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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 2020 FIRST EXTRAORDINARY GENERAL MEETING**

The EGM was held on 30 September 2020. The resolution set out in the notice of EGM dated 14 September 2020 was duly passed.

The first extraordinary general meeting of Yanzhou Coal Mining Company Limited (the “**Company**”) for the year 2020 (the “**EGM**”) was convened at the headquarters of the Company at 298 South Fushan Road, Zoucheng City, Shandong Province, the People’s Republic of China (“**PRC**”) at 8:30 a.m. on Wednesday, 30 September 2020. The resolution set out in the notice of EGM dated 14 September 2020 (“**Notice of EGM**”) was duly passed at the EGM. Details of the proposal were set out in the EGM Notice and the circular of the Company dated 15 September 2020 (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: 30 September 2020
2. Venue of the convening of the EGM: Headquarters of the Company at 298 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	39
Including: number of Shareholders/proxies of A Shares	38
number of Shareholders/proxies of H Shares	1
2. Number of Shares carrying voting rights held by the Shareholders attending the EGM	3, 145, 335, 55 6

Including: number of Shares carrying voting rights held by holders of A Shares	2,300,480,591
number of Shares carrying voting rights held by holders of H Shares	844,854,965
3. Percentage of Shares carrying voting rights held by the Shareholders attending the EGM among the total Shares carrying voting rights (%)	64.718839
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 (%)	47.334992
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 (%)	17.383847

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 Xiyong, the chairman of the Board. 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 of the Directors, the supervisors of the Company (“**Supervisors**”) and the secretary to the Board

- 1) The Company has 10 Directors and 9 Directors attended the EGM. Mr. Wu Xianqian, Director, did not attend the EGM due to work commitment.
- 2) The Company has 6 Supervisors and 5 Supervisors attended the EGM. Mr. Zhou Hong, Supervisor, did not attend the EGM due to work commitment.
- 3)
- 4) Mr. Jin Qingbin (the secretary to the Board), Mr. Gong Zhijie and Mr. Li Wei (the deputy general managers of the Company) and Mr. Zhang Lei (the investment director of the Company) attended the EGM.

II. RESOLUTIONS CONSIDERED AND PASSED

The resolution set out in the Notices of EGM was considered and voted on by way of poll at the EGM.

The proposal was passed by way of special resolution and thus there is 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 fourth meeting of the eighth session of the Board dated 14 August 2020 and the materials of the Shareholders' general meeting disclosed on 22 September 2020, 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* and *Securities Times* 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 4,860,000,000.

1. Resolutions with non-cumulative voting

- 1) Resolution: To consider and approve the proposal in relation to the amendments to the Articles of Association of Yanzhou Coal Mining Company Limited.

Results: Passed

Voting Results:

Class of Shareholders	For		Against		Abstain	
	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
A Share	2,300,465,891	99.999361	2,100	0.000091	12,600	0.000548
H Share	844,852,965	99.999763	2,000	0.000237	0	0.000000
Total	3,145,318,856	99.999469	4,100	0.000130	12,600	0.000401

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

Ms. Tang Lizi 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 in respect of the EGM issued by the witnessing lawyers, signed by the responsible lawyer 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
Li Xiyong
Chairman of the Board

Zoucheng, Shandong Province, the PRC
30 September 2020

As at the date of this announcement, the directors of the Company are Mr. Li Xiyong, Mr. Wu Xiangqian, Mr. Liu Jian, Mr. Zhao Qingchun, Mr. He Jing and Mr. Wang Ruolin, and the

independent non-executive directors of the Company are Mr. Tian Hui, Mr. Zhu Limin, Mr. Cai Chang and Mr. Poon Chiu Kwok.