

Appendix 1A

ASX Listing application and agreement

This form is for use by an entity seeking admission to the ⁺official list as an ASX Listing (for classification as an ASX Debt Listing use Appendix 1B, and for classification as an ASX Foreign Exempt Listing use Appendix 1C).
The form is in 3 parts:

1. Application for admission to the ⁺official list;
2. Information to be completed; and
3. Agreement to be completed.

Information and documents (including this appendix) given to ASX in support of an application become ASX's property and may be made public. This may be prior to admission of the entity and ⁺quotation of its ⁺securities. Publication does not mean that the entity will be admitted or that its ⁺securities will be quoted.

Introduced 1/7/96. Origin: Appendix 1. Amended 1/7/97, 1/7/98, 1/9/99, 13/3/2000, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003, 24/10/2005, 20/07/2007.

Part 1 - Application for admission to the official list

Name of entity	ABN
COUNTY COAL LIMITED	40 149 136 783

We (the entity) apply for admission to the ⁺official list of ASX Limited (ASX) and for ⁺quotation of ⁺securities.

Part 2 - Information to be completed

About the entity

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

All entities

1 Deleted 30/9/2001

2 ⁺Main class of ⁺securities

Number	⁺ Class
93,675,004 (of which, 51,996,253 ordinary shares are restricted securities, and will not be quoted)	Ordinary shares
3 Additional ⁺ classes ⁺ securities (except ⁺ CDIs)	of
Number to be quoted	⁺ Class
Nil	Not applicable

⁺ See chapter 19 for defined terms.

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Number not to be quoted	+Class
7,200,000	Options

4 Telephone number, postal address for all correspondence, general fax number, fax number for +company announcements office to confirm release of information to the market, and e-mail address for contact purposes.

County Coal Limited
 Level 2, 27-31 Macquarie Place
 Sydney NSW 2000
 Telephone: (02) 9251 3311
 Facsimile: (02) 9251 6550
 Email: tafilitcroft@ozemail.com.au

5 Address of principal +security registries for each +class of +security (including +CDIs)

Boardroom Pty Limited
 Level 7, 207 Kent Street
 Sydney NSW 2000

6 Annual balance date

30 June

Companies only
(Other entities go to 19)

7 Name and title of chief executive officer/managing director

Not applicable

8 Name and title of chairperson of directors

Robert G. Cameron
 Non-executive Chairman

9 Names of all directors

Robert G. Cameron
 David Miller
 Marcus Boland

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10	Duration of appointment of directors (if not subject to retirement by rotation) and details of any entitlement to participate in profits	<p>Pursuant to clauses 16.1 and 16.2 of County Coal Limited's Constitution, all directors (other than any Managing Director) are subject to retirement by rotation.</p> <p>For details of directors' entitlement to participate in profits, refer to the section headed 'Director's remuneration' on page 104 of the Prospectus.</p>
11	Name and title of company secretary	Terence Anthony Flitcroft Company Secretary
12	Place of incorporation	Commonwealth of Australia (registered in New South Wales)
13	Date of incorporation	4 February 2011
14	Legislation under which incorporated	Corporations Act 2001 (Cwlth)
15	Address of registered office in Australia	Level 2, 27-31 Macquarie Place Sydney NSW 2000
16	Month in which annual meeting is usually held	November
17	Months in which dividends are usually paid (or are intended to be paid)	Not applicable at this stage of County Coal Limited's operations
18	If the entity is a foreign company which has a certificated subregister for quoted ⁺ securities, the location of Australian ⁺ security registers	Not applicable

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18A If the entity is a foreign company, the name and address of the entity's Australian agent for service of process

Not applicable

(Companies now go to 31)

All entities except companies

19 Name and title of chief executive officer/managing director of the responsible entity

Not applicable

20 Name and title of chairperson of directors of responsible entity

Not applicable

21 Names of all directors of the responsible entity

Not applicable

22 Duration of appointment of directors of responsible entity (if not subject to retirement by rotation) and details of any entitlement to participate in profits

Not applicable

23 Name and title of company secretary of responsible entity

Not applicable

⁺ See chapter 19 for defined terms.

