

**GOLDEN DEEPS LTD
A.B.N. 12 054 570 777
NOTICE OF ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN that the Annual General Meeting of Members of Golden Deeps Ltd will be held at the Celtic Club Inc, 48 Ord Street, West Perth, Western Australia on Thursday, 27th November 2003 at 9:45am.

BUSINESS OF THE MEETING

Accounts and reports

To receive and consider the financial statements and the reports of the directors and the auditors for the year ended June 30, 2003.

Ordinary business

1. To consider, and if thought fit, to pass the following ordinary resolution:

That Mr Alex Clemen, who retires by rotation in accordance with the company's constitution, be re-elected a director of the company.

2. To consider and if thought fit to pass the following resolution as an ordinary resolution:

That Mr David Zukerman, who was appointed as a director on August 18 2003 and retires in accordance with the company's constitution, be re-elected a director of the company.

BY ORDER OF THE BOARD

B R McCullagh
COMPANY SECRETARY
29th September 2003

**GOLDEN DEEPS LTD
A.B.N. 12 054 570 777
FORM OF PROXY**

The Secretary, Golden Deeps Ltd
1st Floor, 8 Parliament Place, WEST PERTH WA 6005

I/We.....
of.....
being a holder of shares in the capital of Golden Deeps Ltd hereby appoint
.....
of.....

or failing him, the Chairman of the meeting as my/our proxy to vote on my/our behalf at the Annual General Meeting of the Company to be held on Thursday, 27th November 2003 and at any adjournment thereof, in the manner indicated below, or in the absence of indication as he or she thinks fit.

A statement of the Chairman's voting intentions in relation to undirected proxies.

*If you do **not** wish to direct your proxy how to vote, please place a mark in the box.*

By marking this box you acknowledge that the Chairman may exercise your proxy even if he has an interest in the outcome of the resolution and votes cast by him other than as proxy holder will be disregarded because of that interest.

The Chairman intends to vote for the resolution.

Ordinary Business

- | | | | | | | | |
|----|--|-----|--------------------------|---------|--------------------------|---------|--------------------------|
| 1. | To elect Mr A Clemen as a Director | For | <input type="checkbox"/> | Against | <input type="checkbox"/> | Abstain | <input type="checkbox"/> |
| 2. | To elect Mr D N Zukerman as a Director | For | <input type="checkbox"/> | Against | <input type="checkbox"/> | Abstain | <input type="checkbox"/> |

(Shareholders to indicate by a tick in the box above how a proxy holder is to vote in respect of the above resolutions).

Signed by the said member this day of 2003.

.....

Shareholders Signature Witness

or

The Common Seal of the member
was hereunto affixed in accordance Director

with its Constitution

.....
Director Secretary

Attendance and Voting Eligibility

For the purposes of the meeting, securities will be taken to be held by the persons who are registered holders at 9:00am on Wednesday, 26th November 2003. Accordingly, transactions registered after that time will be disregarded in determining entitlements to attend and vote at the meeting.

Proxies

A member of the Company entitled to attend and vote at the meeting shall be entitled to appoint not more than two other persons (whether members of the company or not) as the member's proxy or proxies, to attend and vote on the member's behalf. Where two proxies are appointed the appointments shall be of no effect unless each proxy is appointed to represent a specified proportion of the member's voting rights. Forms of proxy must be deposited at the registered office of the company in Perth not less than forty-eight (48) hours before the time appointed for the holding of the meeting.