

18 October 2011
The Companies Announcements Office
ASX Limited

Notice of 2011 Annual General Meeting

Please find attached Notice of 2011 Annual General Meeting which will be held at 11am on Wednesday 30 November 2011 in Ord River Resources Limited's office on Level 5, 71 Macquarie St, Sydney.

If you have any questions please contact Frank Zhu, Head of Corporate Development via investor.relations@ord.com.au.

Yours faithfully



Frank Zhu, CFA
Head of Corporate Development
Ph: 61 2 8307 3877

ORD RIVER RESOURCES LIMITED

ABN 68 108 737 711

NOTICE OF ANNUAL GENERAL MEETING

The Annual General Meeting of shareholders of Ord River Resources Limited ("Company") will be held at **Level 5, 71 Macquarie Street, Sydney, on Wednesday 30 November 2011 at 11:00 am.**

FINANCIAL, DIRECTORS' AND AUDITOR'S REPORTS

- To receive and consider the Financial Report of the Company, the Directors' Report and the Auditor's Report for the year ended 30 June 2011.
- A copy of the 2011 Annual Report containing these reports may be obtained from the Company's website at www.ord.com.au

ORDINARY RESOLUTIONS

To consider and, if thought fit, to pass the following resolutions as ordinary resolutions:

1. Adoption of the Remuneration Report

That the Remuneration Report contained in the Directors' Report be adopted.

2. Re-election of Mr. Graham McGeagh as a Director

That Graham McGeagh, a director of the Company who retires as a director according to the Constitution of the Company and who, being eligible, offers himself for re-election, be appointed as a Director of the Company.

HOW TO VOTE AND PROXY FORMS

If you wish to vote on the resolutions contained in this notice, you should either attend the meeting in person, or appoint a proxy or proxies to attend on your behalf. In relation to the appointment of proxies, refer to the notes on proxies at the end of the Proxy Form. A body corporate may appoint a representative to attend in accordance with the Corporations Act 2001. An executed notice evidencing the appointment of the person attending is required when registering at the Annual General Meeting.

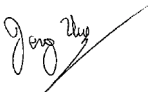
To be valid, forms of proxy for use at the meeting must be completed and received by the Company no later than 11:00 am Sydney time on Monday 28 November 2011.

ENTITLEMENT TO VOTE

For the purpose of the meeting, and in accordance with regulation 7.11.37 of the Corporations Regulations 2001, it has been determined that shares in the Company will be taken to be held by the persons who are registered holders as at 11:00 am (Sydney time) on Tuesday 29 November 2011. Accordingly, transactions registered after that time will be disregarded in determining entitlements to attend and vote at the meeting.

Dated this 18th day of October 2011.

By Order of the Board of Directors of the Company



Frank Zhu
Company Secretary

ORD RIVER RESOURCES LIMITED

ABN 68 108 737 711

ANNUAL GENERAL MEETING WEDNESDAY 30 NOVEMBER 2011

EXPLANATORY STATEMENT

This Explanatory Statement provides information to shareholders for the Annual General Meeting of shareholders of Ord River Resources Limited to be held on Wednesday 30 November 2011 at 11:00 am at Level 5, 71 Macquarie Street, Sydney and it should be read in conjunction with the accompanying Notice of Annual General Meeting.

Receipt of Financial, Directors' and Auditor's Reports

The first item of business deals with the Financial Report of the Company, the Directors' Report and the Auditor's Report for the Company's financial year ended 30 June 2011 to be laid before the meeting. Shareholders are to consider these reports and may seek explanations from the Directors when the reports are presented to the meeting. No resolution is required on these reports and they are only required to be laid before the meeting for shareholders' consideration and comment. Questions may be asked by shareholders at the meeting of the Company's management and auditors about such reports.

Resolution 1 - Adoption of the Remuneration Report

The Remuneration Report contained in the Directors' Report must be put to the vote for its adoption by shareholders in accordance with Section 250R(2) of the Corporations Act 2001.

The vote on this resolution is advisory only and does not bind the Directors or the Company. However, the Board will take the outcome of the vote into consideration when reviewing the remuneration practices and policies of the Company.

The Chairman of the meeting intends to vote undirected proxies in favour of Resolution 1. The Directors recommend that shareholders vote in favour of Resolution 1. Shareholders will be given the opportunity to ask questions and to make comments on the Remuneration Report.

Resolutions 2 - Election of Directors

According to the Constitution of the Company, any Director who has been appointed since the last annual general meeting, one third of the Directors, and any Director for whom that annual general meeting would be his third annual general meeting or who has been in office for three years since his last appointment, shall automatically retire and be eligible for re-election.

Pursuant to those Constitutional provisions Mr Graham McGeagh, a director of the Company, retires at the Annual General Meeting and being eligible offers himself for re-election as a director of the Company. The qualifications and experience of Mr Graham McGeagh are set out in the Directors' Report.