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兖州煤業股份有限公司
YANZHOU COAL MINING COMPANY LIMITED

(A joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 1171)

**ANNOUNCEMENT IN RELATION TO THE RESOLUTION
PASSED AT THE 2021 SECOND EXTRAORDINARY GENERAL MEETING**

The EGM was held at 8:30 a.m. on 20 August 2021. The resolutions set out in the notice of EGM dated 30 July 2021 were duly passed.

The second extraordinary general meeting of Yanzhou Coal Mining Company Limited (the “**Company**”) for the year 2021 (the “**EGM**”) was convened at the headquarters of the Company at 949 South Fushan Road, Zoucheng City, Shandong Province, the People’s Republic of China (“**PRC**”) at 8:30 a.m. on Friday, 20 August 2021. The resolutions set out in the notice of EGM dated 30 July 2021 (“**Notice of EGM**”) were duly passed at the EGM. Details of the proposal were set out in the EGM Notice and the circular of the Company dated 30 July 2021 (the “**Circular**”) (unless the context requires otherwise, the terms used in this announcement have the same meaning as set out in the Circular), which were published at the websites of The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”) and the Company.

The convening of the EGM was in compliance with relevant laws, administrative regulations, departmental rules, normative documents, such as the Company Law of the PRC, and the requirements under the articles of association of the Company (the “**Articles of Association**”). The procedures and results of voting at the EGM were valid and effective.

I. CONVENING AND ATTENDANCE OF THE EGM

1. Date of the convening of the EGM: 20 August 2021
2. Venue of the convening of the EGM: Headquarters of the Company at 949 South Fushan Road, Zoucheng City, Shandong Province, PRC
3. Shareholders of the Company (“**Shareholders**”) holding ordinary shares of the Company (“**Shares**”) who attended the EGM and number of Shares:

1. Number of Shareholders/proxies attending the EGM	16
Including: number of Shareholders/proxies of A Shares	14
number of Shareholders/proxies of H Shares	2
2. Number of Shares carrying voting rights held by the Shareholders attending the EGM	3,121,400,758
Including: number of Shares carrying voting rights held by holders of A Shares	2,304,639,263

number of Shares carrying voting rights held by holders of H Shares	816,761,495
3. Percentage of Shares carrying voting rights held by the Shareholders attending the EGM among the total Shares carrying voting rights (%)	64.039452
Including: percentage of A Shares carrying voting rights held by holders of A Shares among the total number of Shares carrying voting rights of the Company (%)	47.282565
percentage of H Shares carrying voting rights held by holders of H Shares among the total number of Shares carrying voting rights of the Company (%)	16.756887

4. Compliance of the voting method with the Company Law of the PRC and the requirements under the Articles of Association, chairman of the meeting, etc.

The EGM was convened by the board (the “**Board**”) of directors of the Company (the “**Directors**”). The EGM was chaired by Mr. Li Wei. The voting method of the EGM was onsite voting combined with internet voting. The convening of the EGM was in compliance with the Company Law of the PRC and the requirements under the Articles of Association.

5. Attendance

- 1) The Company has 9 Directors and 7 Directors attended the EGM. Mr. Wu Xiangqian, Director, and Mr He Jing, Director, did not attend the EGM due to work commitment;
- 2) The Company has 5 Supervisors. 4 Supervisors attended the EGM, and Mr. Zhou Hong, Supervisor, did not attend the EGM due to work commitment;
- 3) Mr. Xiao Yaomeng (general manager of the Company), Mr. Gong Zhijie, Mr. Zhang Yanwei and Mr. Zhang Chuanchang (deputy general managers of the Company), Mr. Wang Chunyao (chief engineer of the Company), Mr. Huang Xiaolong (secretary to the Board) and Mr. Zhang Lei (investment director of the Company) attended the EGM.

II. RESOLUTIONS CONSIDERED AND PASSED

All resolutions set out in the Notice of EGM were considered and voted on by way of poll at the EGM.

Resolutions No. 1 (1.01 to 1.13) were special resolutions and were approved by more than two-thirds of the Shares carrying voting rights held by the Shareholders and proxies who attended the EGM. Resolutions No. 2 (2.01-2.04) and No. 3 (3.01) were ordinary resolutions and all the ordinary resolutions have been approved by more than 50% of the Shares carrying voting rights held by the Shareholders and proxies who attended the EGM. There was no need to record the votes from minority Shareholders separately.

