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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)

**VOLUNTARY ANNOUNCEMENT
SHARE REPURCHASE IN DECEMBER**

This announcement is a voluntary announcement made by Yanzhou Coal Mining Company Limited (the "**Company**")

Reference is made to the *Proposal regarding the general mandate authorizing the Board to repurchase H shares* (the "**Repurchase Mandate**") approved by shareholders on 22 May 2015 ("**Repurchase Mandate Date**") at 2014 Annual General Meeting, 2015 First Class Meeting of the Holders of A Shares and 2015 First Class Meeting of the Holders of H Shares, as well as the voluntary announcement published by the Company on 18 December 2015. The board of directors (the "**Board**") of the Company wishes to announce that since the Company first repurchased its H shares under the Repurchase Mandate on 18 December 2015, it has aggregately conducted three times of H shares repurchases (the "**Share Repurchase**") on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") in December 2015.

As of the date of this announcement, the total number of the H shares repurchased by the Company is 6,384,000, representing approximately 0.33% of the issued H share capital of the Company as at the Repurchase Mandate Date, and representing approximately 0.13% of the total issued share capital of the Company as at the Repurchase Mandate Date. The aggregate consideration for the Share Repurchase is HK\$ 23,179,807.40 (excluding commission fees).

The Company may or may not repurchase additional shares under the Repurchase Mandate, subject to market conditions and such decision will be at the Board's absolute discretion. The Company may repurchase its shares at any price as determined by the Board, subject to

applicable Rules Governing the Listing of Securities on the Stock Exchange. There is no assurance of the timing, quantity or price of any share repurchase or whether the Company will make any further repurchase at all. Shareholders and investors should therefore exercise caution when dealing in the shares of the Company.

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

Zoucheng, Shandong Province, the PRC
31 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.