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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)**

**DELAY IN DESPATCH OF CIRCULAR REGARDING  
MAJOR TRANSACTION IN RELATION TO  
ACQUISITION OF 100% OF THE ISSUED SHARE CAPITAL  
IN FELIX RESOURCES LIMITED BY WAY OF A SCHEME OF ARRANGEMENT**

The Company has applied to the Stock Exchange for a waiver from strict compliance with Rule 14.67A(3) of the Hong Kong Listing Rules that the despatch of the Supplemental Circular be extended to on or before 23 March 2010.

Reference is made to the initial circular (the “**Initial Circular**”) of Yanzhou Coal Mining Company Limited (the “**Company**”) dated 11 September 2009 in relation to the Company’s acquisition of 100% of the issued share capital in Felix Resources Limited (“**Felix**”) by way of a scheme of arrangement. Capitalised terms used in this announcement shall have the same meanings as those defined in the Initial Circular unless otherwise defined.

As set out in the section headed “Delay in Disclosure of Certain Non-public Information of The Enlarged Group” of the Initial Circular, the Company did not have sufficient access to Felix’s financial systems at the time of issuing the Initial Circular and would therefore defer the publication of certain non-public financial information relating to Felix in the manner set out in Rule 14.67A(3) of the Hong Kong Listing Rules, for the purpose of complying with the disclosure requirements in respect of Felix and the Enlarged Group under Rules 14.66 and 14.67 of the Hong Kong Listing Rules.

Pursuant to 14.67A(3) of the Hong Kong Listing Rules, the Company is required to despatch a supplemental circular (the “**Supplemental Circular**”) within 45 days of the earlier of: (1) the Company being able to exercise control over Felix; and (2) the Company being able to gain full access to the books and records of Felix. The Company obtained control and full access to the books and records of Felix on 23 December 2009 and as such, the Supplemental Circular is required to be despatched to the Company’s shareholders on or before 6 February 2010.

However, due to a series of public holidays in China and Australia, e.g. Christmas, New Year holidays, Australia National Day and the upcoming Chinese New Year holidays and the substantial amount of financial information and work involved, additional time is required by the reporting accountant to

complete its accountant's report and report on unaudited pro forma financial information for inclusion in the Supplemental Circular. The Company, therefore, has applied to the Stock Exchange for a waiver from strict compliance with Rule 14.67A(3) of the Hong Kong Listing Rules that the despatch of the Supplemental Circular be extended to on or before 23 March 2010.

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

Zoucheng, Shandong Province, the PRC  
5 February 2010

*As at the date of this announcement, the Directors are Mr. Wang Xin, Mr. Geng Jiahuai, 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.*