



**universal**  
coal plc

One America Square  
Crosswall  
London EC3N 2SG  
United Kingdom  
Telephone: +44 207 264 4444  
Facsimile: +44 207 264 4440

2 October 2012

The Manager  
Companies Announcement Office  
ASX Limited  
Level 4, 20 Bridge Street  
SYDNEY NSW 2000

**By e-lodgement**

**Universal Coal plc ARBN 143 750 038 (Company) – Appendix 3B**

On 2 October 2012, the Company arranged for the issue of 1,442,265 Chess Depository Interests (CDIs) to Susquehanna Pacific Pty Ltd ACN 082 467 605 (**Susquehanna**) in satisfaction of the Company's obligation to pay interest to Susquehanna pursuant to the Converting Note Agreement dated 5 April 2012 between the Company and Susquehanna.

The associated Appendix 3B is enclosed.

**For and on behalf of the Board**

Yours sincerely  
**Universal Coal PLC**

Emma Lawler  
Company Secretary

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## Appendix 3B

### New issue announcement, application for quotation of additional securities and agreement

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003, 24/10/2005.

Name of entity

Universal Coal plc

ARBN

143 750 038

We (the entity) give ASX the following information.

#### Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

- |   |  |  |
|---|--|--|
| 1 | +Class of +securities issued or to be issued   | Chess Depository Interests (CDI)       |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued  | 1,442,265 CDIs                         |
| 3 | Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | Same terms as fully paid CDIs on issue |

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<p>4 Do the <sup>+</sup>securities rank equally in all respects from the date of allotment with an existing <sup>+</sup>class of quoted <sup>+</sup>securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> <li>• the date from which they do</li> <li>• the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>• the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	<p>The CDIs will rank equally with the fully paid CDIs on issue.</p>										
<p>5 Issue price or consideration</p>	<p>A\$0.1043 per CDI</p>										
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>The purpose of the issue of CDIs is in satisfaction of the Company's obligation to pay interest to Susquehanna Pacific Pty Ltd (Susquehanna) pursuant to the Converting Note Agreement dated 5 April 2012 between the Company and Susquehanna.</p>										
<p>7 Dates of entering <sup>+</sup>securities into uncertificated holdings or despatch of certificates</p>	<p>2 October 2012</p>										
<p>8 Number and <sup>+</sup>class of all <sup>+</sup>securities quoted on ASX (including the securities in clause 2 if applicable)</p>	<table border="1"> <thead> <tr> <th>Number</th> <th><sup>+</sup>Class</th> </tr> </thead> <tbody> <tr> <td>168,050,383</td> <td>CDIs</td> </tr> </tbody> </table>	Number	<sup>+</sup> Class	168,050,383	CDIs						
Number	<sup>+</sup> Class										
168,050,383	CDIs										
<p>9 Number and <sup>+</sup>class of all <sup>+</sup>securities not quoted on ASX (including the securities in clause 2 if applicable)</p>	<table border="1"> <thead> <tr> <th>Number</th> <th><sup>+</sup>Class</th> </tr> </thead> <tbody> <tr> <td>34,831,880</td> <td>Ordinary Shares restricted for 24 months from 09/12/10.</td> </tr> <tr> <td>20,852,508</td> <td>Ordinary Shares</td> </tr> <tr> <td>1,972,180</td> <td>Unlisted Options exercisable at \$0.26 on or before 31/12/2013.</td> </tr> <tr> <td>1,972,180</td> <td>Unlisted Options exercisable at \$0.286 on or before</td> </tr> </tbody> </table>	Number	<sup>+</sup> Class	34,831,880	Ordinary Shares restricted for 24 months from 09/12/10.	20,852,508	Ordinary Shares	1,972,180	Unlisted Options exercisable at \$0.26 on or before 31/12/2013.	1,972,180	Unlisted Options exercisable at \$0.286 on or before
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20,852,508	Ordinary Shares										
1,972,180	Unlisted Options exercisable at \$0.26 on or before 31/12/2013.										
1,972,180	Unlisted Options exercisable at \$0.286 on or before										

