

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for the securities nor is it calculated to invite any such offer or invitation. In particular, this announcement does not constitute and is not an offer to sell or an invitation or a solicitation of any offer to buy or subscribe for any securities in Hong Kong, the United States of America or elsewhere.



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 ("PRC") with limited liability)
(Stock Code: 1171)

(1) VOLUNTARY ANNOUNCEMENT: UPDATE ON DEEMED DISPOSAL OF INTERESTS IN A CONTROLLED SUBSIDIARY
AND
(2) CLARIFICATION IN RELATION TO THE NOTICE OF 2019 FIRST CLASS MEETING OF THE HOLDERS OF H SHARES

I. UPDATE ON DEEMED DISPOSAL OF INTERESTS IN A CONTROLLED SUBSIDIARY

This announcement is made by Yanzhou Coal Mining Company Limited (the "**Company**") on a voluntary basis.

References are made to the announcements of the Company in relation to the Dual Primary Listing dated 29 June 2018, 1 October 2018, 22 November 2018, 23 November 2018, 25 November 2018 and 29 November 2018 (the "**Announcements**"). Unless otherwise defined, capitalised terms in this announcement shall have the same respective meanings given to them in the Announcements.

Completion of the Global Offering has taken place and trading of Yancoal Australia Shares on the Hong Kong Stock Exchange has commenced on 6 December 2018 with stock code 3668.

The Board wishes to announce that it was informed by Yancoal Australia that the over-allotment option in connection with the Global Offering (the "**Over-allotment Option**") was partially exercised. An aggregate of 4,361,900 new Yancoal Australia Shares will be allotted and issued on 3 January 2019. The portion of the Over-allotment Option which was not exercised lapsed on 29 December 2018.

The Stock Borrowing Agreement will automatically terminate on the third business day following the partial lapse of the Over-allotment Option, whereupon all the Yancoal Australia Shares lent by the Company under the Stock Borrowing Agreement will be returned to the Company.

The Board further announces that completion and settlement of the Proposed Rights Offering have taken place. Pursuant to the Proposed Rights Offering, 59,441,900 Yancoal Australia Shares comprising the Offer Shares

have been offered to investors in the Global Offering. The remaining Yancoal Australia Shares under the Proposed Rights Offering to be offered to Yancoal Australia's existing shareholders were partially subscribed. 563,881 additional Yancoal Australia Shares have been issued and allotted on 28 December 2018.

Upon completion of the Proposed Rights Offering, the Global Offering and the partial exercise of the Over-allotment Option (the "**Relevant Events**"), the Company's shareholding in Yancoal Australia has decreased from approximately 65.45% to approximately 62.26%. Yancoal Australia continues to be accounted for as a subsidiary of the Company and its accounts continue to be consolidated into the accounts of the Group. The table below sets forth the changes in the Company's shareholding in Yancoal Australia before and after the Relevant Events:

	Before the Relevant Events	After the Relevant Events
Total no. of issued Yancoal Australia Shares	1,256,071,756	1,320,439,437
No. of Yancoal Australia Shares held by the Company	822,157,715	822,157,715
The Company's shareholding in Yancoal Australia (approximate %)	65.45%	62.26%

II. CLARIFICATION IN RELATION TO THE NOTICE OF 2019 FIRST CLASS MEETING OF THE HOLDERS OF H SHARES

Reference is made to the notice of 2019 first class meeting of the holders of H Shares (the "**Notice**") of the Company dated 27 December 2018. Unless otherwise defined, capitalized terms used in below shall have the same meanings as those defined in the Notice.

The Company noted an inadvertent typographical error on page 1 of the Notice and wishes to clarify that the time of the H Shareholders' Class Meeting shall be 10:00 a.m. on Tuesday, 12 February **2019** instead of 10:00 a.m. on Tuesday, 12 February 2018.

Save for the above, all the information and contents stated in the Notice remain unchanged. Shareholders of the Company who intend to attend the H Shareholders' Class Meeting are advised to pay attention to the meeting time as stated above.

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

Zoucheng, Shandong Province, the PRC
1 January 2019

As at the date of this announcement, the Directors 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. Cai Chang, Mr. Poon Chiu Kwok and Mr. Qi Anbang.