

auzex RESOURCES
LIMITED

Auzex Resources Limited

ABN 74 106 444 606

Renounceable rights issue Offer Booklet

Renounceable pro-rata entitlement offer to each Eligible Shareholder on the basis of 1 Share for every 5 Existing Shares held on the Record Date, at an Offer Price of \$0.24 per Share and offer of Additional Shares under a shortfall facility

The Offer closes at 5.00pm (Sydney time) on 16 November 2011, unless otherwise extended

This Offer Booklet is important and requires your immediate attention. This Offer Booklet should be read in its entirety. If you do not understand its contents or are in doubt about what to do, you should consult your stockbroker or a professional adviser.



**BBY Limited
Financial Advisor**

Important Information

Offer

This Offer is dated 2 November 2011 and is made under section 708AA of the Corporations Act.

This Offer Booklet is not a prospectus or other disclosure document under Part 6D.2 of the Corporations Act and is not required to be lodged or registered with ASIC. This Offer Booklet does not contain all of the information which would otherwise be required to be disclosed in a prospectus or other disclosure document, and does not necessarily contain all of the information which an investor may require to make an informed investment decision.

By returning an Entitlement and Acceptance Form or otherwise paying for your Shares or Additional Shares through BPAY[®] in accordance with the instructions on the Entitlement and Acceptance Form, you acknowledge that you have read this Offer Booklet and you have acted in accordance with and agree to the terms of the Offer.

Participation by overseas shareholders

No action has been taken to permit the offer of Shares under this Offer in any jurisdiction other than Australia or New Zealand.

This Offer Booklet does not, and is not intended to, constitute an offer or invitation in any place in which, or to any person to whom, it would not be lawful to make such an offer or invitation. This Offer Booklet is not to be distributed in, and no offer of Shares or Additional Shares is to be made in, countries other than Australia or New Zealand and such other jurisdictions (and to such other Shareholders) that the Company determines are eligible to participate in the Offer. Shares are offered to Shareholders with a registered address in New Zealand in reliance on the Securities Act (Overseas Companies) Exemption Notice 2001 (New Zealand).

This Offer Booklet is not an investment statement or prospectus under New Zealand law, and may not contain all the information that an investment statement or prospectus under New Zealand law is required to contain.

No representations

No person is authorised to give any information or to make any representation in connection with the Offer which is not contained in this Offer Booklet. Any information or representation in connection with the Offer not contained in this Offer Booklet may not be relied on as having been authorised by the Company or its officers.

Glossary of Terms

Certain terms and abbreviations used in this Offer Booklet have defined meanings as set out in the glossary in Section 3 of this Offer Booklet.

2 November 2011

Unit 441 Skyline Apartments
30 Macrossan Street
Brisbane Qld 4000 Australia
GPO Box 3249
Brisbane Qld 4001 Australia
Tel +61 7 3333 2722
Email: enquiries@auzex.com
www.auzex.com

Dear Shareholder

Renounceable rights issue

As you are aware, the Company is in the process of completing a capital raising to raise up to \$8 million.

The first part of the raising was a placement to sophisticated and institutional investors. The Placement was completed on 28 October 2011 and raised approximately \$3.4 million before offer costs. I am delighted that the capital raising has been well supported by our existing shareholders in addition to new Shareholders which the Board welcomes to the Company at this very exciting stage in its development.

The second element of the capital raising is a fully underwritten renounceable rights issue to raise an additional \$4.6 million. The rights issue comprises a renounceable pro-rata entitlement offer to each Eligible Shareholder on the basis of 1 Share for every 5 Existing Shares held on the Record Date of 27 October 2011. Eligible Shareholders will also be able to apply under a shortfall facility for shares in addition to their entitlement. The Offer Price is the same as the Placement price of \$0.24 per Share.

The Company has entered an underwriting agreement with BBY Limited for the full amount of the rights Issue. The underwriting agreement is in usual form and contains provisions regarding the ability of the Underwriter to terminate its underwriting obligations, and representations, warranties and undertakings of the Company, which are customarily found in underwriting agreements for transactions of the nature, size and type of the Offer. The fees payable to the Underwriter comprise an underwriting commission of 5% and a management fee of 1% of the underwritten amount. GST is additional.

