




**QUATERRA RESOURCES INC.
ANNUAL GENERAL MEETING OF SHAREHOLDERS
HELD ON JUNE 28, 2011**

REPORT ON PROXIES

MOTIONS	NUMBER OF SHARES						PERCENTAGE OF VOTES CAST		
	FOR	AGAINST	WITHHELD	SPOILED	NON VOTE	FOR	AGAINST	WITHHELD	
NUMBER OF DIRECTORS	92,241,928	3,572,848	0	0	0	96.27%	3.73%	0.00%	
THOMAS C. PATTON	47,706,352	0	1,565,487	0	46,542,937	96.82%	0.00%	3.18%	
EUGENE SPIERING	43,270,271	0	6,001,568	0	46,542,937	87.82%	0.00%	12.18%	
LAWRENCE PAGE, Q.C.	36,915,743	0	12,356,096	0	46,542,937	74.92%	0.00%	25.08%	
ROBERT GAYTON	41,559,078	0	7,712,761	0	46,542,937	84.35%	0.00%	15.65%	
TRACY STEVENSON	42,774,271	0	6,497,568	0	46,542,937	86.81%	0.00%	13.19%	
LEROY WILKES	41,615,738	0	7,641,101	15,000	46,542,937	84.49%	0.00%	15.51%	
JOHN KERR	41,446,993	0	7,824,846	0	46,542,937	84.12%	0.00%	15.88%	
APPOINTMENT OF AUDITORS	93,318,160	0	2,496,616	0	0	97.39%	0.00%	2.61%	
2011 ROLLING INCENTIVE STOCK OPTION PLAN	41,077,162	8,194,677	0	0	46,542,937	83.37%	16.63%	0.00%	

TOTAL SHAREHOLDERS VOTED BY PROXY: 146
TOTAL SHARES ISSUED & OUTSTANDING: 142,618,040
TOTAL SHARES VOTED: 95,814,776
TOTAL % OF SHARES VOTED: 67.18%


 JUNE GLOVER
 SCRUTINEER