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23A	Trusts only - the names of the members of the compliance committee (if any)	Not applicable
24	Place of registration of the entity	Not applicable
25	Date of registration of the entity	Not applicable
26	Legislation under which the entity is registered	Not applicable
27	Address of administration office in Australia of the entity	Not applicable
28	If an annual meeting is held, month in which it is usually held	Not applicable
29	Months in which distributions are usually paid (or are intended to be paid)	Not applicable
30	If the entity is a foreign entity which has a certificated subregister for quoted ⁺ securities, the location of Australian ⁺ security registers	Not applicable
30A	If the entity is a foreign trust, the name and address of the entity's Australian agent for service of process	Not applicable

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About the entity

All entities

Tick to indicate you are providing the information or documents	Where is the information or document to be found? (eg, prospectus cross reference)
31 <input checked="" type="checkbox"/> Evidence of compliance with 20 cent minimum issue price or sale price, and spread requirements	Refer to 'Offer Price per Share' on page 2 of the Prospectus. Spread requirements to be provided following close of the offer.
32 <input checked="" type="checkbox"/> Prospectus, Product Disclosure Statement or information memorandum relevant to the application (250 copies)	Copy of Prospectus lodged with ASIC attached. 50 copies to be provided when Prospectus printed.
33 <input checked="" type="checkbox"/> Cheque for fees	Cheque for fees of \$72,167.70 attached.
34 <input checked="" type="checkbox"/> Type of subregisters the entity will operate Example: CHESS and certificated subregisters	Electronic CHESS sub-register and issuer-sponsored sub-register. Refer to the section headed 'CHESS' on page 21 of the Prospectus.
35 <input checked="" type="checkbox"/> Copies of any contracts referred to in the prospectus, Product Disclosure Statement or information memorandum (including any underwriting agreement)	Copies of contracts referred to in the section headed 'Material Contracts' beginning on page 100 of the Prospectus are attached.
36 <input checked="" type="checkbox"/> A certified copy of any restriction agreement entered into in relation to ⁺ restricted securities	Certified copies of the restriction agreements listed in the section headed 'Restriction Agreements' on page 102 of the Prospectus are attached.
37 <input type="checkbox"/> If there are ⁺ restricted securities, undertaking issued by any bank or ⁺ recognised trustee	Not applicable, however, undertaking to be provided by the provider of registry services to impose a holding lock to a restricted security held on the issuer sponsored subregister and not remove the holding lock without ASX's written consent.
38 <input checked="" type="checkbox"/> (Companies only) - certificate of incorporation or other evidence of status (including any change of name)	Certificate of incorporation attached.
39 <input type="checkbox"/> (All entities except companies) - certificate of registration or other evidence of status (including change of name)	Not applicable

⁺ See chapter 19 for defined terms.

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- 40 Copy of the entity's constitution (eg, if a company, the memorandum and articles of association)

Copy of constitution attached.

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[†] See chapter 19 for defined terms.

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Where is the information or document to be found? (eg, prospectus cross reference)

- | | | | |
|-----|-------------------------------------|---|--|
| 41 | <input checked="" type="checkbox"/> | Completed checklist that the constitution complies with the listing rules (copy of articles checklist is available from any Companies Department) | Completed checklist attached. |
| 42 | <input checked="" type="checkbox"/> | A brief history of the entity or, if applicable, the group | <p>County Coal Limited is an unlisted public company that was incorporated on 4 February 2011. County Coal Limited commenced formal operations in February 2011.</p> <p>County Coal Limited is a coal exploration and development company engaged in the acquisition and development of coal resources and projects in the USA. In particular County Coal Limited invests in coal resources and projects, with export potential in proven quality coal producing regions. County Coal Limited looks for strategically located resources, which are close to necessary infrastructure, with good logistics to maximise project end-values and profitability. County Coal Limited is seeking to establish early production revenue streams from its current coal properties and future projects.</p> |
| 42A | <input checked="" type="checkbox"/> | Copy of agreement with ASX that documents may be given to ASX and authenticated electronically. | Copy of agreement attached. |

About the securities to be quoted

All entities

- | | | | |
|----|-------------------------------------|---|---|
| 43 | <input checked="" type="checkbox"/> | Confirmation that the +securities to be quoted are eligible to be quoted under the listing rules | Confirmed that securities are fully paid ordinary shares eligible to be quoted under the listing rules. |
| 44 | <input checked="" type="checkbox"/> | Voting rights of +securities to be quoted | Refer to section headed 'Rights attaching to Shares' beginning on page 96 of the Prospectus and County Coal Limited's Constitution. |
| 45 | <input checked="" type="checkbox"/> | A specimen certificate/holding statement for each +class of +securities to be quoted and a specimen holding statement for +CDIs | Copy attached. |
| 46 | <input checked="" type="checkbox"/> | Terms of the +securities to be quoted | Refer to section headed 'Rights attaching to Shares' beginning on page 96 of the Prospectus and County Coal Limited's Constitution. |

