

MINUTES

ANNUAL MEETING 2012

WENTWORTH RESOURCES LIMITED

The Annual Meeting of Wentworth Resources Limited ("**Wentworth**") took place at the offices of College Hill, the Registry, Royal Mint Court, London, United Kingdom on Monday, June 25, 2012 at 2:00 p.m. (BST).

Executive Chairman of the Board of Wentworth, Mr. Robert McBean, introduced himself as Chairman of the meeting, in accordance with the by-laws of Wentworth, and called the meeting to order. The Chairman directed Heather Jones, Corporate Secretary of Wentworth, to act as Secretary, and Thomas Taranger of Nordea Bank Norge ASA to act as Scrutineer.

The Chairman welcomed attending shareholders to the meeting.

Notice of Meeting. Heather Jones tabled the notice of the meeting and the Annual Meeting was declared regularly called and properly constituted for the transaction of business. No objections were made to the validity of the notice.

The Chairman requested that the notice of the meeting, declaration of mailing, information circular, form of proxy and annual report be filed with the minutes of the meeting.

Scrutineers and Report on Attendance. Thomas Taranger read the report of Scrutineer's indicating that 17,927,350 shares being 22.28 % of the outstanding share capital was represented at the meeting. Having ascertained that a quorum was present in accordance with the bylaws of Wentworth, the Chairman declared that the meeting was regularly called and properly constituted for the transaction of business. A copy of the Scrutineer's report on attendance was directed to be attached to these minutes.

ITEMS OF BUSINESS

1. **Financial Statements.** The financial statements of Wentworth for the year ended December 31, 2011, together with the auditor's report thereon, had been mailed to the shareholders. The Chairman indicated that he would address any questions regarding the financial statements in the informal portion of the meeting. The reading of the auditors' report and the annual financial statements was dispensed with.
2. **Election of Directors.** Six directors were nominated. A motion was tabled and seconded to nominate Robert McBean, John W.S. Bentley, Issa Baluch, Cameron Barton, Neil Kelly and Richard Schmitt to act as directors of Wentworth for the ensuing year or until their successors are duly elected or appointed or if their office is earlier vacated in accordance with the articles and by-laws of Wentworth and the *Business Corporations Act* (Alberta). The motion was passed upon a show of hands.

3. **Appointment of Auditor.** A motion was tabled and seconded to move that KPMG LLP be appointed auditor of Wentworth, to hold office until the close of the next annual meeting or until a successor is appointed, at a remuneration to be fixed by the board of directors. Upon a show of hands, the motion was passed.
4. **Further Business and Termination.** The Chairman stated that, unless there was further business to be discussed, the formal portion of the meeting be ended. A motion was tabled and seconded to terminate the meeting. The motion was passed. The Chairman declared the meeting adjourned at 2:10 p.m. BST.

London, United Kingdom, June 25, 2012

Wentworth Resources Limited

(signed) "Robert P. McBean"
Chairman

(signed) "Heather Jones"
Secretary