

## DEFINITIONS

In this Prospectus, the following terms have the following meanings unless the context otherwise requires. Certain technical terms are explained in the section headed “Glossary” in this Prospectus.

“Application Form(s)”	white application form(s) and yellow application form(s), or where the context so requires, any of them;
“Articles of Association” or “Articles”	the articles of association of our Company, adopted on 23 August 2006 and as amended from time to time;
“Associates”	companies or persons under the meaning ascribed thereto under the Hong Kong Listing Rules;
“Board” or “Board of Directors”	the Board of Directors of our Company;
“BP Statistical Review 2006”	a statistical overview published in June 2006 by British Petroleum that provides data regarding global energy markets, with a series of historical statistics dating back to 1965;
“CAGR”	compound annual growth rate;
“CCASS”	the Central Clearing and Settlement System established and operated by the HKSCC;
“CCASS Broker Participant”	a person admitted to participate in CCASS as a broker participant;
“CCASS Custodian Participant”	a person admitted to participate in CCASS as a custodian participant;
“CCASS Investor Participant”	a person admitted to participate in CCASS as an investor participant, who may be an individual or joint individuals or a corporation;
“CCASS Participant”	a CCASS Broker Participant, a CCASS Custodian Participant or a CCASS Investor Participant;
“ChinaCoal Group”	China National Coal Group Corporation (中國中煤能源集團公司), the Controlling Shareholder of our Company and a Chinese state-owned enterprise, the predecessor of which was called China National Coal Industry Import and Export Corporation (中國煤炭工業進出口總公司) and was established in December 1981;
“CICC”	China International Capital Corporation Limited;
“CICC (HK)”	China International Capital Corporation (Hong Kong) Limited, a wholly owned subsidiary of CICC;
“Citigroup”	Citigroup Global Markets Asia Limited, which is licensed to conduct type one (dealing in securities), type four (advising on securities) and

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	type six (advising on corporate finance) regulated activities under the Securities and Futures Ordinance of Hong Kong
“Coal Export Right”	the State Trade Operating Right for Coal Export (煤炭出口國營貿易經營權);
“CSRC”	China Securities Regulatory Commission (中國證券監督管理委員會);
“Companies Ordinance”	the Companies Ordinance (Chapter 32 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time;
“Company Law” or “PRC Company Law”	Company Law of the PRC (中華人民共和國公司法), as adopted at the Fifth Session of the Standing Committee of the Eighth NPC on 29 December 1993, effective 1 July 1994, as amended, supplemented or otherwise modified from time to time;
“Controlling Shareholder”	has the meaning ascribed thereto under the Hong Kong Listing Rules and unless the context requires otherwise, refers to ChinaCoal Group;
“Datun Mining Area”	the coal mining area located in the Jiangsu Province in China consisting of the Yaoqiao, Kongzhuang, Xuzhuang and Longdong mines. The Datun Mining Area is operated by Shanghai Datun Energy;
“Director(s)”	the Director(s) of our Company, including all executive, non-executive and independent non-executive Directors;
“Domestic Shares”	ordinary shares in the capital of our Company, with a nominal value of RMB1.00 each, which are subscribed for and fully paid up in Renminbi by PRC nationals and/or PRC incorporated entities;
“EIA”	Energy Information Administration;
“Global Offering”	the Hong Kong Public Offering and the International Offering;
“H Shares”	overseas-listed foreign invested shares of par value RMB1.00 each in the ordinary share capital of our Company, which are to be subscribed for and traded in HK dollars and for which an application has been made for the granting of listing, and permission to deal, on the Hong Kong Stock Exchange;
“HK\$” or “HK dollars” or “Hong Kong dollars”	Hong Kong dollars, the lawful currency of Hong Kong;
“HKSCC”	Hong Kong Securities Clearing Company Limited;
“HKSCC Nominees”	HKSCC Nominees Limited;

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“Hong Kong” or “HK”	the Hong Kong Special Administrative Region of the PRC;
“Hong Kong Listing Rules”	the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange (as amended from time to time);
“Hong Kong Public Offering”	the offer by our Company of initially 162,320,000 H Shares for subscription by the public in Hong Kong (subject to adjustment as described in the section headed “Structure of the Global Offering”) for cash at the Offer Price (plus brokerage, SFC transaction levies, and Hong Kong Stock Exchange trading fees), on and subject to the terms and conditions described in this Prospectus and the Application Forms as further described in the section headed “Structure of the Global Offering — The Hong Kong Public Offering”;
“Hong Kong Public Offer Shares”	the H Shares offered for subscription pursuant to the Hong Kong Public Offering;
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“Hong Kong Underwriters”	the underwriters of the Hong Kong Public Offering listed as such in the section “Underwriting — Hong Kong Underwriters” of this Prospectus;
“Hong Kong Underwriting Agreement”	the underwriting agreement relating to the Hong Kong Public Offering which is expected to be entered into among our Company and the Hong Kong Underwriters on or around 5 December 2006;
“Huajin Joint Venture”	Huajin Coking Coal Co., Ltd. (華晉焦煤有限責任公司), a joint venture established as a limited liability company in the PRC, in which our Company and Shanxi Coking Coal Group Co., Ltd. each has a 50% equity interest;
“IFRS”	International Financial Reporting Standards promulgated by the International Accounting Standards Board (“IASB”); IFRS include the International Accounting Standards (“IAS”) and their interpretations;
“International Offering”	the offering of an aggregate of 3,084,054,000 H Shares by us to investors (other than to retail investors in Hong Kong) outside China (including to professional and institutional investors in Hong Kong and a public offering without listing in Japan), as further described in the section headed “Structure of the Global Offering”;
“International Offer Shares”	the H Shares offered pursuant to the International Offering;
“International Underwriters”	the underwriters of the International Offering, who are expected to enter into the International Underwriting Agreement;

