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2 February 2015

The Manager  
ASX Market Announcements  
Australian Securities Exchange  
Exchange Centre  
Level 4  
20 Bridge Street  
Sydney NSW 2000

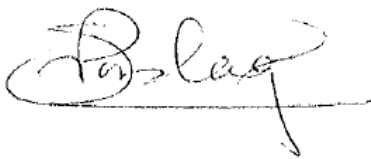
**Electronic Lodgement**

**AMCIL Limited  
Appendix 3D**

Dear Sir / Madam

Please find attached an appendix 3D to refresh the Company's on-market share buyback facility for a further year, for capital management purposes.

Yours faithfully

A handwritten signature in black ink, appearing to read 'Pordage', with a long horizontal stroke extending to the right.

Simon Pordage  
Company Secretary

# Appendix 3D

## Changes relating to buy-back (*except* minimum holding buy-back)

*Information and documents given to ASX become ASX's property and may be made public.*

Introduced 1/9/99. Origin: Appendix 7B. Amended 13/3/2000, 30/9/2001, 11/01/10

Name of entity

AMCIL LIMITED

ABN/ARSN

57 073 990 735

We (the entity) give ASX the following information.

- 1 Date that an Appendix 3C or the last Appendix 3D was given to ASX

3 February 2014

### Information about the change

*Complete each item for which there has been a change and items 9 and 10.*

	<b>Column 1</b> (Details announced to market in Appendix 3C or last Appendix 3D)	<b>Column 2</b> (Details of change to buy-back proposals)
<b>On-market buy-back</b>		
2 Name of broker who will act on the company's behalf	Goldman Sachs Australia Pty Ltd	
3 Deleted 30/9/2001.		
4 If the company/trust intends to buy back a maximum number of shares/units – that number  Note: This requires a figure to be included, not a percentage. The reference to a maximum number is to the total number including shares/units already bought back and shares/units remaining to be bought back. If the total has not changed, the item does not need to be completed.	Up to 20,908,835 ordinary shares	Up to 22,807,711 ordinary shares

<sup>+</sup> See chapter 19 for defined terms.

### Appendix 3D

#### Changes relating to buy-back

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	<b>Column 1</b> (Details announced to market in Appendix 3C or last Appendix 3D)	<b>Column 2</b> (Details of change to buy-back proposals)
5 If the company/trust intends to buy back a maximum number of shares/units – the number remaining to be bought back	20,908,835 ordinary shares	22,807,711 ordinary shares
6 If the company/trust intends to buy-back shares/units within a period of time – that period of time; if the company/trust intends that the buy-back be of unlimited duration - that intention	17 February 2015	17 February 2016
7 If the company/trust intends to buy back shares/units if conditions are met – those conditions	n/a	

#### All buy-backs

8 Any other change	n/a	
9 Reason for change	To refresh the Company's on-market buy-back facility, for capital management purposes.	

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<sup>+</sup> See chapter 19 for defined terms.

- 10 Any other information material to a shareholder's/unitholder's decision whether to accept the offer (*eg, details of any proposed takeover bid*)

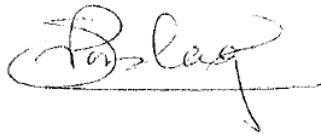
n/a

## Compliance statement

1. The company is in compliance with all Corporations Act requirements relevant to this buy-back.

*or, for trusts only:*

1. The trust is in compliance with all requirements of the Corporations Act as modified by Class Order 07/422, and of the trust's constitution, relevant to this buy-back.
2. There is no information that the listing rules require to be disclosed that has not already been disclosed, or is not contained in, or attached to, this form.



Sign here: .....  
(Company secretary)

Date: ..... 2 February 2015 .....

Print name: Simon Pordage .....

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<sup>+</sup> See chapter 19 for defined terms.