



467 Canning Highway
Como
Western Australia 6152

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www.gmeresources.com.au

ASX Announcement – 12 October 2010

The Companies Announcement Office
ASX Limited
Level 4, 20 Bridge Street
SYDNEY NSW 2000

Dear Sirs,

NOTICE OF ANNUAL GENERAL MEETING

Please see attached the following document for immediate release to ASX and lodgement with ASIC:

- Notice of Annual General Meeting and Proxy form

Yours sincerely

A handwritten signature in black ink, appearing to read 'D. Varcoe', is written in a cursive style.

David Varcoe
Managing Director



GME RESOURCES LIMITED

(ABN 62 009 260 315)

**NOTICE OF ANNUAL GENERAL MEETING
AND EXPLANATORY STATEMENT**

**FOR THE MEETING OF SHAREHOLDERS
OF THE COMPANY TO BE HELD AT
ESPLANADE RIVER SUITES PAGODA ROOM BCD
112 MELVILLE PARADE COMO WA
AT 10.00 AM ON THURSDAY, 11 NOVEMBER 2010**

DATED: 6 OCTOBER 2010

Registered Office:

467 Canning Highway

Como 6152

Western Australia

Telephone: (08) 9313 2144

Facsimile: (08) 9313 2188

GME RESOURCES LIMITED

(ABN 62 009 260 315)

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of shareholders of GME Resources Limited will be held on Thursday, 11 November 2010, at 10:00 am at The Esplanade River Suites Pagoda BCD, 11 Melville Parade, Como in Western Australia to consider and if thought fit to pass the following Resolutions with or without amendment:

AGENDA FOR AGM

ADOPTION OF ANNUAL REPORT

That the Annual Report, including Financial Statements, Directors' declaration and accompanying Reports of the Directors and Auditors for the Financial Year ending 30 June 2010 be approved and adopted.

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

1 RE-ELECTION OF DIRECTOR – MR JAMES NOEL SULLIVAN

"That James Noel Sullivan, who retires by rotation under Clause 21.3(2) of the Company's Constitution and being eligible, offers himself for re-election, is hereby re-elected as a Director of the Company."

2 RE-ELECTION OF DIRECTOR – MR GEOFFREY MAYFIELD MOTTERAM

"That Geoffrey Mayfield Motteram, who retires by rotation under Clause 21.3(2) of the Company's Constitution and being eligible, offers himself for re-election, is hereby re-elected as a Director of the Company."

3 REMUNERATION REPORT

"That the Remuneration Report as set out in the Company's Annual Report for the year ended 30 June 2010, be adopted."

GENERAL NOTES:

Shareholder letter and explanatory statement

A letter to Shareholders and Explanatory Statement explaining and commenting on the Resolutions the subject of this Notice of Meeting are enclosed with this Notice of Meeting. That letter to Shareholders and Explanatory Statement are deemed to form part of this Notice of Meeting.

Proxy

A Shareholder entitled to attend and vote is entitled to appoint not more than two proxies, to attend and to vote instead of the shareholder. The proxy need not be a member of GME Resources. Proxy Forms must be lodged at the principal office of GME Resources at PO Box 920 Applecross WA 6953 **no later than 48 hours** before the time of the meeting. A Proxy Form accompanies this Notice of Meeting.

Voting Entitlement

The Directors have determined in accordance with Regulation 7.11.37 of the Corporations Regulations that, for the purposes of attending and voting at the meeting, shares will be taken to be held by the registered holders at 10am WST on Tuesday 9 November 2010.

Unless specified otherwise, all Resolutions once passed take effect from the close of the Meeting.

Dated this 6th day of October 2010

BY ORDER OF THE BOARD OF DIRECTORS

A handwritten signature in black ink, appearing to read 'Mark Pitts', written in a cursive style.

MARK PITTS
Company Secretary

GME RESOURCES LIMITED

(ABN 62 009 260 315)

NOTICE OF ANNUAL GENERAL MEETING

EXPLANATORY STATEMENT

1. RESOLUTION 1 – RE-ELECTION OF JAMES NOEL SULLIVAN

“That James Noel Sullivan, who retires by rotation under Clause 21.3(2) of the Company’s Constitution and being eligible, offers himself for re-election, is hereby re-elected as a Director of the Company.”

