

The Stock Exchange of Hong Kong Limited takes no responsibility for the contents of this announcement, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



兗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)

**CHANGE OF SHARE CAPITAL OF THE COMPANY UPON COMPLETION  
OF THE ADDITIONAL ISSUE OF 204,000,000 H SHARES**

The Company completed a placing of additional 204,000,000 new H Shares on 15 July, 2004 at a placing price of HK\$8.30 per H Share. This announcement is made pursuant to the disclosure requirement under Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Unless defined herein, terms in this announcement shall have the same meanings as those defined in the announcements (the "Announcements") dated 7 July, 2004 and 8 July, 2004 issued by Yanzhou Coal Mining Company Limited.

This announcement is made further to the Announcements in connection with the Placing and the exercise of Option dated 7 July, 2004 and 8 July, 2004, respectively.

The Company completed a placing of additional 204,000,000 new H Shares on 15 July, 2004 at a placing price of HK\$8.30 per H Share. On 8 July, 2004 and 9 July, 2004, the Company published the Announcements in South China Morning Post and Wen Wei Po entitled "Placing of up to 204,000,000 New H Shares" and "Exercise of Option", respectively.

Hong Kong Registrars Limited has also completed the legal registration procedures relating to the additional issue of H Shares pursuant to the Placing. The total number of issued Shares of the Company has increased from 2,870,000,000 Shares to 3,074,000,000 Shares. Upon the additional issue of 204,000,000 new H Shares pursuant to the Placing, the changes in the share capital of the Company are as follows:

Type of Shares	Before the additional issue pursuant to the Placing		Number of additional Shares issued pursuant to the Placing (shares)	After the additional issue pursuant to the Placing	
	Number of Shares (shares)	Percentage of shareholding in the share capital of the Company (%)		Number of Shares (shares)	Percentage of shareholding in the share capital of the Company (%)
A. Non-listed Shares					
1. Shares held by Yankuang Group Corporation Limited	1,670,000,000	58.19	-	1,670,000,000	54.33
B. Listed Shares	1,200,000,000	41.81	204,000,000	1,404,000,000	45.67
1. A Share	180,000,000	6.27	-	180,000,000	5.85
2. H Share	1,020,000,000	35.54	204,000,000	1,224,000,000	39.82
C. Total number of Shares	2,870,000,000	100.00	204,000,000	3,074,000,000	100.00

This announcement is made pursuant to the disclosure requirement under Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

*Note:* As at the date of this announcement, the Directors of the Company are Mr. Wang Xin, Mr. Geng Jiahui, Mr. Yang Deyu, Mr. Mo Liqi, Mr. Wang Bangjun, Mr. Yang Jiachun, Mr. Wu Yuxiang, Mr. Wang Xinkun and Mr. Dong Yunqing, and the independent non-executive Directors of the Company are Mr. Fan Waitang, Mr. Cui Jianmin, Mr. Wang Xiaojun, Mr. Wang Quanxi.

By order of the Board of Directors of  
**Yanzhou Coal Mining Company Limited**  
**Chen Guangshui**

*Secretary of the Board of Directors*

Zoucheng, Shandong Province, PRC, 23 July, 2004

Please also refer to the published version of this announcement in South China Morning Post dated 26 July 2004.