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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 ("PRC") with limited liability)

(Stock Code: 1171)

PROPOSED APPOINTMENT OF INDEPENDENT DIRECTOR

The board of directors (the "**Board**") of Yanzhou Coal Mining Company Limited (the "**Company**") announces that on 13 October 2017, Mr. Cai Chang ("**Mr. Cai**") has been nominated as an independent director of the Company ("**Independent Director**"). Independent Directors of the Company have given their opinions and consents in this regard. The proposed appointment of Mr. Cai as an Independent Director is subject to approval at a general meeting of the Company.

The biographical details of Mr. Cai are as follows:

Mr. Cai Chang, born in December 1971, aged 46, professor, doctoral tutor, Doctor of Statistics, Post-doctor of Economics, International Certified Senior Public Accountant (ICSPA), senior visiting scholar of Stanford University and Clemson University. Mr. Cai is currently the director of the Tax Planning and Legal Research Center of the Central University of Finance and Economics, the director of the Tax Administration Department and the director of Editorial Board of the Chinese Tax and Legal Think Tank. Mr. Cai is also an academic member of the Chinese Tax Institute, a distinguished consultant of China Certified Tax Agents Association, a training mentor of "National Tax Leader" of State Administration of Taxation, a visiting professor of Peking University, Tsinghua University and Shanghai National Accounting Institute, and a master supervisor of Chinese Academy of Social Sciences Graduate School of Taxation. Mr. Cai presided over the completion of a number of national and provincial key scientific research projects and published ten famous works in the field of accounting and tax. Mr. Cai graduated from Tianjin University of Finance and Economics and the Chinese Academy of Social Sciences.

As at the date of this announcement, saved as disclosed above, Mr. Cai confirms that: (i) he has not held any directorship in the past three years in any public companies, the securities of which are listed on any securities market in Hong Kong and/or overseas, nor held any other major appointment or professional qualification; (ii) he does not

hold any other position with the Company or its subsidiaries; (iii) he does not have any interests in the shares or securities of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); and (iv) he does not have any other relationship with other current directors, senior management or substantial or controlling shareholders of the Company.

Upon approval of the appointment of Mr. Cai by the shareholders of the Company, Mr. Cai will enter into a service contract with the Company for a term commencing from the date of the general meeting to be held for approving the election of Mr. Cai as an Independent Director of the Company till the date of the general meeting to be held for approving the election of the directors of the eighth session of the Board. Pursuant to the articles of association of the Company, an Independent Director will be elected and appointed and may be re-elected at a general meeting of the Company.

The remuneration for Mr. Cai as an Independent Director will be determined by the shareholders of the Company at a general meeting pursuant to the articles of association of the Company and with reference to recommendations of the remuneration committee of the Board in accordance with its terms of reference, taking into account, among other matters, his duties and responsibilities.

Save as disclosed in this announcement, there is no other information regarding the proposed appointment of Mr. Cai as an Independent Director required to be disclosed pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, and the Company is not aware of any other matters that need to be brought to the attention of its shareholders.

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

Zoucheng, Shandong Province, the PRC
13 October 2017

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. Guo Dechun, Mr. Zhao Qingchun and Mr. Guo Jun, and the independent non-executive Directors of the Company are Mr. Kong Xiangguo, Mr. Jia Shaohua, Mr. Poon Chiu Kwok and Mr. Qi Anbang.