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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 ON RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

This announcement is made pursuant to the disclosure obligations under 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 (the “**Listing Rules**”).

The board of directors (the “**Board**”) of Yanzhou Coal Mining Company Limited (the “**Company**”) announces that the Board received a written resignation report from Mr. Xue Youzhi, an independent non-executive director of the Company on 30 December 2015. As stated in the resignation report, Mr. Xue Youzhi applied to resign from the position of an independent non-executive director of Company and his respective positions at the Audit Committee, Remuneration Committee and the Strategy and Development Committee of the Board due to personal work arrangements, as per the relevant requirements by the Ministry of Education of the People's Republic of China.

Mr. Xue Youzhi shall continue to perform his duties of an independent non-executive director of the Company according to the laws, administrative requirements and the articles of association of the Company prior to the election and appointment of a new independent non-executive director at a general meeting of the Company. The Company will commence the election procedures for a new independent non-executive director of the Company as soon as possible.

Mr. Xue Youzhi confirms that he has no disagreement with the Board and there are no matters relating to his resignations that need to be brought to the attention of the holders of securities of the Company.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Xue Youzhi for his valuable contributions to the Company during his term of service.

Further announcement(s) in relation to the change of independent non-executive director will be made by the Company as and when appropriate in accordance with the Listing Rules.

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

Zoucheng, Shandong Province, the PRC
30 December 2015

As at the date of this announcement, the directors of the Company are Mr. Li Xiyong, 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.