



## Company Announcement

ACN 051 212 429

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PO Box 913 West Perth Western Australia 6872

Telephone: (08) 9481 3322  
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Date: 30<sup>th</sup> October 2008  
To: Companies Announcements Office, ASX  
Electronic Lodgement:  
Subject: Notice of Annual General Meeting

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### **NOTICE OF MEETING**

Please find attached the Notice of Annual General Meeting which is being mailed to shareholders today. The Annual Report was previously released to the market on 20<sup>th</sup> October 2008.

Yours faithfully

A handwritten signature in black ink that reads 'Linda Bell'.

**Linda Bell**  
**Director**

**STRATEGIC ENERGY RESOURCES LIMITED**  
(formerly Eagle Bay Resources NL)  
**ACN 051 212 429**

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**NOTICE OF ANNUAL GENERAL MEETING**

**PROXY FORM**

**EXPLANATORY MEMORANDUM**

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**Date of Meeting**

Friday 28 November 2008

**Time of Meeting**

2.00PM (WDT)

**Place of Meeting**

Wandoo Room, Holiday Inn City Centre Perth,  
778 – 788 Hay Street, Perth WA 6000

STRATEGIC ENERGY RESOURCES LIMITED  
ACN 051 212 429

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE ANNUAL GENERAL MEETING OF SHAREHOLDERS OF STRATEGIC ENERGY RESOURCES LIMITED ("SER") WILL BE HELD AT WANDOO ROOM, HOLIDAY INN CITY CENTRE PERTH, 778 – 788 HAY STREET, PERTH, WESTERN AUSTRALIA ON FRIDAY 28 NOVEMBER 2008, AT 2.00 PM.

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**ORDINARY BUSINESS**

To receive and consider the annual financial report of the Company and the reports of the directors and the auditors for the financial year ended 30 June 2008.

1. **Resolution 1 – Adoption of Remuneration Report**

To consider and if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:-

“That, for the purposes of section 250R(2) of the Corporations Act 2001 and for all other purposes, the Remuneration Report forming part of the Company’s 2008 Annual Report be adopted by shareholders.”

NOTE: In accordance with Section 250R(3) of the Corporations Act 2001, this resolution is advisory only and does not bind Directors of the Company.

2. **Resolution 2 - Re-election of Mr Jonathan Salomon as a Director**

To consider and if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:-

“That, Mr Jonathan Salomon, being a director of the Company, who retires in accordance with the Constitution of the Company after being appointed in the year preceding this Annual General Meeting as an addition to the Board, and being eligible, offers himself for re-election, is hereby re-appointed as a director of the Company.”

3. **Resolution 3 - Re-election of Mr James Craib as a Director**

To consider and if thought fit, to pass, with or without amendment, the following resolution as an **ordinary resolution**:-

“That, Mr James Craib, being a director of the Company, who retires by rotation in accordance with the Constitution of the Company, and being eligible, offers himself for re-election, is hereby re-appointed as a director of the Company.”

BY ORDER OF THE BOARD

Dated 30 October 2008



Linda Bell  
Company Secretary

**STRATEGIC ENERGY RESOURCES LIMITED**  
**ACN 051 212 429**

**EXPLANATORY STATEMENT**

This Explanatory Statement is for the information of Shareholders of Strategic Energy Resources Limited (“SER”) in connection with Resolutions to be considered at the Annual General Meeting of SER to be held on Friday 28 November 2008 at 2.00pm. If Shareholders are in doubt as to how they should vote, they should seek advice from their professional advisors before voting.

**Ordinary Business**

**The financial statements and reports for the year ended 30 June 2008 (“2008 Annual Report”)**

The 2008 Annual Report has been made available to all shareholders on our website [www.strategicenergy.com.au](http://www.strategicenergy.com.au) and sent to all shareholders who requested a printed copy. A copy of the annual report will be tabled at the meeting and spare copies will be available. There is no formal resolution to accept the financial statements and reports, but provision will be made for shareholders to question the Directors and the Auditor should they wish to do so.

