

GASTAR EXPLORATION LTD  
Form 8-K  
February 12, 2009

---

---

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): February 12, 2009 (February 11, 2009)

**GASTAR EXPLORATION LTD.**  
(Exact Name of Registrant as Specified in Its Charter)

ALBERTA, CANADA      001-32714      98-0570897  
(State or other jurisdiction    (Commission    (IRS Employer  
of incorporation)              File Number)    Identification No.)

1331 LAMAR STREET, SUITE 1080  
HOUSTON, TEXAS 77010  
(Address of principal executive offices)

(713) 739-1800  
(Registrant's telephone number, including area code)

N/A  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

---

---

---

**SECTION 7 – REGULATION FD**

**Item 7.01 Regulation FD Disclosure**

On February 11, 2009, Gastar Exploration Ltd. (“Gastar”) and Gastar Exploration USA, Inc., its wholly owned subsidiary, (“Gastar USA”) announced that Gastar USA had commenced a consent solicitation of holders of its \$100 million 12¾% Senior Secured Notes due 2012 to obtain majority noteholder approval to eliminate or modify certain covenants in the related indenture for the primary purpose of permitting Gastar USA to borrow \$25 million under a proposed first lien term loan facility.

This press release is attached as Exhibit 99.1 and is being furnished solely pursuant to Item 7.01 of this report.

**SECTION 9 – FINANCIAL STATEMENTS AND EXHIBITS**

**Item 9.01 Financial Statements and Exhibits**

**(d) Exhibits**

The following is a list of exhibits furnished as part of this Form 8-K:

**Exhibit No. Description of Document**

99.1 Press release dated February 11, 2009.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**GASTAR EXPLORATION LTD.**

Date: February 12, 2009 By: /s/ J. RUSSELL PORTER

J. Russell Porter

President and Chief Executive Officer

**EXHIBIT INDEX**

**Exhibit No.    Description of Document**

99.1            Press release dated February 11, 2009.

3