

#### **Directors' Report**

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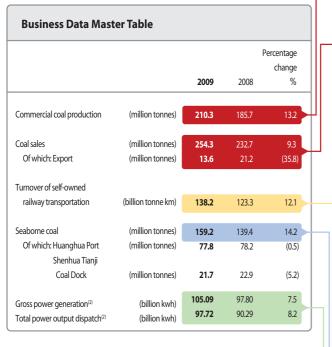


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### **Overview of the Company's Operating Results for 2009**



Coal Reserve Table						
			As at	As at	Percentage	
		31 De	cember 3	1 December	change	
			2009	2008	%	
Recoverable	coal reserve	(100 million tonnes)				
(under PR	C standard)		113.06	114.57	(1.3)	
Of which:	Shendong Mines	(1)	75.37	76.43	(1.4)	
	Zhunge'er Mines	i	26.15	26.51	(1.4)	
	Shengli Mines		11.54	11.63	(8.0)	
Marketable	coal reserve	(100 million tonnes)				
(under JO	RC standard)		69.27	71.39	(3.0)	
Of which:	Shendong Mines	;	41.73	43.38	(3.8)	
	Zhunge'er Mines	i	19.12	19.49	(1.9)	
	Shengli Mines		8.42	8.52	(1.2)	
Coal resource	:e	(100 million tonnes)	177.65	179.96	(1.3)	
Of which:	Shendong Mines	;	128.60	130.51	(1.5)	
	Zhunge'er Mines	i	28.00	28.29	(1.0)	
	Shengli Mines		21.05	21.16	(0.5)	

		Proportion		
	2009	of domestic	2008	Percentage
	million	sales	million	change
	tonnes	%	tonnes	9(
Domestic sales	240.7	100.0	211.5	13.8
By contract type				
Long-term contract	171.6	71.3	163.9	4.7
Spot market sales	69.1	28.7	47.6	45.2
By transportation mode				
Direct arrival (along railway line				
and mine mouth)	95.1	39.5	93.3	1.9
Seaborne (port FOB)	145.6	60.5	118.2	23.2
By customers				
External customers	199.3	82.8	170.4	17.0
The Group's power segment	41.4	17.2	41.1	0.7
By region				
Northern China	106.6	44.2	86.2	23.7
Eastern China	90.7	37.7	85.3	6.3
Central China and Southern China	37.7	15.7	30.9	22.0
Northeast China	2.1	0.9	7.3	(71.2
Others	3.6	1.5	1.8	100.0
By usage				
Thermal coal	192.2	79.9	174.5	10.1
Metallurgy	7.3	3.0	5.0	46.0
Chemical (including coal slurry)	7.5	3.1	4.5	66.7
Others	33.7	14.0	27.5	22.5
		Proportion		
	2009	of export	2008	Percentage
	million	sales	million	change
	tonnes	%	tonnes	9(
Export sales	13.6	100.0	21.2	(35.8
South Korea	5.8	42.7	8.5	(31.8
China Taiwan	3.5	25.7	5.5	(36.4
Japan	3.5	25.7	5.1	(31.4
Others	0.8	5.9	2.1	(61.9
Total sales	254.3		232.7	9.3

	2009	2008	Percentag
	million	million	chang
	tonnes	tonnes	9
Shendong Coal Group	149.9	137.8	8.8
Bulianta	22.5	20.4	10.
Daliuta-Huojitu	19.8	20.0	(1.
Yujialiang	16.9	16.9	
Shangwan	13.0	12.5	4.
Halagou	12.5	11.5	8.
Baode (Kangjiatan)	11.9	12.0	(0.
Shigetai	9.9	9.4	5.
Wulanmulun	6.4	5.0	28.
Buer'tai	9.4	5.3	77.
Wanli No.1 mine	9.8	9.2	6.
Liuta mine	5.5	4.7	17.
Cuncaota No. 1 mine	2.9	2.1	38.
Cuncaota No. 2 mine	3.0	3.2	(6.
Tanggonggou mine	4.7	3.1	51.
Others	1.7	2.5	(32.
Zhunge'er Energy	23.1	22.7	1,8
Heidaigou	23.1	22.7	1.8
Haer'wusu Branch	14.1	6.6	113.0
Beidian Shengli Energy	10.5	10.9	(3.3
Jinjie Energy	12.7	7.7	64.9
Total	210.3	185.7	13.2

Breakdown of Coal-fired Power Generation Business

Northwest/North China/

Shaanxi Provincial Local Power Grid Inner Mongolia

Shendong Power

Total/Weighted average

Breakdown of Railway Business							
	2009 billion tonne km	2008 billion tonne km	Percentage change %				
Turnover indicators Self-owned railways	138.2	123.3	12.1				
Shenshuo Railway	35.5	31.4	13.1				
Shuohuang-Huangwan Railway	81.3	74.4	9.3				
Dazhun Railway	15.1	11.6	30.2				
Baoshen Railway	6.3	5.9	6.8				
State-owned railways	40.8	28.1	45.2				
Total turnover	179.0	151.4	18.2				

