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(Incorporated in Victoria, Australia with limited liability)

(Hong Kong stock code: 3668)

(Australian stock code: YAL)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 28 MAY 2021

Reference is made to the 2021 notice of annual general meeting (the “Notice”) of Yancoal Australia Ltd (the “Company”) dated 27 April 2021. Unless the context requires otherwise, terms used herein shall have the same meanings as defined in the Notice.

At the annual general meeting (the “AGM”) of the Company held on Friday, 28 May 2021, all the proposed resolutions as set out in the Notice were duly passed by the shareholders of the Company (the “Shareholders”) by way of poll. The poll results are set out below:

Resolution details		Number of votes cast on the poll (where applicable)			Resolution Result
Resolution	Resolution Type	For	Against	Abstain*	Carried / Not Carried
2(a) Re-election of Gregory James Fletcher as an independent non-executive Director	Ordinary	908,442,402 99.98%	175,342 0.02%	23,869	Carried
2(b) Re-election of Geoffrey William Raby as an independent non-executive Director	Ordinary	908,530,405 99.99%	87,339 0.01%	23,869	Carried
2(c) Re-election of Helen Jane Gillies as an independent non-executive Director	Ordinary	908,532,495 99.99%	85,242 0.01%	23,876	Carried
3 Adoption of Remuneration Report	Ordinary	908,333,163 99.99%	130,698 0.01%	37,626	Carried
4 Issue of Rights to Co-Vice Chairman under Equity Incentive Plan	Ordinary	908,446,079 99.98%	168,712 0.02%	26,822	Carried

5 Reappointment of Auditor	Ordinary	908,601,138 100.00%	20,970 0.00%	19,505	Carried
6 General mandate to issue shares	Ordinary	908,432,364 99.98%	192,973 0.02%	16,276	Carried
7 General mandate to repurchase shares	Ordinary	908,579,062 99.99%	51,441 0.01%	11,110	Carried
8 Extension of general mandate to add the number of repurchased shares	Ordinary	908,470,746 99.98%	152,350 0.02%	18,517	Carried
9 Re-insertion of proportional takeover provision	Special	908,515,281 99.99%	106,542 0.01%	19,790	Carried

**Vote casted by a person who abstains on an item are not counted in calculating the required majority on a poll.*

Notes:

- (a) The number of votes and approximate percentage of total votes as stated are based on the total number of issued Shares held by Shareholders who attended and votes at the AGM in person, by authorized representative or by proxy.
- (b) The full text of the above resolutions is set out in the Notice.
- (c) As more than 50% of votes were cast in favour of each of resolutions 2(a), 2(b), 2(c), 3, 4, 5, 6, 7 and 8, those resolutions were duly passed as ordinary resolutions.
- (d) As more than 75% of votes were cast in favour of resolution 9, that resolution was duly passed as a special resolution.
- (e) As at the date of the AGM, the total number of Shares of the Company in issue was 1,320,439,437 Shares, being the total number of Shares entitling the Shareholders to attend and vote on the proposed resolutions at the AGM. There were no Shares entitling the Shareholders to attend but requiring the Shareholders to abstain from voting in favour of any of the resolutions at the AGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “HK Listing Rules”).
- (f) The Company could disregard up to 643,893 votes cast on resolution 3:
 - by or on behalf of a member of the Key Management Personnel (the “KMP”) named in the Remuneration Report for 2020 or their closely related parties, regardless of the capacity in which the vote was cast; or
 - as a proxy by a person who is a member of the KMP at the date of the AGM or their closely related parties, unless the vote was cast as proxy;
 - for a person entitled to vote on resolution 3 in accordance with the direction on the proxy form specifying how the proxy is to vote; or

- by the Chairman of the AGM for a person entitled to vote on resolution 3 pursuant to an express authorisation in the proxy form to vote as the Chairman sees fit (even though the resolution is connected directly or indirectly with the remuneration of the KMP).

‘Closely related party’ is defined in the Corporations Act and includes a spouse, dependent and certain other close family members, of the KMP, as well as any companies controlled by the KMP.

- (g) In accordance with the ASX Listing Rules, the Company could disregard votes cast on resolution 4:
- by a person referred to in ASX Listing Rule 10.14.1, 10.14.2 or 10.14.3 who is eligible to participate in the Company’s Equity Incentive Plan; or
 - any associate of those persons.

(Currently, executive Directors of the Company are the only Directors who are eligible to participate in the Company’s Equity Incentive Plan.)

- (h) Save as disclosed, no Shareholder of the Company was required under the HK Listing Rules to abstain from voting on resolutions 2(a), 2(b), 2(c), 4, 5, 6, 7,8 or 9 at the AGM.
- (i) None of the Shareholders of the Company have stated their intention in the Notice to vote against or abstain from voting on any of the resolutions at the AGM.

The Company’s Australian share registry, Computershare Investor Services Pty Limited, acted as the scrutineer for the purpose of vote-taking at the AGM.

By order of the Board
Yancoal Australia Ltd
Baocai ZHANG
Chairman

Hong Kong, 28 May 2021

As of the date of this announcement, the executive Director is Mr. Ning Zhang, the non-executive Directors are Mr. Baocai Zhang, Mr. Cunliang Lai, Mr. Xiangqian Wu, Mr. Qingchun Zhao and Mr. Xing Feng and the independent non-executive Directors are Mr. Gregory James Fletcher, Dr. Geoffrey William Raby and Ms. Helen Jane Gillies.

* *For identification purposes only*