The rights issue is a renounceable offer meaning that if you do not wish to accept the offer you may trade your rights to subscribe for Shares under the Offer on the ASX during the rights trading period which commenced on 21 October and will end on 9 November 2011.

The funds will be used to fund Auzex's share of joint venture expenditure in relation to the Bullabulling Gold Project, transactions costs of the merger with GGG and general working capital.

Preparations for the merger with GGG Resources are progressing well and we expect the transaction to create the Bullabulling Gold Limited to be completed in early 2012. A key step is the proposed demerger of Auzex's non-Bullabulling exploration assets and the Company will provide further details about the demerger shortly.

On behalf of the Board, I am pleased to enclose an Offer Booklet in relation to the rights issue.

I encourage you to read this Booklet carefully. It contains important information to help you to make an informed decision about whether to participate in the Offer. On behalf of the Auzex Board, thank you for your continued support of Auzex.

Yours sincerely



Chris Baker
Chairman

SUMMARY OFFER INFORMATION

Offer Price per Share	\$0.24 per Share
Shares on issue at the Record Date	95,347,378
Entitlement	1 Share for every 5 Existing Shares held on the Record Date
Shares issued on 28 October 2011 on placement	14,279,082
Maximum number of Shares to be issued under the Offer*	19,069,476
Maximum amount which may be raised under the Offer*	\$4,576,674
Maximum number of Shares on issue after the Offer*	128,695,936

* Subject to the effects of rounding and the number of acceptances under the Offer and before the costs of the Offer

KEY DATES

Announcement of Offer	19 October 2011
Rights Trading Opens	21 October 2011
Record Date	27 October 2011 (7.00pm Sydney time)
Offer opening date	2 November 2011
Rights Trading ends	9 November 2011
Offer closing date	16 November 2011 (5.00pm Sydney time)
Shares are allotted and issued	24 November 2011
Despatch of holding statements	24 November 2011
Normal ASX trading for Shares commences	25 November 2011

These dates are indicative only and are subject to change. The Company reserves the right to amend this indicative timetable at any time and in particular, subject to the Corporations Act and ASX Listing Rules, to extend the latest date for receipt of Entitlement and Acceptance Forms, to accept late Entitlement and Acceptance Forms either generally or in particular cases, or to cancel the Offer without prior notice. Any change to these key dates will be communicated to Shareholders by ASX announcement.

1. DETAILS OF THE OFFER

1.1 Background

On 17 October 2011, the Company announced a capital raising to raise up to \$8 million by way of:

- a placement to institutional and sophisticated investors to raise approximately \$3.4 million; and
- a renounceable pro-rata entitlement offer to raise up to approximately \$4.6 million.

The placement was completed on 28 October 2011.

1.2 Offer

Under the Rights Issue, Eligible Shareholders of the Company can subscribe for 1 Share for every 5 Existing Shares that they hold at the Record Date at an issue price of \$0.24 per Share. Fractional entitlements to Shares will be rounded up to the nearest whole number.

The Entitlement of each Eligible Shareholder under the Offer is shown on the personalised Entitlement and Acceptance Form accompanying this Offer Booklet. If you have more than one holding of Shares, you will be sent more than one personalised Entitlement and Acceptance Form and you will have a separate Entitlement for each holding.

If you wish to apply across more than one holding of Shares then you will need to submit one form for each holding in respect of which you wish to submit an application. Alternatively, use the BPAY® reference number that is unique to each individual shareholding and which can be found on your personalized Entitlement and Acceptance form.

If you are an Eligible Shareholder and did not receive your personalised Entitlement and Acceptance Form, please call the Company's Share Registry on the number in the Corporate Directory.

1.3 Shortfall Facility

Eligible Shareholders may also apply for Additional Shares (which are Shares that are not taken up by Eligible Shareholders) in excess of their Entitlement.

The allocation of Additional Shares will be limited to the number of Shortfall Shares (if any) and will be at the discretion of the Directors in consultation with any Underwriter. Shareholders who apply for Additional Shares may receive fewer Additional Shares than the number applied for or none at all.