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|----|-------------------------------------|--|---|
| 47 | <input type="checkbox"/> | A statement setting out the names of the 20 largest holders in each ⁺ class of ⁺ securities to be quoted, and the number and percentage of each ⁺ class of ⁺ securities held by those holders | To be provided following closing of the offer and allotment of shares pursuant to the Prospectus. |
| 48 | <input type="checkbox"/> | A distribution schedule of each ⁺ class of ⁺ equity securities to be quoted, 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 | To be provided following closing of the offer and allotment of shares pursuant to the Prospectus. |
| 49 | <input type="checkbox"/> | The number of holders of a parcel of ⁺ securities with a value of more than \$2,000, based on the issue/sale price | To be provided following closing of the offer and allotment of shares pursuant to the Prospectus. |
| 50 | <input checked="" type="checkbox"/> | Terms of any ⁺ debt securities and ⁺ convertible debt securities | None |
| | | | Where is the information or document to be found? (eg, prospectus cross reference) |
| 51 | <input checked="" type="checkbox"/> | Trust deed for any ⁺ debt securities and ⁺ convertible debt securities | None |
| 52 | <input type="checkbox"/> | Deleted 24/10/2005. | |

All entities with classified assets

(Other entities go to 62)

All ⁺mining exploration entities and, if ASX asks, any other entity that has acquired, or entered into an agreement to acquire a ⁺classified asset, must give ASX the following information.

- | | | | |
|----|-------------------------------------|--|---|
| 53 | <input checked="" type="checkbox"/> | The name of the vendor and details of any relationship of the vendor with us | <ul style="list-style-type: none"> • Shell Creek Coal Project: Gordon Wetterlund and Glenn Rivard • Miller Coal Project: Miller & Associates LLC (David Miller, a director of County Coal, is also a director of Miller & Associates LLC) <p>Refer to sections headed 'Property Purchase Agreement – Shell Creek Coal Project' and 'Property Purchase Agreement – Miller Coal Project' beginning on page 100 of the Prospectus.</p> |
|----|-------------------------------------|--|---|

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|----|--|---|
| 54 | <input type="checkbox"/> If the vendor was not the beneficial owner of the +classified asset at the date of the acquisition or agreement, the name of the beneficial owner(s) and details of the relationship of the beneficial owner(s) to us | Not applicable |
| 55 | <input type="checkbox"/> The date that the vendor acquired the +classified asset | After making reasonable inquiries, County Coal Limited does not have this information. |
| 56 | <input type="checkbox"/> The method by which the vendor +acquired the +classified asset, including whether by agreement, exercise of option or otherwise | After making reasonable inquiries, County Coal Limited does not have this information. |
| 57 | <input type="checkbox"/> The consideration passing directly or indirectly from the vendor (when the vendor +acquired the asset), and whether the consideration has been provided in full | After making reasonable inquiries, County Coal Limited does not have this information. |
| 58 | <input checked="" type="checkbox"/> Full details of the +classified asset, including any title particulars | <ul style="list-style-type: none"> • Shell Creek Coal Project: Refer to Schedule A of the Property Purchase Agreement between County Coal Company LLC and Gordon C. Wetterlund Jr and Glenn A. Rivard dated 28 March 2011 • Miller Coal Project: Refer to Schedule A of the Property Purchase Agreement between County Coal Company LLC and Miller and Associates, LLC date 11 March 2011 |

⁺ See chapter 19 for defined terms.

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Where is the information or document to be found? (eg, prospectus cross reference)

- | | | | |
|----|-------------------------------------|--|---|
| 59 | <input checked="" type="checkbox"/> | The work done by or on behalf of the vendor in developing the ⁺ classified asset. In the case of a ⁺ mining tenement, this includes prospecting in relation to the tenement. If money has been spent by the vendor, state the amount (verification of which may be required by ASX). | <ul style="list-style-type: none"> • Miller Coal Project: Refer to document prepared by Miller and Associates, LLC setting out expenses over the last six years relating to the Miller Coal Project |
| 60 | <input checked="" type="checkbox"/> | The date that the entity ⁺ acquired the ⁺ classified asset from the vendor, the consideration passing directly or indirectly to the vendor, and whether that consideration has been provided in full | <ul style="list-style-type: none"> • Shell Creek Coal Project: 29 March 2011 • Miller Coal Project: 11 March 2011
Refer to sections headed 'Property Purchase Agreement – Shell Creek Coal Project' and 'Property Purchase Agreement – Miller Coal Project' beginning on page 100 of the Prospectus. |
| 61 | <input checked="" type="checkbox"/> | A breakdown of the consideration, showing how it was calculated, and whether any experts' reports were commissioned or considered (and if so, with copies attached). | <ul style="list-style-type: none"> • Shell Creek Coal Project:
US\$5,000,000 plus \$0.10 tonne over 10 years, plus a royalty of 1% of gross revenues derived from the sale of coal or minerals from the property. • Miller Coal Project: US\$100,000 plus a royalty of 3% of gross revenues derived from the sale of coal or minerals from the property. <p>No expert reports were obtained or commissioned as County Coal has two directors who have expert knowledge in the field as well as two mining advisors on the panel and considers that it has the capacity within management to make informed investment decisions.</p> <p>Refer to sections headed 'Property Purchase Agreement – Shell Creek Coal Project' and 'Property Purchase Agreement – Miller Coal Project' beginning on page 100 of the Prospectus.</p> |

⁺ See chapter 19 for defined terms.

