

## NEWS RELEASE

29 September 2009

### PRESENTATION

#### CREATING A COPPER-FOCUSSED GLOBAL DEVELOPMENT COMPANY

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Vulcan Resources Limited (ASX: VCN, FSE: VUA, WKN: A0HHEF, Norwegian OTC: VCNR) today released a PowerPoint presentation describing the merger of Vulcan Resources and Universal Resources (ASX: URL). A copy of this presentation is attached.

- ENDS -

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# Merger of Vulcan Resources and Universal Resources

*Creating a Copper Focussed Global Development Company*

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# Disclaimer

The material used in this presentation is intended to be a summary of the proposed merger between Vulcan Resources Limited ("Vulcan") and Universal Resources Limited ("Universal") (jointly "the Companies") and includes activities that are current and proposed based on the information available to the Companies as at 25 September 2009.

This presentation has been prepared by the Companies. The information contained in this presentation is a professional opinion only and is given in good faith.

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All amounts in A\$ unless stated otherwise.



# Copper Focussed Global Group

## Footprint of Mergeco

**Kuhmo (95%)**  
Nickel  
Resource 37kt Ni

**Kylylahti (100%)**  
Copper-Cobalt-Nickel  
Regional Resource 172kt Cu  
+Regional Exploration Potential

**Roseby (100%)**  
Copper-Gold  
Development  
Resource 887kt Cu & 239koz Au  
Reserve 335kt Cu & 62koz Au  
+ Regional Mt Isa Inlier  
Exploration Potential

**Lachlan Fold Belt (100%)**  
Zinc, lead, copper & silver  
Burra Zinc  
Exploration

Head Office  
Perth

### Legend

- ▲ Development ready projects
- Exploration projects

UNIVERSAL RESOURCES

**Vulcan**  
Resources Limited

# Why Merge?

- Merger creates a significant global copper-focussed base metals group with two long life, de-risked advanced projects
- Combines two world class mineral fields, Mt Isa (Queensland) and Outokumpu (Finland), with infrastructure, skills and a development track record
- Attractive to both Australian and European investors
- Substantial re-rating opportunity – both companies currently undervalued
- Combines two advanced projects with completed definitive feasibility studies
- Short timeline to production captures medium term copper price upside

# Merger Summary

## Merger Structure

- Vulcan shareholders will receive 6.85 Universal shares for every one Vulcan share held
- Universal to acquire Vulcan via a scheme of arrangement by issuing approximately 1,555 million shares to Vulcan's shareholders. Universal will consolidate its shares to 1 for 10.
- Post merger structure comprises 64% Vulcan shareholders and 36% Universal shareholders

## Board

- Kevin Maloney will continue as Chairman
- Vulcan's Managing Director, Dr Alistair Cowden, will assume the role of Managing Director
- Peter Ingram, the Managing Director of Universal, will step aside and continue as a Director and the balance of the merged Board will be drawn from the Boards of both companies

## Assets

- 100% of the Roseby Copper Project located in Queensland
- 100% of the Kylylahti Copper-Cobalt-Nickel Project, Outokumpu in eastern Finland
- Post merger cash balance in excess of A\$30 million
- 2,200km<sup>2</sup> of granted tenements in the Mt Isa Inlier Queensland
- 95% of the Kuhmo Nickel Project located 250km north of Kylylahti in Finland

## Timing

- Scheme booklet despatch early November 2009
- Implementation of scheme and despatch of consideration by January 2010

# Short Term Benefits

- Immediately creates a global copper group with over **1 million tonnes** of copper in Resources
- Robust capital structure with a cash position in excess of \$30m, \$14m converting note and a strong core shareholder base – no prospect of further share issues before next major step towards development
- Combines two strong boards and management teams with track records in project development and operations
- Catalyst for re-rating opportunity

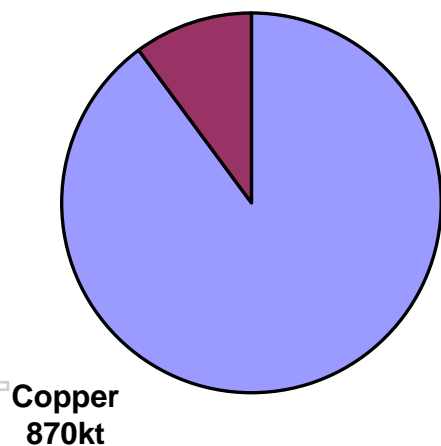
# Long Term Benefits

- Combined potential metal production equivalent to over 50,000t copper per annum after credits
- Geographic and project diversification over two world class mineral fields, Mt Isa and Outokumpu, with infrastructure, experience and skills
- Expanded pipeline of projects reduces operational and development risk and brings flexibility
- Superior and deep combined exploration portfolio across copper, nickel and uranium
- Long term development and operational synergies – core team to develop and operate multiple projects

