



23 April 2013

The Manager Companies
ASX Limited
20 Bridge Street
SYDNEY NSW 2000

(3 pages by email)

Dear Madam,

GENERAL MEETING RESULTS

I advise that all resolutions put to shareholders at today's General Meeting of Members as set out in the attached Notice of Meeting were passed on a show of hands.

I advise that votes were cast by proxy as follows:

	For	Against	Abstain
Resolution 1	224,415,655	3,161,287	12,984,313
Resolution 2	223,967,732	3,426,749	13,166,774

Yours faithfully

Lee J. O'Dwyer
Company Secretary

pjn7180



ABN 13 112 682 158

NOTICE OF GENERAL MEETING

Cockatoo Coal Limited (**Company**) gives notice that a General Meeting of members is to be held at Level 3, 66 Hunter Street, Sydney, NSW, 2000 on 23 April 2013 at 11.00 am.

ORDINARY BUSINESS

1. APPROVAL OF THE ISSUE OF SHARES TO EMPLOYEES

'That, for the purposes of ASX Listing Rule 7.1 and for all other purposes, the issue of up to 6,000,000 ordinary shares as remuneration to employees of the Company in accordance with the terms as set out in the Explanatory Memorandum accompanying this Notice of Meeting, is approved'.

Recommendation

The Directors recommend that you vote in favour of this resolution.

2. RATIFICATION OF THE PRIOR ISSUE OF OPTIONS TO SK NETWORKS, CO., LTD

'That, for the purposes of the ASX Listing Rule 7.4 and for all other purposes, the prior issue on 16 April 2013 of up to 150,000,000 options over shares in the Company to SK Networks, Co., Ltd on the terms as set out in the Explanatory Memorandum attached to this Notice of Meeting, is approved'.

Recommendation

The Directors recommend that you vote in favour of this resolution.

VOTING EXCLUSION STATEMENT

Under Rule 14.11 of the ASX Listing Rules, the Company will disregard any votes cast on the Resolution 1 and Resolution 2 by the following persons:

RESOLUTION	PERSONS EXCLUDED FROM VOTING
Resolution 1 . Approval of the issue of shares to employees of the Company (ASX Listing Rule 7.1)	<ul style="list-style-type: none">• Employees entitled to receive shares as remuneration and any person who might obtain a benefit, except a benefit solely in the capacity of a holder of ordinary securities, if the resolution is passed; and any associates of employees of the Company.
Resolution 2 . Ratification of the prior issue of options to SK Networks, Co., Ltd (ASX Listing Rule 7.4)	<ul style="list-style-type: none">• SK Networks, Co., Ltd.; and any person who might obtain a benefit, except a benefit solely in the capacity of a holder of ordinary securities, if the resolution is passed; and any associates of SK Networks, Co., Ltd.

However, the Company need not disregard a vote if:

- it is cast by a person as proxy for a member who is entitled to vote, in accordance with the directions on the proxy appointment form; or
- it is cast by the Chairman of the meeting as proxy for a member who is entitled to vote, in accordance with a direction on the proxy appointment form to vote as the proxy decides and the member who is entitled to vote has indicated on the proxy appointment form that the Chairman of the meeting may vote as a proxy in relation to each resolution to which the voting exclusion relates.

By order of the Board

A handwritten signature in black ink, appearing to read 'L. O'Dwyer', followed by a long horizontal flourish.

Lee J. O'Dwyer
Company Secretary

21 March 2013