

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.

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