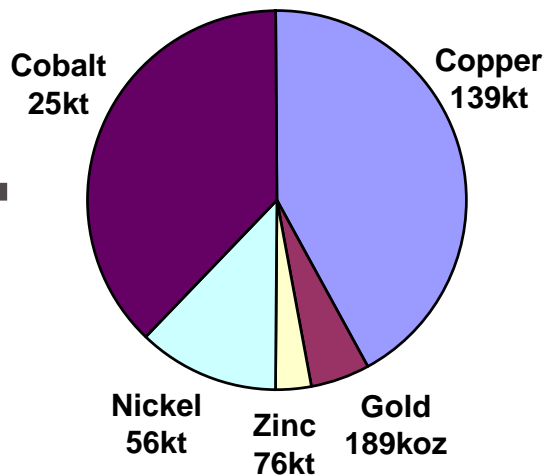


# Substantial Combined Resources

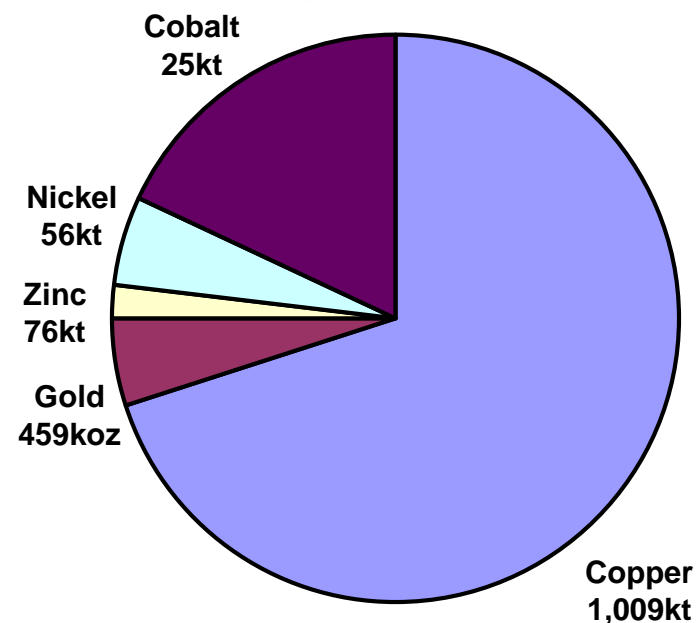
Over 1Mt of contained copper before credits\*



