

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001.

Name of entity	RESOURCE GENERATION LIMITED
ABN	91 059 950 337

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	PAUL JOHN JURY
Date of last notice	4 DECEMBER 2008

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	1. DIRECT 2. INDIRECT
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	1. DIRECT 2. POPY PTY LIMITED ATF YAPP TRUST. Mr Jury is a related party
Date of change	23 JANUARY 2009
No. of securities held prior to change	1. 27,980,878 unlisted \$0.20 options 27,980,878 unlisted \$0.275 options 27,980,878 unlisted \$0.35 options 2. Nil
Class	ORDINARY
Number acquired	N/A
Number disposed	1. 27,980,878 unlisted \$0.20 options 27,980,878 unlisted \$0.275 options 27,980,878 unlisted \$0.35 options
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	Options Cancelled

+ See chapter 19 for defined terms.

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No. of securities held after change	1. NIL 2. 14,934,911 shares
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Options cancelled following approval of issue of performance share rights at the company's GM on 23 January 2009

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	The Resource Generation Limited Employee Share Plan
Nature of interest	Performance Share Rights granted by Resource Generation Limited. Vesting remains subject to the vesting criteria as set out in the Invitation issued to Mr Jury under the terms of the Employee Share Plan and as summarised in the Notice of General Meeting
Name of registered holder (if issued securities)	Resgen Share Plan Pty Limited will be the registered holder of any ordinary shares to be transferred to the director under the terms of the Employee Share Plan
Date of change	23 January 2009
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	3,000,000 (post consolidation) performance share rights granted to Mr Jury in accordance with Resolution 4 passed by shareholders at the General Meeting held on 23 January 2009.
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	There is no consideration payable by Mr Jury. The value of the performance share rights granted will become known if the performance hurdles are achieved by 31 December 2009 and the shares rights are exercised
Interest after change	3,000,000 performance share rights

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Introduced 30/9/2001.

Name of entity	RESOURCE GENERATION LIMITED
ABN	91 059 950 337

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	STEPHEN JAMES MATTHEWS
Date of last notice	4 DECEMBER 2008

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	1. DIRECT 2. INDIRECT
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	1. DIRECT 2. ZAPHOD PTY LIMITED <MATTHEWS SUPER FUND A/C>.
Date of change	23 JANUARY 2009
No. of securities held prior to change	1. 13,990,439 unlisted \$0.20 options 13,990,439 unlisted \$0.275 options 13,990,439 unlisted \$0.35 options 2. 900,000 shares
Class	ORDINARY
Number acquired	N/A
Number disposed	1. 13,990,439 unlisted \$0.20 options 13,990,439 unlisted \$0.275 options 13,990,439 unlisted \$0.35 options
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	Options Cancelled

+ See chapter 19 for defined terms.

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No. of securities held after change	1. Nil 2. 900,000 shares
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Options cancelled following approval of issue of performance share rights at the company's GM on 23 January 2009

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	The Resource Generation Limited Employee Share Plan
Nature of interest	Performance Share Rights granted by Resource Generation Limited. Vesting remains subject to the vesting criteria as set out in the Invitation issued to Mr Matthews under the terms of the Employee Share Plan and as summarised in the Notice of General Meeting
Name of registered holder (if issued securities)	Resgen Share Plan Pty Limited will be the registered holder of any ordinary shares to be transferred to the director under the terms of the Employee Share Plan
Date of change	23 January 2009
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	1,500,000 (post consolidation) performance share rights granted to Mr Matthews in accordance with Resolution 5 passed by shareholders at the General Meeting held on 23 January 2009.
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	There is no consideration payable by Mr Matthews. The value of the performance share rights granted will become known if the performance hurdles are achieved by 31 December 2009 and the shares rights are exercised
Interest after change	1,500,000 performance share rights

+ See chapter 19 for defined terms.