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About the entity's capital structure

All entities

62 Deleted 1/9/99.

63 A copy of the register of members, if ASX asks A copy will be provided if requested by ASX

64 A copy of any court orders in relation to a reorganisation of the entity's capital in the last five years Not applicable

65 The terms of any ⁺employee incentive scheme None, however County Coal Limited may in its discretion, establish a senior executive option or share scheme should it become appropriate to do so in the future. Such scheme would involve the issue of securities no greater than 5% of the capital of County Coal Limited.

66 The terms of any ⁺dividend or distribution plan None

67 The terms of any ⁺securities that will not be quoted 51,996,253 ordinary shares are restricted securities, and therefore will not be quoted during the escrow period.

7,200,000 options that are currently issued will not be quoted.

Refer to section headed 'Rights attaching to Shares' beginning on page 96 of the Prospectus and section headed 'Rights attaching to Options' beginning on page 97 of the Prospectus.

68 Deleted 1/7/98.

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Where is the information or document to be found? (eg, prospectus cross reference)

- | | | | |
|----|-------------------------------------|--|--|
| 69 | <input checked="" type="checkbox"/> | <p>The entity's issued capital (interests), showing separately each ⁺class of ⁺security (except ⁺CDIs), the amount paid up on each ⁺class, the issue price, the dividend (in the case of a trust, distribution) and voting rights attaching to each ⁺class and the conversion terms (if applicable)</p> | <p>56,175,004 ordinary shares. The shares are fully paid (refer to section headed 'Shares' on page 18 of the Prospectus and section headed 'Rights attaching to Shares' beginning on page 96 of the Prospectus).</p> <p>7,200,000 options. Each option entitles the holder, when exercised, to one ordinary share. Options are exercisable up until 31 March 2015 at \$0.40 by the option holder in whole or in part (refer to section headed 'Options' on page 18 of the Prospectus and section headed 'Rights attaching to Options' beginning on page 97 of the Prospectus).</p> <p>Refer to section headed 'Capital structure of County Coal' beginning on page 99 of the Prospectus.</p> |
| 70 | <input checked="" type="checkbox"/> | <p>The number of the entity's debentures, except to bankers, showing the amount outstanding, nominal value and issue price, rate of interest, dates of payment of interest, date and terms of redemption of each ⁺class and conversion terms (if applicable)</p> <p><small>Note: This applies whether the securities are quoted or not.</small></p> | <p>None</p> |
| 71 | <input checked="" type="checkbox"/> | <p>The number of the entity's unsecured notes, showing the amount outstanding, nominal value and issue price, rate of interest, dates of payment of interest, date and terms of redemption of each ⁺class and conversion terms (if applicable)</p> <p><small>Note: This applies whether the securities are quoted or not.</small></p> | <p>None</p> |
| 72 | <input checked="" type="checkbox"/> | <p>The number of the entity's options to ⁺acquire unissued ⁺securities, showing the number outstanding</p> <p><small>Note: This applies whether the securities are quoted or not.</small></p> | <p>7,200,000 options. Each option entitles the holder, when exercised, to one ordinary share. Options are exercisable at \$0.40 up until 31 March 2015 by the option holder in whole or in part.</p> <p>Refer to section headed 'Options' on page 18 of the Prospectus, section headed 'Rights attaching to Options' beginning on page 97 of the Prospectus and section headed 'Capital structure of County Coal' beginning on page 99 of the Prospectus.</p> |
| 73 | <input checked="" type="checkbox"/> | <p>Details of any rights granted to any ⁺person, or to</p> | <p>None</p> |

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any class of ⁺persons, to participate in an issue of the entity's ⁺securities

Note: This applies whether the securities are quoted or not.

- 74 If the entity has any ⁺child entities, a list of all ⁺child entities stating in each case the name, the nature of its business and the entity's percentage holding in it. Similar details should be provided for every entity in which the entity holds (directly or indirectly) 20% or more of the issued capital (interests).

County Energy, Inc., a profit corporation formed in Wyoming, USA, a wholly-owned subsidiary of County Coal Limited which acts as the US holding company.

County Coal Company, LLC, a limited liability company formed in Wyoming, USA, a wholly-owned subsidiary of County Coal Limited, the nature of its business is coal exploration and development, it owns the properties in the Miller Coal Project and the Shell Creek Coal Project..

Clear Creek Holdings, LLC, a limited liability company formed in Wyoming, USA, a wholly-owned subsidiary of County Coal Limited, the nature of its business is to seek new coal and investment opportunities.

⁺ See chapter 19 for defined terms.

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About the entity's financial position

(Entities meeting the profit test go to 75. For the assets test go to 81A.)

