



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 Monday 24 October 2011

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:

<i>Item</i>	<i>Result</i>
1. To receive the financial report	Received
<i>Resolution</i>	
1. To adopt the remuneration report (non-binding)	Adopted
2. To re-elect Mr Geoffrey Rose	Elected
3. To re-elect Mr Brian Warner	Elected
3. Approval of the cap on remuneration of non-executive directors	Approved
5. Approval of the issue of 12,195,122 shares under ASX Listing Rule 7.4	Approved
6. Approval of the Employee Share Plan	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:

<i>Item</i>	<i>For</i>	<i>Against</i>	<i>Open</i>	<i>Abstain</i>	<i>Total</i>
1. To adopt the remuneration report	72,673,389	838,160	142,000	9,819,188	83,472,737
2. To re-elect Mr Geoffrey Rose	93,904,734	221,629	502,851	9,064,340	103,693,554
3. To re-elect Mr Brian Warner	93,982,234	79,800	511,051	9,120,469	103,693,554
4. Approval of the remuneration cap for non-executive directors	73,111,837	937,481	522,851	9,000,568	83,572,737
5. Approval of the issue of shares under ASX Listing Rule 7.4	71,186,695	379,664	547,051	1,116,969	73,230,379
6. Approval of employee share plan	72,767,376	573,811	496,051	9,635,499	83,472,737

20,220,817 proxy votes were lodged in relation to item 1 by shareholders who had an interest in the resolutions and were excluded from voting.

20,120,817 proxy votes were lodged in relation to item 4 by shareholders who had an interest in the resolutions and were excluded from voting.

30,463,715 proxy votes were lodged in relation to item 5 by shareholders who had an interest in the resolutions and were excluded from voting.

20,220,817 proxy votes were lodged in relation to item 6 by shareholders who had an interest in the resolutions and were excluded from voting.

Signed as a correct record

A handwritten signature in black ink, appearing to read "B Warner".

Brian Warner
Chairman