



ASX Announcement

2 May 2012

NuCoal executes Share Sale & Purchase Agreement for the acquisition of Plashett EL 6705

NuCoal Resources Ltd (ASX: NCR) is pleased to announce it has executed a Share Sale & Purchase Agreement for the acquisition of Plashett Exploration Licence 6705 ('Plashett EL' or 'Plashett Project') from Big Ben Holdings Pty Ltd ('BBH'), part of The Bloomfield Group. Completion of the transaction is anticipated to occur by the end of Q3 2012 and is subject to certain conditions, including NuCoal obtaining shareholder approval, Ministerial approval under the Mining Act 1992 (NSW), and land access and compensation agreements being obtained over the area covered by the proposed drilling program.

The Plashett EL covers an area of 942 ha and is an advanced exploration project, with **70 holes having previously been drilled on the EL. Based on these holes, NuCoal believes that there is an Exploration Target of between 89Mt and 300Mt*** of semi-soft coking and thermal coal in seams within the Whittingham Coal Measures (excluding the Whybrow seam) on the EL. Through negotiation of the formal Share Sale & Purchase Agreement, the all-scrip acquisition will be as follows:

- An initial share issue equivalent to \$10.5m being 35,000,000 ordinary NuCoal shares to BBH on completion;
- The second share issue equivalent to \$29.25m calculated on 20 day VWAP (less exploration expenses of approximately \$2m) when a 100 Mt JORC Compliant Inferred Resource is confirmed; and
- The third share issue equivalent to \$36.25m calculated on 20 day VWAP (less exploration and analysis expenses of approximately \$3m) upon achieving a total of 200 Mt JORC Compliant Inferred Resource in accordance with the JORC code.

On completion of the Share Sale & Purchase Agreement, the Managing Director of BBH and The Bloomfield Group, Mr John Richards, will be invited to join the Board of

ASX:NCR • Share Information

Issued Shares: 747.5m

Registered Office

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Board of Directors

Chairman:

G. Galt

Managing Director:

G. Lewis

Non Executive Director:

J. Beecher

Non Executive Director:

M. Chester

Non Executive Director:

M. Davies

Company Secretary:

M. Etcell

Key Projects

Doyles Creek Mining Pty Ltd

Hunter Valley NSW

Tenement: EL7270

Ownership: 100%

Doyles Creek Underground Mine Training School

Contact: Maree Roberts

Dellworth Pty Ltd

Hunter Valley NSW

Tenements: EL6594 & EL6812

Ownership: 100%

NuCoal as a Non-Executive Director. In addition to being a director of the privately-owned Bloomfield Group, Mr Richards is a director of Port Waratah Coal Services.

Commenting on the announcement, NuCoal Managing Director, Glen Lewis said:

“The execution of the Share Sale & Purchase Agreement is a significant step towards completing the acquisition of Plashett. The Plashett Project is strategically located between NuCoal’s existing projects at Doyles Creek and Savoy Hill and it offers considerable development, operational and financial synergies. NuCoal looks forward to taking over the exploration of Plashett on completion of the transaction”.

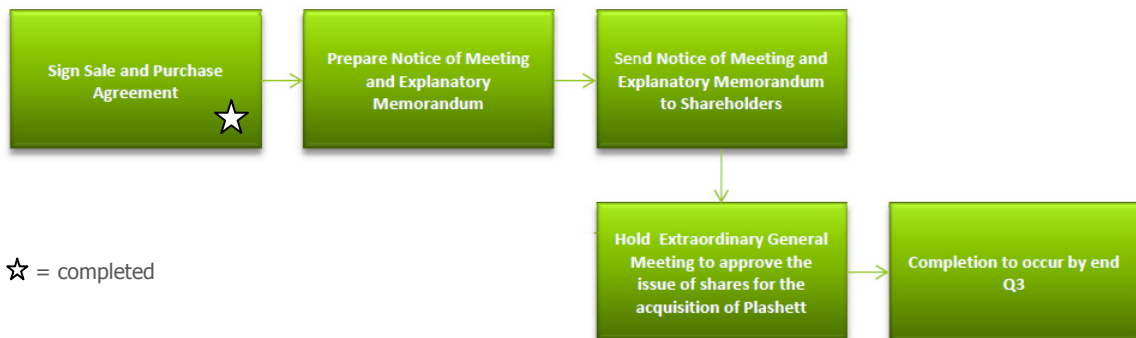
BBH Managing Director, John Richards said:

“We are pleased to have negotiated a final share sale and purchase agreement with NuCoal. BBH shares NuCoal management’s vision for developing high quality coal assets in the Upper Hunter which is why we have accepted the entire payment structure based on NuCoal scrip and I look forward to joining the Board”.

Planned Exploration

NuCoal will commence phase 1 drilling (10 holes) following completion of the transaction.

Expected Timeframe of Events



★ = completed

* **Exploration Target**

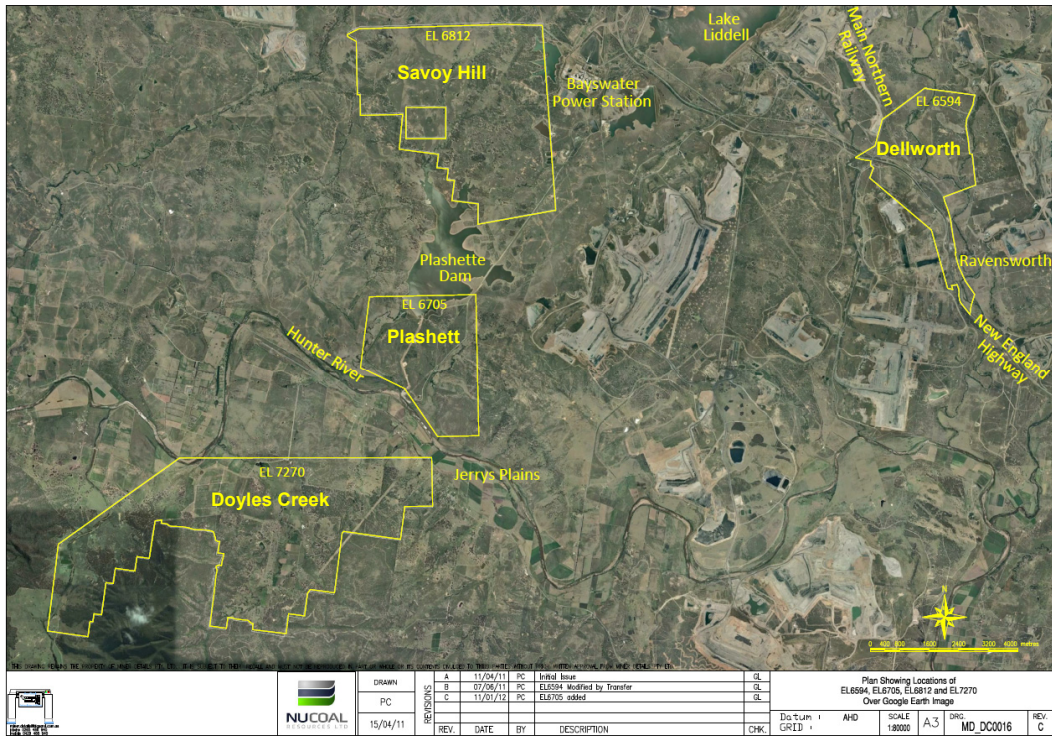
References to Exploration Targets in this document are in accordance with the guidelines of the JORC Code (2004). As such, it is important to note that in relation to reported Exploration Targets, any references to quality and quantity are conceptual in nature. Exploration carried out to date is insufficient to be able to estimate and report coal resources in accordance with the JORC Code (2004). It is uncertain if further exploration will result in the determination of a Coal Resource.

Please direct all investor enquiries to:

Glen Lewis

Managing Director

Tel: +61 2 4925 8600



Location of EL 6705 relative to the other three NuCoal Projects