

ENDOCOAL SHAREHOLDERS APPROVE SCHEME OF ARRANGEMENT WITH U&D MINING

28 February 2013

Highlights

- ✓ Endocoal shareholders approve Scheme of Arrangement with U&D Mining
- ✓ 91.6% of Endocoal shareholders voting at the Scheme Meeting vote in favour

Endocoal Shareholders Approve Scheme of Arrangement

Endocoal Limited (ASX: EOC, **Endocoal**) is pleased to announce that shareholders have today voted in favour of the proposed Scheme of Arrangement with U&D Mining Industry (Australia) Pty Ltd (**U&D Mining**).

The Scheme Meeting, held at 11:00am in Sydney, provided Endocoal shareholders the opportunity to vote on the Scheme of Arrangement that would see U&D Mining acquire all of the issued shares in Endocoal for cash consideration of \$0.38 per Endocoal share (the **Scheme Resolution**). Voting was conducted by a poll and the resolution was passed by more than 50% of the number of shareholders present and voting, as well as those voting by proxy, and by at least 75% of the votes cast on the Scheme Resolution, as required by section 411(4)(a)(ii) of the *Corporations Act 2001* (Cth).

The results of the poll conducted were:

	For	Against	Abstain	Total Votes	%For
Votes	115,156,571	27,457,820	-	142,614,391	80.75%
Shareholders	240	22	-	262	91.60%

Next Steps

The Scheme remains subject to Chinese regulatory approvals and the approval of the Federal Court of Australia (the **Court**). The second hearing before the Court to approve the Scheme is scheduled for Friday, 8 March 2013 (**Second Court Hearing**). If the Chinese regulatory approvals are not received prior to this date, Endocoal will apply to the Court to delay the hearing until such time as the approvals are received.

The Scheme will not become effective until it is approved by the Court at the Second Court Hearing.

Yours faithfully



Peter Edwards
Company Secretary



ASX RELEASE

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 (ASX: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 & Rights: 20.8m

Directors & Management

Phillip McCarthy

Non-Executive Chairman

Lex Hansen

Non-Executive Director

Tim Hedley

CEO & Managing Director

Gavin Solomon

Non-Executive Director

Peter Edwards

CFO and Company Secretary

Ray Miller

Non-Executive Director