

*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 RESOLUTIONS PASSED AT THE 2021 FIRST CLASS  
MEETING OF THE HOLDERS OF A SHARES AND  
THE RESOLUTIONS PASSED AT THE 2021 FIRST CLASS  
MEETING OF THE HOLDERS OF H SHARES**

The 2021 first class meeting of the holders of A shares of the Company and the 2021 first class meeting of the holders of H shares of the Company were held at 10:00 a.m. and 10:30 a.m., respectively, on 18 June 2021. All the resolutions set out in the Notice of 2021 First Class Meeting of the Holders of A Shares and Notice of 2021 First Class Meeting of the Holders of H Shares dated 18 May 2021 were duly passed.

The 2021 first class meeting of the holders of A shares (the “**A Shareholders’ Class Meeting**”) and the 2021 first class meeting of the holders of H shares (the “**H Shareholders’ Class Meeting**”) (collectively, the “**Shareholders’ Class Meetings**”) were held by Yanzhou Coal Mining Company Limited (the “**Company**”) at the headquarters of the Company at 949 South Fushan Road, Zoucheng City, Shandong Province, the Peoples’ Republic of China (“**PRC**”) at 10:00 a.m. and 10:30 a.m., respectively, on Friday, 18 June 2021 and all the resolutions set out in the Notice of 2021 First Class Meeting of the Holders of A Shares and Notice of 2021 First Class Meeting of the Holders of H Shares dated 18 May 2021 were duly passed. The convening of the Shareholders’ Class Meetings were in compliance with relevant laws, administrative regulations, departmental rules and normative documents of the PRC, such as the Company Law of the PRC, and the requirements of the articles of association of the Company (the “**Articles of Association**”). The procedures and results of voting at the Shareholders’ Class Meetings were valid and effective.

**I. CONVENING AND ATTENDANCE OF THE SHAREHOLDERS’ CLASS MEETINGS**

1. Date of the convening of the Shareholders’ Class Meetings: 18 June 2021
2. Venue of the convening of the Shareholders’ Class Meetings: Headquarters of the Company at 949 South Fushan Road, Zoucheng City, Shandong Province
3. Shareholders of the Company (the “**Shareholders**”) holding ordinary shares who

attended the A Shareholders' Class Meeting and the number of shares:

1) Number of Shareholder and proxy attending the A Shareholders' Class Meeting	71
2) Number of shares carrying voting rights held by the Shareholders attending the A Shareholders' Class Meeting	2,336,664,380
3) Percentage of the shares carrying voting rights held by the Shareholders attending the A Shareholders' Class Meeting among the total number of shares carrying voting rights of the Company (%)	47.939601%

Shareholders holding ordinary shares who attended the H Shareholders' Class Meeting and the number of shares:

1) Number of Shareholder and proxy attending the H Shareholders' Class Meeting	2
2) Number of shares carrying voting rights held by the Shareholders attending the H Shareholders' Class Meeting	552,622,123
3) Percentage of the shares carrying voting rights held by the Shareholders attending the H Shareholders' Class Meeting among the total number of shares carrying voting rights of the Company (%)	11.337736%

4. Voting method in compliance with the Company Law of the PRC and the requirements under the Articles of Association, chairman of the meeting, etc.

The Shareholders' Class Meetings were both convened by the board of directors (the "**Directors**") of the Company (the "**Board**"). Mr. Liu Jian, Director, acted as the chairman at the Shareholders' Class Meetings. The voting method of the A Shareholders' Class Meeting was on-site voting combined with online voting (online voting was conducted through the relevant system of the Shanghai Stock Exchange and was participated by the holders of A shares of the Company). The voting method of the H Shareholders' Class Meeting was on-site voting. The convening of the Shareholders' Class Meetings 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 and the senior management

- 1) The Company has 9 Directors. 8 Directors attended the Shareholders' Class Meetings. Mr. He Jing did not attend due to work commitment.
- 2) The Company has 6 Supervisors. 2 Supervisors attended the Shareholders' Class Meetings. Mr. Zhou Hong, Mr. Li Shipeng, Mr. Qin Yanpo and Mr. Su Li did not attend due to work commitment.
- 3) Mr. Jin Qingbin, the secretary to the Board, Mr. Xiao Yaomeng, Deputy General Manager, and Mr. Zhang Lei, Chief Investment Officer, attended the Shareholders' Class Meetings.

## II. RESOLUTIONS CONSIDERED AND PASSED

### 1. Resolution with non-cumulative voting at the A Shareholder's Class Meeting

Resolution: to consider and approve the Proposal regarding the general mandate authorizing the Board to repurchase H shares

Results: Passed

Voting results:

Class of Shareholders	For		Against		Abstain	
	Number of shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
A Share	2,335,403,471	99.946038	1,260,909	0.053962	0	0.000000

### 2. Resolutions with non-cumulative voting at the H Shareholders' Class Meeting

1) Resolution: to consider and approve the Proposal regarding the general mandate authorizing the Board to repurchase H shares

Results: Passed

Voting results:

Class of Shareholders	For		Against		Abstain	
	Number of shares	Percentage (%)	Number of Shares	Percentage (%)	Number of Shares	Percentage (%)
H Share	546,928,423	98.969694	5,680,700	1.027954	13,000	0.002352

### 3. Explanation on the poll results

The resolutions above were special resolutions and were approved by more than two-thirds of the shares of the Company carrying voting rights held by the Shareholders and proxies who attended the relevant Shareholders' Class Meetings. Details of the resolutions were set out the announcement of resolutions passed at the eleventh meeting of the eighth session of the Board and the fifth meeting of the eighth session of the supervisory committee of the Company dated 26 March 2021, the circular of the Company dated 18 May 2021 and the materials of the Shareholders' general meeting disclosed on 28 May 2021, which were published on the websites of the Shanghai Stock Exchange, The Stock Exchange of Hong Kong Limited (the "**Hong Kong Stock Exchange**") and the Company and/or *China Securities Journal, Shanghai Securities News, Securities Times and Securities Daily* within China.

There were no shares entitling any Shareholder to attend and abstain from voting in favor 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 Shareholders'

Class Meetings. No Shareholder was required under the Listing Rules to abstain from voting at the Shareholders' Class Meetings.

### **III. PRESENCE OF SCRUTINEERS AND LAWYERS**

#### **1. Scrutineers**

Pursuant to the Listing Rules, Hong Kong Registrars Limited were appointed as the scrutineer for the purpose of inspecting the vote-taking at the Shareholders' Class Meetings on site.

#### **2. Law firm which witnessed the Shareholders' Class Meetings: Beijing office of King & Wood Mallesons**

Attorneys: Li Dan and Xu Yan

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

The convening of the 2021 first A Shareholders' Class Meeting and the 2021 first H Shareholders' Class Meeting by the Company were 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 of Listing Companies and the requirements under the Articles of Association. The eligibilities of the attendees and the convener of the Shareholders' Class Meetings present on site were valid and effective. The procedures and results of voting at the Shareholders' Class Meetings were valid and effective.

### **IV. DOCUMENTS FOR INSPECTION**

1. Resolutions of the Shareholders' Class Meetings, signed and confirmed (and stamped with the chop of the Board) by the Directors and the meeting recorder(s) attending the meetings; and
2. Legal Opinions issued by the witnessing lawyers, signed by the responsible lawyer and stamped with firm chop.

the Board of Directors of  
**Yanzhou Coal Mining Company Limited**

Zoucheng, Shandong Province, the PRC  
18 June 2021

*As at the date of this announcement, the directors of the Company are Mr. Liu Jian, Mr. Wu Xiangqian, 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.*