

**Form 604**Corporations Act 2001  
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme Resource Generation LimitedACN/ARSN 059 950 337**1. Details of substantial holder(1)**Name Integrated Coal Mining Limited and each of its associates listed in Annexure A  
ACN / ARSN (if applicable) N/A

There was a change in the interests of the substantial holder on

15 / 12 / 2010

The previous notice was given to the company on

04 / 12 / 2010

The previous notice was dated

03 / 12 / 2010**2. Previous and present voting power**

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Ordinary Shares	18,268,053	8.7%	18,268,053	7.5%

**3. Changes in relevant interests**

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
15/12/2010	Integrated Coal Mining Limited	Dilution from equity raising of 32.6 million shares by Resource Generation Limited from institutions and sophisticated investors approved by shareholders at meeting on 13 December 2010	N/A	18,268,053 ordinary shares	18,268,053
15/12/2010	ICML Holding Companies as identified in Annexure A – Section 1	Dilution from equity raising of 32.6 million shares by Resource Generation Limited from institutions and sophisticated investors approved by shareholders at meeting on 13 December 2010	N/A	18,268,053 ordinary shares	18,268,053
15/12/2010	ICML Subsidiaries as identified in Annexure A – Section 2	Dilution from equity raising of 32.06 million shares by Resource Generation Limited from institutions and sophisticated investors approved by shareholders at meeting on 13 December 2010	N/A	18,268,053 ordinary shares	18,268,053

**4. Present relevant interests**

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (8)	Class and number of securities	Person's votes
Integrated Coal Mining Limited	Integrated Coal Mining Limited	Integrated Coal Mining Limited	Taken under section 608(1) to have a relevant interest by reason of being the holder of the securities.	18,268,053 ordinary shares	7.5%
ICML Holding Companies as identified in Annexure A – Section 1	Integrated Coal Mining Limited	Integrated Coal Mining Limited	Taken under section 608(3) of the Corporations Act 2001 (Cth) to have a relevant interest by reason of having voting power of more than 20% by Integrated Coal Mining Limited	18,268,053 ordinary shares	7.5%
ICML Subsidiaries as identified in Annexure A – Section 2	Integrated Coal Mining Limited	Integrated Coal Mining Limited	Taken under section 608(3) of the Corporations Act 2001 (Cth) to have a relevant interest by reason of its association with Integrated Coal Mining Limited	18,268,053 ordinary shares	7.5%

**5. Changes in association**

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association

**6. Addresses**

The addresses of persons named in this form are:

Name	Address
Integrated Coal Mining Limited	6 Church Lane, 1 <sup>st</sup> Floor, Kolkata 700 001 West Bengal, India
Each of its associates in Annexure A	See Annexure A

**Signature**

print name Swaraj Kumar Pandab

Capacity Secretary

sign here  date 15 / 12 / 2010

**DIRECTIONS**

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
  - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
  - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identify of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

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**3. Changes in relevant interests**

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
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## Annexure A

### Associates of Integrated Coal Mining Limited

This is Annexure A of 1 page referred to in Form 604 Notice of Change of interests of Substantial Holder signed by me and dated 15 December 2010.

ASSOCIATES OF INTEGRATED COAL MINING LIMITED			
Item	Name of Company & Address	Nature of Association	Percentage Holding
<b>Section 1: ICML Holding Companies</b>			
1.	<b>Rainbow Investments Ltd of</b> 436 Dr Annie Besant Road, Worli, Mumbai 400 030	Holding Company	Holds 49.33% in Integrated Coal Mining Limited
2.	<b>CESC Ltd of</b> CESC House, Chowringhee Square, Kolkata 700 001	Holding Company	Holds 26% in Integrated Coal Mining Limited
3.	<b>Adorn Investments Ltd of</b> 31 Netaji Subhas Road, Kolkata 700 001	Holding Company	Holds 22.61% in Integrated Coal Mining Limited
<b>Section 2: ICML Subsidiaries</b>			
4.	<b>RPG Power Trading Company Ltd of</b> 6 Church Lane, 1 <sup>st</sup> Floor, Kolkata 700 001	Subsidiary Company	Integrated Coal Mining Limited holds 100%
5.	<b>Shaft Investments Private Ltd of</b> 8A Gariahat Road, Flat No. GD, Ground Floor, Kolkata 700 019	Subsidiary Company	Integrated Coal Mining Limited holds 100%
6.	<b>Noida Power Company Ltd of</b> H – Block, Commercial Complex, Alpha II Sector, Greater Noida, U.P., 201 308	Subsidiary Company	Shaft Investments Private Ltd holds 72.73%

I certify that the information in this form is true and correct.

Print Name: Swaraj Kumar Pandab      Capacity: Secretary

Sign here:



Date: 15 / 12 / 2010