

FAX MEMO

To : Australian Stock Exchange

FAX : 612 9778 0999

Attention : The Manager, Company Announcements Office

No of pages : 4 including cover page

RE : Form 604

Form 604

Corporations Law
Section 671B

Notice of change of interests of substantial holder

To, Company Name/Scheme **GUILDFORD COAL LIMITED**ACN/ARSN **143 533 537**

1. Details of substantial holder(s)

Name **BLANVILLE TRADING LTD**

ACN/ARSN (if applicable)

There was a change in the interests of the
substantial holder on**21/7/14**

The previous notice was given to the company on

15/5/14

The previous notice was dated

15/5/14

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
FULLY PAID	40,000,000	5.25%	26,000,000	3.41%
ORDINARY SHARES				

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
21/7/14	BLANVILLE TRADING	SOLD SHARES	MARKET PRICE	14,000,000	1.84%

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
BLANVILLE TRADING	BROWN BROTHERS HARRIMAN	DEUTSCHE BANK AG	BLANVILLE TRADING HAS FULL PAID ORD SHARES	26,000,000	3.41%

-2-

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (3) with, the substantial holder in relation to voting interests in the company or scheme are as follows:

Name and ACN/ARSN (if applicable)	Nature of association
	NO CHANGE.

6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
BLANVILLE TRADING	C/O DEUTSCHE BANK AG, ONE RAFFLES QUAY
LTD	SOUTH TOWER, SINGAPORE 048583

Signature

print name **Y. HUSODO**

capacity **DIRECTOR**

sign here

date **41 Aug 2014**

DIRECTIONS

- (1) If there are a number of substantial holders with similar or related relevant interests (eg. a corporation and its related corporations, or the manager and trustee of an equity trust), the names could be included in an annexure to the form. If the relevant interests of a group of persons are essentially similar, they may be referred to throughout the form as a specifically named group if the membership of each group, with the names and addresses of members is clearly set out in paragraph 6 of the form.
- (2) See the definition of "associate" in section 9 of the Corporations Law.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Law.
- (4) The voting shares of a company constitute one class unless divided into separate classes.
- (5) The person's votes divided by the total votes in the body corporate or scheme multiplied by 100.
- (6) Include details of:
 - (a) any relevant agreement or other circumstances because of which the change in relevant interest occurred. If subsection 671B(4) applies, a copy of any document setting out the terms of any relevant agreement, and a statement by the person giving full and accurate details of any contract, scheme or arrangement, must accompany this form, together with a written statement certifying this contract, scheme or arrangement; and
 - (b) any qualification of the power of a person to exercise, control the exercise of, or influence the exercise of, the voting powers or disposal of the securities to which the relevant interest relates (indicating clearly the particular securities to which the qualification applies).

See the definition of "relevant agreement" in section 6 of the Corporations Law.
- (7) Details of the consideration must include any and all benefits, money and other, that any person from whom a relevant interest was acquired has, or may, become entitled to receive in relation to that acquisition. Details must be included even if the benefit is conditional on the happening or not of a contingency. Details must be included of any benefit paid on behalf of the substantial holder or its associate in relation to the acquisition, even if they are not paid directly to the person from whom the relevant interest was acquired.
- (8) If the substantial holder is unable to determine the identity of the person (eg. if the relevant interest arises because of an option) write "unknown".
- (9) Give details, if appropriate, of the present association and any change in that association since the last substantial holding notice.

- (b) the person has made a takeover bid for voting shares in the body, or voting interests in the scheme, and the bid period has started and not yet ended.

A notice is required in the following situations:

- ✓ When the shareholding reaches or exceeds 5% of the voting rights of a particular company or managed investment scheme (Form 603).
- ✓ When the shareholding increases or decreases by 1% or more, a further notice is required (Form 604)
- ✓ When the shareholding ceases to be substantial ~~falls below the 5% threshold (Form 605).~~

The Substantial Shareholder Notices (when required) **need to be lodged** directly with the Australian Stock Exchange and the Company Secretary **within two business days of the day on which the shareholder becomes aware that the above circumstances apply.** We have enclosed a copy of each of the above for your information.

With respect to your holding listed above, the contacts are as follows:

Australian Stock Exchange (ASX)

Fax: +612 9778 0999

Phone: +612 9227 0334

Attn: The Manager, Company Announcements Office

GUILDFORD COAL LIMITED

Fax: (617) 3834 3385

Attn: Mr Kon Tsiakis

Even though HSBC Custody Nominees Sydney Limited is the registered owner of the shares it does not have the relevant interest in the shares.

Accordingly, it is possible that one of your clients (on whose behalf you hold shares that are registered in our name) could inadvertently be in breach of the Law. If any other person or company has an interest in the shares that we hold on your behalf, then you in turn should notify that person or company.

Should the situation arise where your total holding is in excess of 5%, and the holding is split amongst a number of different holders, then it is not necessary to lodge a Substantial Shareholder notice, provided that there is no "associate" relationship between those different

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