

# 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 30/9/2001.

<b>Name of entity</b>	<b>Gloucester Coal Ltd</b>
	<b>ABN 66 008 881 712</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>	<b>Barry Tudor</b>
<b>Date of last notice</b>	<b>26 November 2010</b>

### 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> Note: Provide details of the circumstances giving rise to the relevant interest.	
<b>Date of change</b>	1 September 2010

+ See chapter 19 for defined terms.

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<p><b>No. of securities held prior to change</b></p>	<p><u>Direct</u>  50,000 shares in the fully paid ordinary shares of Gloucester Coal Ltd.</p> <p>1,150,000 Noble Group Limited Share Options under the Noble Group Share Option Scheme for the beneficial interest of Mr Tudor.</p> <p><u>Indirect</u>  1,000,000 Gloucester Coal Ltd Share Options issued under the Gloucester Coal Ltd Long Term Incentive Plan to the Gloucester Coal Employee Share Trust for the beneficial Interest of Mr Tudor.</p> <p>76,603 shares in the fully paid ordinary shares of Noble Group Limited issued to Byrne Trust Company Limited, Trustee for Noble Group Non-US Employees' Share Trust for the beneficial interest of Mr Tudor.</p>
<p><b>Class</b></p>	<p>Fully paid Ordinary Shares and Unlisted Options over Ordinary Shares of Gloucester Coal Ltd.</p> <p>Fully paid Ordinary Shares and Unlisted Options over Ordinary Shares of Noble Group Limited *.</p> <p>(* Noble Group Limited is a related entity of Gloucester Coal Ltd)</p>
<p><b>Number acquired</b></p>	<p><u>Direct</u>  70,000 fully paid ordinary shares of Gloucester Coal Ltd.</p> <p>Purchase price \$9.20 per share.</p>
<p><b>Number disposed</b></p>	<p><u>Direct</u>  50,000 fully paid ordinary shares tendered into the takeover offer of Osendo Pty Ltd, (a wholly owned subsidiary of Noble Group Limited).</p>
<p><b>Value/Consideration</b>  Note: If consideration is non-cash, provide details and estimated valuation</p>	<p>\$12.60 per share.</p>

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<b>No. of securities held after change</b>	<p><u>Direct</u> 70,000 shares in the fully paid Ordinary Shares of Gloucester Coal Ltd.</p> <p>1,150,000 Noble Group Limited Share Options under the Noble Group Share Option Scheme for the beneficial interest of Mr Tudor.</p> <p><u>Indirect</u> 1,000,000 Gloucester Coal Ltd Share Options issued under the Gloucester Coal Ltd Long Term Incentive Plan to the Gloucester Coal Employee Share Trust for the beneficial Interest of Mr Tudor.</p> <p>76,603 shares in the fully paid ordinary shares of Noble Group Limited issued to Byrne Trust Company Limited, Trustee for Noble Group Non-US Employees' Share Trust for the beneficial interest of Mr Tudor.</p>
<p><b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Acceptance of the off-market takeover offer by Osendo Pty Ltd, (a wholly owned subsidiary of Noble Group Limited).</p> <p>Purchase on market of 70,000 fully paid 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.

<b>Detail of contract</b>	<b>None</b>
<b>Nature of interest</b>	
<b>Name of registered holder (if issued securities)</b>	
<b>Date of change</b>	
<p><b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed</p>	
<b>Interest acquired</b>	
<b>Interest disposed</b>	

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<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	
<b>Interest after change</b>	

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