Clause 21.3(2) of the Constitution of the Company provides that one-third of the Directors must retire at the Annual General Meeting and those Directors are then eligible for re-election. Accordingly James Noel Sullivan, having retired as a director, offers himself for re-election as a director in accordance with the Constitution of the Company.

The Directors recommend the approval of Resolution 1 to all Shareholders.

2. RESOLUTION 2 – RE-ELECTION OF GEOFFREY MAYFIELD MOTTERAM

“That Geoffrey Mayfield Motteram, who retires by rotation under Clause 21.3(2) of the Company’s Constitution and being eligible, offers himself for re-election, is hereby re-elected as a Director of the Company.”

Clause 21.3(2) of the Constitution of the Company provides that one-third of the Directors must retire at the Annual General Meeting and those Directors are then eligible for re-election. Accordingly Geoffrey Mayfield Motteram, having retired as a director, offers himself for re-election as a director in accordance with the Constitution of the Company.

The Directors recommend the approval of Resolution 2 to all Shareholders.

3. RESOLUTION 3 – REMUNERATION REPORT

“That the Remuneration Report as set out in the Company’s Annual Report for the year ended 30 June 2010, be adopted.”

The Remuneration Report is for consideration and adoption by way of non-binding resolution. The Remuneration Report is set out in the GME Resources Limited Annual Report 2010 and is also available on the Company’s web site (www.gmeresources.com.au).

PROXY FORM

GME RESOURCES LIMITED

ACN 119 062 261

I/We

being a Member of GME RESOURCES Limited entitled to attend and vote at the Meeting, hereby

Appoint

Name of proxy

or failing the person so named or, if no person is named, the Chairman of the Meeting or the Chairman's nominee, to vote in accordance with the following directions or, if no directions have been given, as the proxy sees fit at the Annual General Meeting to be held at 10.00 am (WST) on Thursday 11th November 2010 at Esplanade River Suites Pagoda Room BCD, 112 Melville Parade, Como, Western Australia and at any adjournment thereof. If no directions are given, the Chairman will vote in favour of all of the resolutions.

Voting on Business of the General Meeting

		FOR	AGAINST	ABSTAIN
Resolution 1	Approve the re-election of Mr James Sullivan	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 2	Approve the re-election of Mr Geoffrey Motteram	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Resolution 3	Adoption of the Remuneration Report	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

If you do not wish to direct 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. The Chairman will vote in favour of all of the resolutions if no directions are given.

YOU MUST EITHER MARK THE BOXES DIRECTING YOUR PROXY HOW TO VOTE OR MARK THE BOX INDICATING THAT YOU DO NOT WISH TO DIRECT YOUR PROXY HOW TO VOTE, OTHERWISE THIS APPOINTMENT OF PROXY FORM WILL BE DISREGARDED.

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 _____ 2010

By:

Individuals and joint holders

Signature

Companies (affix common seal if appropriate)

Director

Signature

Director/Company Secretary

Signature

Sole Director and Sole Company Secretary

GME RESOURCES LIMITED

ACN 62 009 260 315

Instructions for Completing 'Appointment of Proxy' Form

1. A member entitled to attend and vote at a Meeting is entitled to appoint not more than two proxies to attend and vote on their behalf. Where more than one proxy is appointed, such proxy must be allocated a proportion of the member's voting rights. If the shareholder appoints two proxies and the appointment does not specify this proportion, each proxy may exercise half the votes.
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. Section 127 of the Corporations Act provides that a company may execute a document without using its common seal if the document is signed by:
 - 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, 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. 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.
5. 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.

Important Information

Deadline for Receipt of proxies To be effective, a completed proxy form together with the power of attorney (if any) under which it is signed, must be received by the Company at its registered office **not less than 48 hours before** the appointed time of the General Meeting.

Where to send the completed Proxy Form Once the Proxy Form is completed and all details checked by you, the form is to be sent or delivered (by hand, post or facsimile) to:

Office: 467 Canning Highway Como WA 6152

PO Box 920 Applecross WA 6953

Facsimile Number: (08) 9315 5475

For Further Information If you need any further information about this form or attendance at the Company's General Meeting, please contact Mr Mark Pitts on 08 9316 9100