

NOTICE OF ANNUAL GENERAL MEETING

Date of Meeting:	Thursday, 27 November 2003
Time of Meeting:	11.00 am
Place of Meeting:	CTA Business Club Level 2, 19-29 Martin Place MLC Plaza Sydney, NSW 2000

Notice is given that the Annual General Meeting of members of Hill End Gold Limited ("Company") will be held at 11.00 am on Thursday, 27 November 2003 at the CTA Business Club, Level 2, 19-29 Martin Place, Sydney, NSW, 2000 for the purpose of transacting the business set out below.

AGENDA

ORDINARY BUSINESS

ACCOUNTS

To receive and consider the financial report of the Company for the year ended 30 June 2003, together with the directors' statement and the reports by the directors and auditors thereon.

Resolution 1: DIRECTORS

To consider and, if thought fit, to pass the following as an **ordinary resolution**:

"That, Mr I N S Sloan who retires in accordance with Clause 79 of the Constitution of the Company and, being eligible, offers himself for re-election."

To consider and, if thought fit, to pass the following as an **ordinary resolution**:

"That, Mr P F Bruce who retires in accordance with Clause 81 of the Constitution of the Company and, being eligible, offers himself for re-election."

To consider and, if thought fit, to pass the following as an **ordinary resolution**:

"That, Mr A L Paton who retires in accordance with Clause 81 of the Constitution of the Company and, being eligible, offers himself for re-election."

BY ORDER OF THE BOARD

K M LYNN
Company Secretary

Dated: 23 October 2003