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)

OVERSEAS REGULATORY ANNOUNCEMENT

SECOND ANNOUNCEMENT TO CREDITORS OF THE COMPANY IN RELATION TO GENERAL MANDATE TO THE BOARD TO REPURCHASE H SHARES OF THE COMPANY

This announcement is made pursuant to the disclosure requirements under Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The 2011 annual general meeting and the 2012 first class meeting of the holders of H shares and the 2012 first class meeting of the holders of A shares (collectively the **"Class Meetings"**) were convened by Yanzhou Coal Mining Company Limited (the **"Company"**) on 22 June 2012, pursuant to which a general mandate was granted to the board of directors of the Company (the **"Board"**) to repurchase H Shares of the Company not exceeding 10% of the aggregate nominal value of H Shares of the Company in issue as at the date of passing the resolution at the Class Meetings. Under the general mandate, the Board is authorized to repurchase H Shares of the Company during the authorized period and to determine the relevant matters in relation to the repurchase of H shares of the Company according to the needs and market conditions upon obtaining approvals from the relevant PRC regulatory authorities and complying with the relevant laws, regulations and the articles of association of the Company. Upon execution of the aforesaid repurchase by the Board, the Company will cancel the repurchased H shares, which will lead to a reduction in the registered capital of the Company. Accordingly, the Company publishes this announcement in compliance with the Company Law of the People's Republic of China, the Articles of Association of the Company and other relevant regulations.

All creditors of the Company may submit a claim for creditor's rights against the Company after publication of the announcement to creditors of the Company dated 22 June 2012 in relation to general mandate to the Board to repurchase of H Shares of the Company (the

"**First Notice to Creditors Announcement**"). Creditors may require the Company to repay debts or to provide guarantee by producing valid documents of creditor's rights, evidence and identity documents within thirty (30) days after receiving the written notice from the Company, or, in case no such written notice is received, within forty-five (45) days after publication of the First Notice to Creditors Announcement; and overdue claims shall be deemed as waived.

Method of claiming creditor's rights:

To claim the aforesaid rights against the Company, creditors should produce originals and photocopies of contract, agreement and other evidence which stand as the proof of the debtor/creditor relationship with the Company for claiming creditor's rights. A creditor who is a legal person shall produce original and photocopy of the duplicate corporate business licence, as well as the identity document of its legal representative; in case of claiming through proxy, original of the power of attorney authorized by legal representative as well as original and photocopy of the valid identity document of the proxy shall be further produced. A creditor who is a natural person shall produce original and photocopy of his/her valid identity document; in case of claiming through proxy, original of the power of attorney as well as original and photocopy of the valid identity document of the proxy shall be further produced.

1. Creditors claiming by mail should dispatch their materials of creditor's rights to the following address (date of claim will be determined by date of postal chop):

Postal address : 298 South Fushan Road, Zoucheng, Shandong Province
For the attention of : Mr. Bi Bo, Finance Department, Yanzhou Coal Mining Company Limited
Postal code : 273500
Special reminder : Please mark "Claim for Creditor's Rights" on the cover of the mail.

2. Creditors claiming by fax should fax their materials of creditor's rights to the following fax number:

Fax number : 0537-5937036
Special reminder : Please mark "Claim for Creditor's Rights" on the cover of the fax.
Contact telephone number : 0537-5384231

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

Zoucheng, Shandong Province, the PRC

29 June 2012

As at the date of this announcement, the Directors are Mr. Li Weimin, Mr. Wang Xin, Mr. Zhang Yingmin, Mr. Shi Xuerang, Mr. Wu Yuxiang, Mr. Zhang Baocai and Mr. Dong Yunqing, and the independent non-executive directors of the Company are Mr. Wang Xianzheng, Mr. Cheng Faguang, Mr. Wang Xiaojun and Mr. Xue Youzhi.