Resource Generation Limited

ACN 059 950 337

Minutes of the Annual General Meeting held at Radisson Blu Plaza Hotel, 27 O'Connell St, Sydney NSW on Wednesday 17 October 2012

The Chairman advised that the Company Secretary confirmed that there was a quorum present and opened the meeting. The Managing Director made a presentation updating shareholders on the activities of the company.

The results of the resolutions were as follows:

Item	***Result***
1. To receive the financial report	Received
Resolution	
1. To adopt the remuneration report (non-binding)	Adopted
2. To re-elect Mr Stephen Matthews	Elected
3. To approve the extension of the performance hurdle for Paul Jury	Approved
4. To approve the extension of the performance hurdle for Stephen Matthews	Approved

All items were carried by a show of hands as an ordinary resolution.

Proxies received in relation to each of the resolution items were as follows:

Item	*For*	*Against*	*Open*	*Abstain*	*Total*
1. To adopt the remuneration report	75,386,671	1,122,403	91,716	180,000	76,780,790
2. To re-elect Mr Stephen Matthews	92,522,316	4,517,729	722,878	120,846	97,913,769
3. To approve the extension of the performance hurdle for Paul Jury	71,569,492	6,618,349	742,878	42,233	78,972,952
4. To approve the extension of the performance hurdle for Stephen Matthews	71,469,492	6,718,349	742,878	42,233	78,972,952

20,571,817 proxy votes were lodged in relation to item 1 by shareholders who had an interest in the resolutions and were excluded from voting.

18,940,817 proxy votes were lodged in relation to item 3 by shareholders who had an interest in the resolutions and were excluded from voting.

18,940,817 proxy votes were lodged in relation to item 4 by shareholders who had an interest in the resolutions and were excluded from voting.

Signed as a correct record

Brian Warner
Chairman