



ABTERRA LTD.

(Company Registration No. 199903007C)

2010年8月20日股東特別大會首席執行官发言稿——关于雇员股权认购计划议题

CEO SPEECH AT THE EXTRAORDINARY GENERAL MEETING ON 20th AUGUST 2010 IN RESPECT OF THE EMPLOYEE SHARE OPTION SCHEME

各位尊敬的股東，

在今天早些時候在會議上，我們討論了過去幾年集團的發展以及管理的靈活性和靈敏的商業觸覺如何幫助集團一掃金融危機造成的影響。

考慮到集團的戰略和擴展計劃，公司提出了一項天益僱員股權認購計劃。

公司清楚地認識到僱員在公司發展和成功過程中所作出的巨大貢獻。股權認購計劃就是向執行僱員提供了一個持有公司及其子公司股權的良好機會，可以使各僱員直接和自己對其發展和成長作出重要貢獻的公司利益息息相關，這必將給予員工很大的鼓舞，激勵他們更加辛勤的耕耘，更好的忠誠度和更高的工作標準。

股權認購計劃將使集團對專業的有經驗的執行人員更具吸引力，提高他們對業務運作的積極性。它還表明了公司對執行人員幫助集團成功發展所作出努力的肯定，參與股權認購計劃還將公司和員工的利益更緊密的聯繫在了一起。

再次感謝您的出席。接下來進入正式商務會議。

Dear Shareholders,

In the meeting earlier today, we discussed the Group's growth throughout the past years and how the Management's agility and strong business acumen has helped the Group weathered the recent financial turbulence.

In view of achieving the Group's strategies and expansion plans going forward, the Company has proposed an adoption of the Abterra Employee Share Option Scheme.

As the Company recognizes the importance of acknowledging contributions made by Executive Employees to the success and development of the Group, the Option Scheme is to provide an opportunity for Executive Employees of the Company, its Holding company and its subsidiaries, who have contributed significantly to the growth and performance of the Group, to obtain a direct interest in the Company, so as to motivate them to greater dedication, loyalty and higher standards of performance.

The Option Scheme would enable the Group to attract and retain the services that qualified and experienced executives contribute to the Group's business and operations. It also recognizes the fact that the services of Executive Employees are important to the success and continued well-being of the Group and aligns the interests of the Participants of the Option Scheme with the interests of the Shareholders.

Once again, thank you for your attendance. Let's now proceed with the formal business of the meeting.

About Abterra

Abterra is an emerging player in the natural resources business with a strong foothold in China. With vertical integration as its core strategy, Abterra pursues sustainable long term growth in the Chinese and international markets.

Abterra trades coking coal, coke and iron ore in Australia, India, Indonesia and China. By acquiring upstream assets such as coking coal mines, iron ore mines, coke plants, logistic units, Abterra aims to differentiate itself by having control over the inputs in its core trading business.