



**ASX: RES**

28 June 2013

The Manager  
Company Announcements Office  
ASX Limited  
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ASX: RES  
JSE: RSG

Dear Sir or Madam

**Notice under section 708AA(2)(f) of the Corporations Act 2001 (Cth)**

Resource Generation Limited (the *Company*) has announced a non-renounceable pro-rata entitlement offer of 1 Resource Generation Limited fully paid ordinary share (*New Shares*) for every 1 Resource Generation Limited share held as at 7.00 pm (Sydney time) on 8 July 2013 by security holders with a registered address in Australia and New Zealand and other jurisdictions in which Resource Generation has decided to make offers (*Entitlement Offer*).

This notice is given by Resource Generation Limited under section 708AA(2)(f) of the *Corporations Act 2001* (Cth) (the *Act*) as notionally modified by the Australian Securities and Investment Commission Class Order 08/35 (*Class Order*). The Company advises that:

- (a) the New Shares will be issued without disclosure to investors under Part 6D.2 of the Act and without a Prospectus for the New Shares being prepared;
- (b) as at the date of this notice, the Company has complied with:
  - (i) the provisions of Chapter 2M of the Act as they apply to the Company; and
  - (ii) section 674 of the Act;
- (c) as at the date of this notice, there is no excluded information of the type referred to in sections 708AA(8) and 708AA(9) of the Act, as notionally modified by the Class Order; and
- (d) the potential effect that the Entitlement Offer will have on the control of Resource Generation Limited, and the consequences of that effect, will depend on the number of factors, including investor demand. However, given the structure of the Entitlement Offer as a pro rata issue and the fact that (based on substantial holding notices that have been lodged on or prior to the date of this notice) no Resource Generation Limited shareholder has voting power exceeding 15% of Resource Generation Limited's issued shares, the Entitlement Offer is not expected to have any material effect or consequence on the control of Resource Generation Limited. However, to the extent that any shareholder fails to take up their entitlement to New Shares under the Entitlement Offer, that shareholder's percentage holding in the Company will be diluted.

Yours sincerely

A handwritten signature in black ink, appearing to read "Steve Matthews".

**Steve Matthews**  
Company Secretary