The Board reserves the right to issue any Additional Shares which are not subscribed for by Eligible Shareholders at their discretion within 2 months after the Closing Date.

1.4 Eligible Shareholders

An Eligible Shareholder is a shareholder who, at the Record Date, is recorded on the Register and has a registered address in Australia or New Zealand.

1.5 Opening Date and Closing Date

The Offer opens on 2 November 2011. The Company will accept Entitlement and Acceptance Forms until 5.00pm (Sydney time) on 5.00pm Sydney time 16 November 2011, or such other date as the Directors in their absolute discretion determine, subject to the ASX Listing Rules.

1.6 Rights trading

The Entitlements under the Offer are renounceable. Accordingly, you may trade on ASX your rights to subscribe for Shares under the Offer to any other party during the rights trading period which commenced on 21 October 2011 and ends on 9 November 2011. If you do not take up or trade your Entitlements to the Shares under the Offer by the Closing Date, the Offer to you will lapse.

1.7 Allotment and issue of Shares

Shares are expected to be allotted and issued on 24 November 2011 (subject to variation at the discretion of the Company).

The expected date for despatch of holding statements is 24 November 2011. It is the responsibility of the Applicants to determine their allocation prior to trading in the Shares. Applicants who sell Shares before they receive their holding statements will do so at their own risk.

1.8 Overseas shareholders

The Offer is not being extended to Shareholders with a registered address outside of Australia or New Zealand because of the small number of such Shareholders, the number and value of Shares they hold, and the cost of complying with the applicable regulations in the jurisdictions outside of Australia or New Zealand and other jurisdictions determined by the Company.

1.9 ASX quotation

An application has been made to ASX for official quotation of the Shares. If permission for quotation is not granted by ASX, the Shares will not be allotted and Application Monies will be refunded (without interest) as soon as practicable.

1.10 CHES

Under CHES, Applicants will not receive a certificate but will receive a statement of their holding of Shares.

If you are broker sponsored, and you take up your Entitlement, ASX Settlement will send you a CHES statement. The CHES statement will set out the number of Shares issued under this Offer Booklet, provide details of your holder identification number and the participant identification number of the sponsor.

If you are registered in the issuer sponsored subregister, your statement will be despatched by the Share Registry and will contain the number of Shares issued to you under this Offer Booklet and your security holder reference number.

1.11 Application Monies

Until the Shares are issued, the Company will hold the Application Monies on trust. The account will be established and kept solely for the purpose of depositing Application Monies and retaining those funds for as long as required under the Corporations Act.

Any interest accrued on Application Monies will be retained by the Company and will not be paid to the relevant Eligible Shareholder including if the Offer is cancelled or withdrawn.

1.12 Taxation implications

Shareholders should be aware that there may be taxation implications of participating in the Offer and subscribing for Shares. Shareholders should consult their own professional taxation advisers to obtain independent advice in relation to the taxation laws and regulations applicable to their personal circumstances.

2. HOW TO DEAL WITH YOUR ENTITLEMENT

2.1 Acceptance of the Shares under this Offer Booklet

Acceptance of the Offer must be made on the Entitlement and Acceptance Form accompanying this Offer Booklet. Acceptance may be for:

- all of your Entitlement; or
- part of your Entitlement.

Eligible Shareholders may also apply for Additional Shares. If any acceptance exceeds the Entitlement, the Directors may deem that acceptance to be acceptance for the full Entitlement and an application for Additional Shares.

If you provide insufficient funds to meet the Application Monies due to take up your Entitlement your Application may be rejected. Please follow the instructions on the Entitlement and Acceptance form in regards to how to complete and submit your Application.

2.2 To accept your Entitlement in full

If you wish to take up your Entitlement to Shares in full, you should complete the Entitlement and Acceptance Form and send the completed Entitlement and Acceptance Form together with your cheque for the Application Monies to the Share Registry.

Completed Entitlement and Acceptance Forms must reach the Share Registry by no later than 5.00pm (Sydney time) on the Closing Date.