**Resolution 1 – To Adopt the Remuneration Report**

The Remuneration Report which details the Company’s policy on the remuneration of non-executive directors and executive directors is set out within the Directors’ Report of the Company’s 2008 Annual Report. A reasonable opportunity will be provided for discussion of the Remuneration Report at the meeting. The vote on the resolution is advisory only and does not bind the Directors or the Company.

The Remuneration Report is required to be considered for adoption in accordance with section 250R of the Corporations Act 2001.

**Resolution 2 – To Re-elect Mr Jonathan Salomon as a Director**

Mr Salomon was appointed a Director of the Company on 4 February 2008. Pursuant to the Constitution of the Company, Mr Salomon’s appointment expires on the conclusion of the annual general meeting of the Company following his appointment and that he shall then be eligible for re-election. As a result, resolution 2 seeks the approval of shareholders to the re-appointment of Mr Salomon as a Director.

Mr Jonathan Salomon is an Exploration Geologist with 30 years of experience in the upstream sector of the oil, gas and petroleum industry. Joe was until recently CEO and director of Norwest Energy where he was responsible for growing and diversifying Norwest. He developed and implemented international new business strategies which resulted in a significant increase in Norwest’s market capitalization. Previous to that, Joe served as technical director, general manager and exploration manager for Nido Petroleum where he was responsible for establishing a platform for growth and for technical and commercial evaluations on projects in the Philippines and China and for new business opportunities in Nido’s major shareholder, Novus Petroleum in Australia, the USA and China. Prior to that, Joe worked as an independent consultant and Project Manager for a small company with two large assets in Myanmar.

**Resolution 3 – To Re-elect Mr James Craib as a Director**

The Constitution of the Company provides that at every Annual General Meeting one-third of the Directors (in this case, one Director) shall retire from office and be eligible for re-election. The Director(s) to retire shall be the one-third or other nearest number who have been longest in office without re-election.

Mr Craib therefore retires effective at the end of the Annual General Meeting in accordance with the Constitution and, being eligible, has offered himself for re-election.

Mr Craib is an accountant who was formerly responsible for the accounting and Company Secretarial functions of Strategic Energy Resources Ltd (formerly Eagle Bay Resources N.L.), Falcon Minerals Ltd and Geographe Resources Ltd. He has had considerable experience as an accountant, mainly in the industrial and production sectors. His application of that experience to the requirements of the Company has been invaluable. Within the prior three years, Mr Craib has not been a director of any other publicly listed company other than Falcon Minerals Ltd. Since September 2007, Mr Craib has acted as the company’s Chairman.

**PROXY**

A member entitled to attend and to vote at the meeting is entitled to appoint a proxy to attend and to vote instead of the member. The proxy need not be a member of SER. Proxy Forms must be lodged at the principal office of SER at Level 1, 610 Murray Street, West Perth, Western Australia 6005, (PO Box 913, West Perth, Western Australia 6872), facsimile (08) 9481 3330 or at Advanced Share Registry at 150 Stirling Highway, Nedlands, Western Australia 6009, (PO Box 1156, Nedlands, Western Australia 6909), facsimile (08) 9389 7871 not later than 2pm (WDT) Wednesday 26 November 2008.

For the purposes of Regulation 7.11.37 of the Corporations Regulations 2001, the persons eligible to attend and vote at the meeting are those members holding ordinary shares at 5.00pm (WDT) on Wednesday, 26 November 2008.

A Proxy Form accompanies this Notice of Meeting.