Universal



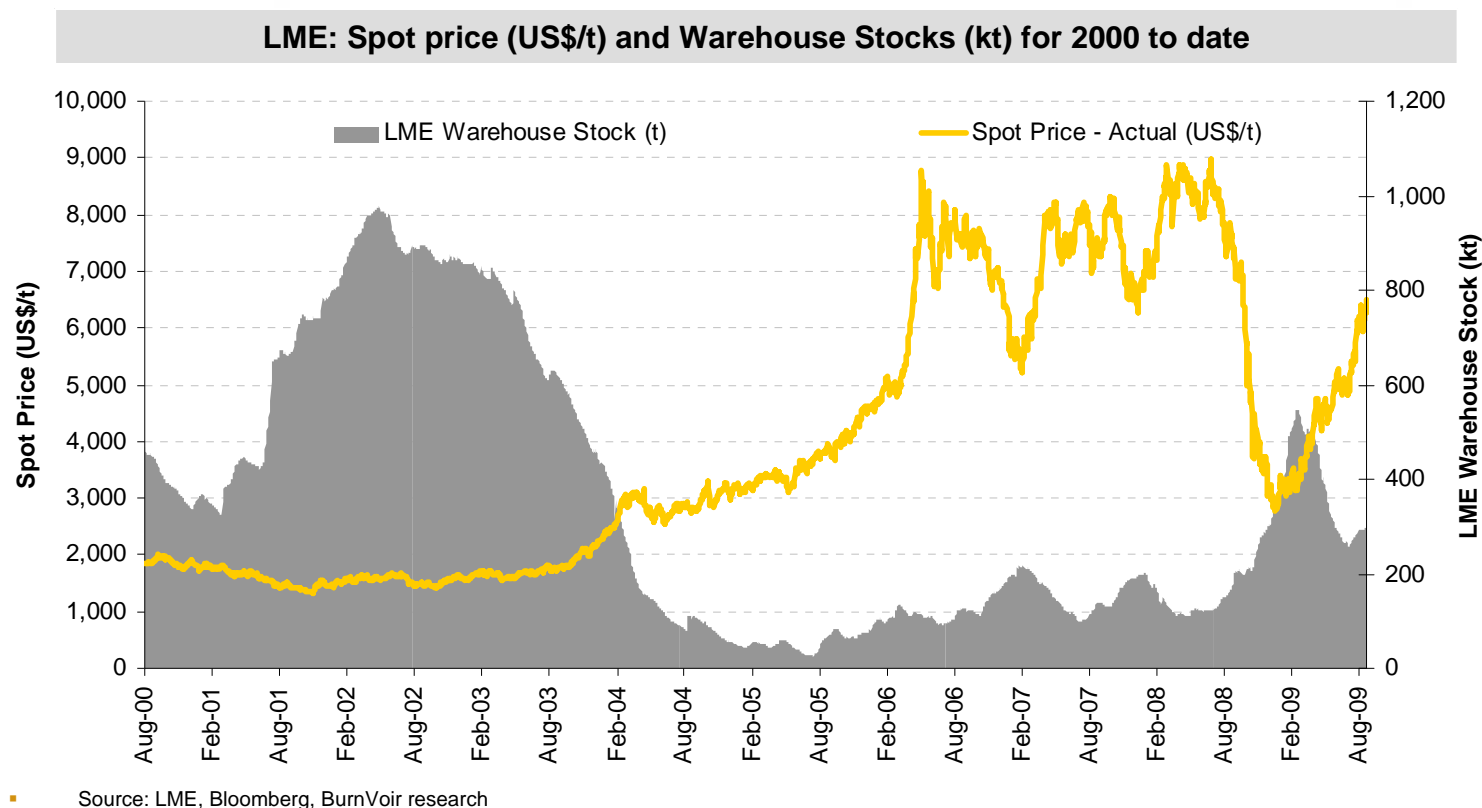
Vulcan



Mergeco

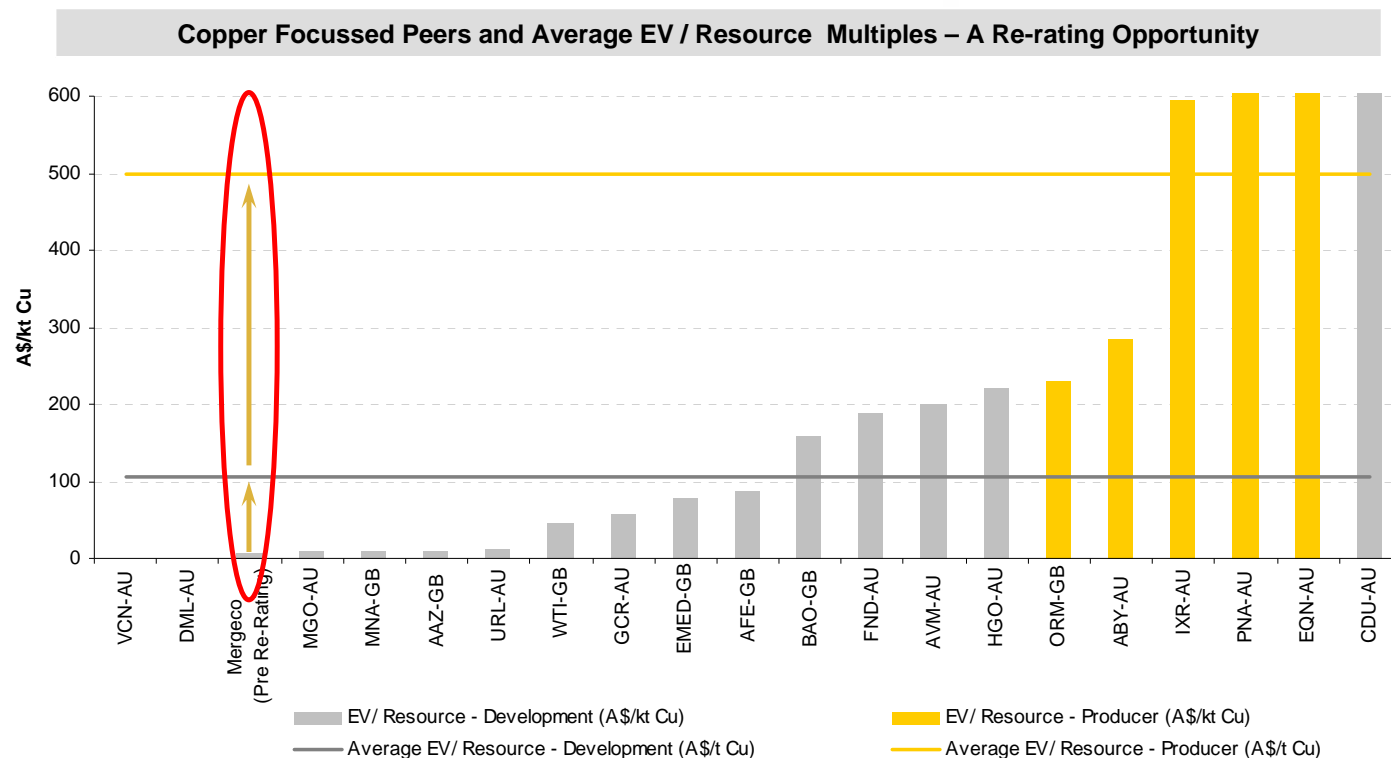
\* Resources & Reserves contained in Appendix 1