Breakdown of Port Business							
	2009	2008	Percentage				
	million	million	change				
	tonnes	tonnes	%				
Self-owned ports	99.5	101.1	(1.6)				
Huanghua Port	77.8	78.2	(0.5)				
Shenhua Tianjin Coal Dock	21.7	22.9	(5.2)				
Third-party ports	59.7	38.3	55.9				
Qinhuangdao Port	41.2	23.4	76.1				
Tianjin Port	14.2	14.2	-				
Others	4.3	0.7	514.3				
Total	159.2	139.4	14.2				

Standard coal

Total installed capacity as at

				Gross power	Total power	utilization	rate for power		31 December
	Power plants	Regional grid	Location	generation	output dispatch	hours	output dispatch	Power tariff	2009
				billion kwh	billion kwh	hours	g/kwh	RMB/MWh	MW
	Huanghua Power	North China Power Grid	Hebei	9.41	8.95	5,327	315	304	2,520
L	Panshan Power	North China Power Grid	Tianjin	6.05	5.64	6,054	329	360	1,000
	Sanhe Power	North China Power Grid	Hebei	6.92	6.47	5,323	327	349	1,300
	Zhunge'er Power	North China Power Grid	Inner Mongolia	2.15	1.91	4,300	397	209	500
	Guohua Zhunge'er	North China Power Grid	Inner Mongolia	5.92	5.40	4,484	326	232	1,320
	Beijing Thermal	North China Power Grid	Beijing	2.33	2.06	5,816	264	385	400
	Dingzhou Power	North China Power Grid	Hebei	8.11	7.60	5,658	319	286	2,520
	Suizhong Power	Northeast Power Grid	Liaoning	9.41	8.83	5,880	334	323	1,600
	Ninghai Power	East China Power Grid	Zhejiang	16.75	15.82	5,791	313	396	4,400
-	Jinjie Energy	North China Power Grid	Shaanxi	10.90	9.98	4,543	336	279	2,400
	Shenmu Power	Northwest Power Grid	Shaanxi	1.43	1.28	6,627	378	275	220
	Taishan Power	South China Power Grid	Guangdong	18.26	17.14	6,086	315	424	3,000

6.33

97.41

5,293

419

331

242

1,544

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Notes: (1) Shendong Mines is formed through the consolidation of original Shendong Mines and Wanli Mines.

<sup>(2)</sup> The figures include the operating results of coal-fired power generation business and other power generation businesses.

# **Overview of Consolidated Operating Results for 2009**

			Percentage
	2009	2008	change
	RMB million	RMB million	%
Revenues	121,312	107,133	13.2
Less: Cost of revenues	65,492	59,378	10.3
Selling, general and			
administrative expenses	8,055	6,961	15.7
Other operating expenses, net	657	1,119	(41.3)
Profit from operations	47,108	39,675	18.7
Less:Net finance costs	2,038	3,393	(39.9)
Plus: Investment income	11	39	(71.8)
Share of profits less losses			
of associates	731	654	11.8
Profit before income tax	45,812	36,975	23.9
Less: Income tax	9,626	7,076	36.0
Profit for the year	36,186	29,899	21.0
Equity shareholders of the Company	31,706	26,641	19.0
Minority interests	4,480	3,258	37.5
Basic earnings per share (RMB/share)	1,594	1.339	19.0

Breakdown of revenues			
			Percentage
	2009	2008	change
	RMB million	RMB million	%
Revenues			
Coal revenue	84,618	74,572	13.5
Power revenue	33,157	29,393	12.8
Transportation revenue	2,010	1,901	5.7
Sub-total	119,785	105,866	13.1
Other revenues	1,527	1,267	20.5
Total operating revenues	121,312	107,133	13.2

Breakdown of cost of revenues			
			Percentage
	2009	2008	change
	RMB million	RMB million	%
Coal purchased from third parties	14,187	15,585	(9.0)
Materials, fuel and power	9,513	8,433	12.8
Personnel expenses	5,727	5,343	7.2
Depreciation and amortisation	10,624	9,396	13.1
Repairs and maintenance	5,035	4,717	6.7
Transportation charges	9,273	7,227	28.3
Others	11,133	8,677	28.3
Total cost of revenues	65,492	59,378	10.3

