stanmorecoal



ASX announcement

24 February 2015

Renewal of share buyback

Please find attached an Appendix 3C to refresh the Company's share buy-back scheme which will become effective on 10 March 2015.

For further information, please contact:

Mr Nick Jorss Managing Director 07 3238 1000 Mr Andrew Roach Company Secretary 07 3238 1000

About Stanmore Coal Limited (ASX code: SMR)

Stanmore Coal is a growth focused, pure play coal exploration and development company with a number of coal development projects and exploration areas within Queensland's Bowen and Surat Basins. Stanmore Coal is focused on the creation of shareholder value via the identification and development of coal deposits, with a focus on the prime coal bearing regions of the east coast of Australia.

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1 ASX code: SMR

Rule 3.8A

Appendix 3C

Announcement of 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

| Stanmore Coal Limited | | | 27 131 920 968 | | |
|---|--|-----------------------------|----------------|--|--|
| We (the entity) give ASX the following information. | | | | | |
| Information about buy-back | | | | | |
| 1 | Type of buy-back | On-market buyback (withir | 10/12 limit) | | |
| 2 | +Class of shares/units which is the subject of the buy-back (eg, ordinary/preference) | Ordinary shares | | | |
| 3 | Voting rights (eg, one for one) | One for one | | | |
| 4 | Fully paid/partly paid (and if partly paid, details of how much has been paid and how much is outstanding) | Fully paid | | | |
| 5 | Number of shares/units in the +class on issue | 20,856,925 | | | |
| 6 | Whether shareholder/unitholder approval is required for buy-back | Not required - within 10/12 | limit | | |
| 7 | Reason for buy-back | On-going capital manageme | ent | | |

⁺ See chapter 19 for defined terms. 11/01/2010 Appendix 3C Page 1

| 8 | Any other information material to a shareholder's/unitholder's decision whether to accept the offer (eg, details of any proposed takeover bid) | Nil | | |
|--------------------------------|---|--|--|--|
| On-market buy-back | | | | |
| 9 | Name of broker who will act on the company's behalf | Morgans Financial Limited | | |
| 10 | Deleted 30/9/2001. | | | |
| 11 | If the company/trust intends to buy back a maximum number of shares - that number Note: This requires a figure to be included, not a percentage. | 20,856,925 | | |
| 12 | 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 | 10 March 2015 – 9 March 2016 | | |
| 13 | If the company/trust intends to buy back shares/units if conditions are met - those conditions | The Company will only buy-back shares at such times and in such circumstances as are considered beneficial to the efficient capital management of the Company. | | |
| Employee share scheme buy-back | | | | |
| 14 | Number of shares proposed to be bought back | Not applicable | | |
| 15 | Price to be offered for shares | Not applicable | | |

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⁺ See chapter 19 for defined terms.

| Sele | ective buy-back | |
|------|--|----------------|
| 16 | Name of person or description of class of person whose shares are proposed to be bought back | Not applicable |
| 17 | Number of shares proposed to be bought back | Not applicable |
| 18 | Price to be offered for shares | Not applicable |
| Equ | ral access scheme Percentage of shares proposed to be bought back | Not applicable |
| 20 | Total number of shares proposed to be bought back if all offers are | Not applicable |
| | accepted | |
| 21 | Price to be offered for shares | Not applicable |
| 22 | *Record date for participation in offer Cross reference: Appendix 7A, clause 9. | Not applicable |
| | | 1 |

⁺ See chapter 19 for defined terms.

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: .24/02/2015 |
|-------------|-------------------|-------------------|
| Print name: | Andrew Roach | |

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⁺ See chapter 19 for defined terms.