

BY ELECTRONIC LODGEMENT

Level 36, Grosvenor Place  
225 George Street  
Sydney NSW 2000  
Australia

# Blake Dawson

Company Announcements Office  
ASX Limited  
Exchange Centre  
20 Bridge Street  
Sydney, NSW, 2000

T 61 2 9258 6000  
F 61 2 9258 6999  
DX 355 Sydney

Locked Bag No 6  
Grosvenor Place  
Sydney NSW 2000  
Australia

[www.blakedawson.com](http://www.blakedawson.com)

**29 August 2011**

**Arkdale Pty Ltd (a wholly owned subsidiary of New Hope Corporation Limited, ASX: NHC) (New Hope Bidco) – takeover bid for Northern Energy Corporation Limited (Northern Energy, ASX: NEC)**

Our reference  
DBR DMCM  
02-2025-4605

**Partners**

David Ryan  
T 61 2 9258 5960  
[david.ryan@blakedawson.com](mailto:david.ryan@blakedawson.com)

On behalf of New Hope Bidco, we **enclose** a copy of a bidder's statement containing an offer by New Hope Bidco to Northern Energy shareholders for all their ordinary shares in Northern Energy (**Bidder's Statement**) as required by item 5 of section 633(1) of the *Corporations Act 2001* (Cth).

David McManus  
T 61 2 9258 6094  
[david.mcmanus@blakedawson.com](mailto:david.mcmanus@blakedawson.com)

A copy of the Bidder's Statement has been sent to Northern Energy today.

Yours faithfully



**Arkdale Pty Ltd**

ABN 99 118 299 522

(a wholly owned subsidiary of

New Hope Corporation Limited ABN 38 010 653 844)



**Please return completed form to:**

Computershare Investor Services Pty Limited

GPO Box 2115 Melbourne

Victoria 3001 Australia

Enquiries (within Australia) 1800 838 609

(outside Australia) +61 2 8256 3361



**A**

000001

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SAM

MR JOHN SMITH 1

FLAT 123

123 SAMPLE STREET

THE SAMPLE HILL

SAMPLE ESTATE

SAMPLEVILLE VIC 3030



Holder Identification Number (HIN)



X 1234567890

I N D

Use a **black pen**.  
Print in **CAPITAL** letters  
inside the grey areas.

A B C

1 2 3

For your security keep your SRN/HIN confidential.

## Acceptance Form - CHES Holding

This is a personalised form for the sole use of the holder and securityholding recorded below. It is an important document and requires your immediate attention. If you are in doubt about how to deal with it, please consult your financial or other professional adviser.

This form relates to an offer (New Hope's Offer) by Arkdale Pty Ltd (a wholly owned subsidiary of New Hope Corporation Limited) (New Hope Bidco) to acquire all of your Northern Energy Shares in Northern Energy Corporation Limited ABN 90 081 244 395 (Northern Energy) pursuant to a Bidder's Statement dated 29 August 2011 and any replacement or supplementary bidder's statements (the Bidder's Statement). Terms defined in the Bidder's Statement but not in this form have the same meaning as in the Bidder's Statement unless the context requires otherwise.

### Use this form to accept New Hope's Offer for your Northern Energy Shares

#### **B** Consideration

The consideration applicable is that set out in the terms of New Hope's Offer. Please refer to the Bidder's Statement for further information.

#### **C** How to accept New Hope's Offer

You will be deemed to have accepted New Hope's Offer in respect of all your Northern Energy Shares if you sign and return this form (even if different from the number of Northern Energy Shares stated on this Acceptance Form).

As you hold your Northern Energy Shares in a CHES Holding (see "subregister" above), to accept New Hope's Offer you can either:

- Instruct your Controlling Participant directly (normally your stockbroker) to accept New Hope's Offer on your behalf; or
- Authorise New Hope Bidco to contact your Controlling Participant on your behalf to relay your acceptance instructions, which you can do by signing and returning this form to the address shown overleaf. By signing and returning this form you will be deemed to have authorised New Hope Bidco to contact your Controlling Participant directly via the CHES system.

#### **D** Contact details

Please provide your contact details in case we need to speak to you about this form.

Name of contact person

[Empty box for contact name]

Contact person's daytime telephone number

( [Empty box for phone number] )

#### **E** Sign here - this section must be signed before we can process this form.

I/We accept New Hope's Offer in respect of all of the Northern Energy Shares I/we hold and I/we agree to be bound by the terms and conditions of New Hope's Offer (including the instructions as to acceptance of New Hope's Offer on the back of this form) and transfer all of my/our Northern Energy Shares to New Hope Bidco for the consideration applicable under New Hope's Offer.

Individual or Securityholder 1

[Signature box 1]

Sole Director and Sole Company Secretary

Individual or Securityholder 2

[Signature box 2]

Director

Individual or Securityholder 3

[Signature box 3]

Director/Company Secretary

New Hope Bidco reserves the right to make amendments to this form as set out in the Offer terms. Please refer to the lodgement instructions overleaf.