Details of the resolution were set out in the announcement of resolutions passed at the ninth meeting of the eighth session of the Board dated 5 February 2021, and the thirteenth meeting of the eighth session of the Board and the seventh meeting of the eighth session of the Supervisory Committee both dated 30 July 2021, which were published on the websites of the Shanghai Stock Exchange and the Hong Kong Stock Exchange and the Company and/or *China Securities Journal*, *Shanghai Securities News*, *Securities Times* and *Securities Daily* within the PRC.

To the best knowledge and belief of the Directors, there were no Shares entitling the Shareholder to attend and abstain from voting in favour of any resolution pursuant to Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) at the EGM. No Shareholder was required under the Listing Rules to abstain from voting at the EGM.

The number of Shares entitling the holder to attend and vote on the resolution at the EGM was 4,874,184,060.

i) Resolutions with non-cumulative voting

1. To consider and approve the Proposal in relation to the Plan of Storage Issuance of Corporate Bonds and Related Authorizations:

1.01 Resolution: To consider and approve the size and method of the Issuance

Results: Passed

Voting Results:

Class of Shareholders	For		Against		Abstain	
	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
A Share	2,303,251,980	99.939805	1,387,183	0.060191	100	0.000004
H Share	791,828,372	96.947319	24,933,123	3.052681	0	0.000000
Total	3,095,080,352	99.156776	26,320,306	0.843221	100	0.000003

1.02 Resolution: To consider and approve the maturity period of the Bonds

Results: Passed

Voting Results:

Class of Shareholders	For		Against		Abstain	
	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
A Share	2,303,251,980	99.939805	1,387,183	0.060191	100	0.000004
H Share	791,828,372	96.947319	24,933,123	3.052681	0	0.000000
Total	3,095,080,352	99.156776	26,320,306	0.843221	100	0.000003

1.03 Resolution: To consider and approve the types of bonds to be issued

Results: Passed

Voting Results:

Class of Shareholders	For		Against		Abstain	
	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
A Share	2,303,251,980	99.939805	1,387,183	0.060191	100	0.000004
H Share	791,828,372	96.947319	24,933,123	3.052681	0	0.000000
Total	3,095,080,352	99.156776	26,320,306	0.843221	100	0.000003

1.04 Resolution: To consider and approve the par value and the issue price

Results: Passed

Voting Results:

Class of	For	Against	Abstain
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Shareholders	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
A Share	2,303,251,980	99.939805	1,387,183	0.060191	100	0.000004
H Share	791,828,372	96.947319	24,933,123	3.052681	0	0.000000
Total	3,095,080,352	99.156776	26,320,306	0.843221	100	0.000003

1.05 Resolution: To consider and approve the coupon rate and its determination mechanism

Results: Passed

Voting Results:

Class of Shareholders	For		Against		Abstain	
	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
A Share	2,303,251,980	99.939805	1,387,183	0.060191	100	0.000004
H Share	791,828,372	96.947319	24,933,123	3.052681	0	0.000000
Total	3,095,080,352	99.156776	26,320,306	0.843221	100	0.000003

1.06 Resolution: To consider and approve the form of the Bonds

Results: Passed

Voting Results:

Class of Shareholders	For		Against		Abstain	
	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
A Share	2,303,251,980	99.939805	1,387,183	0.060191	100	0.000004
H Share	791,828,372	96.947319	24,933,123	3.052681	0	0.000000
Total	3,095,080,352	99.156776	26,320,306	0.843221	100	0.000003

1.07 Resolution: To consider and approve the method of interest payment and redemption

Results: Passed

Voting Results:

Class of Shareholders	For		Against		Abstain	
	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
A Share	2,303,251,980	99.939805	1,387,183	0.060191	100	0.000004
H Share	791,828,372	96.947319	24,933,123	3.052681	0	0.000000
Total	3,095,080,352	99.156776	26,320,306	0.843221	100	0.000003

1.08 Resolution: To consider and approve the guarantee

Results: Passed

Voting Results:

Class of Shareholders	For		Against		Abstain	
	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
A Share	2,303,251,980	99.939805	1,387,183	0.060191	100	0.000004

H Share	791,828,372	96.947319	24,933,123	3.052681	0	0.000000
Total	3,095,080,352	99.156776	26,320,306	0.843221	100	0.000003

1.09 Resolution: To consider and approve the underwriting

Results: Passed

Voting Results:

Class of Shareholders	For		Against		Abstain	
	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
A Share	2,303,251,980	99.939805	1,387,183	0.060191	100	0.000004
H Share	791,828,372	96.947319	24,933,123	3.052681	0	0.000000
Total	3,095,080,352	99.156776	26,320,306	0.843221	100	0.000003

