



HopgoodGanim

13 November 2014

Australian Securities Exchange
Company Announcement Platform

BRISBANE

Level 8, Waterfront Place
1 Eagle Street
Brisbane Qld 4000 Australia

By facsimile: 1300 135 638

Our Ref: 1486646 – Katherine Hammond

PO Box 7822, Waterfront Place
Brisbane Qld 4001 Australia

ABN: 54 105 489 661

This electronic transmission is intended only for the use of the individual or entity to which it is addressed and may contain information that is privileged, confidential and/or exempt from disclosure under applicable law. If you are not the intended recipient, any dissemination, distribution or copying of this communication is strictly prohibited. If you have received this communication in error, please notify us immediately by telephone, return the original electronic transmission to us at the address below by post and delete or destroy any electronic or other copies. Thank you.

Dear Sir/Madam

MetroCoal Limited – Off-Market Takeover Bid for Cape Alumina Limited – Notice of Compulsory Acquisition

We are the solicitors for MetroCoal Limited (**MetroCoal**) in relation to its off-market takeover bid for all of the fully paid ordinary shares in Cape Alumina Limited ACN 107 817 694 (**Cape** or **Target**) which are not already held by the Company (or its Associates) under Part 6.5 of the *Corporations Act 2001* (Cth) (**Corporations Act**) (**Takeover Bid**).

The Takeover Bid closed on 10 November 2014 and MetroCoal is now proceeding with a compulsory acquisition of Target shares in accordance with Part 6A.1 of the Corporations Act.

In accordance with section 661B(1)(d), please find **enclosed** by way of lodgement on behalf of MetroCoal a copy of MetroCoal's Form 6021 "Notice of Compulsory Acquisition Following Takeover Bid" (**Compulsory Acquisition Notice**).

The Compulsory Acquisition Notice has been lodged with the ASIC today and is being sent to each Target shareholder as at the date of the Notice, in accordance with the Corporations Act.

Yours faithfully

HopgoodGanim

Contact Katherine Hammond
Associate
T 07 3024 0343
F 07 3024 0043
E k.hammond@hopgoodganim.com.au

Partner responsible: Michael Hansel

BRISBANE

T +61 7 3024 0000
F +61 7 3024 0300

PERTH

T +61 8 9211 8111
F +61 8 9226 1696

www.hopgoodganim.com.au

Notice of compulsory acquisition following takeover bid

Notice

To each holder of:

Description of class of securities to which the bid relates

Ordinary fully paid shares
(‘Bid Class Securities’)

Name of target company or body

in
Name (the Company)
Cape Alumina Limited
ACN/ARBN/ARSN
107 817 694

Tick applicable box(es)

- and each holder of securities that will or may be converted into, or confer rights to be issued, in the next 6 weeks, securities to which the bid relates.
- and each holder of non-transferable securities issued under an employee incentive scheme referred to in paragraph 2.

Name of bidder

1. Under a takeover bid offers were made by
MetroCoal Limited ACN 117 763 443

Tick one box

in respect of the acquisition of Bid Class Securities in the company.

The offers

- closed
- are scheduled to close

Date offers closed or are scheduled to close

on

Date

1 0 / 1 1 / 1 4
[D] [D] [M] [M] [Y] [Y]

Tick applicable box(es).
(see subsection 661A(4) and (4A))

2. You are, as at the date of this notice, the holder of one or more of the following
- securities in respect of which the takeover offer was made, but have not accepted the offer. (If you have accepted the offer but have received this notice you do not need to do anything in response to this notice—the bidder will acquire your securities under the offer.)
 - securities to which the bid related issued after the end of the offer period and before the date of this notice
 - securities that will or may be converted into, or confer rights to be issued, in the next 6 weeks, securities to which the bid related
 - securities issued under an employee incentive scheme to which restrictions on transfer apply under the company’s constitution or the terms of issue, being

Description of securities

Description of securities

the following securities in the bid class in which the bidder has a relevant interest

Tick one box

3. The bidder gives you notice under subsection 661B(1) of the Corporations Act 2001 (‘the Act’) that the bidder has become entitled pursuant to subsection

- 661A(1)
- 661A(3)

of the Act to compulsorily acquire your securities and desires to acquire those securities.

Continued... Notice

Date of lodgement

4. Under section 661D of the Act, you have the right, by notice in writing given to the bidder within one month after this notice is lodged with ASIC, to ask the bidder for a written statement of the names and addresses of everyone else the bidder has given this notice to.

This notice was lodged with ASIC on

Date

1	3	/	1	1	/	1	4
[D]	[D]		[M]	[M]		[Y]	[Y]

Insert paragraph 4A only where alternative forms of consideration were offered under the bid.

4A. You are entitled, within one month after being given this notice (see paragraph 8), or within 14 days after being given a statement requested under section 661D of the Act (as referred to in paragraph 4 of this notice), whichever is the later, by notice in writing to the bidder, to elect which of the following forms of consideration will apply to the acquisition of your securities.

Details of alternative terms

If you do not elect which of the alternative forms of consideration will apply to the acquisition of your securities, the form of consideration that will apply will be:

Set out the terms that will apply

5. Under section 661E of the Act, you have the right, within one month after being given this notice (see paragraph 8) or within 14 days after being given a statement requested under section 661D of the Act (as referred to in paragraph 4 of this notice), whichever is later, to apply to the Court for an order that the securities not be compulsorily acquired.

6. The bidder is entitled and bound to acquire the securities on the terms that applied under the takeover bid immediately before

Tick one box

- this notice was given.
- the end of the offer period.

7. Unless the Court otherwise orders, on application made by you under section 661E of the Act within one month after being given this notice (see paragraph 8) or within 14 days after being given a statement under section 661D (as referred to in paragraph 4 of this notice), whichever is the later, the bidder must comply with paragraph 6 of this notice.

8. A notice sent by post to you is taken to be given to you 3 days after it is posted.

Signature

Name of person signing

Stephen Everett

Capacity

Director

Signature



Date signed

1	3	/	1	1	/	1	4
[D]	[D]		[M]	[M]		[Y]	[Y]