# Copper demand returning sharply



# Re-rating opportunity

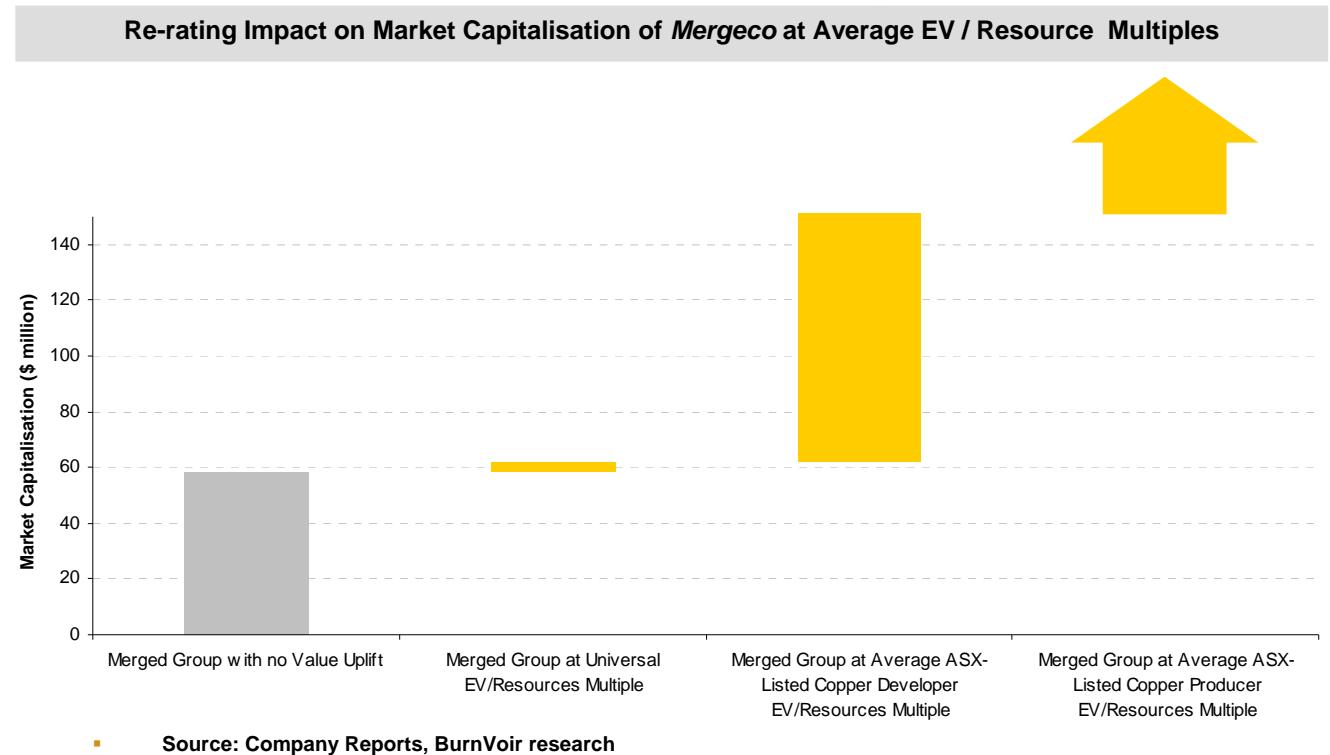
- Vulcan and Universal trade at levels that do not represent the inherent value of their projects
- *Mergeco's* EV is significantly lower than the average EV/t of contained copper metal in Resources of ASX and AIM listed peers