1.10 Resolution: To consider and approve the target of the Issuance

Results: Passed

Voting Results:

Class of Shareholders	For		Against		Abstain	
	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
A Share	2,303,251,980	99.939805	1,387,183	0.060191	100	0.000004
H Share	791,828,372	96.947319	24,933,123	3.052681	0	0.000000
Total	3,095,080,352	99.156776	26,320,306	0.843221	100	0.000003

1.11 Resolution: To consider and approve the placing arrangement for Shareholders

Results: Passed

Voting Results:

Class of Shareholders	For		Against		Abstain	
	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
A Share	2,303,251,980	99.939805	1,387,183	0.060191	100	0.000004
H Share	791,828,372	96.947319	24,933,123	3.052681	0	0.000000
Total	3,095,080,352	99.156776	26,320,306	0.843221	100	0.000003

1.12 Resolution: To consider and approve the listing arrangement

Results: Passed

Voting Results:

Class of Shareholders	For		Against		Abstain	
	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
A Share	2,303,251,980	99.939805	1,387,183	0.060191	100	0.000004
H Share	791,828,372	96.947319	24,933,123	3.052681	0	0.000000
Total	3,095,080,352	99.156776	26,320,306	0.843221	100	0.000003

1.13 Resolution: To consider and approve the authorization

Results: Passed

Voting Results:

Class of Shareholders	For		Against		Abstain	
	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
A Share	2,303,251,980	99.939805	1,387,183	0.060191	100	0.000004
H Share	791,828,372	96.947319	24,933,123	3.052681	0	0.000000
Total	3,095,080,352	99.156776	26,320,306	0.843221	100	0.000003

ii) Resolutions with cumulative voting

2. Resolution: To consider and approve the appointment of non-independent Directors

No.	Resolution	No. of votes (Shares)	Percentage of votes carrying voting rights (%)	Passed or not
2.01	To consider and approve the appointment of Mr. Li Wei as a non-independent Director of the Company	2,860,945,332	91.655816	Passed
2.02	To consider and approve the appointment of Mr. Xiao Yaomeng as a non-independent Director of the Company	3,021,926,050	96.813139	Passed
2.03	To consider and approve the appointment of Mr. Zhu Qingrui as a non-independent Director of the Company	2,863,302,330	91.731327	Passed
2.04	To consider and approve the appointment of Mr. Huang Xiaolong as a non-independent Director of the Company	2,857,014,723	91.529891	Passed

3. Resolution: To consider and approve the appointment of non-employee representative Supervisor

No.	Resolution	No. of votes (Shares)	Percentage of votes carrying voting rights (%)	Passed or not
3.01	To consider and approve the appointment of Mr. Zhu Hao as a non-employee representative Supervisor of the Company	3,069,929,913	98.351034	Passed

III. PRESENCE OF SCRUTINEERS AND LAWYERS

1. Scrutineers

Pursuant to the Listing Rules, Hong Kong Registrars Limited was appointed as the scrutineers for the purpose of inspecting the vote-taking at the EGM on site.

2. Law firm which witnessed the EGM: Beijing office of King & Wood Mallesons

Mr. Han Jie and Mr. Sun Yong from Beijing office of King & Wood Mallesons witnessed the EGM.

3. Legal opinion of the witnessing lawyers

The convening of the EGM was in compliance with the relevant laws, regulations and rules of the PRC, such as the Company Law of the PRC, the Securities Law of the PRC, the Rules for Shareholders Meetings and the requirements under the Articles of Association. The eligibilities of the attendees and the convener of the EGM were valid and effective. The procedures and results of voting at the EGM were valid and effective.

IV. DOCUMENTS FOR INSPECTION

1. Resolutions of the EGM, signed and confirmed (and stamped with the chop of the Board) by the Directors and meeting recorder(s) attending the meeting;
2. Legal opinions signed by the managing partner of the witnessing law firm and stamped with firm chop; and
3. Other documents required by the Hong Kong Stock Exchange.

By Order of the Board
Yanzhou Coal Mining Company Limited
Chairman of the Board
Li Wei

Zoucheng, Shandong Province, the PRC
20 August 2021

As at the date of this announcement, the directors of the Company are Mr. Li Wei, Mr. Liu Jian, Mr. Xiao Yaomeng, Mr. Zhu Qingrui, Mr. Zhao Qingchun, Mr. Wang Ruolin and Mr. Huang Xiaolong, and

the independent non-executive directors of the Company are Mr. Tian Hui, Mr. Zhu Limin, Mr. Cai Chang and Mr. Poon Chiu Kwok.