Appendix 3B  
New issue announcement

	31/12/2013.
986,090	Unlisted Options exercisable at \$0.312 on or before 31/12/2013.
5,541,852	Unlisted Options exercisable at \$0.40 on or before 15/03/2014.
2,458,146	Unlisted Options exercisable at \$0.40 on or before 15/03/2014.
500,000	Unlisted Options exercisable at \$0.40 on or before 31/12/2014.
4,618,000	Unlisted Options exercisable at \$0.26 on or before 03/11/2015.
3,200,000	Unlisted Options exercisable at \$0.34 on or before 03/11/2015.
3,007,110	Unlisted Options exercisable at \$0.26 on or before 24/11/2015.
5,800,000	Unlisted Options exercisable at \$0.39 on or before 09/12/2015.
4,400,000	Unlisted Options exercisable at \$0.20 on or before 09/12/2015.

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490,617	Unlisted Options exercisable at \$0.26 on or before 09/12/2015.
16,855,736	Tranche A (Low) Options exercisable at \$0.2628 on or before 04/06/2017
5,618,579	Tranche A (High) Options exercisable at \$0.2745 on or before 04/06/2017
7,000,000	Converting Notes

10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)

**Part 2 - Bonus issue or pro rata issue**

11 Is security holder approval required?

12 Is the issue renounceable or non-renounceable?

13 Ratio in which the <sup>+</sup>securities will be offered

14 <sup>+</sup>Class of <sup>+</sup>securities to which the offer relates

15 <sup>+</sup>Record date to determine entitlements

16 Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?

17 Policy for deciding entitlements in relation to fractions

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18	Names of countries in which the entity has +security holders who will not be sent new issue documents	N/A
	Note: Security holders must be told how their entitlements are to be dealt with.	
	Cross reference: rule 7.7.	
19	Closing date for receipt of acceptances or renunciations	N/A
20	Names of any underwriters	N/A
21	Amount of any underwriting fee or commission	N/A
22	Names of any brokers to the issue	N/A
23	Fee or commission payable to the broker to the issue	N/A
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders	N/A
25	If the issue is contingent on +security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	N/A
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	N/A
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A

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30	How do <sup>+</sup> security holders sell their entitlements <i>in full</i> through a broker?	N/A
31	How do <sup>+</sup> security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	N/A
32	How do <sup>+</sup> security holders dispose of their entitlements (except by sale through a broker)?	N/A
33	<sup>+</sup> Despatch date	N/A

**Part 3 - Quotation of securities**

*You need only complete this section if you are applying for quotation of securities*

34 Type of securities  
(tick one)

(a)  Securities described in Part 1

(b)  All other securities

Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

**Entities that have ticked box 34(a)**

**Additional securities forming a new class of securities**

*Tick to indicate you are providing the information or documents*

35  If the <sup>+</sup>securities are <sup>+</sup>equity securities, the names of the 20 largest holders of the additional <sup>+</sup>securities, and the number and percentage of additional <sup>+</sup>securities held by those holders

36  If the <sup>+</sup>securities are <sup>+</sup>equity securities, a distribution schedule of the additional <sup>+</sup>securities setting out the number of holders in the categories

- 1 - 1,000
- 1,001 - 5,000
- 5,001 - 10,000
- 10,001 - 100,000
- 100,001 and over

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37  A copy of any trust deed for the additional +securities

**Entities that have ticked box 34(b)**

38 Number of securities for which +quotation is sought 

N/A
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39 Class of +securities for which quotation is sought 

N/A
-----

40 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?  
  
 If the additional securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

N/A
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41 Reason for request for quotation now  
  
 Example: In the case of restricted securities, end of restriction period  
  
 (if issued upon conversion of another security, clearly identify that other security)

N/A
-----

	Number	+Class
42 Number and +class of all +securities quoted on ASX (including the securities in clause 38)	N/A	N/A

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## Appendix 3B New issue announcement

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### Quotation agreement

1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here: Emma Lawler  
(~~Director~~/Company secretary)

Date: 2 October 2012

Print name: Emma Lawler

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