

Form 603
Corporations Act 2001
Section 671B

Notice of initial substantial holder

To Company Name/Scheme Yancoal Australia Ltd (Yancoal)

ACN/ARSN ACN 111 859 119

1. Details of substantial holder (1)

Name Osendo Pty Limited (Osendo) on its own behalf and on behalf of (1) Mt Vincent Holdings Pty Limited (Mt Vincent) and (2) its other related companies listed in Annexure A (Noble Group Companies)

ACN/ARSN (if applicable) Osendo: ACN 136 062 710 Mt Vincent: ACN 105 086 440

The holder became a substantial holder on 6 July 2012

2. Details of voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in on the date the substantial holder became a substantial holder are as follows:

Class of securities (4)	Number of securities	Person's votes (5)	Voting power (6)
Ordinary shares	130,881,705 ordinary shares	130,881,705	13.16% (based on 994,216,659 ordinary shares)

3. Details of relevant interests

The nature of the relevant interest the substantial holder or an associate had in the following voting securities on the date the substantial holder became a substantial holder are as follows:

Holder of relevant interest	Nature of relevant interest (7)	Class and number of securities
Osendo	Osendo is the registered holder of 93,958,629 Yancoal ordinary shares and so has a relevant interest under section 608(1) of the Corporations Act (Act) in respect of those shares. Osendo is an associate of Mt Vincent under section 12(2)(a) of the Act and so separately has a relevant interest under section 608(3)(a) of the Act in respect of the 36,923,076 Yancoal shares held by Mt Vincent.	130,881,705 ordinary shares
Mt Vincent	Mt Vincent is the registered holder of 36,923,076 Yancoal ordinary shares and so has a relevant interest under section 608(1) of the Act in respect of those shares. Mt Vincent is an associate of Osendo under section 12(2)(a) of the Act and so separately has a relevant interest under section 608(3)(a) of the Act in respect of the 93,958,629 Yancoal shares held by Osendo.	130,881,705 ordinary shares
Each Noble Group Company	Each Noble Group Company is an associate of Osendo and Mt Vincent under section 12(2)(a) of the Act and so has a relevant interest under section 608(3)(a) of the Act in respect of the Yancoal shares held by Osendo and Mt Vincent.	130,881,705 ordinary shares

4. Details of present registered holders

The persons registered as holders of the securities referred to in paragraph 3 above are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Class and number of securities
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Osendo	Osendo in respect of 93,958,629 Yancoal shares and Mt Vincent in respect of 36,923,076 Yancoal shares.	Osendo in respect of 93,958,629 Yancoal shares and Mt Vincent in respect of 36,923,076 Yancoal shares.	130,881,705 ordinary shares
Mt Vincent	Mt Vincent in respect of 36,923,076 Yancoal shares and Osendo in respect of 93,958,629 Yancoal shares.	Mt Vincent in respect of 36,923,076 Yancoal shares and Osendo in respect of 93,958,629 Yancoal shares.	130,881,705 ordinary shares
Each Noble Group Company	Osendo in respect of 93,958,629 Yancoal shares and Mt Vincent in respect of 36,923,076 Yancoal shares.	Osendo in respect of 93,958,629 Yancoal shares and Mt Vincent in respect of 36,923,076 Yancoal shares.	130,881,705 ordinary shares

5. Consideration

The consideration paid for each relevant interest referred to in paragraph 3 above, and acquired in the four months prior to the day that the substantial holder became a substantial holder is as follows:

Holder of relevant interest	Date of acquisition	Consideration (9)		Class and number of securities
		Cash	Non-cash	
Osendo	6 July 2012		The 93,958,629 Yancoal shares held by Osendo were issued to Osendo in consideration for the acquisition of the 93,958,629 shares in Gloucester Coal Ltd (Gloucester) held by Osendo, which shares were acquired by Yancoal pursuant to a scheme of arrangement between Gloucester and its securityholders implemented on 6 July 2012.	93,958,629 ordinary shares
Mt Vincent	6 July 2012		The 36,923,076 Yancoal shares held by Mt Vincent were issued to Mt Vincent in consideration for the acquisition of the 36,923,076 shares in Gloucester held by Mt Vincent, which shares were acquired by Yancoal pursuant to a scheme of arrangement between Gloucester and its securityholders implemented on 6 July 2012.	36,923,076 ordinary shares
Each Noble Group Company	Not applicable		Not applicable	130,881,705 ordinary shares

6. Associates

The reasons the persons named in paragraph 3 above are associates of the substantial holder are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
Osendo ACN 136 062 710	Osendo is an associate of Mt Vincent and each Noble Group Company under section 12(2)(a) of the Act.
Mt Vincent ACN 105 086 440	Mt Vincent is an associate of Osendo and each Noble Group Company under section 12(2)(a) of the Act.
Each Noble Group Company	Each Noble Group Company is an associate of Osendo and Mt Vincent under section 12(2)(a) of the Act.

7. Addresses

The addresses of persons named in this form are as follows:

Name	Address
Osendo	18/F MassMutual Tower, 38 Gloucester Road, Hong Kong
Mt Vincent	18/F MassMutual Tower, 38 Gloucester Road, Hong Kong
Each Noble Group Company	18/F MassMutual Tower, 38 Gloucester Road, Hong Kong

Signature

print name Rory Moriarty

capacity Attorney

sign here

date

10 July 2012

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 7 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The total number of votes attached to all the voting shares in the company or voting interests in the scheme (if any) that the person or an associate has a relevant interest in.
- (6) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (7) Include details of:
 - (a) any relevant agreement or other circumstances by which the relevant interest was acquired. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 9 of the Corporations Act 2001.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown."
- (9) Details of the consideration must include any and all benefits, moneys and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisitions, even if they are not paid directly to the person from whom the relevant interest was acquired.

Annexure A

This is the Annexure A referred to in the Form 603 (Notice of initial substantial holder) signed by me and dated 10 July 2012.



Rory Moriarty
Attorney
10 July 2012

Noble Group Companies

Noble Group Limited	Noble Mount Investments Limited
Chongqing Xinfu Food Co., Ltd	Noble Netherlands B.V.
Cocaf Ivoire S.A.	Noble Paraguay Sociedad Anonima
Crawley Resources Limited	Noble Petro Inc.
Evera Sociedad Anonima Comerical	Noble Resources Group Limited
Janvel Pty Limited	Noble Resources Limited
Jonesville Limited	Noble Resources Pte. Ltd.
Lanzoni Limited	Noble Resources SA
Longkou Xinlong Edible Oil Co., Ltd.	Noble Resources UK Limited
Lonner Pty Limited	Noble Trade Finance Hong Kong Limited
Nantong Noble Grain and Protein Co., Ltd.	Onglory Pty Limited
Noble Americas Corp.	PT Henrison Inti Persada
Noble Americas Energy Solutions LLC	PT Pelayaran Nasional Tanjungriau Servis
Noble Americas Gas & Power Corp.	PT Sanga Coal Indonesia
Noble Argentina S.A.	Qinzhou Dayang Cereals and Oils Company Limited
Noble Brasil S.A.	Ravenca Limited
Noble Carbon Credits Limited	Stelmont Group Limited
Noble Chartering Inc.	Summer Fortune Limited
Noble Chartering Limited	Territory Mineral Sands Pty Ltd
Noble Clean Fuels Limited	Territory Resources Limited
Noble Europe Limited	