



ABN AMRO Tower
Cnr Phillip & Bent Streets
Sydney 2000 Australia

GPO Box 4675
Sydney NSW 1042
Australia

Telephone 61 2 8250 5000
Fax 61 2 8259 5444

Fax

Fax to ASX Company Announcements

Fax number 1900 999 279

From Oliver Bainbridge

Date 27 June 2007

Total number of pages 6 Including cover

Subject **Form 604 - Notice of change of interests of substantial holder**

Pursuant to Section 671B of the *Corporations Act 2001* (Cth), please find attached a Notice of change of interests of substantial holder (Form 604) concerning a substantial holding of Gloucester Coal Limited (GCL) shares held by ABN AMRO Bank N.V.

Yours faithfully,

Oliver Bainbridge
Associate Director
Compliance Department

If all sheets are not received or you are not the intended recipient, please notify us immediately.

This message is intended only for the use of the individual or entity named above and may contain information that is confidential and privileged. If you are not the intended recipient you are hereby notified that any dissemination, distribution, or copy of this communication is strictly prohibited. If you have received this communication in error, please notify us immediately by telephone and destroy the original message. Thank you.

ABN AMRO Australia Pty Limited (ACN 000 662 797)

A wholly owned subsidiary of ABN AMRO Holding N.V.

Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**ID. Company Name/Scheme Gloucester Coal LimitedACN/ARSN 008 881 712**1. Details of substantial holder(1)**Name ABN AMRO Bank N.V.

ACN/ARSN (if applicable)

There was a change in the interests of the
substantial holder on 26 /06 /2007The previous notice was given to the company on 25 /06 /2007The previous notice was dated 21 /06 /2007**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)
Ordinary Shares	5,179,210	6.55%	4,048,851	5.12

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
	Refer Annexure A				

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
	Refer Annexure B				

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 (9) 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
N/A	

6. Addresses

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

Name	Address
Refer Annexure C	

Signature

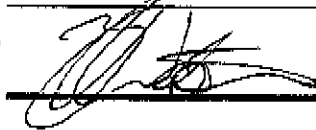
print name Trevor Watson

SECRETARY OF LOCAL AGENT

capacity ABN AMRO AUSTRALIA PTY LTD

sign here

date 27 / 6 / 2007


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 Act 2001.
- (3) See the definition of "relevant interest" in sections 608 and 671B(7) of the Corporations Act 2001.
- (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 9 of the Corporations Act 2001.
- (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 acquisitions, 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.

Annexure A

ABN AMRO Bank N.V.

Date of change	Person whose relevant interest changed	Nature of change	Consideration given in relation to change	Class and number of securities affected	Person's votes affected
13/06/2007 – 21/06/2007	ABN AMRO Equities Australia	Disposal of shares	\$6,706,412.24	1,390,000 ordinary shares	1,390,333

This is Annexure A of 4 pages referred to in Form 604 – Notice of change of interests of substantial holder.

Signed: _____



Name: Trevor Watson

Capacity: Secretary of Local Agent, ABN AMRO Australia Pty Limited (ACN: 000 862 797)

Date: 27 June 2007

Annexure B

ABN AMRO Bank N.V.

Holder of relevant interest	Registered Holder of securities	Persons entitled to be registered as holder	Nature of relevant interest	Class and Number of Securities	Person's votes
ABN AMRO Equities Australia Limited	ABN AMRO Equities Australia Limited	ABN AMRO Equities Australia Limited	Investment	19,537 ordinary shares	19,537
ABN AMRO Bank N.V. - London Branch	ABN AMRO Bank N.V. - London Branch	ABN AMRO Bank N.V. - London Branch	Investment	4,029,314 ordinary shares	4,029,314

This is Annexure B of 1 page referred to in Form 604 – Notice of change of interests of substantial holder.

Signed: 

Name: Trevor Watson

Capacity: Secretary of Local Agent, ABN AMRO Australia Pty Limited (ACN 000 862 797)

Date: 27 June 2007

Annexure C

ABN AMRO Bank N.V.

Name and ACN	Address
ABN AMRO Equities Australia Limited (ACN: 002 768 701)	Level 5, 88 Phillip Street, Sydney NSW 2000
ABN AMRO Bank N.V. - London Branch	199 Bishopsgate London EC2M 3TY, United Kingdom

This is Annexure C of 1 page referred to in Form 604 – Notice of change of interest of substantial holder.

Signed: _____



Name: Trevor Watson

Capacity: Secretary of Local Agent, ABN AMRO Australia Pty Limited (ACN 000 862 797)

Date: 27 June 2007