

17 October 2012

By: e-Lodgement

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Dear Sirs

**Takeover Bid by Washington H.Soul Pattinson and Company Limited for Exco Resources Limited — acceptance facility and interests of substantial holder**

We act for Washington H. Soul Pattinson and Company Limited ABN 49 000 002 728 (**WHSP**), in relation to its off-market takeover bid for all of the ordinary shares in Exco Resources Limited ABN 99 080 339 671 (**Exco**) that it does not already hold (**Offer**). WHSP's replacement bidder's statement containing the Offer was provided to the Australian Securities Exchange (**ASX**) on 28 September 2012 (**Bidder's Statement**).

As set out in more detail in the Bidder's Statement, WHSP has established an acceptance facility in relation to its Offer, whereby Pacific Custodians Pty Ltd will act as the facility agent (**Facility Agent**) to hold acceptance instructions on behalf of shareholders who hold Exco shares either directly or beneficially.

The direct acceptances into the Offer (**Offer Acceptances**) do not include acceptances held by the Facility Agent under the acceptance facility (**Facility Acceptances**). There has not been an increase in Offer Acceptances which is required to be set out in a Form 604.

The following table summarises the aggregate Facility Acceptances and Offer Acceptances as at close of business on 16 October 2012:

	Number of Exco shares	% of all Exco shares*
WHSP's relevant interest as at the date of Bidder's Statement	70,852,793	19.3%
Offer Acceptances	2,676,535	0.73%
Facility Acceptances	103,162,372	28.09%
Total	176,691,700	48.12%

\* rounded to the second decimal point

Facility Acceptances given to the Facility Agent do not constitute acceptance of the Offer.

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Yours faithfully



Shaun Clyne  
Partner  
Norton Rose Australia