As an alternative you may pay Application Monies by BPAY® and those Application Monies must reach the Share Registry by no later than 5.00pm (Sydney time) on the Closing Date.

Please note that should you choose to use BPAY® to pay for your Application Monies:

- you do not need to submit the personalised Entitlement and Acceptance Form but are taken to make the declarations on that form; and
- if you do not pay for your full Entitlement, you are deemed to have taken up your Entitlement in respect of such whole number of Shares which is covered by your Application Monies.

2.3 If you wish to apply for Additional Shares

If you wish to apply for Additional Shares, follow the instructions on the Entitlement and Acceptance Form and specify the total number of Additional Shares you wish to apply for.

You must provide the Application Monies by cheque, bank draft or BPAY for the total number of Additional Shares you wish to apply for. The allocation of Additional Shares will be limited to the number of Shortfall Shares (if any) and will be at the discretion of the Directors in consultation with any Underwriter.

There is no guarantee that you will receive Additional Shares. Shareholders who apply for Additional Shares may receive fewer Additional Shares than the number applied for or none at all. If you do not receive any or all of the Additional Shares you applied for, any excess Application Monies will be returned to you (without interest) by way of cheque to your registered address.

2.4 To accept your Entitlement in part

If you wish to take up your Entitlement to Shares in part, complete the Entitlement and Acceptance Form for those Entitlements you wish to accept. The completed Entitlement and Acceptance Form must reach the Share Registry by no later than 5.00pm (Sydney time) on the Closing Date.

As an alternative you may pay Application Monies by BPAY® and those Application Monies must reach the Share Registry by no later than 5.00pm (Sydney time) on the Closing Date.

Please note that should you choose to use BPAY® to pay for your Application Monies:

- you do not need to submit the personalised Entitlement and Acceptance Form but are taken to make the declarations on that form; and
- you are deemed to have taken up your Entitlement in respect of such whole number of **Shares which is covered by your Application Monies.**

2.5 Non-acceptance

If you do not wish to accept all or part of your Entitlement do not take any action, you are not obliged to do anything and your Entitlement will automatically lapse. You will receive no payment for your lapsed Entitlement. The Shares that relate to part of your Entitlement that has not been accepted may be sold under the Additional Share offer.

2.6 Enquiries concerning your Entitlement

If you have any questions concerning your Entitlement, please contact the Share Registry, Computershare Investor Services by telephone on 1300 368 498.

2.7 Entitlement and Acceptance Form is binding

Receipt of payment of Application Monies whether by BPAY® or by cheque and a completed and lodged Entitlement and Acceptance Form constitutes a binding offer to acquire Shares on the terms and conditions set out in this Offer Booklet and an acknowledgement by you that you have received and read this Offer Booklet, you have acted in accordance with the terms of the Offer detailed in this Offer Booklet, and that you agree to all of the terms and conditions as detailed in this Offer Booklet.

The Entitlement and Acceptance Form, once lodged, cannot be withdrawn.

The Entitlement and Acceptance Form does not need to be signed to be binding. If the Entitlement and Acceptance Form is not completed correctly, the Company in its absolute discretion can reject it or treat it as valid. The Company's decision as to whether to accept or reject an Entitlement and Acceptance Form or how to interpret an incorrectly completed Entitlement and Acceptance Form is final.

2.8 Privacy

As a Shareholder, the Company and the Share Registry have already collected certain personal information from you.

If you apply for Shares, the Company and the Share Registry may update that personal information and collect additional personal information. The Company and the Share Registry collect, hold and use that information to assess your application, service your needs as a Shareholder, facilitate dividend payments and corporate communications to you as a Shareholder and carry out administration.

You can access, correct and update the personal information that we hold about you. Please contact the Company or its Share Registry if you wish to do so at the relevant contact numbers in this Offer Booklet.

Collection, maintenance and disclosure of certain personal information is governed by legislation including the Privacy Act 1998 (Cth) and the Corporations Act. You should note that if you do not provide the information required on the Entitlement and Acceptance Form, the Company may not be able to accept or process your application.

