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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)

**ANNOUNCEMENT ON INCREASE OF SHAREHOLDING IN
THE COMPANY BY THE CONTROLLING SHAREHOLDER
AND ITS CONCERT PARTIES**

This announcement is made pursuant to Part XIVA of the Securities and Futures Ordinance and Rule 13.09(2)(a) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

On 9 September 2013, Yanzhou Coal Mining Company Limited (the "**Company**") received a notice from Yankuang Group Company Limited ("**Yankuang Group**"), the controlling shareholder of the Company, that Yankuang Group has increased its shareholding in the Company (the "**Increase of Shareholding**") through its wholly-owned subsidiary incorporated in Hong Kong ("**Yankuang Hong Kong Company**") by acquiring H shares of Company (the "**H Shares**"), details of which are as follows:

1. Details of the Increase of Shareholding

On 9 September 2013, Yankuang Hong Kong Company increased its shareholding in the Company by acquiring 97,724,000 H shares through over-the-counter transaction. Immediately prior to the Increase of Shareholding, Yankuang Group directly held 2,600,000,000 A shares of the Company, representing approximately 52.86% of the total issued share capital of the Company and Yankuang Hong Kong Company did not hold any share in the Company. Immediately following the Increase of Shareholding, Yankuang Group still directly held 2,600,000,000 A shares of the Company, representing approximately 52.86% of the total issued share capital of the Company and Yankuang Hong Kong Company held an aggregate of 97,724,000 H shares, representing approximately 1.99% of the total issued share capital of the Company. Following the Increase of Shareholding, Yankuang Group and its concert parties held in aggregate 54.85% of the total issued share capital of the Company.

2. Plan to further increase the shareholding in the Company

Yankuang Group and its concert parties propose to, depending on the share price of the Company, continue to increase their shareholding in the Company within 12 months from the date of the Increase of Shareholding (i.e. 9 September 2013) by an aggregated number of shares not exceeding 4% of the total issued share capital of the Company (including those H Shares purchased in the Increase of Shareholding) (“**Further Increase Plan**”).

During the period of implementation of the Further Increase Plan, Yankuang Group and its concert parties may adjust or terminate the Further Increase Plan if there are any material changes in the market or the operating needs of Yankuang Group otherwise require.

3. The Increase of Shareholding is in compliance with relevant requirements of laws and regulations and listing rule requirements.
4. Yankuang Group and its concert parties undertook that they will not reduce their shareholding in the Company during the period of the implementation of the Further Increase Plan and within the statutory period.
5. The Company will continue to monitor the increase in shareholding by the controlling shareholder and its concert parties in accordance with the listing rule requirements and will make appropriate information disclosure in a timely manner.

By order of the board of directors
Yanzhou Coal Mining Company Limited
Zhang Baocai
Director and Company Secretary

Zoucheng, Shandong Province, the PRC
9 September 2013

As at the date of this announcement, the Directors are Mr. Li Xiyong, Mr. Zhang Xinwen, Mr. Zhang Yingmin, Mr. Shi Xuerang, Mr. Wu Yuxiang, Mr. Zhang Baocai and Mr. Dong Yuning, and the independent non-executive directors of the Company are Mr. Wang Xianzheng, Mr. Cheng Faguang, Mr. Wang Xiaojun and Mr. Xue Youzhi.