

27 February 2012

The Manager Company Announcements Australian Securities Exchange Limited Level 6, 20 Bridge Street Sydney NSW 2000

### By e-lodgement

### CHAIRPERSON OF THE BOARD OF TRUSTEES OF SISHEN IRON ORE COMMUNITY DEVELOPMENT TRUST APPOINTED TO THE BOARD

### Key Points:

- Mr Connie Molusi, appointed to the Board of Continental Coal as an Non-Executive Director
- Mr Molusi is currently Chairperson of Sishen Sishen Iron Ore Company Community Development Trust ("SIOC-cdt"), the Company's new Broad Based BEE partner in South Africa
- Mr Molusi has more than twenty five (25) years experience across a broad range of South Africa's and Africa's major industries and is a leading and highly respected figure in South Africa's business and philanthropic community
- Connie has extensive management experience both in the public and private sector across policy, regulatory, corporate and operational roles with profit and loss responsibility
- He advised the Minister of Communication on the restructuring of the SABC in 1996 resulting in the repositioning of the SABC for profitability following previous losses
- He was part of a team managing the partial privatization of Telkom in 1997 resulting in the introduction of a Strategic Equity Partners Thintana (comprising SBC International and Malaysia Telekom). After 14 years the transaction still represents the third largest USA foreign direct invest in South Africa

African focused coal mining investment and production company Continental Coal Limited ("**Continental**" or the "**Company**") is pleased to announce the appointment of Mr Connie Molusi to the Board of Continental as a Non-Executive Director of the Company.

Mr Molusi, (49), is currently the Chairperson of SIOC-cdt, where in November 2011 Subscription and Shareholder Agreements were executed with the Company under which SIOC-cdt has become Continental's new partner in South Africa and where the ZAR140m settlement of the transaction is scheduled to occur by no later 13 March 2012.

Mr Molusi brings with him more than twenty five (25) years broad experience and knowledge in South Africa's business sector. Mr Molusi previously held the position of Executive Director and Group Chief Executive Officer of Johnnic Communications, South Africa's leading media group.



Mr Molusi was also Media Advisor for the South African Government's Reconstruction and Development Programme, and to the South African Minister of Communications. Mr Molusi has previously served as President of Print Media South Africa, and is Past Chairman of Newspaper Association as well as a member of the board of Directors of the World Association of Newspapers.

In addition to his position as Chairperson of SIOC-cdt, Mr Molusihas also held the following directorships: Board of Governors for the Business Coalition on HIV/AIDS, Trustee of WWF South Africa, Member of the Board of Media Development and Diversity Agency, Member of the Board of the Institution for the Advancement of Journalists, Non Executive Chairman of Wethy Investment Group, Chairman of Telkom Media, Member of the Board of Governors of Rhodes University, Non-Executive Director of Petro SA, Chairman of the African Media and Entertainment and Chairman of the Johannesburg Tourism Company.

"I am delighted to be able to welcome Connie Molusi to the Board of Continental and in doing so firmly cement our partnership in South Africa with the Sishen Iron Ore Company Community Development Trust. We are privileged to be able to have someone with Connie's attributes, business knowledge and integrity join us on our Board" said Mr Don Turvey, Chief Executive Officer of Continental Coal.

"Our business in South Africa has grown significantly over the past 12 months, we now have a number of producing mines, development projects and exploration programs progressing rapidly, and there are significant opportunities as well as challenges ahead of us. As a Company we have recognised the need to enhance and strengthen our Board. The appointment earlier this week of Mike Kilbride as Independent Non-Executive Chairman and the appointment now of Connie Molusi as Non-Executive Chairman, demonstrates that we are able to attract the highest calibre of professionals to grow this business for all stakeholders" Mr Turvey added.