3. GLOSSARY

A\$ or \$	Australian dollar.
Additional Shares	Shares that Eligible Shareholders may apply for under Section 1 of this Offer Booklet in excess of their Entitlement.
Applicant	An Eligible Shareholder who accepts their Entitlement.
Application	An application for a specified number of Shares by an Applicant under this Offer Booklet.
Application Monies	Funds accompanying a completed Entitlement and Acceptance Form.
ASIC	The Australian Securities and Investment Commission.
ASX	ASX Limited ABN 98 008 624 691 or the financial market operated by it, as the context requires.
ASX Listing Rules	The listing rules of ASX.
ASX Settlement	ASX Settlement Pty Ltd ABN 49 001 504 532
Board	The Directors acting as a board of the Company.
CHESS	The Clearing House Electronic Subregister System operated by ASX Settlement.
Closing Date	5.00pm (Sydney time) 16 November 2011.
Company	Auzex Resources Limited ABN 74 106 444 606
Corporations Act	<i>Corporations Act 2001</i> (Cth)
Director	Director of the Company.
Eligible Shareholder	Shareholders on the Record Date with a registered address in Australia or New Zealand.
Entitlement	The number of Shares each Eligible Shareholder is offered under the Offer as designated on their personalised Entitlement and Acceptance Form.
Entitlement and Acceptance Form	The entitlement and acceptance form which is included in or accompanies this Offer Booklet.
Existing Shares	Shares on issue at the Record Date.
Offer or Rights Issue	The renounceable pro-rata offer of Shares and offer of Additional Shares under this Offer Booklet.
Offer Period	2 November 2011 to 5.00pm (Sydney time) 16 November 2011, or any other date as may be determined by the Company.
Offer Price	\$0.24 per Share.
Offer Booklet	This offer booklet.
Opening Date	2 November 2011
Record Date	7.00pm (Sydney time) 27 October 2011.
Share	A fully paid ordinary share in the capital of the Company offered and issued under this Offer Booklet, the terms and conditions of which are set out in this Offer Booklet.
Shareholder	A holder of Shares as recorded by the Share Registry.
Share Registry	Computershare Investor Services Pty Ltd
Shortfall Shares	Shares available under the renounceable pro-rata offer of Shares that are not subscribed for by Eligible Shareholders by 5.00pm (Sydney time) on the Closing Date
Underwriter	BBY Limited ACN 006 707 777

4. CORPORATE DIRECTORY

Board of Directors

Mr Chris Baker, Chairman
Mr John Lawton, Managing Director
Dr Gregor Partington, Director
Mr Paul Frederiks, Director
Mr Eugene Iliescu, Director

Auditors

Ernst & Young
Level 5 Waterfront Place
1 Eagle Street
Brisbane Qld 4000
Australia

Financial Advisor

BBY Limited
Level 17
60 Margaret Street
Sydney NSW 2000

Registered Office

Level 16, Waterfront Place
1 Eagle Street
Brisbane QLD 4000
Phone: 07 3333 2722
Facsimile: 07 3832 6317

Website: <http://www.auzex.com>
ASX code: AZX

Company Secretary

Mr Paul Frederiks

Legal Advisor

Thomsons Lawyers
Level 16, Waterfront Place
1 Eagle Street
Brisbane QLD 4000

Share Registry

Computershare Investor Services Pty Ltd
117 Victoria Street
West End QLD 4101
Phone: 1300 787 272

Principal Place of Business

Unit 441
30 Macrossan Street
Brisbane QLD 4000

000001
000
SAM
MR JOHN SMITH 1
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

Securityholder Reference Number (SRN)



I 1234567890 I N D

Use a **black** pen.
Print in **CAPITAL** letters
inside the grey areas.

A	B	C
1	2	3

For your security keep your SRN/HIN confidential.

Entitlement and Acceptance Form (including Additional Securities)

This personalised form can only be used in relation to the securityholding represented by the SRN or HIN printed above. This is an important document and requires your immediate attention. If you are in doubt about how to deal with this document, please consult your financial or other professional adviser.

Renounceable Rights Issue closing 5:00pm (AEDT) on 16 November 2011 and offer of Additional Shares under a shortfall facility

Renounceable Rights Issue on the basis of 1 new Share for every 5 Shares registered and entitled to participate at the record date at an issue price of A\$0.24 per new Share and offer of Additional Shares under a shortfall facility.