All entities meeting the profit test

Where is the information or document to be found? (eg, prospectus cross reference)

- | | | | |
|---------|--------------------------|---|----------------|
| 75 | <input type="checkbox"/> | Evidence that the entity has been in the same main business activity for the last 3 full financial years | Not applicable |
| 76 | <input type="checkbox"/> | Evidence that the entity is a going concern (or successor) and its aggregated profit for the last 3 full financial years | Not applicable |
| 76A | <input type="checkbox"/> | Evidence that the entity's ⁺ profit from continuing operations in the past 12 months exceeded \$400,000 | Not applicable |
| 77 | <input type="checkbox"/> | Audited ⁺ accounts for the last 3 full financial years and audit reports | Not applicable |
| 78 - 79 | | Deleted 1/7/97. | |
| 80 | <input type="checkbox"/> | Half yearly ⁺ accounts (if required) and audit report or review | Not applicable |
| 80A | <input type="checkbox"/> | Pro forma balance sheet and review | Not applicable |
| 80B | <input type="checkbox"/> | Statement from all directors or all directors of the responsible entity confirming that the entity is continuing to earn ⁺ profit from continuing operations | Not applicable |

All entities meeting the assets test

(only complete one of 81A, 81B or 81C and one of 82 or 83)

Introduced 1/7/96. Amended 1/7/99.
Deleted 1/7/97

- | | | | |
|-----|-------------------------------------|---|---|
| 81 | | | |
| 81A | <input checked="" type="checkbox"/> | For entities other than ⁺ investment entities, evidence of net tangible assets of at least \$2 million or market capitalisation of at least \$10 million | Refer to section 7 'Financial Information' of the Prospectus. |
| 81B | <input type="checkbox"/> | For ⁺ investment entities other than ⁺ pooled development funds, evidence of net tangible assets of at least \$15 million | Not applicable |
| 81C | <input type="checkbox"/> | Evidence that the entity is a ⁺ pooled development fund with net tangible assets of at least \$2 million | Not applicable |

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Where is the information or document to be found? (eg, prospectus cross reference)

82	<input type="checkbox"/>	Evidence that at least half of the entity's total tangible assets (after raising any funds) is not cash or in a form readily convertible to cash (if there are no-commitments)	Not applicable
83	<input checked="" type="checkbox"/>	Evidence that there are commitments to spend at least half of the entity's cash and assets in a form readily convertible to cash (if half or more of the entity's total tangible assets (after raising any funds) is cash or in a form readily convertible to cash)	Refer to section 7 'Financial Information' of the Prospectus.
84	<input checked="" type="checkbox"/>	Statement that there is enough working capital to carry out the entity's stated objectives (and statement by independent expert, if required)	Refer to the section headed 'Other Financial Information' on page 93 of the Prospectus.
85		Deleted 1/9/99.	
86		Deleted 1/7/97.	
87	<input checked="" type="checkbox"/>	+Accounts for the last 3 full financial years and audit report, review or statement that not audited or not reviewed	County Coal Limited was incorporated on 4 February 2011. For audited accounts ending 30 June 2011, refer to section 7 'Financial Information' of the Prospectus.
87A	<input type="checkbox"/>	Half yearly +accounts (if required) and audit report, review or statement that not audited or not reviewed	Not applicable
87B	<input checked="" type="checkbox"/>	Audited balance sheet (if required) and audit report	County Coal Limited was incorporated on 4 February 2011. For audited accounts ending 30 June 2011, refer to section 7 'Financial Information' of the Prospectus.
87C	<input checked="" type="checkbox"/>	Pro forma balance sheet and review	County Coal Limited was incorporated on 4 February 2011. For audited accounts ending 30 June 2011, refer to section 7 'Financial Information' of the Prospectus.

(Now go to 106)

88	Deleted 1/7/97.
89-92C	Deleted 1/9/99.
93	Deleted 1/7/97.
94-98C	Deleted 1/9/99.
99	Deleted 1/7/97.
100-105C	Deleted 1/9/99.

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About the entity's business plan and level of operations

All entities

Information contained in the information memorandum

Where is the information or document to be found? (eg, prospectus cross reference)

106 Details of the entity's existing and proposed activities, and level of operations. State the main business

County Coal Limited is a coal exploration and development company engaged in the acquisition and development of coal resources and projects in the United States. To date, County Coal Limited has acquired two coal projects in the Powder River Basin in Wyoming, USA known as the Shell Creek Coal Project and the Miller Coal Project. County Coal also continues to assess and evaluate opportunities for the exploration of new prospects.

Refer to Prospectus section 'Executive Summary' of the Prospectus and the section headed 'Corporate objective and strategy' beginning on page 22 of the Prospectus.