### **Business Profile of Connie Molusi**



### Andrew Conway Gaorekwe Molusi

### Qualifications:

- B. Journ (Rhodes University) 1987
- MA (Notre Dame University, Ind. USA) 1993

**Board Experience:** 

Mr Molusi's Board experience includes:

Chairperson of Sishen Sishen Iron Ore Company Community Development Trust (2007 – present)

Non-Executive Director of Petro SA (2011 – present)

Chairman of Johannesburg Tourism Company (2004 – present)

Non-Executive Director of Caxton CTP Printers and Publishers (2001 - present)

Member Board of Directors of Rhodes University (2004 – present)



Chairman of the African Media and Entertainment LTD (2004 -present)

Member of the Boards Institution for the Advancement of Journalists (2002 - 2005)

Chairman of Telkom Media (2007 - 2009)

Chairman of World Association of Newspapers (2002 – 2006)

Board of Governors for the Business Coalition on HIV/AIDS (2003 - 2006)

Member of the Board Media Development and Diversity Agency (2003 - 2006)

Board member Business Against Crime SA(2004-2011)

Non Executive Chairman of Wethy Investment Group (2006 – 2009)

Please find attached an Appendix 3X for Mr Molusi and an Appendix 3B.

For and on behalf of the Board.

Regards

Jason Brewer Executive Director

For further information please contact:

### Investors/ shareholders

Jason Brewer Executive Director T: +61 8 9488 5220

E: admin@conticoal.com W: www.conticoal.com

### Media (Australia)

David Tasker Professional Public Relations T: +61 8 9388 0944

#### **Nominated Advisor**

Stuart Laing RFC Corporate Finance T: +61 8 9480 2500

### **Joint Brokers**

Mark Wellesley-Wood / Chris Sim Investec Bank plc T: +44 20 75974000 Don Turvey Chief Executive Officer T: +27 11 881 1420

### Media (UK)

JamesMacFarlane& Philippe Polman Pelham Bell Pottinger T: +44 20 7861 3864

### **Joint Brokers**

Andrew Young GMP Securities Europe LLP T: +44 20 7647 2800



#### About Continental Coal Limited

Continental Coal Limited (ASX:CCC/AIM: COOL/US-OTCQX:CGFAY) is a coal mining investment and production company. Its principal investment is a 74% interest in a South African thermal coal producer with a portfolio of projectslocated in South Africa's major coal fields including two operating mines, the Vlakvarkfontein and Ferreira Coal Mines, producing 2Mtpa of thermal coal for the export and domestic markets. A third mine, the Penumbra Coal Mine, commenced development in September 2011 and a Bankable Feasibility Study was also completed on aproposed fourth mine, the De Wittekrans Coal Project. Run of mine production of 7Mtpa is targeted in 2013. The Company has concluded strategic off-take and funding agreements with EDF Trading for its export thermal coal production, signed a joint development agreement with KORES, Korea Resources Corporation and secured debt funding from ABSA Capital to fund its growth.

#### Forward Looking Statement

Certain statements made during or in connection with this communication, including, without limitation, those concerning the economic outlook for the coal mining industry, expectations regarding coal prices, production, cash costs and other operating results, growth prospects and the outlook of Continental's operations including the likely commencement of commercial operations of the Penumbra and De Wittekrans, its liquidity and the capital resources and expenditure, contain or comprise certain forward-looking statements regarding Company's development and exploration operations, economic performance and financial condition.

Although the Company believes that the expectations reflected in such forward-looking statements are reasonable, no assurance can be given that such expectations will prove to have been correct. Accordingly, results could differ materially from those set out in the forward-looking statements as a result of, among other factors, changes in economic and market conditions, success of business and operating initiatives, changes in the regulatory environment and other government actions, fluctuations in coal prices and exchange rates and business and operational risk management. For a discussion of such factors, refer to the Company's most recent annual report and half year report. The Company undertakes no obligation to update publicly or release any revisions to these forward-looking statements to reflect events or circumstances after today's date or to reflect the occurrence of unanticipated events.

Rule 3.19A.1

# Appendix 3X

# **Initial Director's Interest Notice**

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 30/9/2001.