RA	2009 AB million	2008 RMB million	Percentage change
Profit before income tax	45,812	36,975	23.9
Adjustments for:			
Depreciation and amortisation	11,422	9,893	15.5
Impairment losses on property, plant and equipment	396	447	(11.4
Impairment losses on other investments	1	204	(99.5
Net loss on disposal of property, plant and equipment	287	434	(33.9
Investment income	(11)	(39)	(71.8
Interest income	(1,117)	(816)	36.9
Share of profits less losses of associates	(731)	(654)	11.8
Net interest expense	3,146	3,786	(16.9
Loss/(gain) on remeasurement of derivative			
financial instruments to fair value	178	(472)	(137.7
Unrealised foreign exchange (gain)/loss	(190)	843	(122.5
Increase in accounts and bills receivable	(545)	(1,561)	(65.
Decrease/(increase) in inventories	115	(871)	(113.2
(Increase)/decrease in prepaid expenses			
and other current assets	(208)	730	(128.
Increase in accounts and bills payable	1,470	304	383.6
Increase in accrued expenses and			
other payables, long-term payables and			
accrued reclamation obligations	4,532	1,960	131.2
Interest received	1,117	816	36.9
Interest paid	(3,874)	(4,521)	(14.3
Income tax paid	(8,455)	(6,840)	23.6
Net cash generated from operating activities	53,345	40,618	31.3

Breakdown of coal sales price					
					Percentag
	20	009	20	008	change
	Sales volume	Sales price	Sales volume	Sales price	sales pri
	million tonnes	RMB/tonne	million tonnes	RMB/tonne	
Domestic sales	240.7	378.7	211.5	358.8	
Long-term contract sales	171.6	361.8	163.9	335.7	
Direct arrival (along railway line and mine mouth)	69.3	244.1	68.3	233.9	
Seaborne (port FOB)	102.3	441.4	95.6	408.6	
Spot market sales	69.1	420.7	47.6	438.1	
Direct arrival (along railway line and mine mouth)	25.8	333.9	25.0	277.9	2
Seaborne (port FOB)	43.3	472.7	22.6	614.2	(2
Export sales	13.6	551.5	21.2	577.2	
<b>Total</b>	254.3	387.9	232.7	378.6	
ncluding: Coal sales to internal power segment	41.4	339.4	41.1	329.1	
Coal sales to external customers	212.9	397.4	191.6	389.2	

Breakdown of cost of revenues – others			
			Percentage
	2009	2008	change
l de la companya de	RMB million	RMB million	%
Coal selection and minery fees	3,606	2,930	23.1
Coal extraction service costs	263	332	(20.8)
Taxes and surcharges	1,197	1,053	13.7
Dredging expenses	233	208	12.0
Relocation compensation expenses	997	468	113.0
Operating lease charges	203	167	21.6
Resources compensation fees	392	551	(28.9)
Pollutants discharge expenses	1,064	298	257.0
Cost of sale of ancillary materials and other goods,			
and provision of other services	1,379	1,211	13.9
Others	1,799	1,459	23.3
Total cost of revenues-others	11,133	8,677	28.3

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# **Overview of Operating Conditions by Segment for 2009**

Segment results														
	Coa	ı	Railv	/ay	Po	rt	Pow	er	Unalloc	ated items	Elimi	nations		Total
	2009 RMB million	2008 RMB million												
Revenue from external customers Inter-segment revenue	85,754 14,142	75,215 13,619	2,003 17,555	1,950 15,576	148 1,859	82 1,856	33,407 387	29,886 108		-	(33,943)	(31,159)	121,312	107,133
Reportable segment revenue	99,896	88,834	19,558	17,526	2,007	1,938	33,794	29,994	-	-	(33,943)	(31,159)	121,312	107,133
Reportable segment cost of revenues	(63,400)	(57,140)	(9,962)	(9,075)	(1,434)	(1,323)	(24,727)	(22,828)	<u> </u>	-	34,031	30,988	(65,492)	(59,378)
Reportable segment profit/(loss) from operations	31,133	26,818	8,801	7,758	348	348	7,106	5,088	(16)	(182)	(264)	(155)	47,108	39,675
Reportable segment total assets	111,993	96,522	41,668	38,782	10,129	10,266	112,540	94,232	155,827	151,203	(120,480)	(115,465)	311,677	275,540
Reportable segment total liabilities	(74,413)	(61,782)	(20,263)	(20,091)	(5,235)	(5,547)	(79,986)	(71,231)	(54,333)	(60,158)	119,971	115,012	(114,259)	(103,797)

