

10 January 2007

Company Announcements Platform
Australian Stock Exchange
Level 4
20 Bridge Street
SYDNEY NSW 2000

By e-Lodgement

Dear Sir/Madam

NOTICE OF GENERAL MEETING AND DETAILS OF UNDERWRITTEN SHARE PURCHASE PLAN (SPP)

Please find attached a document giving notice of a General Meeting of shareholders of Aurora Oil & Gas Limited (ASX: AUT, "Company") to be held at 10 am (WST) on 13 February 2007 at Level 20, 77 St Georges Terrace, Perth. This notice will be mailed out to shareholders of the Company in the next few days.

Also attached is a copy of a letter to be sent to eligible shareholders setting out the terms and conditions of the Company's underwritten SPP as announced to the market on 21 December 2006. Key dates for the SPP are as follows:

Record Date – 28 December 2006

Closing Date – 14 February 2007

Yours sincerely
AURORA OIL & GAS

Alex Neuling
COMPANY SECRETARY

aurora oil & gas limited

ABN 90 008 787 988

Notice Of General Meeting
Proxy Form
and
Explanatory Statement

Date of Meeting	13 February 2007
Time of Meeting	10.00 am WST
Place of Meeting	Level 20, 77 St Georges Terrace, Perth, Western Australia.

This Notice should be read in its entirety. If Shareholders are in doubt as to how they should vote, they should seek advice from their accountant, solicitor or other professional adviser prior to voting.

Should you wish to discuss any matter please do not hesitate to contact the Company Secretary by telephone on +61 8 9440 2626.

AURORA OIL & GAS LIMITED

ABN 90 008 787 988

NOTICE OF GENERAL MEETING

NOTICE IS HEREBY GIVEN that a General Meeting of Shareholders of Aurora Oil & Gas Limited ("Company") will be held at 10.00 am on 13 February 2007 (WST) at Level 20, 77 St Georges Terrace, Perth Western Australia ("Meeting") for the purpose of transacting the business described in this Notice of General Meeting and accompanying Explanatory Statement.

The Proxy Form forms part of this Notice of General Meeting ("Notice").

The Directors have determined pursuant to regulation 7.11.37 of the Corporations Regulations 2001 (Cth) that the persons eligible to vote at the Meeting are those who are registered as Shareholders of the Company at 5 pm on 11 February 2007 (WST).

AGENDA

1. Approval of Issue of Shares Pursuant to Underwritten Share Purchase Plan

To consider, and if thought fit, to pass with or without amendment, as an **ordinary resolution** the following:

" That pursuant to and in accordance with Listing Rule 7.1 of the Listing Rules of Australian Stock Exchange Limited and for all other purposes, the Company be authorised to allot and issue up to 15,094,340 fully paid ordinary shares in the capital of the Company at 53 cents each pursuant to an underwritten share purchase plan adopted by the Company to the parties, and in the manner, as described in the Explanatory Statement accompanying this Notice of Meeting."

Voting exclusion statement

The Company will disregard any votes cast on Resolution 1 by any underwriter or sub-underwriter to the issue and by an associate of any underwriter or sub-underwriter to the issue, unless it is cast:

- by a person as proxy for a person who is entitled to vote (in accordance with the directions on the proxy form); or
- by the person chairing the meeting as proxy for a person who is entitled to vote (in accordance with a direction on the proxy form to vote as the proxy decides).

2. Ratification of Previous Share Issue

To consider, and if thought fit, to pass with or without amendment, as an **ordinary resolution** the following:

"That pursuant to and in accordance with Listing Rule 7.4 of the Listing Rules of Australian Stock Exchange Limited and for all other purposes, Shareholders approve and ratify the allotment and issue of up to 15,575,572 fully paid ordinary shares in the capital of the Company at 53 cents each on the terms and conditions set out in the Explanatory Statement accompanying this Notice of Meeting."

Voting exclusion statement

The Company will disregard any votes cast on Resolution 1 by any person who participated in the issue or any of their associates, unless it is cast:

- by a person as proxy for a person who is entitled to vote (in accordance with the directions on the proxy form); or
- by the person chairing the meeting as proxy for a person who is entitled to vote (in accordance with a direction on the proxy form to vote as the proxy decides).

