28 November 2014

Market Announcements Office
Australian Securities Exchange Limited
Level 4, Stock Exchange Centre
20 Bridge Street
Sydney NSW 2000

Dear Sir/Madam,

Results of Annual General Meeting held on 28 November 2014

In accordance with Listing Rule 3.13.2 and section 251AA of the *Corporations Act* **Resources & Energy Group Limited (ASX Code: REZ)** advises that shareholders have approved the resolutions submitted to the Annual General Meeting of the Company on 28 November 2014, summarised below:

1. **Adoption of Remuneration Report**
2. **Re-election of Director – Richard Poole**
3. **Ratification of Acquisition of the Mount Mackenzie Project**
4. **Approval of Share Issue**
5. **Approval of Option Issue**
6. **Approval of 10% Placement Capacity (special resolution)**

A summary of valid and eligible proxies received for the above meeting was as follows:

Resolution	For	Against	Open	Total	Excluded	Abstain
Ordinary 1	5,018,378	0	17,500	5,035,878	17,849,655	0
Ordinary 2	22,848,033	25,000	12,500	22,885,533	0	0
Ordinary 3	22,868,033	0	17,500	22,885,533	0	0
Ordinary 4	22,843,033	25,000	17,500	22,885,533	0	0
Ordinary 5	22,868,033	0	17,500	22,885,553	0	0
Special 6	22,868,033	0	17,500	22,885,533	0	0

On a show of hands, the above resolutions as printed in the relevant Notice of Meeting were carried.

For further information please contact

Cindy Louie
Company Secretary
RESOURCES & ENERGY GROUP LIMITED