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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

**SETTLEMENT OF OFFER TO REPURCHASE FOR CASH
UP TO A TOTAL OF US\$300,000,000 IN AGGREGATE PRINCIPAL AMOUNT OF
THE OUTSTANDING NOTES LISTED BELOW**

(I) US\$434,403,000 5.730% GUARANTEED NOTES DUE 2022

(Stock code: 4552)

(II) US\$450,000,000 4.461% GUARANTEED NOTES DUE 2017

(Stock code: 4551)

ISSUED BY

YANCOAL INTERNATIONAL RESOURCES DEVELOPMENT CO., LIMITED

(Incorporated in Hong Kong with limited liability)

Reference is made to the announcements of Yanzhou Coal Mining Company Limited (the “**Company**”) and Yancoal International Resources Development Co., Limited (“**Yancoal Resources**”)

dated 4 May 2016 (Hong Kong time) (the “**Launch Announcement**”), 18 May 2016 (Hong Kong time) and 2 June 2016 (Hong Kong time) in relation to the Offer. Capitalised terms used in this announcement shall have the same meanings as those defined in the Launch Announcement.

REPURCHASE AND SETTLEMENT

The Company hereby announces that:

- (i) (a) US\$206,783,000 principal amount of the 2022 Notes, representing approximately 47.60% of the US\$434,403,000 total aggregate principal amount of the 2022 Notes outstanding, have been accepted for repurchase by Yancoal Resources; and (b) US\$93,203,000 principal amount of the 2017 Notes, representing approximately 20.71% of the US\$450,000,000 total aggregate principal amount of the 2017 Notes outstanding, have been accepted for repurchase by Yancoal Resources (the “**Accepted Notes**”). Settlement of repurchase of the Accepted Notes was completed on 7 June 2016 (New York City time);
- (ii) the aggregate amount of consideration (including the Accrued Interest in respect of the Accepted Notes) paid by the Company in relation to the repurchase of the Accepted Notes pursuant to the Offer was approximately US\$286,444,899.30;
- (iii) the Accepted Notes were cancelled by Yancoal Resources on 7 June 2016 (New York City time); and
- (iv) as at the date of this announcement, the principal amount of the 2022 Notes remaining outstanding is US\$227,620,000 and the principal amount of the 2017 Notes remaining outstanding is US\$356,797,000.

Unless otherwise stated, all times and dates refer to New York City, United States times and dates.

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

Zoucheng, Shandong Province, the PRC
8 June 2016 (Hong Kong time)

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.

As at the date of this announcement, the directors of Yancoal Resources are Mr. Li Xiyong, Mr. Lai Cunliang, Mr. Yin Mingde, Mr. Wu Yuxiang and Mr. Zhang Baocai.