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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 OF RESOLUTIONS PASSED AT THE
EIGHTEENTH MEETING OF THE SIXTH SESSION OF THE BOARD OF DIRECTORS**

This announcement is made pursuant to the disclosure obligations under Part XIVA of the Securities and Futures Ordinance and Rules 13.09(2)(a) and 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Notice of the eighteenth meeting of the sixth session of the board of directors (the “**Board**”) of Yanzhou Coal Mining Company Limited (“**Yanzhou Coal**” or the “**Company**”) was despatched on 14 April 2016 by way of written notices or e-mails. The meeting was held on 28 April 2016 at the headquarters of the Company in Zoucheng City, Shandong Province, the People’s Republic of China (the “**PRC**”) by teleconferencing. Ten directors of the Company (the “**Directors**”) were notified of the meeting and all of them were present. The meeting complied with the requirements of the PRC laws and regulations, departmental rules, normative documents, and the articles of association of the Company (the “**Articles of Association**”).

The ten Directors present at the meeting unanimously agreed and passed the following resolutions:

- 1. Approved the “First Quarterly Report for the Year 2016 of Yanzhou Coal Mining Company Limited”, and to publish the results for the first quarter of 2016 domestically and overseas.**
- 2. Approved the “Proposal in relation to the establishment of Duanxin Investment Holding (Shenzhen) Co., Ltd.”**

It was approved the Company to establish Duanxin Investment Holding (Shenzhen) Co., Ltd. with a capital contribution of RMB10 billion, main business scope of which covers equity investment, entrusted assets and investment management, corporate management and investment consulting,

etc..

3. Approved the “Proposal in relation to the establishment of the Measurement and Detection Center.”

It was approved the Company to establish the Measurement and Detection Center, which will be in charge of the unified management of the Company's measurement and detection business.

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

Zoucheng, Shandong Province, the PRC
28 April 2016

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.