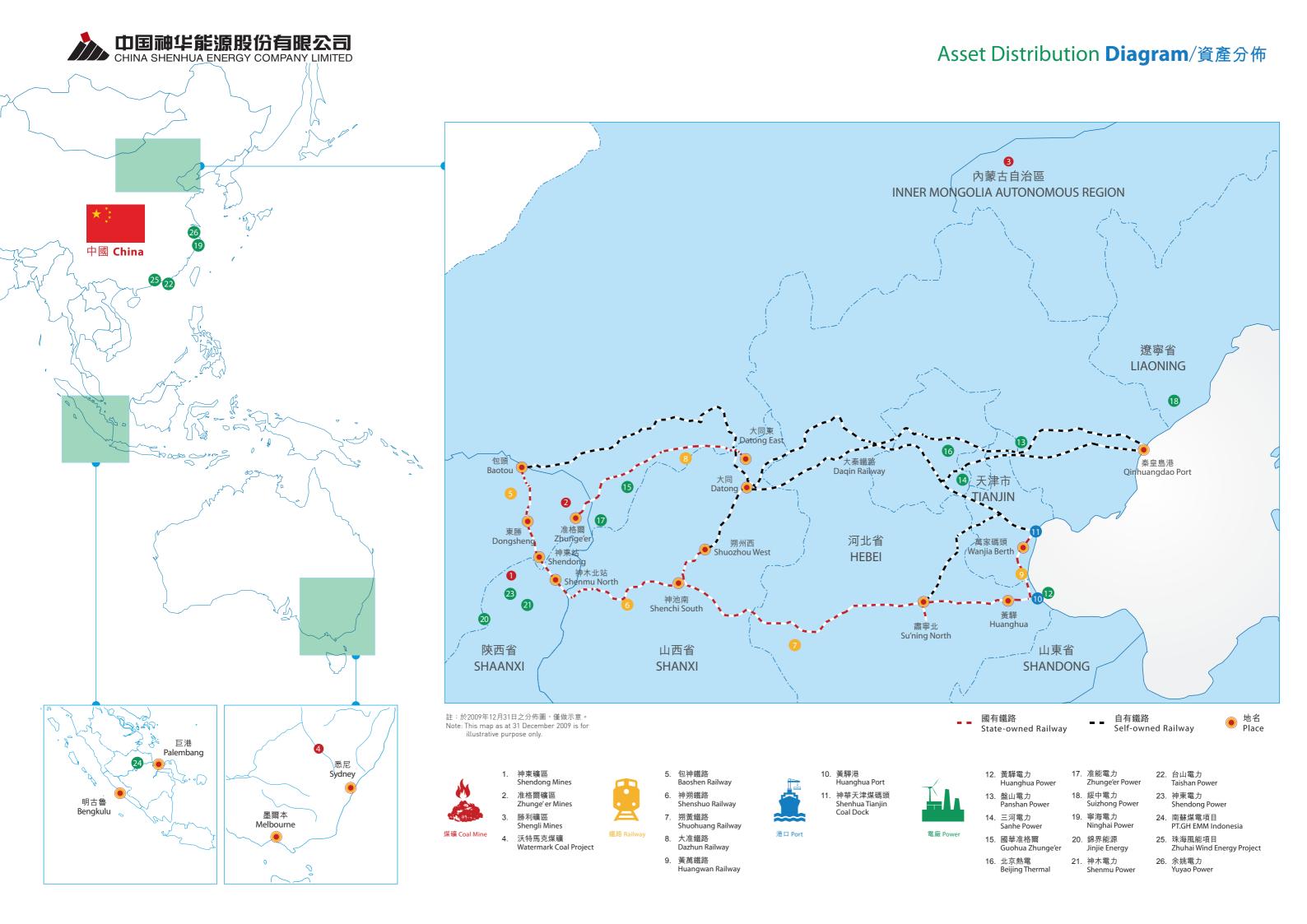
Cost of revenues of coal sec	yment						
	Cost RMB million	2009 Volume million tonnes	Unit cost RMB/tonne	Cost RMB million	2008 Volume million tonnes	Unit cost RMB/tonne	Percentage change in unit cost %
Cost of coal purchased from third parties	14,187	44.8	316.7	15,585	46.2	337.2	(6.1)
Cost of self-produced coal	21,168	209.5	101.0	17,702	186.5	94.9	6.4
Materials, fuel and power	4,536	209.5	21.7	4,281	186.5	23.0	(5.7)
Personnel expenses	2,374	209.5	11.3	2,223	186.5	11.9	(5.0)
Depreciation and amortisation	4,242	209.5	20.2	3,334	186.5	17.9	12.8
Repairs and maintenance	1,788	209.5	8.5	1,660	186.5	8.9	(4.5)
Others	8,228	209.5	39.3	6,204	186.5	33.3	18.0
Cost of coal transportation	27,017	254.3	106.2	23,253	232.7	99.9	6.3
Other costs	1,028			600			
Total cost of revenues of coal segment	63,400			57,140			

Cost of revenues of railway segm			
	2009	2008	Percentage
	Cost	Cost	change
	RMB million	RMB million	%
Cost of internal transportation	8,711	7,804	11.6
Materials, fuel and power	1,980	1,808	9.5
Personnel expenses	1,547	1,423	8.7
Depreciation and amortisation	1,608	1,569	2.5
Repairs and maintenance	1,949	1,730	12.7
External transportation costs	282	224	25.9
Others	1,345	1,050	28.1
Cost of external transportation	1,122	1,127	(0.4)
Sub-total	9,833	8,931	10.1
Other costs	129	144	(10.4)
Total cost of revenues of railway segment	9,962	9,075	9.8