107 Details of any issues of the entity's ⁺securities (in all ⁺classes) in the last 5 years. Indicate issues for consideration other than cash

42,000,000 ordinary shares were issued for \$0.02 per share upon incorporation on 4 February 2011.
3,500,000 ordinary shares were issued for \$0.02 per share on 4 April 2011.
5,670,004 ordinary shares were issued for \$0.15 per share on 5 April 2011.
1,000,000 ordinary shares were issued for \$0.15 per share on 28 April 2011.
1,000,000 ordinary shares were issued for \$0.15 per share on 7 June 2011.
3,005,000 ordinary shares were issued for \$0.20 per share on 29 September 2011.

3,250,000 options were issued on 4 April 2011 with an exercise price of \$0.40 each. Each option entitles the holder, when exercised to one share.

500,000 options were issued on 28 April 2011 with an exercise price of \$0.40 each. Each option entitles the holder, when exercised to one share.

450,000 options were issued on 17 June 2011 with an exercise price of \$0.40 each. Each option entitles the holder, when exercised to one share.

3,000,000 options were issued on 17 June 2011 with an exercise price of \$0.40 each. Each option entitles the holder, when exercised to one share.

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Information memorandum requirements

All entities

- | | | | |
|--------|--------------------------|--|----------------|
| 108 | <input type="checkbox"/> | If the entity is a company, a statement that all the information that would be required under section 710 of the Corporations Act if the information memorandum were a prospectus offering for subscription the same number of ⁺ securities for which ⁺ quotation will be sought is contained in the information memorandum. If the entity is a trust, a statement that all the information that would be required under section 1013C of the Corporations Act if the information memorandum were a Product Disclosure Statement offering for subscription the same number of ⁺ securities for which ⁺ quotation will be sought is contained in the information memorandum | Not applicable |
| 109 | <input type="checkbox"/> | The signature of every director, and proposed director, of the entity personally or by a ⁺ person authorised in writing by the director (in the case of a trust, director of the responsible entity) | Not applicable |
| 110 | <input type="checkbox"/> | The date the information memorandum is signed | Not applicable |
| 111(a) | <input type="checkbox"/> | Full particulars of the nature and extent of any interest now, or in the past 2 years, of every director or proposed director of the entity (in the case of a trust, the responsible entity), in the promotion of the entity, or in the property acquired or proposed to be acquired by it | Not applicable |
| 111(b) | <input type="checkbox"/> | If the interest was, or is, as a member or partner in another entity, the nature and extent of the interest of that other entity | Not applicable |

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Information contained in the information memorandum

Where is the information or document to be found? (eg, prospectus cross reference)

111(c)	<input type="checkbox"/>	If the interest was or is as a member or partner in another entity, a statement of all amounts paid or agreed to be paid to him or her or the entity in cash, ⁺ securities or otherwise by any ⁺ person to induce him or her to become or to qualify him or her as, a director, or for services rendered by him or her or by the entity in connection with the promotion or formation of the listed entity	Not applicable
112(a)	<input type="checkbox"/>	Full particulars of the nature and extent of any interest of every expert in the promotion of the entity, or in the property acquired or proposed to be acquired by it	Not applicable
112(b)	<input type="checkbox"/>	If the interest was or is as a member or partner in another entity, the nature and extent of the interest of that other entity	Not applicable
112(c)	<input type="checkbox"/>	If the interest was or is as a member or partner in another entity, a statement of all amounts paid or agreed to be paid to him or her or the entity in cash, ⁺ securities or otherwise by any ⁺ person for services rendered by him or her or by the entity in connection with the promotion or formation of the listed entity	Not applicable
113	<input type="checkbox"/>	A statement that ASX does not take any responsibility for the contents of the information memorandum	Not applicable
114	<input type="checkbox"/>	A statement that the fact that ASX may admit the entity to its ⁺ official list is not to be taken in any way as an indication of the merits of the entity	Not applicable
115	<input type="checkbox"/>	If the information memorandum includes a statement claiming to be made by an expert or based on a statement made by an expert, a statement that the expert has given, and has not withdrawn, consent to the issue of the information memorandum with the particular statement included in its form and context	Not applicable

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Where is the information or document to be found? (eg, prospectus cross reference)

116 A statement that the entity has not raised any capital for the 3 months before the date of issue of the information memorandum and will not need to raise any capital for 3 months after the date of issue of the information memorandum

Not applicable

117 A statement that a supplementary information memorandum will be issued if the entity becomes ⁺aware of any of the following between the issue of the information memorandum and the date the entity's ⁺securities are ⁺quoted or reinstated.

