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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)

**OVERSEAS REGULATORY ANNOUNCEMENT
SECOND ANNOUNCEMENT TO CREDITORS OF THE
COMPANY IN RELATION TO GENERAL MANDATE
GRANTED TO THE BOARD TO REPURCHASE H SHARES OF THE COMPANY**

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

The 2015 annual general meeting and the 2016 first class meeting of the holders of H shares and the 2016 first class meeting of the holders of A shares (collectively the “**Class Meetings**”) were convened by Yanzhou Coal Mining Company Limited (the “**Company**”) on 3 June 2016, pursuant to which a general mandate was granted to the board of directors of the Company (the “**Board**”) to repurchase H shares of the Company not exceeding 10% of the aggregate nominal value of H shares of the Company in issue as at the date of passing the resolution at the Class Meetings. Under the general mandate, the Board is authorized to repurchase H shares of the Company during the authorized period and to determine the relevant matters in relation to the repurchase of H shares of the Company according to the needs and market conditions upon obtaining approvals from the relevant PRC regulatory authorities and complying with the relevant laws, regulations and the articles of association of the Company. Upon execution of the aforesaid repurchase by the Board, the Company will cancel the repurchased H shares in accordance with the relevant laws and regulations, which will lead to a reduction in the registered capital of the Company. Accordingly, in compliance with the Company Law of the People's Republic of China, the articles of association of the Company and other relevant regulations, the Company announces the following:

All creditors of the Company pursuing the above creditor's right may submit a claim for creditor's rights against the Company since publication of the first announcement of the Company informing the creditors (i.e. the announcement of the Company published on 3 June 2016). Creditors of the Company may require the Company to repay the debts or to provide guarantee by producing valid documents of creditor's rights, evidence and identity documents within thirty (30) days upon receiving a written notice from the Company, or, in case of not receiving such notice, within forty-five (45) days upon publication of the first announcement

of the Company informing the creditors (i.e. the announcement of the Company published on 3 June 2016).

Methods of claiming creditor's rights:

Creditors of the Company intending to claim the aforesaid rights against the Company may produce originals and photocopies of the contracts, agreements and other evidence which stand as the proof of the debtor-creditor relationship with the Company for claiming creditor's rights. A creditor who is a legal person shall produce original and photocopy of the duplicate corporate business licence, as well as the identity document of its legal representative; in case of claiming through a proxy, original of the power of attorney signed by the legal representative as well as original and photocopy of the valid identity document of the proxy shall be further produced. A creditor who is a natural person shall produce original and photocopy of his/her valid identity document. In case of claiming through a proxy, original of the power of attorney as well as original and photocopy of the valid identity document of the proxy shall be further produced.

1. Creditors claiming by mail should dispatch their materials regarding creditor's rights to the following address (the date of claim will be determined by the date of postal chop):

Postal address: 298 South Fushan Road, Zoucheng, Shandong Province

For the attention of: Mr. Bi Bo, Finance Management Department, Yanzhou Coal Mining Company Limited

Postal code: 273500

Special reminder: Please mark "Claim for Creditor's Rights" on the cover of the mail.

2. Creditors claiming by fax should fax their materials regarding creditor's rights to the following fax number:

Fax number: 0537-5383032

Special reminder: Please mark "Claim for Creditor's Rights" on the cover of the fax.

Contact telephone number: 0537-5380584

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

Zoucheng City, Shandong Province, the PRC

6 June 2016

As at the date of this announcement, the directors of the Company are Mr. Li Xiyong, Mr. Li Wei, Mr. Wu Xiangqian, Mr. Wu Yuxiang, Mr. Zhao Qingchun, Mr. Guo Dechun and Mr. Guo Jun, and the independent non-executive directors of the Company are Mr. Wang Li Jie, Mr. Jia Shaohua, Mr. Wang Xiaojun and Mr. Qi Anbang.