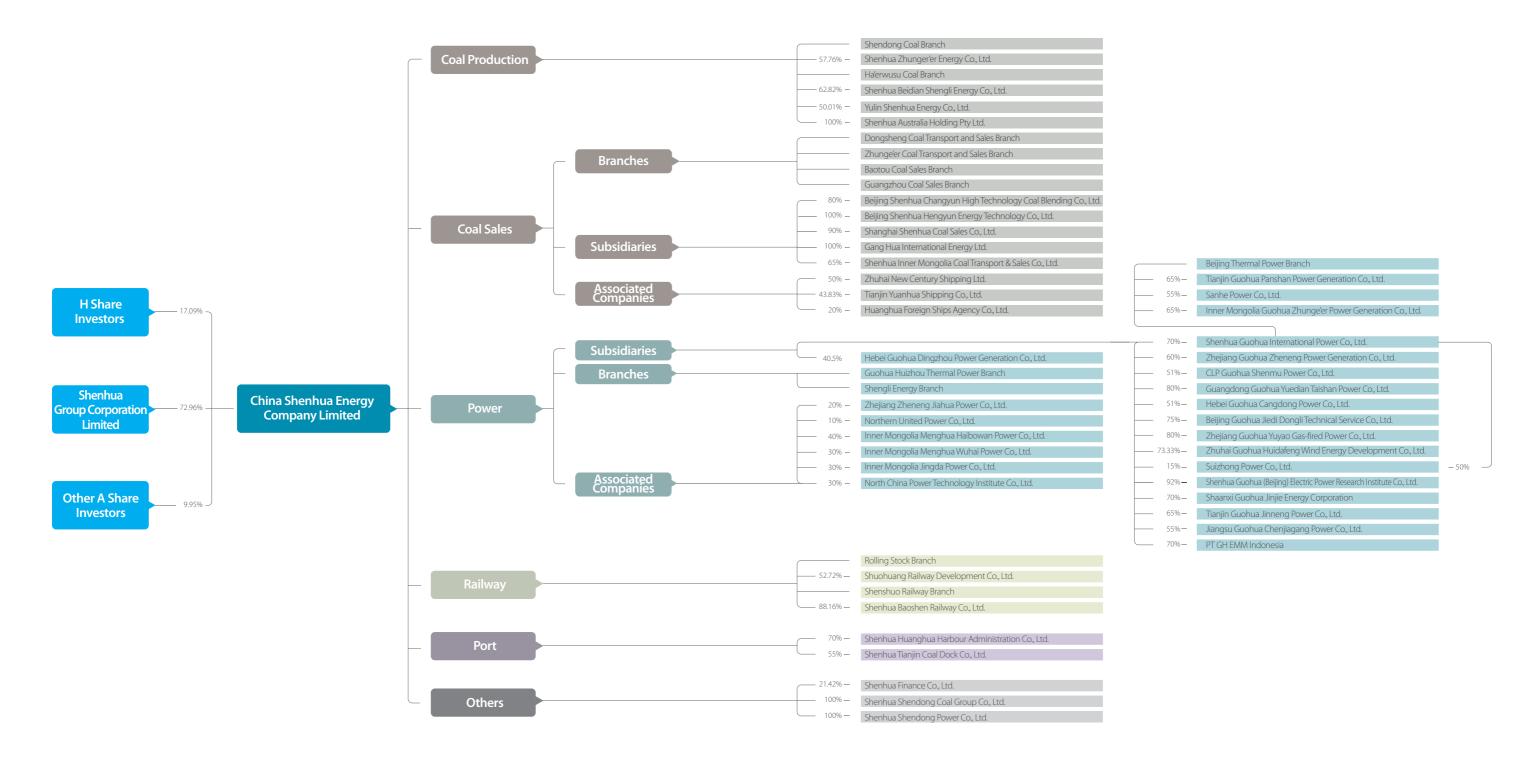
		2009			2008		
		Power			Power		Percentage
		output			output		change in
	Cost	dispatch	Unit cost	Cost	dispatch	Unit cost	unit cos
	RMB million	billion kwh	RMB/mwh	RMB million	billion kwh	RMB/mwh	9
Power cost	24,143	97.72	247.1	22,310	90.29	247.1	
Materials, fuel and power	16,834	97.72	172.3	15,372	90.29	170.3	1.
Personnel expenses	1,406	97.72	14.4	1,339	90.29	14.8	(2.
Depreciation and amortisation	3,984	97.72	40.8	3,771	90.29	41.8	(2.
Repairs and maintenance	1,076	97.72	11.0	1,054	90.29	11.7	(6.
Others	843	97.72	8.6	774	90.29	8.6	
Other costs	584			518			
Total cost of revenues of power segment	24,727			22,828			