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“International Underwriting Agreement”	the underwriting agreement relating to the International Offering, which is expected to be entered into among our Company and the International Underwriters on or around 13 December 2006;
“Joint Global Coordinators”	CICC, Citigroup and Morgan Stanley;
“Joint Sponsors” or “Joint Lead Managers”	CICC(HK), Citigroup and Morgan Stanley;
“Latest Practicable Date”	30 November 2006;
“Liliu Mining Area”	the coal mining area located in Shanxi Province in China consisting of the Shaqu underground mine. The Liliu Mining Area is operated by the Huajin Joint Venture;
“Listing Date”	the date on which dealings in the H Shares commence on the Hong Kong Stock Exchange;
“Macau”	the Macau Special Administrative Region of the PRC;
“Mandatory Provisions”	the Mandatory Provisions for Articles of Association of Companies to be Listed Overseas (到境外上市公司章程必備條款), as amended, supplemented or otherwise modified from time to time, for inclusion in the articles of association of companies incorporated in the PRC to be listed overseas (including Hong Kong), which were promulgated by the former PRC Securities Commission of the State Council and the former State Commission for Restructuring the Economic Systems of the PRC on 27 August 1994;
“Mines under Restructuring”	the five local coal mines, namely the Dongpo Mine, Tangshangou Mine, Yangjian Mine, Danshuigou Mine and Xishahe Mine, operated by ChinaCoal Group;
“MLR”	Ministry of Land and Resources of the PRC (中華人民共和國國土資源部);
“MRL”	the Mineral Resource Law of the PRC;
“MOC”	Ministry of Construction of the PRC (中華人民共和國建設部);
“MOFCOM”	Ministry of Commerce of the PRC (中華人民共和國商務部);
“MOF”	Ministry of Finance of the PRC (中華人民共和國財政部);
“MOR”	Ministry of Railways of the PRC (中華人民共和國鐵道部);
“Morgan Stanley”	Morgan Stanley Dean Witter Asia Limited, licensed to conduct type one (dealing in securities), type four (advising on securities) and type six

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	(advising on corporate finance) regulated activities under the Securities and Futures Ordinance of Hong Kong;
“Nanliang Mining Area”	the coal mining area located in Shaanxi Province in China consisting of the Nanliang underground mine;
“NDRC”	National Development and Reform Commission of the PRC (中華人民共和國國家發展和改革委員會);
“NPC”	National People’s Congress of the PRC and its Standing Committee (中華人民共和國全國人民代表大會);
“NSSF”	National Council for Social Security Fund of the PRC (中華人民共和國全國社會保障基金理事會);
“OECD”	Organization for Economic Cooperation and Development;
“Offer Price”	the final Hong Kong dollar price per H Share (exclusive of brokerage, SFC transaction levies and Hong Kong Stock Exchange trading fees) at which the H Shares are to be subscribed for and issued pursuant to the Hong Kong Public Offering, to be determined as further described in the section headed “Structure of the Global Offering — Pricing and allocation” in this Prospectus;
“Offer Shares”	the Hong Kong Public Offer Shares and the International Offer Shares together, where relevant, with any additional H Shares issued and sold pursuant to the exercise of the Over-allotment Option;
“Our Company”, “we” and “us”	China Coal Energy Company Limited (中國中煤能源股份有限公司), a joint stock limited company established in the PRC on 22 August 2006 and, except where the context otherwise requires, all of its subsidiaries and jointly controlled entities of which the operating results were consolidated into those of China Coal Energy Company Limited;
“Over-allotment Option”	the option granted by us to the International Underwriters to purchase up to 486,956,000 additional H Shares, at the Offer Price, which is exercisable from the date of the International Underwriting Agreement until 30 days after the last date for lodging of applications under the Hong Kong Public Offering;
“Parent Company”	ChinaCoal Group;
“PBOC”	the People’s Bank of China (中國人民銀行), the central bank of the PRC;
“PBOC Rate”	the exchange rate for foreign exchange transactions set daily by the PBOC based on the previous day’s PRC inter-bank foreign exchange

