

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.



**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 IN RELATION TO THE RESOLUTION  
PASSED AT THE 2021 THIRD EXTRAORDINARY GENERAL MEETING**

The EGM was held at 8:30 a.m. on 1 December 2021. The resolutions set out in the notice of EGM dated 8 November 2021 were duly passed.
--

The third extraordinary general meeting of Yanzhou Coal Mining Company Limited (the “**Company**”) for the year 2021 (the “**EGM**”) was convened at the headquarters of the Company at 949 South Fushan Road, Zoucheng City, Shandong Province, the People’s Republic of China (“**PRC**”) at 8:30 a.m. on Wednesday, 1 December 2021. The resolutions set out in the notice of EGM dated 8 November 2021 (“**Notice of EGM**”) were duly passed at the EGM. Details of the proposal were set out in the EGM Notice and the circular of the Company dated 8 November 2021 (the “**Circular**”) (unless the context requires otherwise, the terms used in this announcement have the same meaning as set out in the Circular), which were published at the websites of The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”) and the Company.

The convening of the EGM was in compliance with relevant laws, administrative regulations, departmental rules, normative documents, such as the Company Law of the PRC, and the requirements under the articles of association of the Company (the “**Articles of Association**”). The procedures and results of voting at the EGM were valid and effective.

**I. CONVENING AND ATTENDANCE OF THE EGM**

1. Date of the convening of the EGM: 1 December 2021
2. Venue of the convening of the EGM: Headquarters of the Company at 949 South Fushan Road, Zoucheng City, Shandong Province, PRC
3. Shareholders of the Company (“**Shareholders**”) holding ordinary shares of the Company (“**Shares**”) who attended the EGM and number of Shares:

1. Number of Shareholders/proxies attending the EGM	24
Including: number of Shareholders/proxies of A Shares	19
number of Shareholders/proxies of H Shares	5
2. Number of Shares carrying voting rights held by the Shareholders attending the EGM	2,985,570,952
Including: number of Shares carrying voting rights held by holders of A Shares	2,305,596,178

number of Shares carrying voting rights held by holders of H Shares	679,974,774
3. Percentage of Shares carrying voting rights held by the Shareholders attending the EGM among the total Shares carrying voting rights (%)	61.252733%
Including: percentage of A Shares carrying voting rights held by holders of A Shares among the total number of Shares carrying voting rights of the Company (%)	47.302198%
percentage of H Shares carrying voting rights held by holders of H Shares among the total number of Shares carrying voting rights of the Company (%)	13.950535%

4. Compliance of the voting method with the Company Law of the PRC and the requirements under the Articles of Association, chairman of the meeting, etc.

The EGM was convened by the board (the “**Board**”) of directors of the Company (the “**Directors**”). The EGM was chaired by Mr. Li Wei. The voting method of the EGM was onsite voting combined with internet voting. The convening of the EGM was in compliance with the Company Law of the PRC and the requirements under the Articles of Association.

5. Attendance

- 1) The Company has 11 Directors and 10 Directors attended the EGM. Mr. Liu Jian, as Director, did not attend the EGM due to work commitment;
- 2) The Company has 6 Supervisors. 5 Supervisors attended the EGM, Mr. Zhu Hao, as Supervisor, did not attend the EGM due to work commitment;
- 3) Mr. Zhang Yanwei, Mr. Zhang Chuanchang, Mr. Tian Zhaohua, Mr. Liu Qiang (deputy general managers of the Company), Mr. Zhang Lei (investment director of the Company) and Mr. Huang Xiaolong (secretary to the Board) attended the EGM.

## II. RESOLUTIONS CONSIDERED AND PASSED

The Resolution (the “**Resolution**”) sets out in the Notice of EGM was considered and voted on by way of poll at the EGM.

The Resolution was special resolution and was approved by more than two-thirds of the Shares carrying voting rights held by the Shareholders and proxies who attended the EGM. There was no need to record the votes from minority Shareholders separately.

Details of the Resolution were set out in the announcement of resolutions passed at the seventeenth meeting of the eighth session of the Board dated 29 October 2021, which were published on the websites of the Shanghai Stock Exchange and the Hong Kong Stock Exchange and the Company and/or *China Securities Journal*, *Shanghai Securities News*, *Securities Times* and *Securities Daily* within the PRC.

To the best knowledge and belief of the Directors, there were no Shares entitling the Shareholder to attend and abstain from voting in favour of any resolution pursuant to Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) at the EGM. No Shareholder was required under the Listing Rules to abstain from voting at the EGM. The number of Shares entitling the holder to attend and vote on the Resolution at the EGM was 4,874,184,060.

### Resolutions with non-cumulative voting

**To consider and approve the Proposal in relation to the Change of Company Name and Amendments of the Articles of Association:**

Results: Passed

Voting Results:

Class of Shareholders	For		Against		Abstain	
	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
A Share	2,270,073,110	98.459268	35,521,068	1.540645	2,000	0.000087
H Share	571,012,388	83.975525	108,962,386	16.024475	0	0.000000
Total	2,841,085,498	95.160542	144,483,454	4.839391	2,000	0.000067

**III. PRESENCE OF SCRUTINEERS AND LAWYERS**

**1. Scrutineers**

Pursuant to the Listing Rules, Hong Kong Registrars Limited was appointed as the scrutineers for the purpose of inspecting the vote-taking at the EGM on site.

**2. Law firm which witnessed the EGM: Beijing office of King & Wood Mallesons**

Mr. Han Jie and Mr. Sun Yong from Beijing office of King & Wood Mallesons witnessed the EGM.

**3. Legal opinion of the witnessing lawyers**

The convening of the EGM was in compliance with the relevant laws, regulations and rules of the PRC, such as the Company Law of the PRC, the Securities Law of the PRC, the Rules for Shareholders Meetings and the requirements under the Articles of Association. The eligibilities of the attendees and the convener of the EGM were valid and effective. The procedures and results of voting at the EGM were valid and effective.

**IV. DOCUMENTS FOR INSPECTION**

1. Resolutions of the EGM, signed and confirmed (and stamped with the chop of the Board) by the Directors and meeting recorder(s) attending the meeting;
2. Legal opinions signed by the managing partner of the witnessing law firm and stamped with firm chop; and
3. Other documents required by the Hong Kong Stock Exchange.

By Order of the Board  
**Yanzhou Coal Mining Company Limited**  
*Chairman of the Board*  
**Li Wei**

Zoucheng, Shandong Province, the PRC  
1 December 2021

*As at the date of this announcement, the directors of the Company are Mr. Li Wei, Mr. Liu Jian, Mr. Xiao Yaomeng, Mr. Zhu Qingrui, Mr. Zhao Qingchun, Mr. Wang Ruolin and Mr. Huang Xiaolong, and the independent non-executive directors of the Company are Mr. Tian Hui, Mr. Zhu Limin, Mr. Cai Chang and Mr. Poon Chiu Kwok.*