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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)

ISSUE OF THE CONVERTIBLE HYBRID BONDS

ISSUE OF THE CONVERTIBLE HYBRID BONDS

The Convertible Hybrid Bonds have been allotted and issued by Yancoal Australia on 31 December 2014, raising US\$ 1,800,510,200 from the issue of 18,005,102 Convertible Hybrid Bonds at US\$100 each.

This announcement is made pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

ISSUE OF THE CONVERTIBLE HYBRID BONDS

Reference is made to the announcements of Yanzhou Coal Mining Company Limited (the "**Company**") dated 24 November 2014 (the "**Prospectus Announcement**"), 12 December 2014 (the "**Supplementary Prospectus Announcement**"), 18 December 2014 (the "**Second Supplementary Prospectus Announcement**"), 22 December 2014 (the "**Close of Rights Offer to Eligible Shareholders Announcement**") and 23 December 2014 (the "**Shortfall Bookbuild Announcement**") and the circular of the Company dated 27 November 2014 (the "**Circular**") in relation to the Rights Offer of Convertible Hybrid Bonds by Yancoal Australia Limited ("**Yancoal Australia**"). Unless otherwise indicated, capitalized terms used in this announcement shall have the same meanings as those defined in the Prospectus Announcement, the Supplementary Prospectus Announcement, the Second Supplementary Prospectus Announcement and the Circular.

The Convertible Hybrid Bonds have been allotted and issued by Yancoal Australia on 31 December 2014, raising US\$1,800,510,200 from the issue of 18,005,102 Convertible Hybrid Bonds at US\$100 each.

Trading of the Convertible Hybrid Bonds on the ASX is expected to commence on 2 January 2015 on a deferred settlement basis under the ASX code of "YCNPA". Trading on a normal settlement basis is expected to commence on 8 January 2015.

As disclosed in the Circular, the initial interest rate of the Convertible Hybrid Bonds is 7% per annum. The first Distribution Payment Date is expected to be 31 July 2015.

Please refer to the Circular, the Prospectus, the Supplementary Prospectus and the Second Supplementary Prospectus for details of the Convertible Hybrid Bonds.

The announcement of Yancoal Australia in relation to the issue can be accessed at the ASX website (<http://www.asx.com.au/asx/statistics>).

By order of the Board
Yanzhou Coal Mining Company Limited
Li Xiyong
Chairman of the Board

Zoucheng, Shandong Province, the PRC
31 December 2014

As at the date of this announcement, the directors of the Company are Mr. Li Xiyong, Mr. Zhang Xinwen, Mr. Yin Mingde, Mr. Wu Yuxiang, Mr. Zhang Baocai, Mr. Wu Xiangqian and Mr. Jiang Qingquan, and the independent non-executive directors of the Company are Mr. Wang Lijie, Mr. Jia Shaohua, Mr. Wang Xiaojun and Mr. Xue Youzhi.