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	rates and with reference to prevailing exchange rates on the world financial markets;
“Pingshuo Mining Area”	the coal mining area located in Shanxi Province in China which mainly consists of the Antaibao Open Pit Mine, the Anjialing Open Pit Mine and the Anjialing Underground Mine;
“PRC” or “China” or the “People’s Republic of China”	the People’s Republic of China. Except where the context otherwise requires, references in this Prospectus to the PRC or China do not apply to China Hong Kong, China Macau or China Taiwan;
“PRC GAAP”	the PRC Accounting Standards and Accounting Regulations for Business Enterprises and its supplementary regulations;
“PRC National Audit Office” or “NAO”	National Audit Office of the PRC (中華人民共和國審計署);
“PRC National Bureau of the Statistics” or “Bureau of Statistics”	National Bureau of Statistics of the PRC (中華人民共和國國家統計局);
“Price Determination Date”	the date, expected to be on or around 13 December 2006 but no later than 17 December 2006, on which the Offer Price and the number of H Shares in the Global Offering is fixed for the purposes of the Global Offering;
“Promoter” or “Predecessor”	ChinaCoal Group;
“Province” or “province”	each being a province or, where the context requires, a provincial level autonomous region or municipality under the direct supervision of the central government of the PRC;
“PwC”	PricewaterhouseCoopers, our reporting accountants;
“QIBs”	qualified institutional buyers as defined in Rule 144A;
“Regulation S”	Regulation S under the U.S. Securities Act;
“Restructuring”	the restructuring of ChinaCoal Group in preparation for the listing of our H Shares on the Hong Kong Stock Exchange, the particulars of which are described in the sections entitled “Restructuring” and “Statutory and General Information — Further information about our Company — Our Restructuring” in Appendix X to this Prospectus;
“Restructuring Agreement”	the agreement entered into between ChinaCoal Group and us on 5 September 2006 in relation to the Restructuring. Pursuant to this agreement, ChinaCoal Group transferred to us substantially all of the

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	assets, liabilities and interests of its coal operations, coking operations, coal mining equipment manufacturing operations and other operations in exchange for our Shares;
“RMB” or “Renminbi”	Renminbi Yuan, the lawful currency of the PRC;
“Rule 144A”	Rule 144A under the U.S. Securities Act;
“SACMS”	State Administration of Coal Mine Safety of the PRC (中華人民共和國國家煤礦安全監察局);
“SEPA”	State Environmental Protection Administration of the PRC (中華人民共和國國家環境保護總局);
“SAFE”	State Administration of Foreign Exchange of the PRC (中華人民共和國國家外匯管理局);
“SASAC”	State-owned Assets Supervision and Administration Commission of the State Council (國務院國有資產監督管理委員會);
“SAT”	State Administration of Taxation of the PRC (中華人民共和國國家稅務總局);
“Savills”	Savills Valuation and Professional Services Limited, an independent property valuer;
“SAWS”	State Administration of Work Safety of the PRC (中華人民共和國國家安全生產監督管理總局);
“Services Agreement”	Integrated Materials and Services Mutual Provision Framework Agreement dated 5 September 2006 entered into between ChinaCoal Group and us, pursuant to which we were appointed by ChinaCoal Group as its exclusive coal export services provider to provide all export-related services ancillary to, and required for, coal exports;
“SFC”	the Securities and Futures Commission of Hong Kong;
“SFO” or “Securities and Futures Ordinance”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time;
“Shares”	shares of our Company of nominal value RMB1.00 each, comprising both Domestic Shares and H Shares;
“Shanghai Datun Energy”	Shanghai Datun Energy Resources Co., Ltd., in which we have a 62.43% shareholding. Shanghai Datun Energy’s A shares are listed on the Shanghai Stock Exchange;

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“Special Regulations”	the Special Regulations of the State Council on the Overseas Offering and Listing of Shares by Joint Stock Limited Companies (國務院關於股份有限公司境外募集股份及上市的特別規定), promulgated by the State Council on 4 August 1994, as amended, supplemented or otherwise modified from time to time;
“SRK”	Steffen Robertson and Kirsten (Australasia) Pty. Ltd., an independent mining and geological consultant. For qualifications, see “Appendix VI — Independent Technical Report”;
“SRK Report”	an independent technical report published by SRK dated 6 December 2006. For qualifications, see “Appendix VI — Independent Technical Report”;
“State,” “state,” “PRC Government” or “government”	the Government of the PRC including all political subdivisions (including provincial, municipal and other regional or local government entities) and instrumentalities thereof;
“State Council”	State Council of the PRC (中華人民共和國國務院);
“Supervisors”	the members of the Supervisory Committee of our Company;
“Track Record Period”	the period comprising the three years ended 31 December 2005 and the six months ended 30 June 2006;
“Underwriters”	collectively, the Hong Kong Underwriters and the International Underwriters;
“Underwriting Agreements”	collectively, the Hong Kong Underwriting Agreement and the International Underwriting Agreement;
“United States” or “U.S.”	the United States of America;
“U.S. Securities Act”	the U.S. Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder;
“U.S.\$” or “US dollars”	United States dollars, the lawful currency of the United States;
“VAT”	value-added tax; and
“WTO”	the World Trade Organization.