

## **FEDERAL COURT ORDERS SCHEME MEETING TO BE CONVENED AND APPROVES ISSUE OF SCHEME BOOKLET**

25 January 2013

### **Highlights**

- ✓ **Federal Court of Australia approves Endocoal's application to hold Scheme Meeting**
- ✓ **Scheme Meeting set for 28 February 2013**
- ✓ **Expected completion on track for March 2013**

### **Federal Court Approves Scheme Meeting Application**

Endocoal Limited (ASX: EOC, **Endocoal**) has today received orders from the Federal Court of Australia (the **Court**) to hold a meeting of Endocoal shareholders (**Scheme Meeting**) to consider and vote on the implementation of the proposed Scheme of Arrangement under which it is proposed that U&D Mining Industry (Australia) Pty Ltd (**U&D Mining**) will acquire all of the shares in Endocoal (the **Scheme**). If the Scheme is approved, Endocoal shareholders will receive \$0.38 cash for each Endocoal share they hold.

The Scheme Meeting will be held at 11:00am AEDT on Thursday, 28 February 2013 at the offices of Gilbert + Tobin, 2 Park Street, Sydney.

The Court has also approved the despatch of Endocoal's Scheme Booklet in relation to the proposed Scheme, which will be sent to Endocoal shareholders on or around Tuesday, 29 January 2013. The Scheme Booklet contains material information on the merits of the proposed Scheme and information on how Endocoal shareholders can vote at the Scheme Meeting.

The Endocoal Board urges all Endocoal shareholders to vote on the Scheme either in person, by attending the Scheme Meeting, or by returning the proxy form that will be attached to the Scheme Booklet distributed to shareholders following registration with the Australian Securities and Investment Commission and lodgement with the ASX.

### **Transaction Timetable**

As announced to the ASX on 29 October 2012, the proposed scheme is subject to a number of conditions, including obtaining Chinese regulatory approvals. Endocoal and U&D Mining are continuing to work together to satisfy the outstanding conditions precedent, and believe that the transaction is on track for completion in March 2013. The timetable below highlights the expected key dates to completion.

<b>Date</b>	<b>Item</b>
End January 2013	Scheme Booklet dispatched to Endocoal Shareholders
February 2013	Final PRC regulatory approvals obtained
28 February 2013	Endocoal Shareholder meeting to approve the Scheme
8 March 2013	Second Court Date to approve the Scheme
11 March 2013	Scheme becomes effective

<b>Date</b>	<b>Item</b>
15 March 2013	Scheme Record Date to determine eligibility to receive cash consideration
22 March 2013	Scheme Implementation Date where A\$0.38 cash consideration becomes payable

All dates following the date of the Scheme Meeting are indicative only and subject to the Court approval process, ASX approval and the satisfaction or, where applicable, waiver of the conditions precedent to the implementation of the Scheme. Endocoal will provide further updates on progress of the transaction as necessary.

### **Further Information**

If Endocoal shareholders have any questions regarding the proposed Scheme or the Scheme Booklet, they are urged to contact the Endocoal Company Secretary, Peter Edwards, on 07 3720 9300 (within Australia) or +61 7 3720 9300 (outside Australia) from 9:00am to 5:00pm Eastern Standard Time.

Yours faithfully

A handwritten signature in blue ink, appearing to be 'Peter Edwards'.

Peter Edwards

**About Endocoal**

Endocoal is an Australian public company focused on exploration of coal tenements and mine development in the Bowen Basin, Queensland's premier coal producing region. Endocoal currently holds JORC Marketable Reserves of 13Mt and total JORC Resources of 498Mt. The Company is proceeding to develop an export-quality thermal coal open cut mine at its flagship Orion Downs tenement, positioned close to existing infrastructure. Endocoal has several other tenements in the Bowen Basin region. These will be the subject of future exploration and drilling activities. Near-term priority will focus on Rockwood tenement with anthracite coal prospective for PCI coal; plus greenfield Talwood and Stockyard Creek Project tenements where scout drilling has commenced seeking coking coal. At both locations, coal seams have been intersected and are being evaluated. At Pretoria Hill an exploration program with joint venture partner Carabella Resources (CLR) is being planned. Elsewhere, tenement applications will target other locations identified as being potentially prospective for coal exploration.

**Endocoal Limited**

ACN 132 183 281

ASX CODE: EOC

**Securities Information**

Ordinary Fully Paid Shares: 186.9m

Unlisted Options &amp; Rights: 20.8m

**Directors & Management****Phillip McCarthy**

Non-Executive Chairman

**Tim Hedley**

CEO &amp; Managing Director

**Peter Edwards**

CFO and Company Secretary

**Lex Hansen**

Non-Executive Director

**Gavin Solomon**

Non-Executive Director

**Ray Miller**

Non-Executive Director