

THE CHAIRMEN 1


Fax

Notice of Change of Interests of Substantial Holder

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Pages 4

To ASX Companies Announcements Office
ASX
Fax 1300 135 638

Please see attached a Notice of Change of Interests of Substantial Holder in relation to Guildford Coal Limited.

Yours faithfully


Andrew Poole

if you are not the intended recipient:

- please phone the sender immediately (reverse charges)
- you must not disclose or use the information

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Doc 27571311

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Form 604Corporations Act 2001
Section 671B**Notice of change of interests of substantial holder**To Company Name/Scheme Guildford Coal LimitedACN/ARSN 143 533 537**1. Details of substantial holder (1)**Name TheChairmen1 Pty LtdACN/ARSN (if applicable) 137 271 642There was a change in the interests of the
substantial holder on06/05/2014

The previous notice was given to the company on

03/03/2014

The previous notice was dated

03/03/2014**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	219,935,578	29.54% (based on 744,594,332 Ordinary shares outstanding)	92,688,119	12.17% (based on 761,857,020 Ordinary shares outstanding)

3. Changes in relevant interestsParticulars 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	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
03/04/2014	TheChairmen1 Pty Ltd	Issue of Ordinary shares as part of the settlement under the Springsure share sale agreement, as announced by Guildford Coal Limited on 30 December 2013	Refer to announcement by Guildford Coal Limited on 30 December 2013	8,810,121 Ordinary shares	8,810,121
09/04/2014	TheChairmen1 Pty Ltd	Sale of Ordinary shares	\$0.089	-1,922,759 Ordinary shares	-1,922,759
09/04/2014	TheChairmen1 Pty Ltd	Sale of Ordinary shares	\$0.089	-1,123,596 Ordinary shares	-1,123,596
24/04/2014	TheChairmen1 Pty Ltd	Sale of Ordinary shares	\$0.089	-5,738,802 Ordinary shares	-5,738,802
06/05/2014	TheChairmen1 Pty Ltd	Sale of Ordinary shares	\$0.080715	-10,718,000 Ordinary shares	-10,718,000
07/05/2014	TheChairmen1 Pty Ltd	Sale of Ordinary shares	\$0.065665	-116,500 Ordinary shares	-116,500
08/05/2014	TheChairmen1 Pty Ltd	Sale of Ordinary shares	\$0.0650	-1,053,308 Ordinary shares	-1,053,308
26/05/2014	TheChairmen1 Pty Ltd	Sale of Ordinary shares	\$0.0600	-100,000,000 Ordinary shares	-100,000,000
27/05/2014	TheChairmen1 Pty Ltd	Sale of Ordinary shares	\$0.0650	-15,384,615 Ordinary shares	-15,384,615

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 (3)	Nature of relevant interest (5)	Class and number of securities	Person's votes
TheChairmen1 Pty Ltd	Equitas Nominees Pty Limited	Equitas Nominees Pty Limited	Beneficial holder of Ordinary shares held by Equitas Nominees Pty Ltd	92,688,119 Ordinary shares	92,688,119

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 applicable)	ACN/ARSN (if applicable)	Nature of association
N/A		N/A

6. Addresses

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

Name	Address
TheChairmen1 Pty Ltd	'The Boardwalk' Suite C1, 1 Honeysuckle Drive, Newcastle NSW 2300

Signature

print name Andrew Poole

capacity Director

sign here

date

30/5/14

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 605 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 on 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.

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