- A material statement in the information memorandum is misleading or deceptive.
- There is a material omission from the information memorandum.
- There has been a significant change affecting a matter included in the information memorandum.
- A significant new circumstance has arisen and it would have been required to be included in the information memorandum

Not applicable

Information contained in the supplementary information memorandum

118 If there is a supplementary information memorandum:

- Correction of any deficiency.
- Details of any material omission, change or new matter.
- A prominent statement that it is a supplementary information memorandum.
- The signature of every director, or proposed director, of the entity personally or by a ⁺person authorised in writing by the director (in the case of a trust, director of the responsible entity).
- The date the supplementary information memorandum is signed.

Not applicable

Evidence if supplementary information memorandum is issued

119 Evidence that the supplementary information memorandum accompanied every copy of the information memorandum issued after the date of the supplementary information memorandum.

Not applicable

⁺ See chapter 19 for defined terms.

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Other information

All entities

Where is the information or document to be found? (eg, prospectus cross reference)

120	<input type="checkbox"/> Evidence that the supplementary information memorandum was sent to every [†] person who was sent an information memorandum	Not applicable
121	<input checked="" type="checkbox"/> Details of any material contracts entered into between the entity and any of its directors (if a trust, the directors of the responsible entity)	<p>Refer to section headed 'Employment agreement – Marcus Boland' beginning on page 102 of the Prospectus.</p> <p>Refer to section headed 'Property Purchase Agreement – Miller Coal Project' on page 101 of the Prospectus. However, we note that David Miller was not a director of County Coal Limited at the time the Property Purchase Agreement was entered into, nor did County Coal Limited believe or has reasonable ground to believe that David Miller is likely to become a director of County Coal Limited at the time the Property Purchase Agreement was entered into.</p>
122	<input type="checkbox"/> A copy of every disclosure document or Product Disclosure Statement issued, and every information memorandum circulated, in the last 5 years	None
123	<input type="checkbox"/> Information not covered elsewhere and which, in terms of rule 3.1, is likely materially to affect the price or value of the entity's [†] securities	All material information is contained in the Prospectus.
123A	<input type="checkbox"/> The documents which would have been required to be given to ASX under rules 4.1, 4.2, 4.3, 4.5, 5.1, 5.2 and 5.3 had the entity been admitted to the [†] official list at the date of its application for admission, unless ASX agrees otherwise. Example: ASX may agree otherwise if the entity was recently incorporated.	Not applicable

Mining exploration entities

[†] See chapter 19 for defined terms.

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Appendix 1A
ASX Listing application and agreement

- 124 A map or maps of the mining tenements prepared by a qualified ⁺person. The maps must indicate the geology and other pertinent features of the tenements, including their extent and location in relation to a capital city or major town, and relative to any nearby properties which have a significant bearing on the potential of the tenements. The maps must be dated and identify the qualified ⁺person and the report to which they relate.

Refer to section 4 'Independent Geologist's Report' of the Prospectus.

- 125 Deleted 1/7/97

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Where is the information or document to be found? (eg, prospectus cross reference)

126	<input checked="" type="checkbox"/>	A schedule of ⁺ mining tenements prepared by a qualified person. The schedule must state in relation to each ⁺ mining tenement: the geographical area where the ⁺ mining tenement is situated; the nature of the title to the ⁺ mining tenement; whether the title has been formally confirmed or approved and, if not, whether an application for confirmation or approval is pending and whether the application is subject to challenge; and the ⁺ person in whose name the title to the ⁺ mining tenement is currently held.	We enclose a Tenements Report prepared by Hathaway & Kunz, P.C. dated 29 July 2011. Refer to section 4 'Independent Geologist's Report' and section 5 'Tenements Report – Executive Summary' of the Prospectus.
127	<input checked="" type="checkbox"/>	If the entity has ⁺ acquired an interest or entered into an agreement to ⁺ acquire an interest in a ⁺ mining tenement from any ⁺ person, a statement detailing the date of the ⁺ acquisition of the interest from the vendor and the purchase price paid and all other consideration (whether legally enforceable or not) passing (directly or indirectly) to the vendor.	<ul style="list-style-type: none"> • Shell Creek Coal Project: A subsidiary of County Coal Limited, County Coal Company LLC entered into a Coal and Mineral Rights Acquisition Agreement with Gordon Wetterlund and Glenn Rivard on 29 March 2011, to acquire all the coal and minerals rights held by the sellers in respect of a property at Lake De Smet West in Buffalo, Wyoming, USA. The purchase price was US\$5,000,000 plus \$0.10 tonne over 10 years, plus a royalty of 1% of gross revenues derived from the sale of coal or minerals from the property. • Miller Coal Project: A subsidiary of County Coal Limited, County Coal Company LLC entered into a Coal and Mineral Rights Agreement with Miller & Associates LLC on 11 March 2011, to acquire all the coal and minerals rights held by the seller in respect of two state leases of property near Gillette, Wyoming, USA. The purchase price was US\$100,000 plus a royalty of 3% of gross revenues derived from the sale of coal or minerals from the property. <p>Refer to sections headed 'Property Purchase Agreement – Shell Creek Coal Project' and 'Property Purchase Agreement – Miller Coal Project' beginning on page 100 of the Prospectus.</p>

⁺ See chapter 19 for defined terms.

