



**GRANGE**  
RESOURCES LIMITED  
ABN 80 009 132 405

**STOCK EXCHANGE ANNOUNCEMENT**

**RESULTS OF GENERAL MEETING**

18 July 2006

**Results of General Meeting**

In accordance with Listing Rule 3.13.2 the directors advise that the resolutions put to shareholders were passed at the General Meeting of the Company held earlier today.

The resolutions passed were: -

***Resolution 1 – Amendment to the Company's constitution***

To consider, and if thought fit to pass, with or without amendment, the following resolution as a special resolution:

*"That, for the purposes of section 136(2) of the Corporations Act and all other purposes:*

- (1) *the Constitution tabled at the meeting (and signed by the Chairman for the purpose of identification) be amended by replacing the wording in Article 12.24 with the following wording:*
  - (a) *The Directors may pass a resolution without a meeting of the Directors being held if all the Directors entitled to vote on the resolution assent to a document containing a statement that they are in favour of the resolution set out in the document.*
  - (b) *Separate copies of the document referred to in Article 12.24(a) may be used for assenting to by the Directors if the wording of the resolution and the statement is identical in each copy.*
  - (c) *A Director may signify assent to a document under this Article 12.24 by signing the document or by notifying the Company of the assent of the Director:*
    - (i) *in a manner permitted by Article 18; or*
    - (ii) *by any technology including telephone.*

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- (d) *where a Director signifies assent to a document under Article 12.24(c) other than by signing the document, the Director must by way of confirmation sign the document before or at the next meeting of Directors attended by that Director.*
- (e) *the resolution the subject of a document under Article 12.24(a) is not invalid if a Director does not comply with Article 12.24(d)."*

***Resolution 2 – Ratification of share placement (November 2005)***

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

*"That for the purposes of ASX Listing Rule 7.4 and for all other purposes, the Shareholders hereby approve and ratify the allotment and issue of 8,000,000 Shares (November 2005) at an issue price of \$1.35 per Share to the Placement Investors pursuant to the Placement through Shaw Corporate Finance Pty Ltd and BBY Limited on such terms and conditions referred to in the Explanatory Memorandum."*

A summary of proxy votes in relation to the resolutions is attached.

For further information visit the Grange website at [www.grangeresources.com.au](http://www.grangeresources.com.au) or alternatively contact Mark Smith on + 61 (8) 9321 1118.

**MARK SMITH**  
Company Secretary

**GENERAL MEETING – 18 JULY 2006**

**DISCLOSURE OF PROXY VOTES**

In accordance with section 251AA of the Corporations Act, the following information is provided to Australian Stock Exchange Limited in relation to the resolutions passed by members of Grange Resources Limited at the General Meeting held on 18 July 2006.

	Resolution 1	Resolution 2
Decided by show of hands (S) or poll (P)	S	S
Total number of proxy votes exercisable by proxies validly appointed	34	34
Total number of proxy votes in respect of which the appointments specified that:- the proxy is to vote for the resolution	44,847,302	44,847,302
the proxy is to vote against the resolution	-	-
the proxy is to abstain on the resolution	-	-
the proxy may vote at the proxy's discretion	306,499	306,499

*Note: The resolution number in this table refers to the numbering in this Stock Exchange announcement and necessarily not the numbering in the notice of meeting.*

**MARK SMITH**

Company Secretary