■ Source: Company Reports, BurnVair research

# Re-rating at copper developer peer multiples would result in more than 100% uplift

- Merger represents a catalyst for the reappraisal of *Mergeco's* value and growth prospects
- Increased resources also provide an excellent platform for growth, attention of larger institutions and re-rating



# Post Merger Strategy

## Production

- Pursue development and financing of two mines
- Optionality from two advanced projects will maximise shareholder value through pursuit of the best development strategy
- Robust capital structure to allow for flexibility in considering financing strategy and timing

## Growth and Exploration

- Re-assess nickel and uranium assets to permit best path to value realisation
- Exposure to Xstrata JV spending on targets beneath Roseby pits
- Focus on near mine exploration

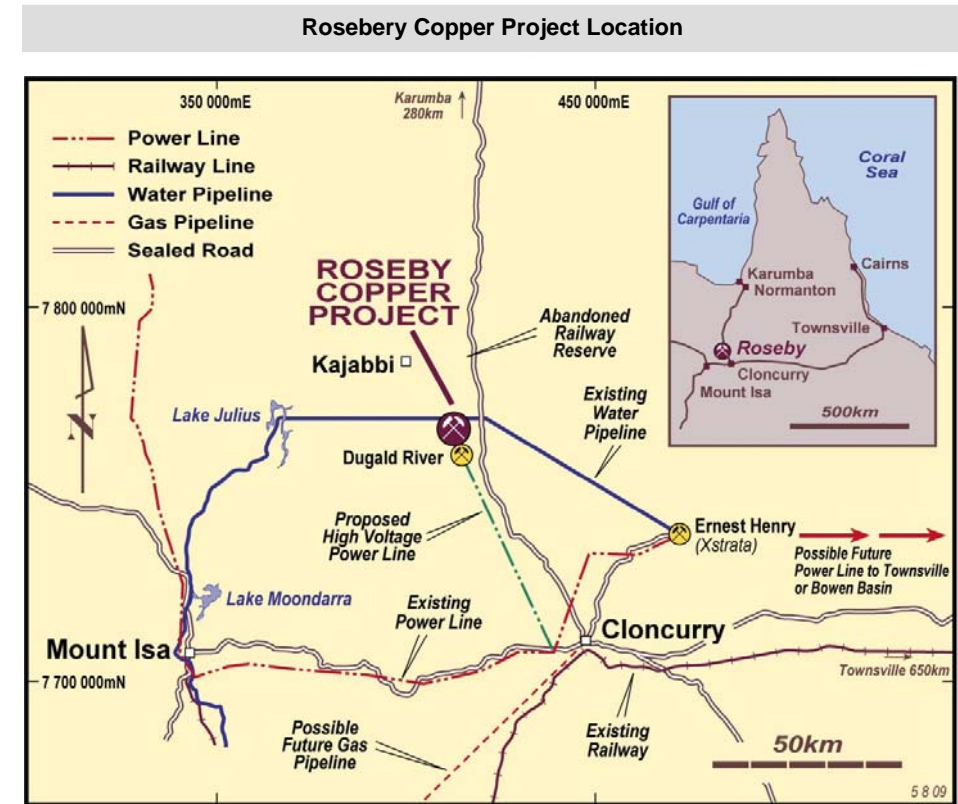
## Consolidation

- First mover status in the junior copper space, consider pursuit of further value accretive copper M&A



# Roseby Copper Project Overview

- Located in the Mt Isa Inlier Queensland
- Comprises the development of a proposed large scale, 5Mt pa open cut mining operation and copper concentrator
- One of Australia's largest undeveloped open cut copper Resources



