

# Appendix 3Y

## Change of Director's Interest Notice

*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 30/09/01 Amended 01/01/11

|                       |                               |
|-----------------------|-------------------------------|
| <b>Name of entity</b> | <b>Guildford Coal Limited</b> |
| <b>ABN</b>            | <b>35 143 533 537</b>         |

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

|                            |                  |
|----------------------------|------------------|
| <b>Name of Director</b>    | Alan Griffiths   |
| <b>Date of last notice</b> | 21 December 2010 |

### **Part 1 - Change of director's relevant interests in securities**

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

|  |                 |
|--|-----------------|
| <b>Direct or indirect interest</b>   | Direct          |
| <b>Nature of indirect interest (including registered holder)</b><br>Note: Provide details of the circumstances giving rise to the relevant interest. | N/A             |
| <b>Date of change</b>  | 24 January 2012 |
| <b>No. of securities held prior to change</b>  | Nil             |
| <b>Class</b>   | Ordinary shares |
| <b>Number acquired</b>   | 40,056          |
| <b>Number disposed</b>   | Nil             |

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+ See chapter 19 for defined terms.

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|  |   |
|--|---|
| <p><b>Value/Consideration</b><br/>         Note: If consideration is non-cash, provide details and estimated valuation</p>   | <p>Shares issued in payment of special contingent director's fees totalling \$75,000 due under the Directors Appointment Agreement between the company and Alan Griffiths as set out in the notice of extraordinary general meeting announced on 29 December 2011, and approved by shareholders on 20 January 2012.</p> |
| <p><b>No. of securities held after change</b></p>  | <p>40,056 ordinary shares</p>   |
| <p><b>Nature of change</b><br/>         Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p> | <p>Issue of ordinary shares</p>   |

**Part 2 – Change of director's interests in contracts**

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

|   |            |
|---|------------|
| <p><b>Detail of contract</b></p>  | <p>N/A</p> |
| <p><b>Nature of interest</b></p>  | <p>N/A</p> |
| <p><b>Name of registered holder (if issued securities)</b></p>  | <p>N/A</p> |
| <p><b>Date of change</b></p>  | <p>N/A</p> |
| <p><b>No. and class of securities to which interest related prior to change</b><br/>         Note: Details are only required for a contract in relation to which the interest has changed</p> | <p>N/A</p> |
| <p><b>Interest acquired</b></p>   | <p>N/A</p> |
| <p><b>Interest disposed</b></p>   | <p>N/A</p> |
| <p><b>Value/Consideration</b><br/>         Note: If consideration is non-cash, provide details and an estimated valuation</p>   | <p>N/A</p> |
| <p><b>Interest after change</b></p>   | <p>N/A</p> |

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+ See chapter 19 for defined terms.

**Part 3 – +Closed period**

|  |     |
|--|-----|
| <b>Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?</b> | N/A |
| <b>If so, was prior written clearance provided to allow the trade to proceed during this period?</b>   | N/A |
| <b>If prior written clearance was provided, on what date was this provided?</b>  | N/A |

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