**STRATEGIC ENERGY RESOURCES LIMITED  
ACN 051 212 429**

Level 1, 610 Murray Street, West Perth, WA 6005  
PO Box 913, West Perth, WA 6872

**ANNUAL GENERAL MEETING 2008  
PROXY FORM**

I/We \_\_\_\_\_

NUMBER OF SHARES  
HELD

Of \_\_\_\_\_  
being a member of Strategic Energy Resources Limited ("SER") hereby appoint:

Please fill in number
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\_\_\_\_\_ or failing him/her, the Chairman of the Meeting, as my/our proxy to vote for me/us and on my/our behalf at the Annual General Meeting to be held on 28<sup>th</sup> November 2008 and at any adjournment thereof.

<b>ORDINARY RESOLUTION</b>	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>
1. Adoption of remuneration report	<input type="text"/>	<input type="text"/>	<input type="text"/>
2. Election of Mr. Jonathan Salomon as a director	<input type="text"/>	<input type="text"/>	<input type="text"/>
3. Election of Mr. James Craib as a director	<input type="text"/>	<input type="text"/>	<input type="text"/>

**IMPORTANT FOR ALL ITEMS**

If the Chairman of the meeting is your proxy and you have not directed your proxy how to vote, please place a mark in this 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 the interest. If you do not mark this box, and you have not directed your proxy how to vote, the Chairman of the meeting will not cast your votes and your votes will not be counted in computing the required majority if a poll is called on these items. The Chairman intends to vote undirected proxies in favour of all of the resolutions.

If you mark the abstain box for a particular item, you are directing your proxy not to vote on that item on a show of hands or on a poll and that your shares are not to be counted in computing the required majority on a poll.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2008

**By:**

**Individuals and joint holders**

Signature
Signature
Signature

**Companies (affix common seal if appropriate)**

Director
Director/Company Secretary
Sole Director and Sole Company Secretary

### **Instructions for Completing 'Appointment of Proxy' Form**

1. A member entitled to attend and vote at a Meeting is entitled to appoint a proxy to attend and vote on their behalf.
2. A duly appointed proxy need not be a member of the Company. In the case of joint holders, all must sign.
3. Corporate shareholders should comply with the execution requirements set out on the Proxy Form or otherwise with the provisions of Section 127 of the Corporations Act 2001. Section 127 of the Corporations Act 2001 provides that a company may execute a document without using its common seal if the document is signed by:
  - 2 directors of the company;
  - a director and a company secretary of the company; or
  - for a proprietary company that has a sole director who is also the sole company secretary – that director.

For the Company to rely on the assumptions set out in Section 129(5) and (6) of the Corporations Act 2001, a document must appear to have been executed in accordance with Section 127(1) or (2). This effectively means that the status of the persons signing the document or witnessing the affixing of the seal must be set out and conform to the requirements of Section 127(1) or (2) as applicable. In particular, a person who witnesses the affixing of a common seal and who is the sole director and sole company secretary of the company must state that next to his or her signature.

4. A shareholder of the Company entitled to attend and vote is entitled to appoint not more than two proxies. Where more than one proxy is appointed, each proxy must be appointed to represent a specified proportion of the shareholder's voting rights. If the shareholder appoints two proxies and the appointment does not specify this proportion, each proxy may exercise half of the votes.
5. Completion of a Proxy Form will not prevent individual shareholders from attending the meeting in person if they wish. Where a shareholder completes and lodges a valid proxy form and attends the meeting in person, then the proxy's authority to speak and vote for that shareholder is suspended while the shareholder is present at the meeting.
6. Where a Proxy Form or form of appointment of corporate representative is lodged and is executed under power of attorney, the power of attorney must be lodged in like manner as this proxy.

#### **PLEASE RETURN PROXY FORM TO:**

<b>STRATEGIC ENERGY RESOURCES LTD</b>	<b>OR</b>	<b>ADVANCED SHARE REGISTRY</b>
PO Box 913		150 Stirling Highway
West Perth WA 6872		Nedlands WA 6009
fax (08) 9481 3330		fax (08) 9389 7871

**not later than 2 PM (WDT) Wednesday 26 November 2008**