Cost of revenues of port segment								
	2009	2008	Percentage					
	Cost	Cost	change					
	RMB million	RMB million	%					
Cost of internal transportation	1,321	1,259	4.9					
Materials, fuel and power	189	197	(4.1)					
Personnel expenses	102	85	20.0					
Depreciation and amortisation	605	547	10.6					
Repairs and maintenance	80	90	(11.1)					
Others	345	340	1.5					
Cost of external transportation	103	56	83.9					
Sub-total	1,424	1,315	8.3					
Other costs	10	8	25.0					
otal cost of revenues of port segment	1,434	1,323	8.4					

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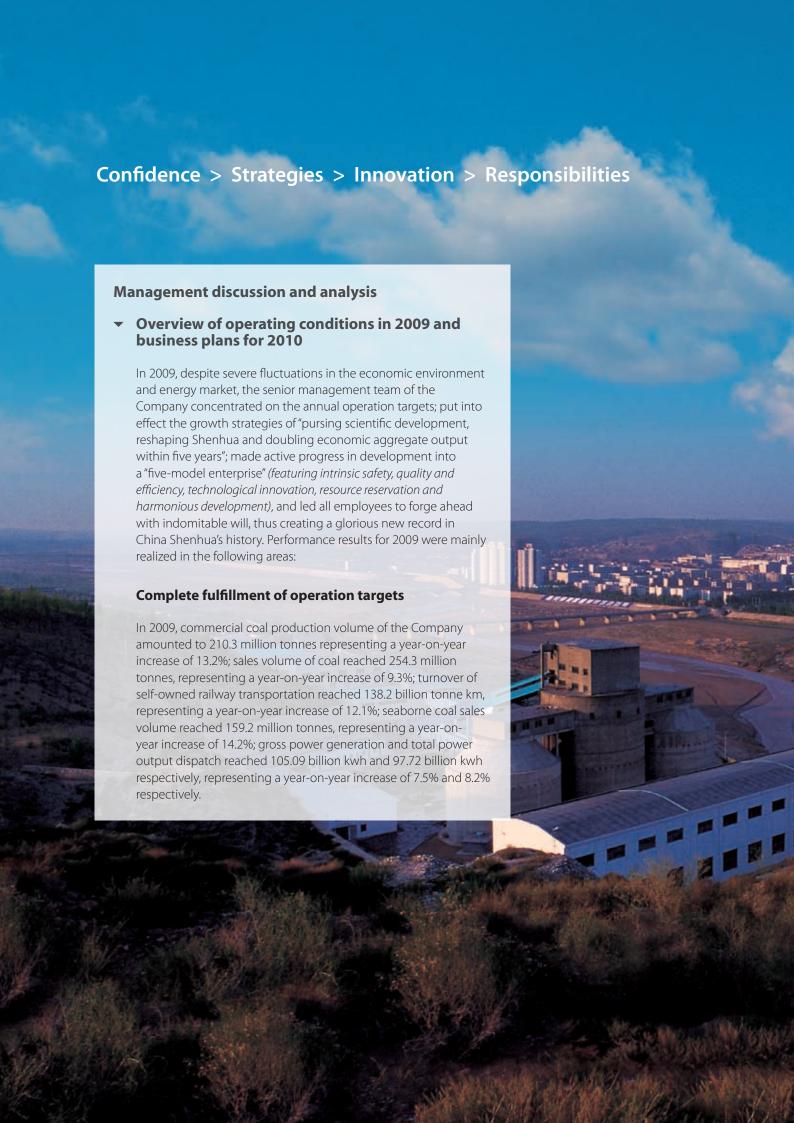


