

Coal International Plc

(the "Company")

Notice of Annual General Meeting

NOTICE IS GIVEN that the Annual General Meeting of the Company will be held at Trowers & Hamlins, Sceptre Court, 40 Tower Hill, London, EC3N 4DX on 16 January 2008 at 11.00 a.m. for the following purposes:

ORDINARY BUSINESS

To consider and if thought fit, to pass the following resolutions which will be proposed as ordinary resolutions:

1. To receive and adopt the Company's annual accounts for the period ended 30 June 2007 together with the directors' report and auditors' report on those accounts;
2. To re-elect John Byrne, retiring as a Director in accordance with the Articles of Association of the Company and, being eligible, offering himself for re-election as a Director of the Company; and
3. THAT Deloitte & Touche LLP, appointed during the year to fill the casual vacancy caused by the resignation of Chapman Davis LLP, be re-appointed as auditors of the Company to act until the conclusion of the next general meeting of the Company at which audited accounts are laid before the Company at a remuneration to be determined by the Directors.

SPECIAL BUSINESS

To consider and if thought fit, to pass the following resolutions, of which resolutions 4 and 5 will be proposed as ordinary resolutions and resolution 6 will be proposed as a special resolution:

4. THAT the Company may send or supply documents or information to members by making them available on a website or by other electronic means;
5. THAT, for the purposes of section 80 of the Companies Act 1985 (the "Act") and in addition to all existing authorities granted pursuant to section 80 of the Act (save to the extent utilised) the Directors of the Company be and are hereby generally and unconditionally authorised to exercise all powers of the Company to allot relevant securities (within the meaning of section 80 of the Act) up to an aggregate nominal amount of £4,000,000 provided that this authority shall expire (unless previously renewed, varied or revoked by the Company in general meeting) at the conclusion of the next annual general meeting of the Company, save that the Company may before such expiry make an offer or agreement which would or might require relevant securities to be allotted after such expiry and the Directors of the Company may allot relevant securities in pursuance of such an offer or agreement as if the authority conferred hereby had not expired; and
6. THAT, subject to the passing of resolution 5 above and in addition to all previous authorities of the Directors granted pursuant to section 95 of the Act (save to the extent utilised), the Directors of the Company be and are hereby empowered pursuant to section 95 of the Act to allot equity securities (within the meaning of section 94 of the Act) for cash pursuant to the authority conferred by resolution 5 above as if section 89 (1) of the Act did not apply to any such allotment provided that the power conferred by this resolution shall be limited to:
 - (i) the allotment of equity securities in connection with an issue or offer of equity securities (including, without limitation, under a rights issue, open offer or similar arrangement) to holders of equity securities in proportion (as nearly as may be practicable) to their respective holdings of equity securities subject only to such exclusions or other arrangements as the Directors of the Company may consider necessary or expedient to deal with fractional entitlements or legal or practical problems under the laws of any territory, or the requirements of any regulatory body or stock exchange in any territory; and

- (ii) the allotment (otherwise than pursuant to sub-paragraph (i) of this resolution 6) of equity securities up to an aggregate nominal value of £2,000,000.

The power conferred by this resolution 6 shall expire (unless previously renewed, revoked or varied by the Company in general meeting), at such time as the general authority conferred on the Directors of the Company by resolution 5 above expires, except that the Company may at any time before such expiry make any offer or agreement which would or might require equity securities to be allotted after such expiry and the Directors of the Company may allot equity securities in pursuance of such an offer or agreement as if the authority conferred hereby had not expired.

Date: 19 December 2007

By Order of the Board

Alwyn Davey

Secretary

Coal International Plc
27 Albemarle Street
London W1S 4DW

Notes:

1. Pursuant to Regulation 41 of the Uncertificated Securities Regulations 2001, the Company specifies that only those members registered on the Company's register of members at 11.00 a.m. on 14 January 2008 or, if this Annual General Meeting is adjourned, 48 hours prior to the time fixed for the adjourned meeting, shall be entitled to attend and vote at the Annual General Meeting.
2. If you are a member of the Company at the time set out in note 1 above, you are entitled to appoint a proxy to exercise all or any of your rights to attend, speak and vote at the Annual General Meeting and you should have received a proxy form with this notice of meeting. You can only appoint a proxy using the procedures set out in these notes and the notes to the proxy form.
3. A proxy does not need to be a member of the Company but must attend the Annual General Meeting to represent you. Details of how to appoint the Chairman of the Annual General Meeting or another person as your proxy using the proxy form are set out in the notes to the proxy form. If you wish your proxy to speak on your behalf at the Annual General Meeting you will need to appoint your own choice of proxy (not the Chairman) and give your instructions directly to them.
4. You may appoint more than one proxy provided each proxy is appointed to exercise rights attached to different shares. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy, please contact the Company's Registrars, Capita Registrars, The Registry, 34 Beckenham High Road, Beckenham, Kent BR3 4TU to obtain another hard copy form.
5. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the Annual General Meeting.
6. The notes to the proxy form explain how to direct your proxy how to vote on each resolution or withhold their vote. To appoint a proxy using the proxy form, the form must be completed and signed, sent or delivered to the Company's Registrars, Capita Registrars, PO Box 25, The Registry, 34 Beckenham High Road, Beckenham, Kent BR3 4BR by no later than 11.00 a.m. on 14 January 2008. Completion and return of the form of proxy will not preclude a member from attending and voting in person at the Annual General Meeting.
7. In the case of a member which is a company, the proxy form must be executed under its common seal or signed on its behalf by an officer of the company or an attorney for the company. Any power of attorney or any other authority under which the proxy form is signed (or a duly certified copy of such power or authority) must be included with the proxy form.
8. In the case of joint holders, where more than one of the joint holders purports to appoint a proxy, only the appointment submitted by the most senior holder will be accepted. Seniority is determined by the order in which the names of the joint holders appear in the Company's register of members in respect of the joint holding (the first-named being the most senior).
9. To change your proxy instructions simply submit a new proxy appointment using the methods set out above. Note that the cut-off time for receipt of proxy appointments (see above) also apply in relation to amended instructions; any amended proxy appointment received after the relevant cut-off time will be disregarded. Where you have appointed a proxy using the hard-copy proxy form and would like to change the instructions using another hard-copy proxy form, please contact the Company's Registrars, Capita Registrars, The Registry, 34 Beckenham High Road, Beckenham, Kent BR3 4TU. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.
10. You may not use any electronic address provided either in this notice or any related documents to communicate with the Company for any purpose other than those expressly stated.