See back of form for completion guidelines



# How to complete this form

## Acceptance of New Hope's Offer

### A Registration Details

The Northern Energy Shares are currently registered in the name(s) printed on this form. Your consideration will be issued in the name(s) which appear(s) on New Hope Bidco's copy of the register.

If you have already sold all your Northern Energy Shares shown overleaf, you need not take any further action. For security reasons we suggest that you destroy this form.

### B Consideration

The consideration payable is that set out in the terms of New Hope's Offer. Please refer to the Bidder's Statement for further information.

### C How to accept New Hope's Offer

As your Northern Energy Shares are in a CHESS Holding, you may **contact your Controlling Participant** directly (normally your stockbroker) with instructions to accept New Hope's Offer. If you do this, you will need to sign and return this Acceptance Form to your Controlling Participant. If you want New Hope Bidco to contact your Controlling Participant on your behalf (via the CHESS system), sign and return this form to the address below so that it is received in sufficient time to allow your instruction to be acted upon no later than 7:00pm (Sydney time) on the last day of the Offer Period (which will authorise New Hope Bidco and Computershare Investor Services Pty Limited (CIS) to instruct your Controlling Participant to initiate acceptance of New Hope's Offer on your behalf).

If you sign and return this Acceptance Form, you represent and warrant to New Hope Bidco that New Hope Bidco will acquire good title to and beneficial ownership of the Northern Energy Shares to which this Acceptance Form relates free from all mortgages, charges, liens, encumbrances (whether legal or equitable), restrictions on transfer of any kind and free from any third party rights.

**Neither New Hope Bidco or CIS will be responsible for any delays incurred by this process. You should allow sufficient time for your Controlling Participant or New Hope Bidco to initiate the acceptance of New Hope's Offer on your behalf.**

### D Contact details

Enter the name of a contact person and telephone number. These details will only be used in the event that the registry has a query regarding this form.

### E Signature(s)

You must sign the form as follows in the space provided:

- Joint holding: where the holding is in more than one name all of the securityholders must sign.
- Power of Attorney: to sign under Power of Attorney, you must attach a certified copy of the Power of Attorney to this form when you return it.
- Deceased Estate: all executors must sign and, a certified copy of Probate or Letters of Administration must accompany this form.
- Companies: this form must be signed by either 2 directors or a director and a company secretary. Alternatively, where the company has a sole director and pursuant to the Corporations Act, there is no company secretary, or where the sole director is also the sole company secretary, that director may sign alone. Delete titles as applicable.

## Lodgement of Acceptance Form

This Acceptance Form must be received by CIS Melbourne in sufficient time to allow your instruction to be acted upon by no later than 7:00pm (Sydney time) on the last day of the Offer Period. You should allow sufficient time for this to occur. Return this Acceptance Form to:

Computershare Investor Services Pty Limited  
GPO Box 2115  
MELBOURNE VIC 3001

**Neither CIS nor New Hope Bidco accepts any responsibility if you lodge the Acceptance Form at any other address or by any other means.**

## Privacy Statement

Information you supply on this Acceptance Form will be used by New Hope Bidco and CIS for the primary purpose of processing your acceptance of New Hope's Offer and to provide you with consideration payable under New Hope's Offer. Your personal information may be disclosed to our related bodies corporate, to external service companies such as print or mail service providers, or as otherwise required or permitted by law. If you would like details of your personal information held by CIS, or you would like to correct information that is inaccurate, incorrect or out of date, please contact CIS. In accordance with the Corporations Act, you may be sent material (including marketing material) approved by New Hope Bidco in addition to general corporate communications. You may elect not to receive marketing material by contacting CIS. You can contact CIS using the details provided on the front of this form or e-mail [privacy@computershare.com.au](mailto:privacy@computershare.com.au)

**If you have any enquiries concerning New Hope's Offer please contact the New Hope Offer Information Line on 1800 838 609 (for callers within Australia) or +61 2 8256 3361 (for callers outside Australia).**

Please note this form may not be used to change your address.

1 TCO

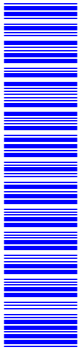
NEC\_TKO

135606-VI

**Please return the completed form in the envelope provided or to the address opposite:**

Computershare Investor Services Pty Limited  
GPO Box 2115  
Melbourne Victoria 3001  
Australia





**A**

000001  
 000  
 SAM  
 MR JOHN SMITH 1  
 FLAT 123  
 123 SAMPLE STREET  
 THE SAMPLE HILL  
 SAMPLE ESTATE  
 SAMPLEVILLE VIC 3030

Securityholder Reference Number (SRN)



I 1234567890 I N D

Use a **black** pen.  
 Print in **CAPITAL** letters  
 inside the grey areas.

A	B	C	1	2	3
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For your security keep your SRN/HIN confidential.