# **Group Structure**

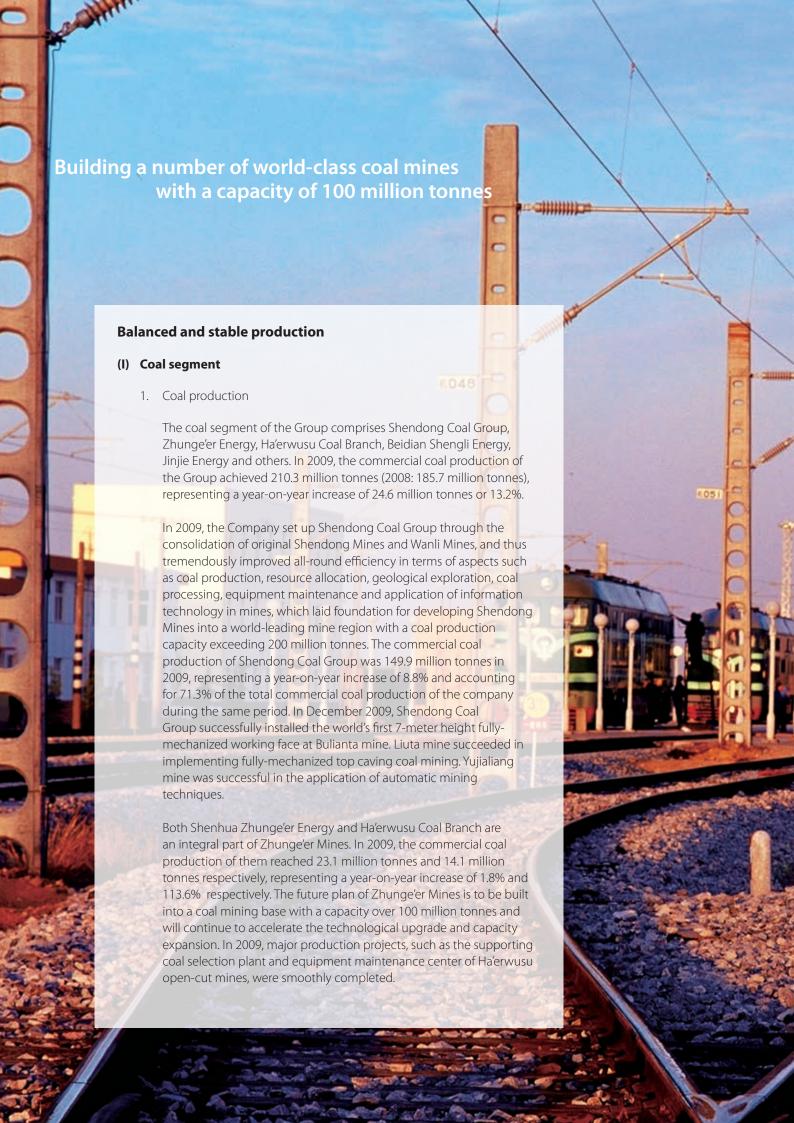


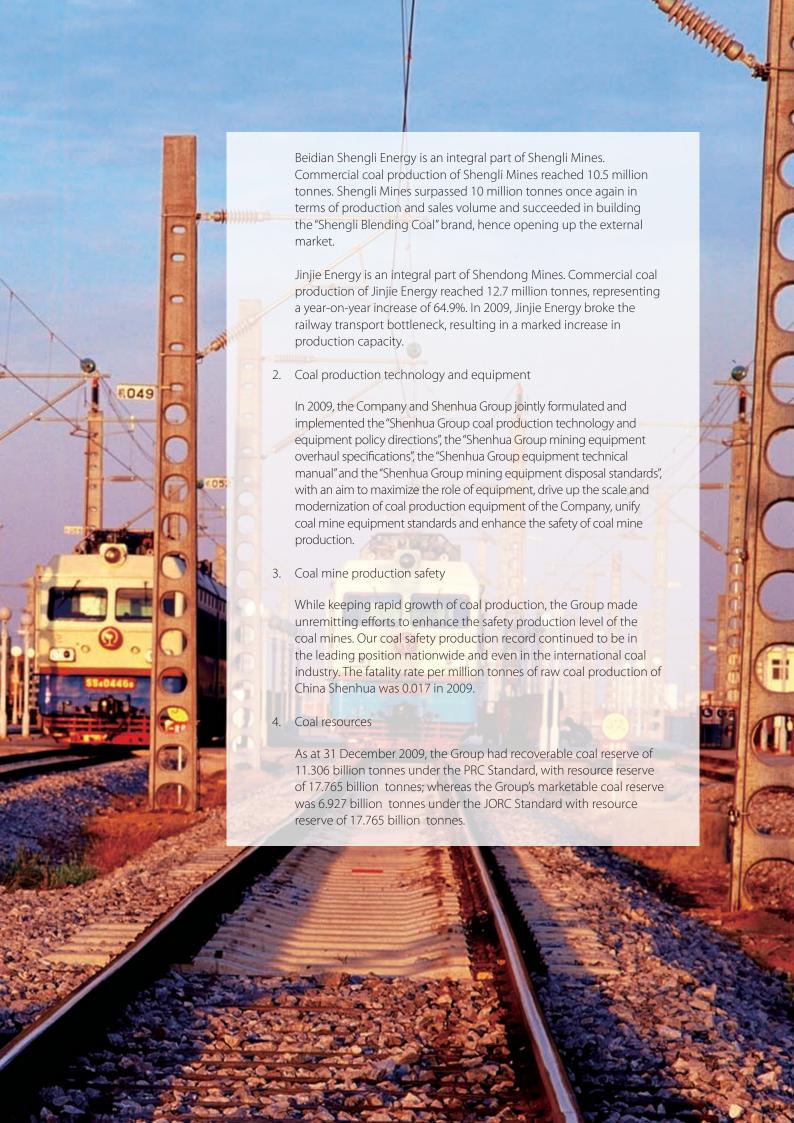
Note: The Group structure of China Shenhua (including major branches and subsidiaries) as at 31 December 2009 is for illustrative purpose only.

