

**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR  
IMMEDIATE ATTENTION**

**MONO RESOURCES LIMITED**

**ACN 131 715 645**

**NOTICE OF ANNUAL GENERAL MEETING**

THIS DOCUMENT COMPRISES A NOTICE OF ANNUAL GENERAL MEETING OF MONO RESOURCES LIMITED TO BE HELD ON MONDAY 30 NOVEMBER 2009 AT 11.00AM AT LEVEL 39, 2 PARK STREET, SYDNEY (CITIGROUP CENTRE). NOTE THAT IN ORDER FOR ANY PROXIES TO BE VALID FOR USE AT THIS ANNUAL GENERAL MEETING THESE PROXIES MUST BE COMPLETED AND RETURNED NO LATER THAN 11.00 AM (AEDT) ON SATURDAY 28 NOVEMBER 2009.

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### PART 1 ABOUT THESE DOCUMENTS

Shareholders in Mono Resources Limited (the **Company**) are being asked to consider the Resolutions set out in this Notice.

You can vote by:

- (a) attending and voting at the Meeting; or
- (b) appointing someone as your proxy to attend and vote at the Meeting on your behalf, by completing and returning the Proxy Form to the Company in the manner set out on the Proxy Form. Part 5 of this document package comprises the Proxy Forms and the manner in which the Proxy Forms are to be completed is specified in this Part 5. For the Proxy Form to be valid and therefore used at the meeting in accordance with your directions it is important that you properly follow the directions set out in the Proxy Forms.

***Please read the whole of the document carefully and determine how you wish to vote. Once you have decided how you wish to cast your vote follow the instruction on the included***

**PART 2 LETTER FROM CHAIRMAN**

27 October 2009

Dear Shareholder

Enclosed with this letter is a Notice of the Annual General Meeting of the Company.

You will note that the proposed resolution headed "Special Business" is a resolution to adopt a new Constitution of the Company. At the time of listing the Company undertook to amend the Constitution to make it compliant with the NSX and ASX Listing Rules.

The new Constitution is fully compliant and is available for review on the Company's website or at its registered office.

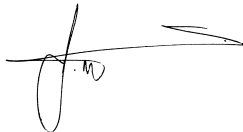
**Recommendation**

The directors unanimously recommend that you vote in favour of all of the resolutions.

***Your vote is important and as a Board we encourage you to either attend the Meeting in person or complete the Proxy Form accompanying the Notice of Meeting and return it in accordance with the directions provided.***

I look forward to seeing you at the meeting.

Yours sincerely

A handwritten signature in black ink, appearing to be 'G. Monemvasitis', with a long horizontal stroke extending to the right.

**Mr George Monemvasitis**  
Chairman

**PART 3 NOTICE OF ANNUAL GENERAL MEETING**

Notice is hereby given that the Annual General Meeting of Mono Resources Limited ACN 131 715 645 (the **Company**) will be held at 11.00AM on Monday 30 November 2009 at Level 39, 2 Park Street, Sydney (Citigroup Centre).

**ORDINARY BUSINESS****1. To receive the Accounts**

To receive the Reports of Directors and Auditors and the Financial Report for the year ended 30 June 2009.

**2. To adopt the Remuneration Report**

To consider, and if thought fit, pass the following non – binding resolution:  
“ To adopt the remuneration report for the year ended 30 June 2009 “

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

**3. To elect a Director**

Mr George Monemvasitis retires by rotation as a Director pursuant to the Company's Constitution and, being eligible, offers himself for re-election.

**4. To elect a Director**

Mr Gary Kuo retires by rotation as a Director pursuant to the Company's Constitution and, being eligible, offers himself for re-election.

**SPECIAL BUSINESS****1. To be passed as a Special Resolution**

That the Company adopt a new Constitution, a copy of which can be viewed at the Company's website <http://www.monoresources.com.au/> or at the Company's registered office:

DUNCAN DOVICO  
LEVEL 4  
5-9 HARBOUR VIEW CRESCENT  
MILSONS POINT, NSW 2061

**PART 4 NOTICE REQUIREMENTS FOR RESOLUTIONS**

Special notice requirements apply in respect of the Special Resolution which require 28 days prior notice to be given in the Notice of Annual General Meeting. Such notice having been given constitutes sufficient notice for the purposes of the *Corporations Act*.

**PART 5 PROXIES AND PROXY FORMS**

- (a) **Right to appoint:** Each member entitled to vote at the meeting has the right to appoint a proxy to attend and vote for the member at the meeting. To appoint a proxy, use the Proxy Form sent out with this Notice.
- (b) A proxy or attorney is not entitled to vote while the member appointing them is present at the meeting.
- (c) **Who may be a proxy:** A member can appoint anyone to be their proxy. A proxy need not be a member of the Company. The proxy appointed can be described in the Proxy Form by an office held, eg "Chair of the Meeting".
- (d) **Two proxies:** A member who is entitled to two or more votes at the meeting, may appoint two proxies. Where two proxies are appointed the Proxy Form must specify the proportion, or the number, of votes that each proxy may exercise.
- (e) **Signature(s) of individuals:** In the case of members who are individuals, the Proxy Form must be signed if the shares are held:
  - (i) by one person, by that member, or
  - (ii) in joint names, by any one of them.
- (f) **Signatures on behalf of companies:** In the case of members which are companies, the Proxy Form must be signed:
  - (i) if it has a sole director who is also sole secretary, by that director (and stating that fact next to or under the signature on the Proxy Form); or
  - (ii) in the case of any other company, by two directors or by a director and secretary.

The use of the common seal of the company on the Proxy Form is optional.

- (g) **Lodgement place and deadline:** Proxy forms must be received by Computershare Investor Services Pty Limited with the original or a certified copy of the authority under which the Proxy Form is signed (if the Proxy Form is signed by an attorney or other representative):

BY MAIL:                      Computershare Investor Services Pty Limited  
   GPO Box 242  
   Melbourne VIC 3001

BY HAND:                     Computershare Investor Services Pty Limited  
   Level 19, 307 Queen Street  
   Brisbane, QLD 4000

BY FACSIMILE:              1800 783 447 (or +61 3 9473 2555)

BY INTERNET:               Cast your proxy vote at [www.investorcenter.com.au](http://www.investorcenter.com.au), by following the instructions on the enclosed proxy form.

by no later than 11.00AM (AEDT) on Saturday 28 November 2009.

**CORPORATE REPRESENTATIVES**

A body corporate may appoint an individual to act as its representative to exercise any of the powers the body may exercise at meetings of a company's members. Unless otherwise stated, the corporate representative may exercise all of the powers the appointing body can exercise. The certificate evidencing the appointment of a corporate representative (or a photocopy or facsimile of it) shall be sufficient evidence of the authority of the representative (or a photocopy or facsimile of it) must be received by the Computershare Investor Services Pty Limited, GPO Box 242, Melbourne VIC 3001 by facsimile on 1800 783 447 (or +61 3 9473 2555) by no later than 11.00AM (AEDT) on Saturday 28 November 2009

**MEMBERS WHO ARE ENTITLED TO VOTE**

In accordance with Section 1109N of the *Corporations Act*, the Directors have determined that a person's entitlement to vote at the meeting will be the entitlement of that person set out in the register of members as at 7.00PM (AEDT) on 28 November 2009