



19 May 2010

Company Announcements Office  
ASX Limited  
Riverside Centre  
Level 5, 123 Eagle Street  
Brisbane, QLD, 4000

Dear Sir/Madam

**Takeover offer by Macarthur Coal Limited for Gloucester Coal Ltd – notice of withdrawal of takeover offers**

In relation to Macarthur Coal Limited's off-market takeover bid for all the shares in Gloucester Coal Ltd, following receipt of consent from the Australian Securities and Investments Commission (ASIC), I **attach** a notice of withdrawal of takeover offers.

A copy of this notice is being sent to Gloucester Shareholders and given to Gloucester and ASIC.

Yours faithfully

MACARTHUR COAL LIMITED

A handwritten signature in black ink, appearing to read 'Lisa Dalton'.

Lisa Dalton

Company Secretary

Macarthur Coal Limited Information Line  
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ABN 40 096 001 955

## Notice of withdrawal of takeover offers

To: Gloucester Coal Ltd ABN 66 008 881 712 (**Target**)  
And to: ASX Limited ABN 98 008 624 691  
And to: Australian Securities and Investments Commission  
And to: Each Gloucester Shareholder to whom an offer was made (**Offer**) pursuant to the Bidder's Statement dated 26 February 2010 and the First Supplementary Bidder's Statement dated 28 April 2010 (collectively, the **Bidder's Statement**) by Macarthur Coal Limited (ABN 40 096 001 955) (**Bidder**)

In accordance with section 652B of the *Corporations Act 2001*, the Bidder withdraws all the unaccepted Offers with the written consent of ASIC. The withdrawal is effective as of 19 May 2010.

The effect of the withdrawal is that Macarthur's takeover bid for Gloucester is not proceeding. Gloucester Shareholders who had already accepted the Offer are now free to deal with their shares in Gloucester. Gloucester Shareholders who have not accepted the Offer can no longer accept it.

Dated: 19 May 2010

Signed for and on behalf of Bidder



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Martin Kriewaldt, Director