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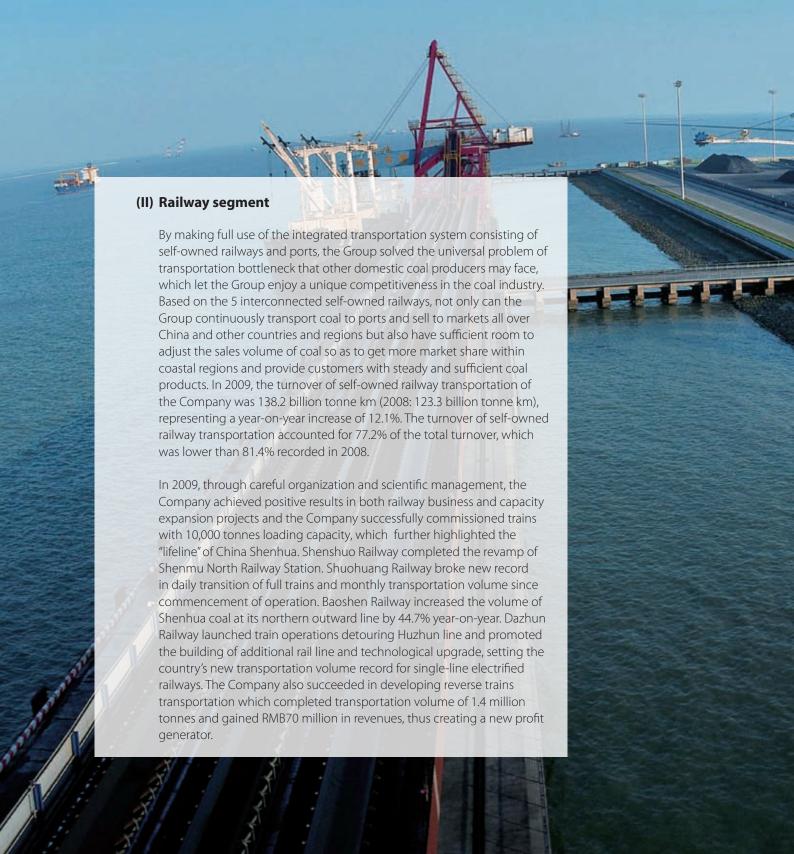


### Strong results despite adversity Profitability of the Company was further enhanced and corporate value was further improved. In 2009, the Company maximized economic benefits significantly through effective measures such as enhanced efficiency and increased coal price, production increase and cost reduction, strengthening of internal management and improvement of operational quality. Pursuant to International Financial Reporting Standards, the revenues of the Group for 2009 was RMB121.312 billion (2008: RMB107.133 billion), representing a year-on-year increase of 13.2%; profit attributable to equity shareholders of the Company for the year was RMB31.706 billion (2008: RMB26.641 billion), representing a year-on-year increase of 19.0%. Basic earnings per share of the Group was RMB1.594 (2008: RMB1.339), representing a year-on-year increase of 19.0%. As at 31 December 2009, equity attributable to equity shareholders of the Company per share was RMB8.58 (31 December 2008: RMB7.41), representing a year-on-year increase of 15.8%. As at 31 December 2009, the Group's return on total assets<sup>2</sup> was 11.6%. Return on net assets<sup>3</sup> in 2009 was 18.6% (2008: 18.1%), representing a year-on-year increase of 0.5 percentage point; EBITDA4 was RMB58.530 billion (2008: RMB49.568 billion), representing a year-on-year increase of 18.1%. As at 31 December 2009, the Group's total debt to equity ratio<sup>5</sup> was 28.0%, representing a decrease of 2.2 percentage points as compared to 30.2% as at 31 December 2008. Basic earnings per share is calculated on the basis of profit attributable to equity shareholders of the Company for the year and the weighted average number of shares for the relevant year. Return on total assets is calculated on the basis of profit for the year and the total assets at the end of the year. Return on net assets as at the end of the year is calculated on the basis of equity attributable to equity shareholders of the Company as at the end of the year and the profit attributable to equity shareholders of the Company for the year. EBITDA is a method for the management to assess the performance of the Company. Its definition is profit for the year plus net finance costs, income tax and depreciation and amortisation, and net of investment income and share of profits less losses of associates. The EBITDA presented herein by the Company is used as extra reference for investors with regard to business performance, as management of the Company considers EBITDA is popularly used by securities analysts, investors and other parties concerned as a criterion for the evaluation of the performance of mining companies, which is believed to be helpful to investors. EBITDA is not yet an item acknowledged by corporate accounting standards. You should not take it as an alternative indicator of profit for the relevant accounting period to evaluate achievements or performances, nor shall it be taken as an alternative indicator for cash flows generated from operating activities to evaluate liquidity. The calculation of EBITDA by the Company may be different from those of other companies; therefore comparability may be limited. In addition, EBITDA is not intended to be the basis for free cash flows that may be used by the management at their discretion, because it does not reflect requirements for cash such as interest expenses, tax payment and repayment of debts, etc. Total debt to equity ratio = [long-term interest bearing debts + short-term interest bearing debts (including bills payable)]/(total debts + total equity)





# Accelerating the development of integrated transportation network including railway, port and shipping,



# and enhancing the synergies generated from the Company's business segments



