

CLAYTON UTZ

Sydney Melbourne Brisbane Perth Canberra Darwin

Company Announcements Office
Australian Securities Exchange

27 August 2010

Our ref 13515/16713/80106377

Dear Sir or Madam

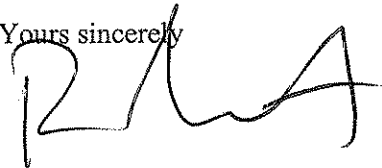
Osendo Pty Limited takeover offer for Gloucester Coal Ltd

We refer to the takeover offer by Osendo Pty Limited ACN 136 062 710 (a wholly owned subsidiary of Noble Group Limited) (**Osendo**) for all of the shares in Gloucester Coal Ltd ACN 008 881 712 (**Offer**).

On behalf of Osendo, we enclose for your information a notice of variation in relation to the Offer which was lodged today with ASIC and given to Gloucester Coal Ltd and Gloucester shareholders under section 650D(1) of the Corporations Act 2001 (Cth) (**Act**).

Also enclosed is a notice prepared under section 630(2)(b) of the Act.

Yours sincerely



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Osendo Pty Limited
ACN 136 062 710

Takeover offer for all of the shares in Gloucester Coal Ltd

Notice of Variation

Extension of the Offer Period

To: Australian Securities and Investments Commission (ASIC)
Gloucester Coal Ltd ACN 008 881 712

Each person to whom an offer was made under the takeover offer referred to in this notice

Reference is made to the takeover offer by Osendo Pty Limited (**Osendo**) for all of the shares in Gloucester Coal Ltd, which offer is dated 4 June 2010, (**Offer**), and to Osendo's bidder's statement in relation to the Offer dated 1 June 2010 (as supplemented by Osendo's first supplementary bidder's statement dated 28 June 2010 and Osendo's second supplementary bidder's statement dated 28 July 2010) (**Bidder's Statement**).

Osendo hereby gives notice under section 650D(1) of the Corporations Act 2001 (Cth) (**Corporations Act**) that the period the Offer is open for acceptance (**Offer Period**) is varied by extending the close of the Offer Period from 7.00 pm (Sydney time) on 3 September 2010 to 7.00 pm (Sydney time) on 8 October 2010 (unless further extended or withdrawn).

The new date for giving the notice of the status of the condition set out in section 7.6 of the Bidder's Statement is 1 October 2010.

The Offer was previously varied by notice dated 28 July 2010.

As the Offer is subject to a defeating condition and this variation postpones for more than 1 month the time by which Osendo must satisfy its obligations under the bid, each person to whom Osendo has made an Offer and who has accepted the Offer has the right to withdraw their acceptance in accordance with section 650E of the Corporations Act by:

- giving Osendo notice within 1 month beginning on the day after the day on which the person receives a copy of this notice; and
- returning any consideration the person received for accepting the Offer.

Any notice by a Gloucester Shareholder withdrawing their acceptance of the Offer under section 650E of the Corporations Act must:

- if the shares are in a CHESS Holding, be in the form of a Valid Originating Message transmitted to ASX Settlement and Transfer Corporation Pty Limited ACN 008 504 532 (**ASTC**) by the Controlling Participant for that CHESS Holding, specifying the number of shares to be released from the Offer Accepted Subposition in which the relevant shares have been reserved; or
- in any other case, be in writing.

If a Gloucester Shareholder withdraws an acceptance in this manner, Osendo must, in accordance with section 650E of the Corporations Act:

- return to the Gloucester Shareholder any documents that were sent by the Gloucester Shareholder to Osendo with the acceptance of the Offer; and

- if the shares are in a CHESS Holding, transmit to ASTC a Valid Message that authorises the release of shares from the Offer Accepted Subposition in which the CHESS Holding has been reserved.

Words defined in the ASTC Settlement Rules (being the operating rules of the settlement facility provided by ASTC) have the same meaning when used in this notice but subject to that, unless the context requires otherwise, defined terms in this notice have the same meaning as in the Bidder's Statement.

ASIC lodgement and date

A copy of this notice was lodged with ASIC on 27 August 2010. ASIC takes no responsibility for the contents of this notice.

This notice is dated 27 August 2010.

Approval

In compliance with ASIC Class Order 03/633, this notice has been approved by a resolution passed by the directors of Osendo.