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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)

PLEDGING OF SHARES BY THE CONTROLLING SHAREHOLDER

This announcement is made by Yanzhou Coal Mining Company Limited (the “**Company**”) pursuant to Rule 13.17 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The board of directors of the Company announces that, on [26] November 2015, the Company received a notice from Yankuang Group Corporation (“**Yankuang Group**”), the controlling shareholder of the Company. On 26 November 2015, Yankuang Group has pledged 520,000,000 shares of domestic shares without trading moratorium of the Company (“**A shares**”) (amounting to 10.57% of the total share capital of the Company) held by it in favour of The Export-Import Bank of China as full-amount guarantee by way of share pledge for a US\$0.5 billion loan provided by The Export-Import Bank of China to the Company. The pledge is for a term of 24 months and is registered with the Shanghai branch of China Securities Depository and Clearing Corporation Limited.

As at the date of this announcement, the total number of A shares held by Yankuang Group is 2,600,000,000 shares, amounting to 52.86% of the total share capital of the Company. The total number of A Shares pledged by Yankuang Group is 520,000,000 shares, amounting to 10.57% of the total share capital of the Company.

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

Zoucheng, Shandong Province, the PRC
27 November 2015

As at the date of this announcement, the directors of the Company are Mr. Li Xiyong, Mr. Yin Mingde, Mr. Wu Yuxiang, Mr. Zhang Baocai, Mr. Wu Xiangqian and Mr. Jiang Qingquan, and the independent non-executive directors of the Company are Mr. Wang Lijie, Mr. Jia Shaohua, Mr. Wang Xiaojun and Mr. Xue Youzhi.