

AQUACAROTENE LIMITED

ABN 18 074 969 056

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30 January 2003

AUSTRALIAN STOCK EXCHANGE LIMITED

Facsimile No: 1300 300 021

Dear Sir / Madam

At the Resumed Annual General Meeting of shareholders today, results of resolutions were as follows:

1. Removal of Milton Cooper as a Director

Motion lapsed when no mover of motion.

2. Removal of Don Smith as a Director

Motion lapsed when no mover of motion.

3. Removal of Syd Chesson as a Director

Motion withdrawn following previous resignation of Mr Chesson.

Proxies for all Resolutions were cast as follows:

<i>Resolutions</i>	<i>For</i>	<i>Discretionary</i>	<i>Abstain</i>	<i>Against</i>	<i>Total</i>
Ordinary 1	7,521,231	3,353,405	-	60,571,533	71,446,169
Ordinary 2	7,521,231	3,353,405	-	60,656,867	71,531,503
Ordinary 3	60,683,702	3,553,405	-	7,294,394	71,531,501

Yours faithfully

AQUACAROTENE LIMITED



DAVID McARTHUR

Company Secretary