

Form 605
Corporations Act 2001
Section 671B

Notice of ceasing to be a substantial holder

To Company Name/Scheme Yancoal Australia Ltd (Yancoal)

ACN/ARSN ACN 111 859 119

1. Details of substantial holder (1)

Name Osendo Pty Limited (Osendo) on its own behalf and on behalf of (1) Mt Vincent Holdings Pty Limited (Mt Vincent) and (2) its other related companies listed in Annexure A (Noble Group Companies)

ACN/ARSN (if applicable) Osendo: ACN 136 062 710 Mt Vincent: ACN 105 086 440

The holder ceased to be a substantial holder on

31 August 2017

The previous notice was given to the company on

10 July 2012

The previous notice was dated

10 July 2012

2. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest (2) of the substantial holder or an associate (3) in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest	Nature of change (4)	Consideration given in relation to change (5)	Class (6) and number of securities affected	Person's votes affected
31 August 2017	Osendo	Osendo is the registered holder of 93,958,629 Yancoal ordinary shares and so has a relevant interest under section 608(1) of the Corporations Act (Act) in respect of those shares. Osendo is an associate of Mt Vincent under section 12(2)(a) of the Act and so separately has a relevant interest under section 608(3) of the Act in respect of the 36,923,076 Yancoal shares held by Mt Vincent. Osendo's interest in Yancoal has been diluted from 13.16% to 0.3% as a result of the issue of 42,965,111,463 new ordinary shares in Yancoal pursuant to the Entitlement Offer, Placement and Conversion of Subordinated Capital Notes announced on 2 August 2017 and completed on 31 August 2017.	N/A	130,881,705 ordinary shares	130,881,705
31 August 2017	Mt Vincent	Mt Vincent is the registered holder of 36,923,076 Yancoal ordinary shares and so has a relevant interest under section 608(1) of the Act in respect of those shares. Mt Vincent is an associate of Osendo under section 12(2)(a) of the Act and so separately has a relevant interest under section 608(3) of the Act in respect of the 93,958,629 Yancoal shares held by Osendo. Mt Vincent's interest in Yancoal has been diluted from 13.16% to 0.3% as a result of the issue of 42,965,111,463 new ordinary shares in Yancoal pursuant to the Entitlement Offer, Placement and Conversion of Subordinated Capital Notes announced on 2 August 2017 and completed on 31 August 2017.	N/A	130,881,705 ordinary shares	130,881,705

31 August 2017	Each Noble Group Company	Each Noble Group Company is an associate of Osendo and Mt Vincent under section 12(2)(a) of the Act and so has a relevant interest under section 608(3) of the Act in respect of the Yancoal shares held by Osendo and Mt Vincent. Each Noble Group Company's interest in Yancoal has been diluted from 13.16% to 0.3% as a result of the issue of 42,965,111,463 new ordinary shares in Yancoal pursuant to the Entitlement Offer, Placement and Conversion of Subordinated Capital Notes announced on 2 August 2017 and completed on 31 August 2017.	N/A	130,881,705 ordinary shares	130,881,705
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3. Changes in association

The persons who have become associates (3) of, ceased to be associates of, or have changed the nature of their association (7) 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
N/A	N/A

4. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Osendo	18/F China Evergrande Centre, 38 Gloucester Road, Hong Kong
Mt Vincent	18/F China Evergrande Centre, 38 Gloucester Road, Hong Kong
Each Noble Group Company	18/F China Evergrande Centre, 38 Gloucester Road, Hong Kong

Signature

print name Rory Moriarty

capacity Attorney

sign here



date

14 September 2017

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 4 of the form.
- (2) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (3) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (4) 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.
- (5) Details of the consideration must include any and all benefits, moneys 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.
- (6) The voting shares of a company constitute one class unless divided into separate classes.
- (7) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

Annexure A

This is the Annexure A referred to in the Form 605 (Notice of ceasing to be a substantial holder) signed by me and dated 14 September 2017.



Rory Moriarty
Attorney
14 September 2017

Noble Group Companies (other than Osendo and Mt Vincent)

Noble Group Limited	Noble Resources Limited
General Alumina Jamaica LLC	Noble Resources (Shanghai) Company Limited
Maylion Pty Limited	Noble Resources UK Limited
Noble Americas Corp.	San Jan Fuels, LLC
Noble Americas Gas & Power Corp.	Stampports Inc.
Noble Americas South Bend Ethanol LLC	Stampports UK Limited
Noble Chartering Inc.	Logarta Limited
Noble Chartering Limited	
Noble Clean Fuels Limited	
Noble Netherlands B.V.	
Noble Petro Inc.	
Noble Resources Group Limited	
Noble Resources International Australia Pty Ltd	
Noble Resources International Pte. Ltd.	