

DIRECTORS' REPORT



Lead Auditor's Independence Declaration under Section 307C of the Corporations Act 2001 to the Directors of Cockatoo Coal Limited

I declare that, to the best of my knowledge and belief, in relation to the audit for the year ended 30 June 2009, there have been:

- no contraventions of the auditor independence requirements as set out in the Corporations Act 2001 in relation to the audit; and
- no contraventions of any applicable code of professional conduct in relation to the audit.

A handwritten signature in black ink that reads 'KPMG' in a stylized, cursive font.

KPMG

A handwritten signature in black ink that reads 'S.J. Board' in a cursive font.

S.J. Board

Partner

15 September 2009