

30 November 2011

Company Announcements Office  
 Australian Stock Exchange Limited  
 20 Bridge Street  
 SYDNEY NSW 2000

Dear Sir

**RE: Annual General Meeting – Outcome of Resolutions**

At the Annual General Meeting of the Company’s members held today, the resolutions put to members and the outcomes of those resolutions were as follows:-

**1. RESOLUTION 1 (ORDINARY RESOLUTION)**

To consider and, if thought fit, pass the following Advisory Resolution:

*“That, the Remuneration Report for the year ended 30 June 2011 (as set out in the Directors’ Report) is adopted.”*

**Outcome of Resolution 1** – Passed on a show of hands

The instructions in respect of the proxies were:

FOR	AGAINST	ABSTAIN	PROXY’S DISCRETION
7,235,776	292,627	100,000	35,921,101

**2. RESOLUTION 2 (ORDINARY RESOLUTION)**

To consider and, if thought fit, pass the following resolution, as an Ordinary Resolution of the Company:

*“That Peter Ziegler, who retires by rotation in accordance with Rule 18.2 of the Company’s Constitution and, being eligible, offers himself for re-election, be reelected as a Director.”*

**Outcome of Resolution 2** – Passed on a show of hands

The instructions in respect of the proxies were:

FOR	AGAINST	ABSTAIN	PROXY’S DISCRETION
7,439,109	204,294	0	35,906,101

### 3. RESOLUTION 3 (ORDINARY RESOLUTION)

To consider and, if thought fit, pass the following resolution, as an Ordinary Resolution of the Company:

*“That Paul Ingram, who retires by rotation in accordance with Rule 15.4 of the Company’s Constitution and, being eligible, offers himself for re-election, be reelected as a Director.”*

**Outcome of Resolution 2** – Passed on a show of hands

The instructions in respect of the proxies were:

FOR	AGAINST	ABSTAIN	PROXY’S DISCRETION
7,414,109	229,294	0	35,906,101

### 4. RESOLUTION 4 (ORDINARY RESOLUTION)

To consider and, if thought fit, pass the following Ordinary Resolution, with or without amendment:

*“That in accordance with the provisions of ASX Listing Rule 7.1, and for all other purposes, the Shareholders approve the issue by the Company and the Directors of the Company of up to 60 million Shares (Placement Shares) at an issue price per Placement Share of not less than 80% of the weighted average trading price of the Company’s shares calculated over the last five (5) days on which sales in the securities of the Company were recorded before the day on which the Placement Shares are issued, to various sophisticated or professional investors (Investors) that fall within one or more of the classes of exemptions specified in section 708 of the Corporations Act 2001 (Cth) on the terms and conditions contained in this Notice of Meeting and attached Explanatory Memorandum.”*

**Outcome of Resolution 4** – Passed on a show of hands

The instructions in respect of the proxies were:

FOR	AGAINST	ABSTAIN	PROXY’S DISCRETION
7,244,109	199,294	200,000	35,906,101

### 5. RESOLUTION 5 (ORDINARY RESOLUTION)

To consider and, if thought fit, pass the following resolution, with or without amendment, as an Ordinary Resolution of the Company:

*“That, in accordance with the provisions of Rule 10.11 (and Rules 7.1 and 7.2 (Exception 14)) of the Official Listing Rules of the ASX and Chapter 2E of the Corporations Act and for all other purposes, the Company is authorised to issue up to 5,000,000 Shares to Tim Prowse (Prowse), a former Director of the Company, or his nominee, pursuant to the Company’s Employee Incentive Scheme,*

*namely the “Australian Pacific Coal Limited Officers’, Executives, Consultants and Employee Share Plan” (Share Plan), on the terms and conditions set out in the Notice and accompanying Explanatory Memorandum.”*

**Outcome of Resolution 5 – Passed on a show of hands**

The instructions in respect of the proxies were:

FOR	AGAINST	ABSTAIN	PROXY’S DISCRETION
7,165,209	478,194	0	35,906,101

**6. RESOLUTION 6 (ORDINARY RESOLUTION)**

To consider and, if thought fit, pass the following resolution, with or without amendment, as an Ordinary Resolution of the Company:

*That, in accordance with the provisions of Rule 10.11 (and Rules 7.1 and 7.2 (Exception 14)) of the Official Listing Rules of the ASX and Chapter 2E of the Corporations Act and for all other purposes, the Company is authorised to issue 5,000,000 Shares to Paul Ingram (Ingram) a Director of the Company, or his nominee, pursuant to the Company’s Share Plan, on the terms and conditions set out in the Notice and accompanying Explanatory Memorandum.”*

**Outcome of Resolution 6 – Passed on a show of hands**

The instructions in respect of the proxies were:

FOR	AGAINST	ABSTAIN	PROXY’S DISCRETION
7,165,209	478,194	0	35,906,101

**7. RESOLUTION 7 (ORDINARY RESOLUTION)**

To consider and, if thought fit, pass the following resolution, with or without amendment, as an Ordinary Resolution of the Company:

*“That, in accordance with the provisions of Rule 10.11 (and Rules 7.1 and 7.2 (Exception 14)) of the Official Listing Rules of the ASX and Chapter 2E of the Corporations Act and for all other purposes, the Company is authorised to issue 2,500,000 Shares to John Bovard (Bovard), a Director of the Company, or his nominee, pursuant to the Company’s Share Plan, on the terms and conditions set out in the Notice and accompanying Explanatory Memorandum.”*

**Outcome of Resolution 7 – Passed on a show of hands**

The instructions in respect of the proxies were:

FOR	AGAINST	ABSTAIN	PROXY’S DISCRETION
7,265,209	378,194	0	35,906,101

Yours faithfully  
AUSTRALIAN PACIFIC COAL LIMITED

A handwritten signature in black ink, appearing to read "K. Mischewski". The signature is written in a cursive style with a prominent initial "K" and a trailing flourish.

Kevin Mischewski  
Company Secretary