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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)

ANNOUNCEMENT
COMPLETION OF THE NON-PUBLIC ISSUANCE OF
EXCHANGEABLE CORPORATE BONDS BY THE CONTROLLING
SHAREHOLDER

<p>This announcement is made pursuant to 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.</p>
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Reference is made to the announcements of Yanzhou Coal Mining Company Limited (the “**Company**”) dated 3 November 2016 in relation to the proposed non-public issuance of exchangeable corporate bonds by the controlling shareholder, dated 6 April 2017 in relation to the no objection letter granted by Shanghai Stock Exchange concerning the listing and transferring of the non-public issuance of exchangeable corporate bonds by the controlling shareholder and dated 21 April 2017 and 26 September 2017, respectively, in relation to the completion of the non-public issuance of exchangeable corporate bonds by the controlling shareholder.

On 4 April 2018, the Company received a notification from Yankuang Group Company Limited (“**Yankuang Group**”), the controlling shareholder of the Company, informing the Company that the issuance of 2018 Non-Public Issuance of Exchangeable Corporate Bonds by Yankuang Group Company Limited (first tranche) (the “**Current Corporate Bonds**”) has been completed, details of which are as follows:

According to the “No Objection Letter concerning Listing and Transferring of Non-Public Issuance of Exchangeable Corporate Bonds of Yankuang Group Company

Limited”(Shang Zheng Han [2017] No.304) issued by the Shanghai Stock Exchange, Yankuang Group was approved to issue exchangeable corporate bonds with a nominal value not exceeding RMB8 billion (including 8 billion) to qualified investors by way of non-public issuance (the “**Corporate Bonds**”).

The Corporate Bonds are issued in tranches. The initial issue size of the first tranche was RMB4 billion, the issuance of which has been completed on 21 April 2017. The issue size of the second tranche is RMB3 billion, the issuance of which has been completed on 25 September 2017. The Current Corporate Bonds are the third tranche of issuance under the no objection letter of the Corporate Bonds.

Pursuant to “2018 Non-Public Issuance of Exchangeable Corporate Bonds by Yankuang Group Company Limited (first tranche) Offering Memorandum”, the issue price of the Current Corporate Bonds is RMB100 per Corporate Bond, and the term of the Current Corporate Bonds is three years. The coupon rate is 2% for the first year, 2.5% for the second year and 3% for the third year. The initial exchange price is RMB15.70 per share. The non-public issuance of the Current Corporate Bonds will be conducted off market by way of price-determined issuance to institutional investors among qualified investors. The exchange period commences from the first trading day after six months from the date of completion of the issuance of the Current Corporate Bonds and ends on the trading day prior to the date of delisting of the Current Corporate Bonds (i.e. from 8 October 2018 to the trading day prior to the date of delisting of the Current Corporate Bonds).

On 4 April 2018, Yankuang Group has already completed the issuance of the Current Corporate Bonds, according to the investors’ subscription status and subject to the negotiation between Yankuang Group and the lead underwriter, the final issue size of the Current Corporate Bonds is RMB0.12 billion.

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

Zoucheng, Shandong Province, the PRC

9 April 2018

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. GuoDechun, Mr. Zhao Qingchun and Mr. Guo Jun, and the independent non-executive directors of the Company are Mr. Kong Xiangguo, Mr. Cai Chang, Mr. Poon Chiu Kwok and Mr. Qi Anbang.