

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

Name of entity	Guildford Coal Limited
ABN	35 143 533 537

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.

Name of Director	Michael Avery
Date of last notice	22 July 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.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Michael Avery has a Relevant Interest in: 1. The Chairmen1 Pty Ltd ACN 137 241 642 2. Omaroo Investments Pty Ltd ACN 153 460 256
Date of change	24 January 2012
No. of securities held prior to change	1. The Chairmen1 Pty Ltd held 200,000,000 ordinary shares. 2. Omaroo Investments Pty Ltd held no securities in the company prior to the change.
Class	Ordinary shares
Number acquired	Omaroo Investments Pty Ltd acquired 7,362,397 shares.
Number disposed	Nil

+ See chapter 19 for defined terms.

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<p>Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>Shares issued in payment of bonuses totalling \$7,000,000 due under the Executive Employment Agreement between the company and Michael Avery 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>No. of securities held after change</p>	<p>1. TheChairmen1 Pty Ltd holds 200,000,000 ordinary shares. 2. Omaroo Investments Pty Ltd holds 7,362,397 ordinary shares.</p>
<p>Nature of change 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>Detail of contract</p>	<p>N/A</p>
<p>Nature of interest</p>	<p>N/A</p>
<p>Name of registered holder (if issued securities)</p>	<p>N/A</p>
<p>Date of change</p>	<p>N/A</p>
<p>No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed</p>	<p>N/A</p>
<p>Interest acquired</p>	<p>N/A</p>
<p>Interest disposed</p>	<p>N/A</p>
<p>Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation</p>	<p>N/A</p>
<p>Interest after change</p>	<p>N/A</p>

+ See chapter 19 for defined terms.

Part 3 – +Closed period

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

+ See chapter 19 for defined terms.