

CLAYTON UTZ

Sydney Melbourne Brisbane Perth Canberra Darwin

Confidential

Company Announcements Office
Australian Securities Exchange

1 October 2010

Our ref 13515/80106377

Dear Sir or Madam

Osendo Pty Ltd takeover offer for Gloucester Coal Ltd: freeing the Offer from defeating conditions

We refer to the takeover offer by Osendo Pty Ltd ACN 136 062 710 (a wholly owned subsidiary of Noble Group Limited) (**Bidco**) for all of the shares in Gloucester Coal Ltd ACN 008 881 712 (**Offer**).

On behalf of Bidco, we enclose a notice under section 650F of the Corporations Act 2001 (Cth) freeing the Offer from defeating conditions.

Yours faithfully,



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Osendo Pty Ltd

Takeover offer for all the shares in Gloucester Coal Ltd

Notice pursuant to section 650F of the Corporations Act 2001 (Cth)

Reference is made to the takeover offer by Osendo Pty Ltd (**Bidco**) for all of the shares in Gloucester Coal Ltd (**Offer**) and to Bidco's bidder's statement in relation to the Offer dated 1 June 2010 (a copy of which was given to the Australian Securities Exchange on 4 June 2010), as supplemented by Bidco's first supplementary bidder's statement dated 28 June 2010, the second supplementary bidder's statement dated 28 July 2010 and the third supplementary bidder's statement dated 27 August 2010 (**Bidder's Statement**).

Bidco hereby gives notice under section 650F of the Corporations Act 2001 (Cth) declaring the Offer to be free from the condition contained in section 7.6 of the Bidder's Statement (being all of the conditions to the Offer).

The Offer is free from the above condition.

Bidco's voting power in Gloucester Coal Ltd is 59.87%.



Dated 1 October 2010

Rory Moriarty
Attorney for Osendo Pty Ltd