

A-Cap Resources Limited

ACN 104 028 542

TO: THE STOCK EXCHANGE OF NEWCASTLE LIMITED

DATE: 26th April 2006

RESULTS OF GENERAL MEETING

At the General Meeting of Shareholders held today, the two resolutions put to the members were passed. The resolutions were:-

RESOLUTION 1: Reconstruction of Capital

“That subject to the Company first placing 3,333,334 ordinary shares to clients of Bell Potter Securities Limited, the capital of the Company be reconstructed from 90,064,268 ordinary shares each credited as fully paid to 67,548,201 ordinary shares each credited as fully paid by consolidating each 4 ordinary shares in the capital of the Company into one ordinary share and by subdividing each such resultant share into 3 ordinary shares each credited as fully paid on the basis where a members holding is not divisible by 4, then any fractional entitlement to a share which would result from any such consolidation and subdivision shall be aggregated with all like fractional entitlements of each of the members being aggregated and with the shares representing the aggregate of such fractional entitlements being issued and allotted to the company secretary who shall hold same on trust for the members entitled thereto in accordance with their respective entitlements on the basis that, subsequent to the consolidation and subdivision taking effect, the company secretary shall sell same and account to each member for any net amount to which that member is entitled after deduction of the costs of sale thereof and an allowance for the costs of postage”.

Proxy votes “for” the motion:	42,031,887
Proxy votes “against” the motion:	5,875
Votes where proxy may exercise discretion:	798,500
Proxy votes “abstaining” from voting:	NIL

The motion was carried on a show of hands as an ordinary resolution.

RESOLUTION 2: Placement of Shares

“That in accordance with the provision of Listing Rule 6.25 of Section 11A of the Listing Rules of the Stock Exchange of Newcastle Limited, the directors of the Company be authorised to place up to 25,000,000 ordinary shares in the capital of the Company with such shares being placed at an issue price of \$0.20

A-Cap Resources Limited

REGISTERED OFFICE

Suite 5.10, 737 Burwood Rd, Hawthorn, Australia

Telephone +61 3 9813 3228 Facsimile +61 3 9813 2668

(20 cents) per share with such shares being placed pursuant to a prospectus to be issued by the Company with such issue not being required to be by way of an entitlements issue but with liberty for the directors to make such issue open to any person resident within Australia and New Zealand and with directors having the right, but not the obligation, to include as a term of the issue that a general priority as to whole or part of the issue be reserved for members of the Company”.

Proxy votes “for” the motion:	42,037,762
Proxy votes “against” the motion:	NIL
Votes where proxy may exercise discretion:	798,500
Proxy votes “abstaining” from voting:	NIL

The motion was carried on a show of hands as an ordinary resolution.

JOHN WILSON
Company Secretary