

Level 1,
139 Collins Street
Melbourne VIC 3000

Telephone: (03) 9639 1740 Facsimile: (03) 9639 1861
Website: <http://www.spd.com.au>

Strategic Pooled Development Limited

A.C.N. 062 187 893
A.B.N. 71 062 187 893

STRATEGIC POOLED DEVELOPMENT LIMITED ACN 062 187 893

1 December 2011

TERMINATION OF RESOLVE COAL TRANSACTION AND WITHDRAWAL OF PROSPECTUS OFFER

Strategic Pooled Development Limited (ASX: SPD) (**Company**) advises that today the share and option exchange agreement with Saul Geological Pty Ltd and others to acquire all of the issued shares and employee options in Resolve Coal Pty Ltd (**SOEA**), which was the subject of the recent general meeting of the Company, terminated.

The termination was due to the failure to satisfy one of the conditions precedent under the SOEA, namely the Company raising a minimum amount of \$15 million by 30 November 2011.

This occurred despite the Company issuing a prospectus dated 23 September 2011 to raise up to \$20 million in new capital and conducting an active prospectus marketing program within Australia and some international jurisdictions.

The directors are very disappointed at this outcome.

As a result of the termination of the SOEA, the Company has withdrawn its offer to raise up to \$20 million in new capital under its prospectus dated 23 September 2011 (**Offer**).

Accordingly, the Company will not be accepting further applications for shares under the Offer, which was previously extended to 31 December 2011.

All application money that has been received will be refunded in full. As stated in the prospectus, no interest is payable on refunded application money.

The Company further advises that as a result of the termination of the SOEA, the disposal of the Company's interest in Fisher Graham Wealth Pty Ltd to Fisher Graham Group Pty Ltd, approved at the recent general meeting of the Company, will no longer occur.

The directors immediate focus will be to apply to ASX for the suspension on its securities to be lifted and to consider possible future acquisition and investment opportunities.

The Company thanks those shareholders and new investors who participated in the Offer even though it did not have a successful conclusion.

John L Walker
Company Secretary