



**Dominic D Smith**  
Vice President & Company Secretary

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ASX Market Announcements  
ASX Limited  
20 Bridge Street  
Sydney NSW 2000

18 July 2014

## **BY ELECTRONIC LODGEMENT**

### **Joint off-market bid for Aquila Resources Limited – Status of Defeating Conditions**


Please find attached announcement for immediate release to the market.

Yours faithfully



**Dominic D Smith**  
VP & Company Secretary

For and on behalf of Aurizon Operations Limited



18 July 2014

Company Announcements Officer  
ASX Limited  
20 Bridge Street  
Sydney NSW 2000

And to:  
Aquila Resources Limited  
Level 14, 225 St Georges Terrace  
Perth WA 6000

Dear Sir/Madam

**JOINT OFF-MARKET BID BY BAOSTEEL RESOURCES AUSTRALIA PTY LTD AND AURIZON OPERATIONS LIMITED – STATUS OF DEFEATING CONDITIONS**

We refer to the joint takeover offer by Baosteel Resources Australia Pty Ltd ABN 66 154 815 362 and Aurizon Operations Limited ABN 47 564 947 264 (together, the **Bidders**) as set out in their bidders' statement dated 14 May 2014 (as supplemented by supplementary bidders' statements dated 5 June 2014, 20 June 2014, and 7 July 2014).

The Bidders attach, in accordance with section 630(3) of the *Corporations Act 2001* (Cth), a formal notice in relation to the status of the defeating conditions in section 12.7 of the Bidders' Statement.

**Ms Yiming Wu**

Director  
Baosteel Resources Australia Pty Limited  
ABN 66 154 815 362

**Registered office**

Level 20, Allendale Square  
77 St Georges Terrace  
Perth WA 6000  
AUSTRALIA

**Mr Dominic D Smith**

Director  
Aurizon Operations Limited  
ABN 47 564 947 264

**Registered office**

Level 17  
175 Eagle Street  
Brisbane QLD 4001  
AUSTRALIA

**NOTICE BY**

**BAOSTEEL RESOURCES AUSTRALIA PTY LTD ABN 66 154 815 362 (BAOSTEEL)**

**AND**

**AURIZON OPERATIONS LIMITED ABN 47 564 947 264 (AURIZON)**

**UNDER SECTION 630(3) OF STATUS OF DEFEATING CONDITIONS**

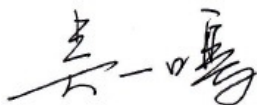
To: ASX Limited  
Aquila Resources Limited (**Aquila**)

This is a notice given by Baosteel and Aurizon in relation to the offers dated 6 June 2014 made under their joint off-market takeover bid for all of the ordinary shares in Aquila (**Offer**) and contained in their bidders' statement dated 14 May 2014 (as supplemented by their supplementary bidders' statements dated 5 June 2014, 20 June 2014, and 7 July 2014).

In accordance with section 630(3) of the *Corporations Act 2001* (Cth), Baosteel and Aurizon give notice that:

- (i) so far as the Bidders know, none of the defeating conditions have been fulfilled, except for those conditions set out in the following section of the Offers:
  - (A) section 12.7(a) ('Minimum Acceptance Condition');
  - (B) section 12.7(b) ('Baosteel FIRB approval'); and
  - (C) section 12.7(c) ('Aurizon FIRB approval');
- (ii) on 3 July 2014 Baosteel and Aurizon declared the Offers free from the conditions set out in section 12.7(d) to 12.7(k) (inclusive) of the Offers, and accordingly, the Offers are free from all conditions set out in section 12.7 of the Offers;
- (iii) each Bidder's voting power in Aquila is 95.94%, so far as the Bidders know.


**DATE** 18 July 2014



Ms Yiming Wu

Director

Baosteel Resources Australia Pty Limited



Mr Dominic D Smith

Director

Aurizon Operations Limited