Name of entity	CONTINENTAL COAL LIMITED
ABN	13 009 125 651

We (the entity) give ASX the following information under listing rule 3.19A.1 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	ANDREW CONWAY GAOREKWE MOLUSI				
Date of appointment	27 FEBRUARY 2012				

**Part 1 - Director's relevant interests in securities of which the director is the registered holder** *In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust* 

Number & class of securities

NIL

# Part 2 – Director's relevant interests in securities of which the director is not the registered holder

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

<b>Name of holder &amp; nature of interest</b> Note: Provide details of the circumstances giving rise to the relevant interest.	Number & class of Securities
N/A	N/A

<sup>+</sup> See chapter 19 for defined terms.

### Part 3 – Director's interests in contracts

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
No. and class of securities to which interest relates	N/A

Date of Notice: 27 FEBRUARY 2012

<sup>+</sup> See chapter 19 for defined terms.

Rule 2.7, 3.10.3, 3.10.4, 3.10.5

# 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.

Name of entity

### CONTINENTAL COAL LIMITED

ABN

13 009 125 651

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	<sup>+</sup> Class of <sup>+</sup> securities issued or to be issued	Ordinary Fully Paid Shares Listed Options
2	Number of <sup>+</sup> securities issued or to be issued (if known) or maximum number which may be issued	21,794,367 Ordinary Fully Paid Shares 16,692,439 Listed Options (\$0.50, 13 February 2013)
3	Principal terms of the <sup>+</sup> securities (eg, if options, exercise price and expiry date; if partly paid <sup>+</sup> securities, the amount outstanding and due dates for payment; if <sup>+</sup> convertible securities, the conversion price and dates for conversion)	21,794,367 Ordinary Fully Paid Shares 16,692,439 Listed Options (\$0.50, 13 February 2013)

<sup>+</sup> See chapter 19 for defined terms.

4	Do the <sup>+</sup> securities rank equally in all respects from the date of allotment with an existing <sup>+</sup> class of quoted <sup>+</sup> securities?	Yes
	<ul> <li>If the additional securities do not rank equally, please state:</li> <li>the date from which they do</li> <li>the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment</li> <li>the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment</li> </ul>	
5	Issue price or consideration	2,283,677 Ordinary Fully Paid Shares to Susquehanna Pacific Pty Limited under the terms of the convertible note to receive interest payment in shares instead of cash.
		3,166,667 Ordinary Fully Paid Shares to corporate brokers and advisors under terms of corporate advisory and consultancy services in relation to new project acquisitions and new business development for US and Colombian coal opportunities.
		6,025,842 Ordinary Fully Paid Shares on correction of SOCIUS based on repricing formula.
		9,818,181 Ordinary Fully Paid Shares to Masawu Holdings on settlement date of SIOC Broad Based BEE transaction.
		16,692,439 Listed Options (\$0.50, 13 February 2013) to corporate brokers and advisors under terms of corporate advisory and consultancy services in respect to logistics arrangements in Africa.
6	Purpose of the issue (If issued as consideration for the acquisition of assets, clearly identify those assets)	2,283,677 Ordinary Fully Paid Shares to Susquehanna Pacific Pty Limited under the terms of the convertible note to receive interest payment in shares instead of cash.
		3,166,667 Ordinary Fully Paid Shares to corporate brokers and advisors under terms of corporate advisory and consultancy services in relation to new project acquisitions and new business development for US and Colombian coal opportunities.
		6,025,842 Ordinary Fully Paid Shares on correction of SOCIUS based on repricing formula.
		9,818,181 Ordinary Fully Paid Shares to Masawu Holdings on settlement date of SIOC Broad Based BEE transaction.
		16,692,439 Listed Options (\$0.50, 13 February 2013) to corporate brokers and advisors under terms of corporate advisory and consultancy services in respect to logistics arrangements in Africa.
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7	Dates of entering <sup>+</sup> securities into uncertificated holdings or despatch of certificates	27 February 2012

9	Number	and	+class	of	all
	+securities	not	quoted	on	ASX
	(including	the se	curities i	n cla	use 2
	if applicabl	le)			

Number	<sup>+</sup> Class
421,017,571	Ordinary fully paid shares
76,853,740	Options (\$0.50, 13 February 2013)