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Appendix 1A
ASX Listing application and agreement

- 128 A financial statement by the directors (if a trust, the directors of the responsible entity) setting out a program of expenditure together with a timetable for completion of an exploration program in respect of each ⁺mining tenement or, where appropriate, each group of tenements
- 129 A declaration of conformity or otherwise with the Australasian Code for Reporting of Identified Mineral Resources and Ore Reserves for any reports on mineral resources and ⁺ore reserves

Refer to section headed 'Corporate objective and strategy' beginning on page 22 of the Prospectus and section headed 'Exploration Program and Budget' on page 93 of the Prospectus.

Refer to section headed 'Compliance' on page 44 of the Prospectus.

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Part 3 - Agreement

All entities

You must complete this agreement. If you require a seal to be bound, the agreement must be under seal.

We agree:

- 1 Our admission to the +official list is in ASX's absolute discretion. ASX may admit us on any conditions it decides. +Quotation of our +securities is in ASX's absolute discretion. ASX may quote our +securities on any conditions it decides. Our removal from the +official list or the suspension or ending of +quotation of our +securities is in ASX's absolute discretion. ASX is entitled immediately to suspend +quotation of our +securities or remove us from the +official list if we break this agreement, but the absolute discretion of ASX is not limited.
- 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 the +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 601MB(1), 737, 738, 992A, 992AA 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 is not available now, we 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.

⁺ See chapter 19 for defined terms.

Appendix 1A
ASX Listing application and agreement

5 We will comply with the listing rules that are in force from time to time, even if +quotation of our +securities is deferred, suspended or subject to a +trading halt.

6 The listing rules are to be interpreted:

- in accordance with their spirit, intention and purpose;
- by looking beyond form to substance; and
- in a way that best promotes the principles on which the listing rules are based.

7 ASX has discretion to take no action in response to a breach of a listing rule. ASX may also waive a listing rule (except one that specifies that ASX will not waive it) either on our application or of its own accord on any conditions. ASX may at any time vary or revoke a decision on our application or of its own accord.

8 A document given to ASX by an entity, or on its behalf, becomes and remains the property of ASX to deal with as it wishes, including copying, storing in a retrieval system, transmitting to the public, and publishing any part of the document and permitting others to do so. The documents include a document given to ASX in support of the listing application or in compliance with the listing rules.

9 In any proceedings, a copy or extract of any document or information given to ASX is of equal validity in evidence as the original.

10 Except in the case of an entity established in a jurisdiction whose laws have the effect that the entity's +securities cannot be approved under the operating rules of the +approved CS facility:

- We will satisfy the +technical and performance requirements of the +approved CS facility and meet any other requirements the +approved CS facility imposes in connection with approval of our +securities.
- When +securities are issued we will enter them in the +approved CS facility's subregister holding of the applicant before they are quoted, if the applicant instructs us on the application form to do so.
- The +approved CS facility is irrevocably authorised to establish and administer a subregister in respect of the +securities for which +quotation is sought.

⁺ See chapter 19 for defined terms.

11 Except in the case of an entity established in a jurisdiction whose laws have the effect that the entity's +securities cannot be approved under the operating rules of the +approved CS facility, we confirm that either:

- we have given a copy of this application to the +approved CS facility in accordance with the operating rules of the +approved CS facility ; or
- we ask ASX to forward a copy of this application to the +approved CS facility.

12 In the case of an entity established in a jurisdiction whose laws have the effect that the entity's +securities cannot be approved under the operating rules of the +approved CS facility:

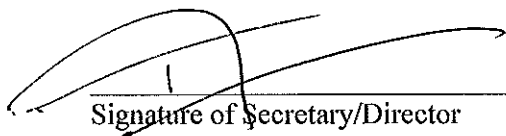
- The +approved CS facility is irrevocably authorised to establish and administer a subregister in respect of +CDIs.
- We will make sure that +CDIs are issued over +securities if the holder of quoted +securities asks for +CDIs.

13 In the case of an entity established in a jurisdiction whose laws have the effect that the entity's +securities cannot be approved under the operating rules of the +approved CS facility:

- we have given a copy of this application to the approved CS facility in accordance with the operating rules of the +approved CS facility; or
- we ask ASX to forward a copy of this application to the +approved CS facility.

Dated: 12th October 2011


Executed for and on behalf of
County Coal Limited (ABN 40 149 136 783)
in accordance with section 127 of
the Corporations Act 2001 (Cwth)



Signature of Secretary/Director

T. Fletcher

Print name



Signature of Director

M Boland

Print name

+ See chapter 19 for defined terms.

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