



ACN 103 348 947

19 May 2009

Mr Greg Coulson
ASX Limited
2 The Esplanade
PERTH WA 6000

Dear Mr Coulson

AMENDED APPENDIX 3B

Please be advised the attached Appendix 3B amends the earlier one lodged on the 12th May 2009.

Note that there will be no deferred trading of the options referred to in the Appendix 3B.

Yours sincerely,

A handwritten signature in black ink, appearing to read "R. Hodby", written over a light blue horizontal line.

Robert Hodby
Company Secretary

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Appendix 3B

New issue announcement, application for quotation of additional securities and agreement

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 1/7/96. Origin: Appendix 5. Amended 1/7/98, 1/9/99, 1/7/2000, 30/9/2001, 11/3/2002, 1/1/2003, 24/10/2005.

Name of entity

Liberty Resources Limited

ABN

98 103 348 947

We (the entity) give ASX the following information.

Part 1 - All issues

You must complete the relevant sections (attach sheets if there is not enough space).

- | | | |
|---|--|--|
| 1 | +Class of +securities issued or to be issued | Ordinary Shares
Options |
| 2 | Number of +securities issued or to be issued (if known) or maximum number which may be issued | 34,712,502 Ordinary Shares
34,712,502 Options |
| 3 | Principal terms of the +securities (eg, if options, exercise price and expiry date; if partly paid +securities, the amount outstanding and due dates for payment; if +convertible securities, the conversion price and dates for conversion) | Ordinary Shares
Options exercisable at 7.5 cents each on or before 8 September 2009 |

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Appendix 3B
New issue announcement

<p>4 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?</p> <p>If the additional securities do not rank equally, please state:</p> <ul style="list-style-type: none"> • the date from which they do • the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment • the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment 	<p>Shares rank equally with existing shares.</p> <p>Shares issued upon exercise of options rank equally with existing shares.</p>						
<p>5 Issue price or consideration</p>	<p>3.5 cents per share Attaching option issued on a 1:1 basis is free.</p>						
<p>6 Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)</p>	<p>Fully underwritten pro-rata non-renounceable Rights Issue of 34,712,502 New Shares at an issue price of \$0.035 each on the basis of 1 New Share for every 2 Existing Shares held, together with New Options on the basis of a free attaching New Option for every New Shares subscribed for, to raise \$1,214,938 before costs. Funds to be applied towards exploration and development of the Company's Queensland Coal Projects.</p>						
<p>7 Dates of entering +securities into uncertificated holdings or despatch of certificates</p>	<p>On or about 17 June 2009</p>						
<p>8 Number and +class of all +securities quoted on ASX (including the securities in clause 2 if applicable)</p>	<table border="1"> <thead> <tr> <th data-bbox="694 1601 997 1646">Number</th> <th data-bbox="997 1601 1291 1646">+Class</th> </tr> </thead> <tbody> <tr> <td data-bbox="694 1646 997 1736">104,137,505</td> <td data-bbox="997 1646 1291 1736">Ordinary Fully Paid Shares</td> </tr> <tr> <td data-bbox="694 1736 997 1865">34,712,502</td> <td data-bbox="997 1736 1291 1865">Options @ 7.5 cents before 8 September 2009</td> </tr> </tbody> </table>	Number	+Class	104,137,505	Ordinary Fully Paid Shares	34,712,502	Options @ 7.5 cents before 8 September 2009
Number	+Class						
104,137,505	Ordinary Fully Paid Shares						
34,712,502	Options @ 7.5 cents before 8 September 2009						

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	Number	+Class
9	Number and +class of all +securities not quoted on ASX (including the securities in clause 2 if applicable)	Nil
10	Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)	Nil

Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	No
12	Is the issue renounceable or non-renounceable?	Non-renounceable
13	Ratio in which the +securities will be offered	1 new share for every 2 existing shares
14	+Class of +securities to which the offer relates	Ordinary
15	+Record date to determine entitlements	21 May 2009
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	N/A
17	Policy for deciding entitlements in relation to fractions	Rounded Up
18	Names of countries in which the entity has +security holders who will not be sent new issue documents <small>Note: Security holders must be told how their entitlements are to be dealt with. Cross reference: rule 7.7.</small>	United Kingdom, Ireland, United Arab Emirates and Philippines
19	Closing date for receipt of acceptances or renunciations	11 June 2009

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20	Names of any underwriters	Euroz Securities Limited
21	Amount of any underwriting fee or commission	7% of funds received
22	Names of any brokers to the issue	Nil
23	Fee or commission payable to the broker to the issue	Nil
24	Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders	N/A
25	If the issue is contingent on +security holders' approval, the date of the meeting	N/A
26	Date entitlement and acceptance form and prospectus or Product Disclosure Statement will be sent to persons entitled	On or about 27 May 2009
27	If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders	N/A
28	Date rights trading will begin (if applicable)	N/A
29	Date rights trading will end (if applicable)	N/A
30	How do +security holders sell their entitlements <i>in full</i> through a broker?	N/A
31	How do +security holders sell <i>part</i> of their entitlements through a broker and accept for the balance?	N/A

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32	How do +security holders dispose of their entitlements (except by sale through a broker)?	N/A
33	+Despatch date	18 June 2009

Part 3 - Quotation of securities

You need only complete this section if you are applying for quotation of securities

- 34 Type of securities
(tick one)
- (a) Securities described in Part 1
- (b) All other securities
- Example: restricted securities at the end of the escrowed period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

- 35 If the +securities are +equity securities, the names of the 20 largest holders of the additional +securities, and the number and percentage of additional +securities held by those holders
- 36 If the +securities are +equity securities, a distribution schedule of the additional +securities setting out the number of holders in the categories
- 1 - 1,000
 - 1,001 - 5,000
 - 5,001 - 10,000
 - 10,001 - 100,000
 - 100,001 and over
- 37 A copy of any trust deed for the additional +securities

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Entities that have ticked box 34(b)

38 Number of securities for which +quotation is sought

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39 Class of +securities for which quotation is sought

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40 Do the +securities rank equally in all respects from the date of allotment with an existing +class of quoted +securities?

If the additional securities do not rank equally, please state:

- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

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41 Reason for request for quotation now

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another security, clearly identify that other security)

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	Number	+Class
42 Number and +class of all +securities quoted on ASX (including the securities in clause 38)		

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Quotation agreement

1 +Quotation of our additional +securities is in ASX's absolute discretion. ASX may quote the +securities on any conditions it decides.

2 We warrant the following to ASX.

- The issue of the +securities to be quoted complies with the law and is not for an illegal purpose.
- There is no reason why those +securities should not be granted +quotation.
- An offer of the +securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty

- Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any +securities to be quoted and that no-one has any right to return any +securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the +securities be quoted.
- If we are a trust, we warrant that no person has the right to return the +securities to be quoted under section 1019B of the Corporations Act at the time that we request that the +securities be quoted.

3 We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4 We give ASX the information and documents required by this form. If any information or document not available now, will give it to ASX before +quotation of the +securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here: Date:
Company secretary

Print name: Robert Hodby

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