

NEWS RELEASE

CEO Appointment Confirmed and Grant of Share Awards

26 April 2013: Ncondezi Coal Company Limited ("Ncondezi" or the "Company") (AIM: NCCL) is pleased to confirm that, following a formal Board review, Paul Venter has been appointed as Chief Executive Officer and Executive Director, with immediate effect. Mr Venter joined Ncondezi as Chief Operating Officer in June 2012 and has been responsible for the Company's power strategy. He has over 30 years of experience in the power industry and has worked for power generation companies and independent power producers in South Africa, Russia, China and Mongolia.

Following the Company's change in focus to power generation and the signing of the Power Framework Agreement with the Government of Mozambique, a key development milestone, the Board has approved a restructuring of its existing share incentive scheme for directors, senior management and contracted personnel to ensure it is appropriate for a developing energy producer. The scheme has been aligned with the power project milestones that will deliver the Ncondezi 300MW power project into commercial operation, as well as recognise the delivery of the key technical aspects of the project to date, such as the Power and Mine Definitive Feasibility Studies.

Grant of Share Awards

4,300,000 share options, with an exercise price of 17.25p and exercisable within three years of vesting, have been granted to senior management and contracted personnel, of which 500,000 options vest as at the date of grant, 1,875,000 options are subject to milestone based vesting conditions ("Milestone Based Awards") and 1,925,000 options are subject to time based vesting conditions ("Time Based Awards"). Simultaneously it has been agreed to cancel and/or lapse prior unexercised share awards in respect of 2,762,500 ordinary shares, with varying exercise prices between 59p and 143p.

The Milestone Based Awards provide that 1/3 of the Milestone Based Awards vest upon the successful conclusion with an offtaker of Heads of Terms for a Power Purchase Agreement and the other 2/3 of the Milestone Based Awards are to vest upon the execution of a Power Purchase Agreement for all or part of the first 300MW phase of the Ncondezi Power Project.

The Time Based Awards provide that the share options vest in two equal tranches on the first and second anniversary from the date of grant.

Directors' Options

Paul Venter has been granted of 450,000 share options which are Milestone Based Awards and 550,000 share options which are Time Based Awards.

375,000 share options have been granted to certain Directors (see table below). Messrs Michael Haworth (Chairman), Richard Stuart (Non-Executive Director) and Graham Mascall (Non-Executive Director) have all waived any new share option awards.

Non-Executives	Options	Exercise Price	Expiry
Mark Trevan	75,000	17.25p	3 years from vesting
Nigel Sutherland	75,000	17.25p	3 years from vesting
Estevao Pale	75,000	17.25p	3 years from vesting
Peter O'Connor	75,000	17.25p	3 years from vesting
Chris Schutte	75,000	17.25p	3 years from vesting

These share options vest in two equal tranches on the first and second anniversary from the date of grant. It has also been agreed to cancel and/or lapse prior unexercised share awards granted to Directors in respect of 325,000 ordinary shares, with an exercise price of 123p. All of the cancelled share awards were granted at the Company's listing under the Company's Long Term Incentive Plan ("LTIP") and are fully vested.

Following the above restructuring of the Company's share incentive scheme, the newly issued and unexercised share awards will jointly represent 8.29% of the Company current issued share capital.

Director's Declaration

The following information falls to be disclosed under rule 17 of the AIM Rules for Companies in respect of the appointment of Paul Venter as a director of the Company.

Paul Venter, aged 60, is or has been a director or partner of the following companies or partnerships in the preceding five years:

Current directorships or partnerships	Past directorships or partnerships
Ncondezi Services (UK) Limited	Prophecy Coal Corporation
	The Energy Gateway Limited
	Gobi Coal and Energy Limited

Enquiries:

For further information please visit www.ncondezicoal.com or contact:

Ncondezi Services (UK) Limited:	Hanno Pengilly Alex Buck	+44 (0) 20 7183 5402
Liberum Capital Limited: NOMAD & Broker	Michael Rawlinson Chris Bowman Christopher Kololian	+44 (0) 20 3100 2000
finnCap: Joint Broker	Matthew Robinson Elizabeth Johnson Joanna Weaving	+44 (0) 20 7220 0500
Pelham Bell Pottinger:	Daniel Thöle Weston Macklem	+44 (0) 20 7861 3232

Ncondezi Coal Company owns 100% of the Ncondezi Project which is strategically located in the power generating hub of the country, the Tete Province in northern Mozambique. The Company is developing an integrated thermal coal mine and power plant in phases of 300MW phases, up to 1,800MW and first production is planned for 2017. The first 300MW phase is targeting domestic consumption in Mozambique using existing transmission capacity to meet current demand.