolution.

I now formally put the motion to consider and, if thought fit, to pass the following **Special** Resolution;

“That, for the purposes of ASX listing Rule 7.1a and for all other purposes, Shareholders approve the issue of equity securities up to 10% of the issued capital of the Company (at the time of the issue) calculated in accordance with the formula prescribed in listing Rule 7.1a.2 and on the terms and conditions set out in the explanatory memorandum.”

I note that “equity securities” can be shares or options in the Company.

Listing Rule 7.1a was introduced on 1 August 2012 and allows small companies to “top up” their placement power from 15% to 25%, subject to a Special Resolution of Shareholders. A Special Resolution requires 75% of votes to be cast in favour.

Please note that the proxy votes received by the Company in relation to this Resolution are as follows; in total, 42 proxies for 106,606,829 votes were received: 106,163,079 votes were in favour of the motion and 443,750 votes were against the motion.

Is there any discussion?

Ladies and gentlemen, the motion will now be put to the vote by a show of hands.

Those “for” please raise your hand

Those “against”

I declare the Resolution passed as a Special Resolution.

Item 9 – Resolution 8 – Adoption of the Remuneration Report

The next item on the agenda is **Resolution 8** which proposes the **adoption of the remuneration report** which forms part of the Directors’ Report.

I now formally put the motion to consider and, if thought fit, to pass the following ordinary Resolution;

“That the Remuneration Report for the year ended 30 June 2013 included in the Director’s Report, be adopted.”

Please note that the proxy votes received by the Company in relation to this Resolution are as follows; in total, 34 proxies for 80,753,506 votes were received: 80,294,256 votes were in favour of the motion and 459,250 votes were against the motion.

Is there any discussion?

Ladies and gentlemen, the motion will now be put to the vote by a show of hands.

I propose that the Resolution be put to the vote by a show of hands.

Those “for” please raise your hand

Those “against”

I declare the Resolution passed.

Conclusion of formal business

Ladies and gentlemen, that concludes the formal business of this meeting and therefore, I would like to formally close the meeting and on behalf of the Board of Directors I thank you for your attendance today.

Presentation

I will now invite the Managing Director and Chief Executive Officer, Mr Wayne Taylor, to make a presentation to you on the business of the Company over the past twelve months and also to give you a preview of what lies ahead.