

# **NOTICE OF ANNUAL GENERAL MEETING**

## **TITANIUM RESOURCES GROUP LTD.**

Notice is hereby given that the Annual General Meeting of Titanium Resources Group Ltd. will be held at The Offices of Olswang, 90 High Holborn, London WC1V 6XX, United Kingdom on Thursday 11 June at 9.00 a.m. for the purpose of considering and, if thought fit, passing the following resolutions to be proposed as resolutions conditional on the approval of more than 50 per cent. of the votes cast by its members at the Annual General Meeting:-

### ***Ordinary Resolutions***

1. To receive the Company's Report and Accounts for the year ended 31 December 2008.
2. To re-elect Mr. Raju Jadoo, who retires by rotation, as a Director.
3. To re-elect Mr. Rod Baker, who retires by rotation, as a Director.
4. To re-elect Mr. Lindberg Charles, who retires in accordance with the articles of association of the Company.
5. To re-elect Mr. Francois Colette, who retires in accordance with the articles of association of the Company.
6. To appoint BDO De Chazal Du Mee as auditors of the Company until the conclusion of the next Annual General Meeting of the Company and to authorise the Directors to determine their remuneration.

*Registered Office:*  
Trinity Chambers  
P O Box 4301  
Road Town  
Tortola  
British Virgin Islands

*By Order of the Board*  
Ms. A Hoe-Richardson  
Company Secretary

20th May 2009

## Titanium Resources Group Ltd.

### Investor Services

Computershare Investor Services (Channel Islands) Limited  
PO Box 83  
Ordnance House  
31 Pier Road  
St. Helier  
Jersey JE4 8PW

Telephone 01534 825230  
Facsimile 01534 825247  
E-mail [info@computershareci.com](mailto:info@computershareci.com)  
[www.computershare.com](http://www.computershare.com)

Channel Islands  
Australia  
Canada  
Germany  
Hong Kong  
Ireland  
New Zealand  
Philippines  
South Africa  
United Kingdom  
USA

---

## Form of Proxy – Annual General Meeting to be held on 11 June 2009

---

**Kindly note:** This form is issued only to the addressee(s) and is specific to the unique designated account printed hereon. This personalised form is not transferable between different (i) account holders; or (ii) uniquely designated accounts. The Company and Computershare Investor Services (Channel Islands) Limited accept no liability for any instruction that does not comply with these conditions.

---

### Explanatory Notes:

1. Every holder has the right to appoint some other person of their choice, who need not be a Shareholder, to attend and act on their behalf at the meeting. If you wish to appoint a person other than the Chairman, please insert the name of your chosen proxy holder in the space provided (see reverse).
2. The vote of the senior joint shareholder (whether in person or by proxy) will be taken to the exclusion of all others, seniority being determined by the order in which the names stand in the register of members in respect of the joint shareholding
3. Any alterations made to this form should be initialled.
4. The completion and return of this form will not preclude a member from attending the meeting and voting in person.

**To be effective, this form must be lodged at the office of the Company's registrars not later than 9:00 am on 9 June 2009.**

---

Holder:  
Designation:  
SRN:

# Form of Proxy

Please use a **black** pen. Mark an X inside the box as shown in this example.



I/We hereby direct the Chairman of the Meeting OR the following person

Please leave this box blank if you have selected the Chairman. Do not insert your own name(s).

As my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Titanium Resources Limited to be held at the offices of Olswang, 90 High Holborn, London, WC1V 6XX, United Kingdom on Thursday 11 June 2009 at 9am, and at any adjourned meeting.

## Ordinary Resolution

	For	Against
1. To receive the Company's Report and Accounts for the year ended 31 December 2008.	<input type="checkbox"/>	<input type="checkbox"/>
2. To re-elect Mr. Raju Jaddoo, who retires by rotation, as a Director.	<input type="checkbox"/>	<input type="checkbox"/>
3. To re-elect Mr. Rod Baker, who retires by rotation, as a Director.	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-elect Mr. Lindberg Charles, who retires in accordance with the articles of association of the Company.	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-elect Mr. Francois Colette, who retires in accordance with the articles of association of the Company.	<input type="checkbox"/>	<input type="checkbox"/>
6. To appoint BDO De Chazal Du Mee as auditors of the Company until the conclusion of the next Annual General Meeting of the Company and to authorise the Directors to determine their remuneration.	<input type="checkbox"/>	<input type="checkbox"/>

---

In the case of joint holders, only one holder need sign. In the case of a corporation, the Form of Proxy should be signed by a duly authorised official whose capacity should be stated, or by an attorney.

**Signature**

/ /

---