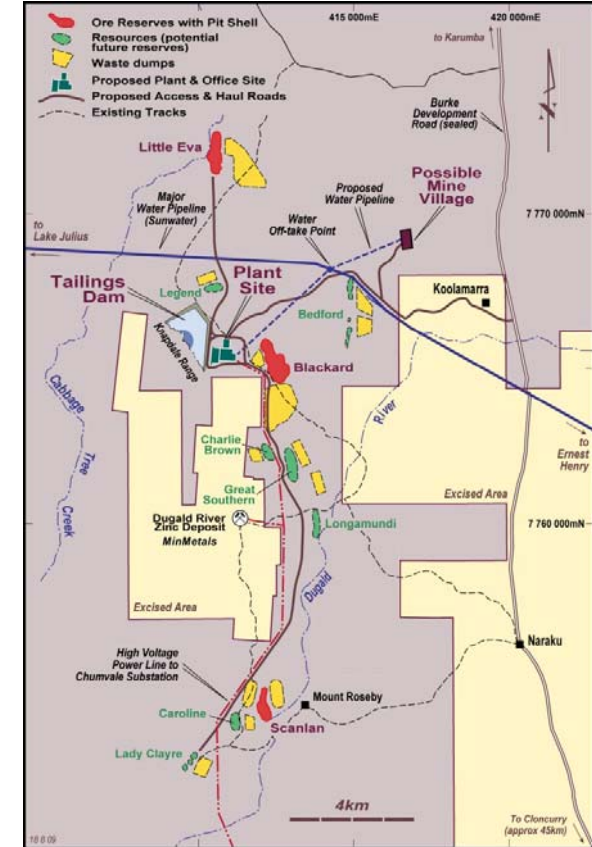
# Roseby Copper Project Key Facts

<b>Resources and Reserves</b>	<ul style="list-style-type: none"><li>■ Mineral Resource of 128.5Mt of 0.68% copper and 0.06g/t gold for 878,000t of copper and 239,000oz of gold</li><li>■ Ore Reserve of 47.93Mt of 0.70% copper and 0.04g/t gold for 335,000t copper and 62,000oz of gold from only 3 of 10 deposits</li></ul>
<b>Production</b>	<ul style="list-style-type: none"><li>■ 5Mtpa for 10 years</li><li>■ Copper in concentrates 26,000tpa</li><li>■ Gold in concentrates 7,500tpa</li></ul>
<b>Costs</b>	<ul style="list-style-type: none"><li>■ Capital cost A\$213 million</li><li>■ On-site cash costs A\$21.75/t (C1 costs US\$1.10-1.50/lb)</li></ul>
<b>Xstrata Agreement</b>	<ul style="list-style-type: none"><li>■ Option to buy 51% interest at a price to be agreed at the time – independent valuation if cannot agree (expires 30 June 2012)</li><li>■ Xstrata may earn 51% in the Sulphide Extension Exploration Project area by spending \$15m and then must buy 51% in the balance of the Roseby Project</li><li>■ Xstrata has the right to market all concentrates produced</li></ul>
<b>Project Status</b>	<ul style="list-style-type: none"><li>■ DFS completed</li></ul>

# Next Steps for Roseby

- Finalise environmental approvals
- Optimisation and review value engineering
- Detailed engineering design
- Arrange financing

