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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)

VOLUNTARY ANNOUNCEMENT
MEDICAL SERVICES COOPERATION FRAMEWORK AGREEMENT

This announcement is made by the Company on a voluntary basis.

I. Medical Services Cooperation Framework Agreement

Background

On 27 August 2021, the Company and Guoxin Yiyang entered into the Medical Services Cooperation Framework Agreement, pursuant to which, from 1 September 2021 to 31 December 2023, Guoxin Yiyang will provide medical services to the Group.

Date

27 August 2021

Major Terms

(a) Subject Matter

Pursuant to the Medical Services Cooperation Framework Agreement, from 1 September 2021 to 31 December 2023, Guoxin Yiyang will provide the following medical services to the Group: well head and emergency service, employee physical examination, occupational health file management, epidemic prevention and control, infectious disease prevention and control, employee disease and injury leave management, public health service and emergency maintenance of major public health events and other services.

(b) Basis of Consideration

The physical examination fee is formulated in strict accordance with the pricing standard of Shandong Province Pricing Bureau and the medical pricing catalogue of Shandong Province Medical Security Bureau; the fees of other service are calculated with reference to the actual workload, the number of staff engaged in the services, salary income and consumables costs incurred in the three years from 2018 to 2020.

(c) Term

Unless otherwise agreed in writing, the term of the Medical Services Cooperation Framework Agreement commences on 1 September 2021 and ends on 31 December 2023.

(d) Specific Agreements

Without contradiction to the Medical Services Cooperation Framework Agreement, both parties can enter into specific agreements based on the particulars of the service targets, the term of which shall be within the term of the Medical Services Cooperation Framework Agreement.

Annual Caps and Reasons

The physical examination fee is formulated in strict accordance with the pricing standard of Shandong Province Pricing Bureau and the medical pricing catalogue of Shandong Province Medical Security Bureau; the fees of other service are calculated with reference to the actual workload, the number of staff engaged in the services, salary income and consumables costs incurred in the three years from 2018 to 2020. The annual cap of the Medical Services Cooperation Framework Agreement for the four months ended 31 December 2021 and each of the two years ending 31 December 2023 is RMB60,000,000.

Reasons and benefits for the Medical Services Cooperation Framework Agreement

The Medical Services Cooperation Framework Agreement and transactions contemplated thereunder can satisfy the needs of the Company in rescue and protection emergency services of coalmine wellhead, public health of coalmines, epidemic control and prevention and other aspects, which is beneficial to the safe and stable operation of the coalmines and thus are beneficial to the operational needs of the Company and the interests of all the Shareholders.

The Directors (including the independent non-executive Directors) consider that the Medical Services Cooperation Framework Agreement and the transactions contemplated thereunder are (1) in the ordinary and usual course of business of the Company; (2) on normal commercial terms, (3) fair and reasonable and (4) in the interests of the Company and the Shareholders as a whole.

Listing Rules Implications

As at the date of this announcement, Shandong Energy Group is the controlling Shareholder of the Company, directly or indirectly holding 55.76% of the issued share capital of the Company; Shandong Energy Group directly and indirectly holds 59.82% of the issued share capital of Guoxin Yiyang. Accordingly, Guoxin Yiyang constitutes a connected person of the Company under Chapter 14A of the Listing Rules.

As the highest applicable percentage ratio in respect of the annual caps for the the transactions contemplated under the Medical Services Cooperation Framework Agreement is lower than 0.1%, pursuant to Rule 14A.76, such continuing connected transactions are de minimis transactions fully exempt from the reporting, announcement, annual review and the independent shareholders' approval requirement under Chapter 14A of the Listing Rules.

Pursuant to the relevant requirements of the Shanghai Stock Exchange, the Medical Services Cooperation Framework Agreement and transactions contemplated thereunder constitute related transactions of the Company and are subject to Board approval, announcement and other compliance obligations.]

Information on the Parties

The Company

The Company is principally engaged in the business of mining, preparation, processing and sales of coal and coal chemicals. The Company's main coal products are steam coal for use in large-scale power plants, coking coal for metallurgical production and prime quality low sulphur coal for use in pulverised coal injection; the Company's main coal chemical products are methanol, ethylene glycol, acetic acid, ethyl acetate, and crude liquid wax.

Shandong Energy Group

Shandong Energy Group, a state-controlled limited liability company, with the State-owned Assets Supervision and Administration Commission of Shandong Province as its controlling Shareholder. The principal business of Shandong Energy Group includes coal, thermal power generation, coal chemicals, high-end equipment manufacturing, new energy and new materials, modern logistics and trade.

Guoxin Yiyang

Guoxin Yiyang is a company incorporated under the laws of the PRC. As at the date of this announcement, Shandong Energy Group directly and indirectly holds 59.82% of the issued share capital of Guoxin Yiyang. Guoxin Yiyang is mainly engaged in elderly care services; hospital management; remote health management services; health advisory services; health care services, nursing institution services, and other medical services. The ultimate beneficial owner of Guoxin Yiyang is the State-owned Assets Supervision and Administration Commission of Shandong Province.

Internal Approval Procedure

On 27 August 2021, the fifteenth meeting of the eighth session of the Board reviewed and approved the Medical Services Cooperation Framework Agreement with Shandong Energy Group and relevant annual caps for the four months ended 31 December 2021 and each of the two years ending 31 December 2023.

All eleven Directors of the Company attended the meeting, and three related Directors, namely Mr. Li Wei, Mr. Liu Jian and Mr. Zhu Qingrui abstained from voting on the proposal. All other eight non-related Directors (including four independent non-executive Directors) voted in favour of the related transaction.

II. DEFINITIONS

In this announcement, unless the context indicates otherwise, the following terms shall have the following meanings:

"A Shares"	domestic shares in the ordinary share capital of the Company, with a nominal value of RMB1.00 each, which are listed on the Shanghai Stock Exchange
"Board"	the board of Directors
"Company"	兗州煤業股份有限公司, Yanzhou Coal Mining Company Limited, a joint stock limited company established under the laws of the PRC in 1997, and the H Shares and A Shares of which are listed on the Stock Exchange and the Shanghai Stock Exchange, respectively
"connected person(s)"	has the meaning ascribed thereto under the Listing Rules

"Director(s)"	the director(s) of the Company
"Group"	the Company and its subsidiaries
"Guoxin Yiyang"	Shandong Guoxin Yiyang Healthcare Industry Development Group Limited (山東國欣頤養健康產業發展集團有限公司)
"H Shares"	overseas listed foreign invested shares in the ordinary share capital of the Company with a nominal value of RMB1.00 each, which are listed on the Stock Exchange
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange
"Medical Services Cooperation Framework Agreement"	the medical services cooperation framework agreement entered into between the Company and Guoxin Yiyang on 27 August 2021
"percentage ratios"	has the same meaning ascribed thereto under the Listing Rules
"PRC"	the People's Republic of China, for the purpose of this announcement, excluding Hong Kong Special Administrative Region, Macau Special Administrative Region and Taiwan Region
"RMB"	Renminbi, the lawful currency of the PRC
"Shandong Energy Group"	Shandong Energy Group Company Limited (山東能源集團有限公司), a company with limited liability reformed and established under the laws of the PRC on 1996, the controlling shareholder of the Company holding 55.76% shares of the Company
"Shareholder(s)"	the shareholder(s) of the Company
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"subsidiary(ies)"	has the meaning ascribed thereto under the Listing Rules
"%"	percentage

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

Zoucheng, Shandong Province, the PRC
27 August 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.