## Acceptance Form - Issuer Sponsored Holding

This is a personalised form for the sole use of the holder and securityholding recorded below. It is an important document and requires your immediate attention. If you are in doubt about how to deal with it, please consult your financial or other professional adviser.

This form relates to an offer (New Hope's Offer) by Arkdale Pty Ltd (a wholly owned subsidiary of New Hope Corporation Limited) (New Hope Bidco) to acquire all of your Northern Energy Shares in Northern Energy Corporation Limited ABN 90 081 244 395 (Northern Energy) pursuant to a Bidder's Statement dated 29 August 2011 and any replacement or supplementary bidder's statements (the Bidder's Statement). Terms defined in the Bidder's Statement but not in this form have the same meaning as in the Bidder's Statement unless the context requires otherwise.

### Use this form to accept New Hope's Offer for your Northern Energy Shares

#### **B** Consideration

The consideration applicable is that set out in the terms of New Hope's Offer. Please refer to the Bidder's Statement for further information.

#### Securityholder details

Subregister	Issuer
Your holding in Northern Energy	123456789012

#### **C** How to accept New Hope's Offer

You will be deemed to have accepted New Hope's Offer in respect of all your Northern Energy Shares if you sign and return this form to the address shown overleaf (even different from the number of Northern Energy Shares stated on this Acceptance Form).

#### **D** Contact details

Please provide your contact details in case we need to speak to you about this form.

Name of contact person

Contact person's daytime telephone number

#### **E** Sign here - this section must be signed before we can process this form.

I/We accept New Hope's Offer in respect of all of the Northern Energy Shares I/we hold and I/we agree to be bound by the terms and conditions of New Hope's Offer (*including the instructions as to acceptance of New Hope's Offer on the back of this form*) and transfer all of my/our Northern Energy Shares to New Hope Bidco for the consideration applicable under New Hope's Offer.

Individual or Securityholder 1

Sole Director and Sole Company Secretary

Individual or Securityholder 2

Director

Individual or Securityholder 3

Director/Company Secretary

New Hope Bidco reserves the right to make amendments to this form as set out in the Offer terms. Please refer to the lodgement instructions overleaf.

See back of form for completion guidelines



# How to complete this form

## Acceptance of New Hope's Offer

### A Registration Details

The Northern Energy Shares are currently registered in the name(s) printed on this form. Your consideration will be issued in the name(s) which appear(s) on New Hope Bidco's copy of the register.

If you have already sold all your Northern Energy Shares shown overleaf, you need not take any further action. For security reasons we suggest that you destroy this form.

### B Consideration

The consideration payable is that set out in the terms of New Hope's Offer. Please refer to the Bidder's Statement for further information.

### C How to accept New Hope's Offer

As your Northern Energy Shares are held in an Issuer Sponsored Holding, simply complete and return this form to the address below so that it is received by no later than 7:00pm (Sydney time) on the last day of the Offer Period.

If you sign and return this Acceptance Form, you represent and warrant to New Hope Bidco that New Hope Bidco will acquire good title to and beneficial ownership of the Northern Energy Shares to which this Acceptance Form relates free from all mortgages, charges, liens, encumbrances (whether legal or equitable), restrictions on transfer of any kind and free from any third party rights.

**Neither New Hope Bidco or Computershare Investor Services Pty Limited ('CIS') will be responsible for any delays incurred by this process. You should allow sufficient time for New Hope Bidco to initiate the acceptance of New Hope's Offer on your behalf.**

### D Contact details

Enter the name of a contact person and telephone number. These details will only be used in the event that the registry has a query regarding this form.

### E Signature(s)

You must sign the form as follows in the space provided:

- Joint holding: where the holding is in more than one name all of the securityholders must sign.
- Power of Attorney: to sign under Power of Attorney, you must attach a certified copy of the Power of Attorney to this form when you return it.
- Deceased Estate: all executors must sign and, if not already noted by New Hope Bidco or CIS, a certified copy of Probate or Letters of Administration must accompany this form.
- Companies: this form must be signed by either 2 directors or a director and a company secretary. Alternatively, where the company has a sole director and pursuant to the Corporations Act, there is no company secretary, or where the sole director is also the sole company secretary, that director may sign alone. Delete titles as applicable.

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MELBOURNE VIC 3001

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### Privacy Statement

Information you supply on this Acceptance Form will be used by New Hope Bidco and CIS for the primary purpose of processing your acceptance of New Hope's Offer and to provide you with consideration payable under New Hope's Offer. Your personal information may be disclosed to our related bodies corporate, to external service companies such as print or mail service providers, or as otherwise required or permitted by law. If you would like details of your personal information held by CIS, or you would like to correct information that is inaccurate, incorrect or out of date, please contact CIS. In accordance with the Corporations Act, you may be sent material (including marketing material) approved by New Hope Bidco in addition to general corporate communications. You may elect not to receive marketing material by contacting CIS. You can contact CIS using the details provided on the front of this form or e-mail [privacy@computershare.com.au](mailto:privacy@computershare.com.au)

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Australia

