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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

PRICE-SENSITIVE INFORMATION AND RESUMPTION OF TRADING

This announcement is made pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board of directors (the “**Board**”) of Yanzhou Coal Mining Company Limited (the “**Company**”) noted recent news reports in relation to the Company’s negotiation with Felix Resources Limited regarding a possible acquisition of its shares for more than 3 billion Australian dollars.

Since the acquisition of the Austar Coalmine in 2004, the Company has been exploring investment opportunities in acquiring prime assets from overseas and has received several recommendations from intermediaries. The Company has conducted feasibility studies on the recommended projects but no finalized decision has been reached. As at the date of this Announcement, the Company has not yet entered into any definitive agreement with any overseas coal mining companies and the major terms of the recommended projects including consideration amount have not been agreed. The Board shall promptly make further announcement in accordance with the Listing Rules as and when a legally binding definitive agreement has been signed or substantial development has been made in relation to the recommended projects. **Shareholders of the Company and potential investors should exercise caution when dealing in the H shares of the Company.**

Trading in the H shares of the Company has been suspended from 9:38 a.m. on 5 December 2008 pending the release of this announcement. The Company has made an application to the Stock Exchange of Hong Kong Limited to resume trading in the H shares of the Company with effect from 9:30 a.m. on 8 December 2008.

By order of the Board
Yanzhou Coal Mining Company Limited
Wang Xin
Chairman of the Board

Zoucheng, Shandong Province, PRC
5 December 2008

As at the date of this announcement, the Directors are Mr. Wang Xin, Mr. Geng Jiahuai, Mr. Yang Deyu, Mr. Shi Xuerang, Mr. Chen Changchun, Mr. Wu Yuxiang, Mr. Wang Xinkun, Mr. Zhang Baocai and Mr. Dong Yunqing, and the independent non-executive Directors of the Company are Mr. Pu Hongjiu, Mr. Zhai Xigui, Mr. Li Weian and Mr. Wang Junyan.