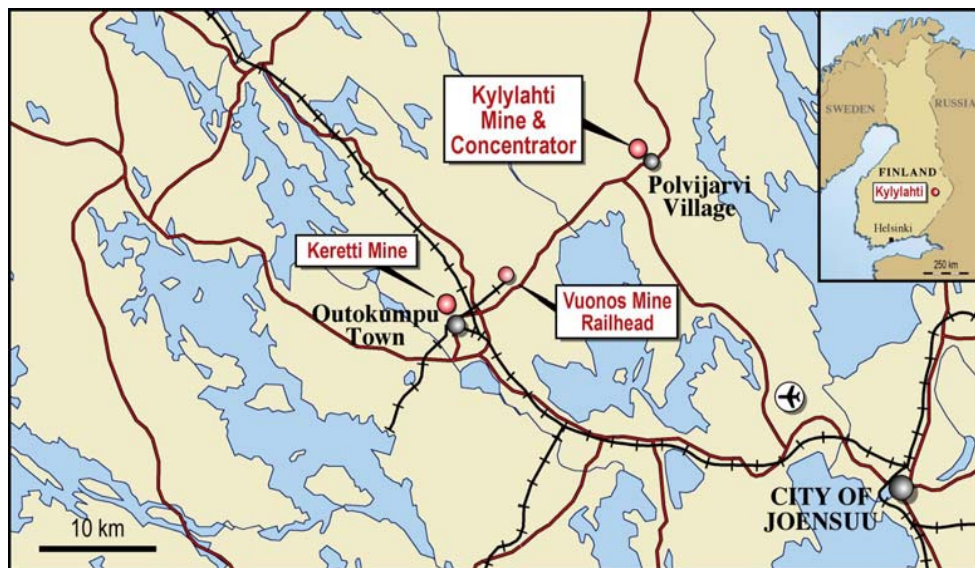
Overview of Site





# Kylylahti Copper-Cobalt-Nickel Project

Kylylahti Copper-Cobalt-Nickel Project Location



Overview of Site



# Kylylahti Copper-Cobalt-Nickel Project

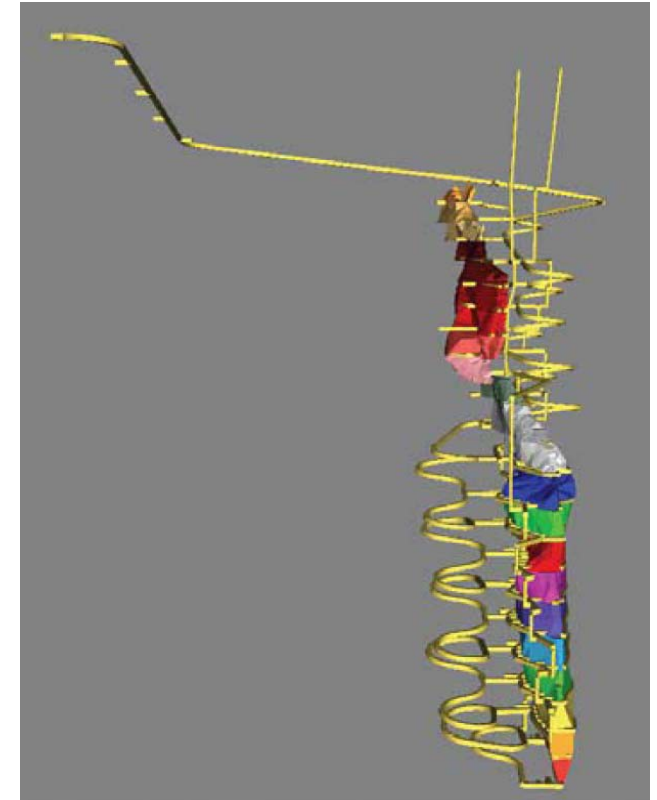
<b>Resources and Reserves</b>	<ul style="list-style-type: none"><li>▪ Resource of 8.1Mt of 1.18% copper, 0.24% cobalt and 0.22% nickel for 95,580t of copper, 19,440t of cobalt and 17,820t of nickel</li><li>▪ Ore Reserve of 6.9Mt of 1.17% copper, 0.24% cobalt and 0.20% nickel for 81,268t of copper, 16,670t of cobalt and 13,892t of nickel</li></ul>
<b>Production</b>	<ul style="list-style-type: none"><li>▪ 0.8Mtpa from underground mining operations for 9 years</li><li>▪ Mining from 100 to 700m below surface</li><li>▪ Copper-gold in concentrate including 8,800tpa copper and 11,900ozpa gold</li><li>▪ Bulk nickel-cobalt-zinc concentrate including 1,900tpa cobalt, 1,350tpa nickel, 3,800tpa zinc and 1,700tpa copper</li></ul>
<b>Costs</b>	<ul style="list-style-type: none"><li>▪ Capital cost US\$170 million</li><li>▪ On-site cash costs US\$46/t</li></ul>
<b>Project Status</b>	<ul style="list-style-type: none"><li>▪ DFS completed</li></ul>



# Next Steps for Kylylahti

- Update mine design for high grade Resource
- Investigate alternative offtake arrangements
- Investigate synergy with other Finnish mining assets
- Decision to restart development

Mine Design



# Post Merger Capital Structure

Item	Value
Shares on issue <sup>1, 2</sup>	2,456 million
Implied market capitalisation <sup>3</sup>	\$58.7 million
Options	19 million
Cash <sup>2, 4</sup>	\$34.7 million
Converting Note <sup>3, 5</sup>	\$14 million

1. Pre proposed consolidation and including shares issued for Vulcan options
2. Shares on issue includes the Universal share placement of 100 million shares at 1.8 cents per share completed on 15 September 2009 (raising \$1.8 million) and a proposed further placement of 120 million shares at 1.8 cents per share (raising \$2.2 million, which is subject to Universal shareholder approval)
3. Based on closing price of Universal shares on the ASX on [25] September 2009 of [\$0.024] per share
4. Before merger transaction costs
5. The Converting Notes convert at any time prior to maturity at 18 cents per share. If not converted previously, the notes automatically convert at maturity into FPO shares in URL at either:
  - 18 cents per share if the share price is 18 cents or greater; or
  - At the 5 day VWAP if the share price is < 18 cents per share