If your holding is held on the CHESS subregister the rights referred to in this Entitlement and Acceptance Form may be transferred electronically in CHESS without surrendering this Entitlement and Acceptance Form.

This Entitlement and Acceptance Form should not be relied upon as evidence of the current entitlement of the person named in this Entitlement and Acceptance Form.

Receipt of the slip below by 5:00pm (AEDT) on 16 November 2011 with your payment, utilising the payment options detailed overleaf, will constitute acceptance in accordance with the terms and conditions of the Offer Booklet dated 2 November 2011. Rights trading commenced on 21 October 2011 and is expected to close on 9 November 2011.

I/We enclose my/our payment for the amount shown below being payment of A\$0.24 per new Share. I/We hereby authorise you to register me/us as the holder(s) of the Shares allotted to me/us, and I/we agree to be bound by the Constitution of the Company.

See back of form for completion guidelines

A Securityholder Entitlement details	
Subregister	Issuer
Existing Shares entitled to participate at Record Date on 27 October 2011	XXX,XXX,XXX
Entitlement to new Shares on a 1 for 5 basis	XXX,XXX,XXX
Amount payable on full acceptance at A\$0.24 per new Share	X,XXX,XXX.XX
Entitlement Number	123456789012

▼ PLEASE DETACH HERE ▼

Paperclip cheque(s) here. Do not staple.	auzex RESOURCES LIMITED ABN 74 106 444 606	Please see overleaf for Payment Options			Biller Code: 193144
		Ent: X,XXX	Pay: X,XXX		Ref No: 1234 5678 9012 3456 78

B Number of new Shares applied for	C Number of Additional Shares applied for	D Amount enclosed at A\$0.24 per new Share
<input type="text"/>	<input type="text"/>	A\$ <input type="text"/>

E Payment Details – Please note that funds are unable to be directly debited from your bank account				
Drawer	Cheque number	BSB number	Account number	Cheque amount
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	A\$ <input type="text"/>

Make your cheque or bank draft payable to Auzex Resources Limited Offer

F Contact Details	Contact person's daytime telephone number
Please provide your contact details in case we need to speak to you about this slip	
Name of contact person	()
<input type="text"/>	<input type="text"/>

1234567890123456+1234567890-1234+12

How to complete the Entitlement and Acceptance form

Please note that photocopies of this form will not be accepted. These instructions are cross-referenced to each section of the Entitlement and Acceptance Form.

A Details of your Entitlement based on your Securityholding at 7:00pm (AEDT) on 27 October 2011 are shown in box A on the front of this Entitlement Form.

B New Shares Accepted

You can apply to accept either all or part of your Entitlement. Enter in box B the number of new Shares you wish to accept from your Entitlement.

Please ensure you complete Section B on the bottom of the form.

C Additional Securities Applied for

Enter the number of Additional new Shares you wish to apply for (if any).

No Eligible Securityholder is assured of receiving any new Shares applied for in excess of their Entitlement and any amount by which applications from Eligible Securityholders exceed their Entitlements may be scaled back at Auzex Resources Limited's discretion, in such manner as Auzex Resources Limited considers is reasonable in the circumstances.

Please ensure you complete Section C on the bottom of the form.

D Acceptance Monies

Enter the total amount of Application Monies payable. To calculate this amount, multiply the total number of new Shares applied for in box B, and if applicable, box C, by A\$0.24.

Please ensure you complete Section D on the bottom of the form.

E Payment Details

You can apply for shares by utilising the payment options detailed below. **Please note that funds are unable to be directly debited from your bank account.**

By making your payment using either electronic means or by cheque, bank draft or money order, you confirm that you:

- agree to all of the terms and conditions as detailed in the Offer Booklet dated 2 November 2011.

Your cheque, money order or bank draft must be made in Australian currency and drawn on an Australian branch of a financial institution. Such payment must be made payable to Auzex Resources Limited Offer and crossed "Not Negotiable". Payments not properly drawn may be rejected.

