

## **Notice of Annual General Meeting - 2006**

**Notice is given** that the Annual General Meeting of members of Gladstone Pacific Nickel Limited (A.C.N. 104 261 887) will be held as follows:

**Date:** Thursday 30 November 2006  
**Time:** 8.00 pm – Brisbane, Australia (AEST)  
**Venue:** Suite 9, Level 3, Christie Centre,  
320 Adelaide Street, Brisbane, 4000, Australia.

### **Agenda**

#### **1. Receipt of Reports**

To receive the Directors' Report, Financial Report and Independent Auditor's Report of Gladstone Pacific Nickel Limited for the financial year ending 30 June 2006.

These Reports are contained in the Company's Annual Report distributed to shareholders, copies of which will be available at the AGM location.

#### **2. Election of Directors**

##### **2.1 Robert Pearce**

To consider and, if thought appropriate, pass the following Ordinary Resolution:

“That Robert Pearce, a Director retiring in accordance with the Constitution, being eligible, is re-elected as a Director of Gladstone Pacific Nickel Limited.”

##### **2.2 Peter Matheson**

To consider and, if thought appropriate, pass the following Ordinary Resolution:

“That Peter Matheson, a Director retiring in accordance with the Constitution, being eligible, is re-elected as a Director of Gladstone Pacific Nickel Limited.”

##### **2.3 Andrew Daley**

To consider and, if thought appropriate, pass the following Ordinary Resolution:

“That Andrew Daley, a Director retiring in accordance with the Constitution, being eligible, is re-elected as a Director of Gladstone Pacific Nickel Limited.”

#### **3. Non-Executive Directors' Fees**

To consider and, if thought appropriate, pass the following Ordinary Resolution:

“That the maximum aggregate amount payable to Non-Executive Directors by way of Directors' Fees be increased from A\$250,000 to A\$500,000 per annum.”

#### **4. Other business**

To consider any other business that may lawfully be brought to the meeting.

Please refer to the enclosed Explanatory Memorandum for further details.

By Order of the Board.

**R.A. Pearce**  
**Executive Chairman**

Dated: 30 October 2006

#### **Annual General Meeting Teleconference Registration**

Shareholders will have the opportunity to participate informally in the Annual General Meeting by Teleconference. However, you will not be considered to be in attendance for quorum and voting purposes unless you physically attend the meeting venue. If you wish to participate by Teleconference you will need to complete and forward a proxy form (in accordance with the instructions below) in order to vote your shares. If you decide to participate by Teleconference you will be allowed to speak and ask questions at the Annual General Meeting.

To register for participation in the Teleconference for the Annual General Meeting, please contact Gladstone Pacific Nickel by telephone, fax or email providing your contact details. The dial-in number and participant pass code details will be forwarded to you before the Annual General Meeting.

Local time on 30 November 2006 for participants in the United Kingdom to participate by Teleconference in the Annual General Meeting is: 10.00 am London (GMT)

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Notes:

- In accordance with Regulation 7.11.37 of the Corporations Regulations 2001 (Australia), the Company determines that the shareholding of each shareholder for the purposes of ascertaining voting entitlements for the Annual General Meeting will be as it appears in the share register of the Company at 6.00 pm (AEST) on 28 November 2006.
- A member of the Company who is registered on the member's register, is entitled to attend and vote in person or by proxy. A proxy form is enclosed. The proxy form must be received at either address below by no later than 6.00 pm Australian Eastern Standard Time or 8.00 am Greenwich Mean Time on Tuesday 28 November 2006. A proxy can be sent or delivered to the following locations by mail or fax:

Computershare Investor Services PLC  
PO Box 1075  
The Pavilions  
Bridgwater Road, Bristol BS13 8FB UK  
or by facsimile to: +44 (0) 870 703 6116

Gladstone Pacific Nickel Ltd  
GPO Box 111, Brisbane QLD 4000  
Australia  
or by facsimile to: + 61 (0) 7 3211 8688

- Depository Interest holders are not entitled to appoint a proxy but should contact the Company's registrar, Computershare Investor Services PLC, regarding the exercise of rights as a Depository Interest holder.
- Any Directors of the Company who are unable to attend the meeting will participate by telephone.
- The Company's auditors, Ernst & Young, will be available by telephone to answer any questions.

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**Registered Office:**  
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320 Adelaide St  
Brisbane Qld 4000 Australia

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