

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.

Name of entity	ABN
Gloucester Coal Ltd	66 008 881 712

We (the entity) give ASX the following information.

1	Date that an Appendix 3C or the last Appendix 3D was given to ASX	10 October 2008
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Information about the change

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

	Column 1 (Details announced to market in Appendix 3C or last Appendix 3D)	Column 2 (Details of change to buy-back proposals)
On-market buy-back		
2	Name of broker who will act on the company's behalf	To be advised
		UBS AG (Australia Branch)
3	Deleted 30/9/2001.	
4	If the company intends to buy back a maximum number of shares - 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 already bought back and shares remaining to be bought back. If the total has not changed, the item does not need to be completed.	Up to 6,172,312
		Up to 6,172,312

	Column 1 (Details announced to market in Appendix 3C or last Appendix 3D)	Column 2 (Details of change to buy-back proposals)	
5	If the company intends to buy back a maximum number of shares - the number remaining to be bought back	<i>Up to 6,172,312</i>	<i>Up to 6,172,312</i>
6	If the company intends to buy-back shares within a period of time - that period of time; if the company intends that the buy-back be of unlimited duration - that intention	Within 12 months of the commencement date (commencement date yet to be determined)	Within 12 months of the commencement date (commencement date 27 October 2008)
7	If the company intends to buy back shares if conditions are met - those conditions	None	None

All buy-backs

8	Any other change	N/a	N/a
9	Reason for change	Appointment of Broker	
10	Any other information material to a shareholder's decision whether to accept the offer (<i>eg, details of any proposed takeover bid</i>)	None.	

Compliance statement

1. The company is in compliance with all Corporations Act requirements 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: Date: 21 October 2008
(Company Secretary)

Print name: James Beecher