# Robust Capital Structure

- Large number of post-merger shares on issue will be subsequently consolidated on the basis of 1 for 10
- Sufficient cash to fund the next phase of the development programme without raising additional equity
- In 2011 the \$14m note (if not already converted) converts automatically into URL shares at market prices or 18 cents (whichever is the lesser), delayed equity, not debt
- Substantial capacity to utilise debt financing (if appropriate) to support project development
- Strong post merger shareholder base with a cross-section of global institutional and corporate investors

# Indicative Timing

Vulcan Scheme booklet lodged with ASIC	Late October 2009
1 <sup>st</sup> court hearing	November 2009
Scheme booklet dispatched	November 2009
Shareholder meetings	December 2009
2 <sup>nd</sup> court hearing	December 2009
Expected completion	January 2010

# Appendix 1

## *Reserves and Resources Tables*



# Substantial Combined Resources

**Roseby Copper-Gold Project**

Resources	Tonnes (Mt)	Cu (%)	Au (g/t)
Measured	30	0.69	0.03
Indicated	56	0.68	0.06
Inferred	42	0.68	0.08
<b>Total</b>	<b>128</b>	<b>0.68</b>	<b>0.06</b>

**Kylylahti Copper-Cobalt-Nickel Project - Regional**

Resources	Tonnes (Mt)	Cu (%)	Co (%)	Ni (%)	Zn (%)	Au (g/t)
Kylylahti	8.10	1.18	0.24	0.22	0.47	0.66
Saramaki	3.40	0.70	0.10	0.06	0.63	-
Vuonos	0.76	1.80	0.14	-	1.33	-
<b>Total</b>	<b>12.30</b>	<b>1.09</b>	<b>0.19</b>	<b>-</b>	<b>0.57</b>	<b>-</b>

# Substantial Combined Reserves

Substantial Reserves to support the development of two long life, development ready projects

Roseby Copper-Gold Project			
Reserves	Tonnes (Mt)	Cu (%)	Au (g/t)
Proved	19	0.70	0.01
Probable	29	0.69	0.06
Total	48	0.70	0.04

Kylälahti Copper-Cobalt-Nickel Project						
Reserves	Tonnes (Mt)	Cu (%)	Co (%)	Ni (%)	Zn (%)	Au (g/t)
Proved	0.60	1.11	0.23	0.20	0.36	0.50
Probable	6.30	1.17	0.24	0.20	0.50	0.72
Total	6.90	1.17	0.24	0.20	0.49	0.70

- Reserves are a subset of Resources

# Competent Persons Statements

## ***Vulcan Resources Limited***

The information in this report that relates to Exploration Results, Mineral Resources or Ore Reserves is based on information compiled and reviewed by Dr Alistair Cowden BSc (Hons), PhD, MAusIMM, MAIG and Mr Jarmo Vesanto, MSc (Geology), MAusIMM, who are full time employees of the Company and have sufficient experience which is relevant to the style of mineralisation and type of deposit under consideration and to the activity which they are undertaking to qualify as Competent Persons as defined in the 2004 Edition of the 'Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves'. Dr Alistair Cowden and Mr Jarmo Vesanto consent to the inclusion in the report of the matters based on their information in the form and context in which it appears.

## ***Universal Resources Limited***

Much of the information contained in this report that relates to mineral exploration results, Mineral Resources and Ore Reserves has previously been reported to ASX, based on reports by Competent Persons. Exploration data in this report that has not previously been reported to ASX has been compiled by Maurice Hoyle, a fulltime employee and director of Universal Resources Limited. Mr Hoyle holds the degree of Bachelor of Science (Honours) in geology, is a Fellow of the Australasian Institute of Mining and Metallurgy and a Member of the Society of Economic Geologists. Mr Hoyle has sufficient experience which is relevant to the styles of mineralisation and types of deposits under consideration and to the activities which he is undertaking to qualify as a Competent Person as defined in the 2004 Edition of the Australasian Code for Reporting of Exploration Results, Mineral Resources and Ore Reserves. Mr Hoyle consents to the inclusion in this report of the exploration results and information in the form and context in which it appears.

## **Cautionary Statement**

No stock exchange, securities commission or other regulatory authority accepts responsibility for the adequacy or accuracy of this release or has approved or disapproved the information contained herein.

Statements regarding the Companies plans with respect to its mineral properties are forward-looking statements. There can be no assurance that the Companies plans for development of their mineral properties will proceed as currently expected. There can also be no assurance that the Companies will be able to confirm the presence of additional mineral deposits, that any mineralisation will prove to be economic or that a mine will successfully be developed on any of the Companies mineral properties. Circumstances or management's estimates or opinions could change. The reader is cautioned not to place undue reliance on forward-looking statements.