4,000,000	EDF Options
	(\$0.50, 16 July 2016)
4,000,000	EDF Options
, ,	(\$1.00, 16 July 2016)
1,627,549	Warrant Options
,- ,	(\$0.64, 31 October 2015)
13,950,893	Warrant Options
, ,	(\$0.368, 23 August 2016)
11,000,000	Director Options
,,	(\$0.75, 31 December 2013)

10 Dividend policy (in the case of a trust, distribution policy) on the increased capital (interests)

Not applicable

# Part 2 - Bonus issue or pro rata issue

11	Is security holder approval required?	N/A
12	Is the issue renounceable or non-renounceable?	N/A
13	Ratio in which the <sup>+</sup> securities will be offered	N/A
14	<sup>+</sup> Class of <sup>+</sup> securities to which the offer relates	N/A
15	<sup>+</sup> Record date to determine entitlements	N/A
16	Will holdings on different registers (or subregisters) be aggregated for calculating entitlements?	N/A
17	Policy for deciding entitlements in relation to fractions	N/A
18	Names of countries in which the entity has <sup>+</sup> security holders who will not be sent new issue documents	N/A
	Note: Security holders must be told how their entitlements are to be dealt with.	
	Cross reference: rule 7.7.	

<sup>+</sup> See chapter 19 for defined terms.

19	Closing	date	for	receipt	of	acceptances	01
	renuncia	tions					

- 20 Names of any underwriters
- 21 Amount of any underwriting fee or commission
- 22 Names of any brokers to the issue
- 23 Fee or commission payable to the broker to the issue
- 24 Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of +security holders
- If the issue is contingent on +security holders' 25 approval, the date of the meeting
- Date entitlement and acceptance form and 26 prospectus or Product Disclosure Statement will be sent to persons entitled
- If the entity has issued options, and the terms 27 entitle option holders to participate on exercise, the date on which notices will be sent to option holders
- 28 Date rights trading will begin (if applicable)
- Date rights trading will end (if applicable) 29
- 30 How do <sup>+</sup>security holders sell their entitlements in full through a broker?
- How do +security holders sell part of their 31 entitlements through a broker and accept for the balance?
- How do +security holders dispose of their 32 entitlements (except by sale through a broker)?
- <sup>+</sup>Despatch date 33

# 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

N/A

N/A N/A N/A N/A N/A

N/A N/A N/A N/A N/A

N/A

N/A

N/A

N/A

## 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
  100,001 100,000
  100,001 and over
- 37

A copy of any trust deed for the additional +securities

## Entities that have ticked box 34(b)

- 38 Number of securities for which +quotation is N/A sought 39 Class of +securities for which quotation is N/A sought 40 Do the +securities rank equally in all respects N/A 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 41 Reason for request for quotation now N/A Example: In the case of restricted securities, end of restriction period (if issued upon conversion of another security, clearly identify that other security)
  - 42 Number and +class of all +securities quoted on ASX (*including* the securities in clause 38)

	Number	+Class
n	N/A	N/A

### **Quotation agreement**

<sup>+</sup> See chapter 19 for defined terms.

- <sup>1</sup> <sup>+</sup>Quotation of our additional <sup>+</sup>securities is in ASX's absolute discretion. ASX may quote the <sup>+</sup>securities on any conditions it decides.
- 2 We warrant the following to ASX.
  - The issue of the <sup>+</sup>securities to be quoted complies with the law and is not for an illegal purpose.
  - There is no reason why those <sup>+</sup>securities should not be granted <sup>+</sup>quotation.
  - An offer of the <sup>+</sup>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 <sup>+</sup>securities to be quoted and that noone has any right to return any <sup>+</sup>securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the <sup>+</sup>securities be quoted.
- We warrant that if confirmation is required under section 1017F of the Corporations Act in relation to the <sup>+</sup>securities to be quoted, it has been provided at the time that we request that the <sup>+</sup>securities be quoted.
- If we are a trust, we warrant that no person has the right to return the <sup>+</sup>securities to be quoted under section 1019B of the Corporations Act at the time that we request that the <sup>+</sup>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 <sup>+</sup>quotation of the <sup>+</sup>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: 27 February 2012

Print name: Jane Flegg, Company Secretary