3. Grant of Options to Chairman, Mr Jonathan Stewart

To consider, and if thought fit, to pass with or without amendment, as an **ordinary resolution** the following:

"That pursuant to and in accordance with Section 208(1) of the Corporations Act and Listing Rule 10.11 of the Listing Rules of Australian Stock Exchange Limited and for all other purposes, approval is given for the Company to grant 1,500,000 options to acquire fully paid ordinary shares in the capital of the Company at an exercise price of 70 cents each to Mr Jonathan Kingsley Stewart and / or his nominee(s) on the terms and conditions set out in the Explanatory Statement"

Voting exclusion statement

In accordance with section 224 of the Corporations Act 2001, the Company will disregard any votes cast on Resolution 1 by Mr Jonathan Kingsley Stewart or any associates of Mr Stewart, unless it is cast:

- by a person as a proxy appointed in writing that specified how the proxy is to vote on the proposed resolution; and it is not cast on behalf of Mr Jonathan Kingsley Stewart or an associate of Mr Jonathan Kingsley Stewart).

By Order of the Board

Alex Neuling
Company Secretary
10 January 2006

EXPLANATORY STATEMENT

This Explanatory Statement has been prepared for the information of Shareholders in relation to the business to be conducted at the Company's General Meeting to be held on 13 February 2007.

The purpose of this Explanatory Statement is to provide Shareholders with all information known to the Company which is material to a decision on how to vote on the resolutions in the accompanying Notice of General Meeting.

This Explanatory Statement should be read in conjunction with the Notice. Capitalised terms in the Explanatory Statement are defined in the Glossary.

Resolution 1

Approval of Issue of Shares Pursuant to Underwritten Share Purchase Plan

Enclosed with this Notice of Meeting is a letter to Shareholders setting out the terms of the Company's 2007 Share Purchase Plan ("SPP"). Under the terms of the SPP, Shareholders will each be offered the opportunity to subscribe for a maximum of 9,434 Shares at 53 cents per Share (\$5,000). It is expected that some Shareholders will either decline the offer or take an amount less than 9,434 shares and for this reason the Company has entered into agreements with Stripe Capital – corporate authorised representative of Australian Stockbroking & Advisory Services Ltd ("Stripe Capital"), Tolhurst Noall Ltd and Bell Potter Securities Ltd for the underwriting of any shortfall up to a maximum of \$8,000,000 ("Underwriting Agreements"). Stripe Capital, Tolhurst Noall Ltd and Bell Potter Securities Ltd will be paid fees equal to 5% of the total value of Shares issued under the SPP.

The maximum number of shares which can be issued under the SPP is 18,047,242 however the Underwriting Agreements are for a maximum shortfall amount of \$8,000,000.

Listing Rule 7.1 imposes a limit on the number of equity securities (e.g. shares or options to subscribe for shares) which a company can issue without shareholder approval. In general terms, the limit is that a company may not, without shareholder approval, issue in any 12 month period, equity securities which are more than 15% of:

- the number of fully paid ordinary shares on issue 12 months before the issue; plus
- the number of fully paid ordinary shares issued in that 12 months under an exception contained in Listing Rule 7.2 or with shareholder approval.

Equity securities which are issued under an exception contained in Listing Rule 7.2 or with Shareholder approval do not reduce the number of shares that may be issued by the Company under Listing Rule 7.1.

ASX Listing Rule 7.2 Exception 15 allows a Company to issue shares under a Share Purchase Plan without shareholder approval, but excludes shares issued under an Underwriting Agreement. Accordingly, any Shares issued to the Underwriters (or their sub-underwriters or clients) as a result of any shortfall under the SPP will reduce the 15% allowed to be issued by the Company. For this reason shareholder approval at this time negates the requirement to ratify the issue at the next General meeting. As the actual number of Shares which will be issued to the Underwriters (or their clients) as a result of any shortfall under the SPP is not yet known, approval is sought for the maximum number of Shares which could be issued to them pursuant to the Underwriting Agreements.