Cheques will be processed on the day of receipt and as such, sufficient cleared funds must be held in your account as cheques returned unpaid may not be re-presented and may result in your Acceptance form being rejected. Paperclip (do not staple) your cheque(s) to the form where indicated. Cash will not be accepted. Receipt of payment will not be forwarded.

F Contact Details

Enter the name of a contact person and telephone number. These details will only be used in the event that the registry has a query regarding the slip below.

The directors reserve the right to make amendments to this form where appropriate.

Lodgement of Acceptance

If you are applying for shares and your payment is being made by BPAY®, you do not need to return the slip below. Your payment must be received by no later than 5:00pm (AEDT) on 16 November 2011.

Applicants should be aware that their own financial institution may implement earlier cut off times with regards to electronic payment, and should therefore take this into consideration when making payment. Ensure you have read and accurately followed your banking institution's BPAY FAQ or other instructions prior to making multiple payments for multiple holdings under this offer. Neither CIS nor Auzex Resources Limited's accepts any responsibility for loss incurred through incorrectly completed BPAY payments. It is the responsibility of the applicant to ensure that funds submitted through BPAY are received by this time.

If you are paying by cheque, bank draft or money order, the slip below must be received by Computershare Investor Services Pty Limited (CIS) Melbourne by no later than 5:00pm (AEDT) on 16 November 2011. You should allow sufficient time for this to occur. A reply paid envelope is enclosed for securityholders in Australia. New Zealand holders will need to affix the appropriate postage. Return the slip below with cheque attached.

Neither CIS nor the Company accepts any responsibility if you lodge the slip below at any other address or by any other means.

Sale of your Entitlement in full by your Stockbroker/Agent

If you wish to sell your rights entitlement in full, you should instruct:

- Your Stockbroker personally and provide details as requested which appear overleaf.

DO NOT forward your requests for sale to the registry

Disposal of your Entitlement other than through a Stockbroker for Rights held on the Issuer Sponsored Subregister

A Standard Renunciation Form must be used for an off market transfer of rights. These forms may be obtained from your Stockbroker or the Share registry.

Sale of your Entitlement in part by your Stockbroker/Agent and acceptance of the balance

If you wish to sell part of your rights entitlement and accept the balance you should instruct:

- Your Stockbroker personally and provide details as requested which appear overleaf, AND
- Forward the slip below to CIS with your Acceptance Monies OR make payment using BPAY if you wish to accept part of your Entitlement.

This form may not be used to notify your change of address.

CHES holders must contact their Controlling Participant to notify a change of address.

® Registered to BPAY Pty Ltd ABN 69 079 137 518

Payment Options:



Billers Code: 123456

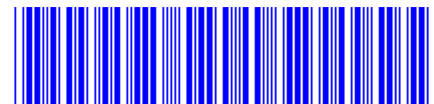
Ref No: 1234 5678 9012 3456 78

Telephone & Internet Banking – BPAY

Call your bank, credit union or building society to make this payment from your cheque or savings account. More info: www.bpay.com.au



By Mail
Auzex Resources Limited
Computershare Investor
Services Pty Limited
GPO Box 505
Melbourne, Victoria 3001
AUSTRALIA



Entitlement Number: <xxxxxxxxxx>

SAMPLE CUSTOMER
SAMPLE STREET
SAMPLE STREET
SAMPLE STREET
SAMPLE STREET
SAMPLETOWN TAS 7000

Privacy Statement

Personal information is collected on this form by CIS, as registrar for securities issuers ("the issuer"), for the purpose of maintaining registers of securityholders, facilitating distribution payments and other corporate actions and communications. Your personal information may be disclosed to our related bodies corporate, to external service companies such as print or mail service providers, or as otherwise required or permitted by law. If you would like details of your personal information held by CIS, or you would like to correct information that is inaccurate, incorrect or out of date, please contact CIS. In accordance with the Corporations Act 2001, you may be sent material (including marketing material) approved by the issuer in addition to general corporate communications. You may elect not to receive marketing material by contacting CIS. You can contact CIS using the details provided on the front of this form or e-mail privacy@computershare.com.au