

*Australian Securities Exchange, 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.*



*(Incorporated in Victoria, Australia with limited liability)*

**(Hong Kong stock code: 3668)**

**(Australian stock code: YAL)**

**POLL RESULT OF  
THE EXTRAORDINARY GENERAL MEETING  
HELD ON 18 OCTOBER 2023**

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING**

Reference is made to the circular (the “**Circular**”) and the notice of extraordinary general meeting (the “**Notice of EGM**”) of Yancoal Australia Ltd (the “**Company**”) both dated 14 September 2023 regarding the renewal of Continuing Connected Transactions and Related Party Transactions in relation to the Coal Sales Transactions. Unless otherwise defined, capitalised terms used in this announcement have the same meanings as those defined in the Circular.

The Board is pleased to announce that at the extraordinary general meeting (the “**EGM**”) of the Company held on Wednesday, 18 October 2023, all the proposed resolutions as set out in the Notice of EGM 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
1. Approval for entry into the 2023 Yankuang Energy Framework Agreement For Coal Sales	Ordinary	225,935,359 99.87%	297,552 0.13%	121,189	Carried
2. Approval for entry into the 2023 YIT Framework Agreement For Coal Sales	Ordinary	225,934,316 99.87%	300,552 0.13%	191,232	Carried
3. Approval for entry into the Proposed Coal Sales Agreements	Ordinary	225,938,662 99.87%	298,295 0.13%	117,142	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 EGM in person, by authorised representative or by proxy.
- (b) The full text of the above resolutions is set out in the Notice of EGM.
- (c) As more than 50% of votes were cast in favour of each of resolutions 1, 2 and 3, those resolutions were duly passed as ordinary resolutions.
- (d) In accordance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**HK Listing Rules**”), any shareholder with a material interest in the connected transactions contemplated thereunder and its close associates are required to abstain from voting. As stated in the Circular, Yankuang Energy Group Co. Limited and its associates, which have a material interest in the Continuing Connected Transactions, would abstain from voting on the resolutions proposed at the EGM. As at the date of the EGM, Yankuang Energy Group Co. Limited and its associates, which were interested in an aggregate of 822,157,715 Shares, representing approximately 62.26% of the total issued shares of the Company, have abstained from voting on such resolutions at the EGM. The total number of shares held by the Independent Shareholders entitled to attend and vote for or against the resolutions proposed at the EGM was 498,281,722. Independent Shareholders and authorised proxies of Independent Shareholders holding an aggregate of 146,792 shares, representing 0.0111 % of the total number of shares of the Company in issue, were present at the EGM.
- (e) Save as disclosed above, no Shareholders were required under the HK Listing Rules to abstain from voting on the resolutions at the EGM and none of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the EGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of any of the resolutions at the EGM as set out in Rule 13.40 of the HK Listing Rules.

- (f) In accordance with ASX Listing Rules 10.5.9 and 14.11, the Company could disregard any votes cast on the resolution 3 by or on behalf of Yancoal International Trading Co., Ltd., Yankuang Lucky International Company Limited, Shandong Energy (Hainan) Intelligent International Technology Co., Ltd and any person who will obtain a material benefit as a result of the Company's entry into the Proposed Coal Sales Agreements (except a benefit solely by reason of being the holder of ordinary securities in the Company), or any associate of those persons (as defined under the ASX Listing Rules) including the Company's majority shareholder, Yankuang Energy Group Co. Limited.

Amongst the Directors, Mr. Gang Ru, Mr. Gregory Fletcher, Mr. Ning Yue and Ms. Helen Gillies attended the EGM in person or by electronic means.

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

By order of the Board  
**Yancoal Australia Ltd**  
**Gang RU**  
*Chairman*

Hong Kong, 18 October 2023

*As of the date of this announcement, the executive Director is Mr. Ning Yue, the non-executive Directors are Mr. Gang Ru, Mr. Yaomeng Xiao, Mr. Xiaolong Huang and Mr. Changyi Zhang and the independent non-executive Directors are Mr. Gregory James Fletcher, Dr. Geoffrey William Raby and Ms. Helen Jane Gillies.*

\* *For identification purposes only*