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CHINA COAL ENERGY COMPANY LIMITED*

中國中煤能源股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 01898)

**CONTINUING CONNECTED TRANSACTIONS
PROPOSED REVISION OF THE 2021 INTEGRATED MATERIALS AND
SERVICES MUTUAL PROVISION FRAMEWORK AGREEMENT AND
THE 2021 COAL SUPPLY FRAMEWORK AGREEMENT AND
THE ANNUAL CAPS FOR RELEVANT TRANSACTIONS
THEREUNDER FOR THE TWO YEARS ENDING 31 DECEMBER 2023**

Reference is made to (i) the announcement of the Company dated 28 April 2020 and the circular of the Company dated 29 April 2020, in relation to, among others, the renewal of the continuing connected transactions under the 2021 Integrated Materials and Services Mutual Provision Framework Agreement and the 2021 Coal Supply Framework Agreement between the Company and the Parent and the revision of the annual caps for the three years ending 31 December 2023 for the continuing connected transactions thereof; (ii) the announcement of the Company dated 27 October 2021, in relation to, among others, the revision of the annual caps for the three years ending 31 December 2023 for the provision of the materials and ancillary services and of the exclusive coal export-related services to the Parent Group by the Group under the 2021 Integrated Materials and Services Mutual Provision Framework Agreement.

On 5 July 2022, the Company and China Coal Group entered into the Supplementary Agreements, pursuant to which, such relevant transactions between the Group and Guoyuan Group will also be incorporated into and governed by the Revised Integrated Materials and Services Mutual Provision Framework Agreement and the Revised Coal Supply Framework Agreement and voluntarily regulated by the connected transaction regime. On the same day, the Board also proposed to revise the annual caps for the two years ending 31 December 2023 for the provision of the materials and ancillary services and exclusive coal export-related services to the Enlarged Parent Group (i.e. the Parent Group and the Guoyuan Group) by the Group under the Revised Integrated Materials and Services Mutual Provision Framework Agreement and the transactions under the Revised Coal Supply Framework Agreement. The annual caps for the two years ending 31 December 2023 for the provision of the materials and ancillary services and of the social and support services to the Group by the Enlarged Parent Group under the Revised Integrated Materials and Services Mutual Provision Framework Agreement remain unchanged.

HONG KONG LISTING RULES IMPLICATIONS

As at the date of this announcement, approximately 58.36 % of the issued share capital of the Company is held directly and indirectly by the Parent, which is the controlling shareholder of the Company and therefore a connected person of the Company under Chapter 14A of the Hong Kong Listing Rules. Accordingly, the transactions contemplated between the Group and the Parent Group constitute connected transactions of the Company.

As one or more of the applicable percentage ratios (as defined in rule 14.07 of the Hong Kong Listing Rules) exceed 5% in respect of the revised annual caps for the two years ending 31 December 2023 for the provision of the materials and ancillary services and of the exclusive coal export-related services to the Parent Group by the Group under the Revised Integrated Materials and Services Mutual Provision Framework Agreement and for the transactions under the Revised Coal Supply Framework Agreement, the Supplementary Agreements and Proposed Revisions are subject to the reporting, annual review, announcement and Independent Shareholders' approval requirements under Rule 14A of the Hong Kong Listing Rules.

GENERAL INFORMATION

The Company intends to hold an extraordinary general meeting on Thursday, 25 August 2022 to seek the approval of the Independent Shareholders in respect of the above Supplementary Agreements and Proposed Revisions. The Parent Group and its associates, together holding 7,737,558,608 Shares (representing approximately 58.36% of the issued share capital) of the voting rights, shall abstain from voting on the relevant resolutions at the extraordinary general meeting.

The Independent Board Committee has been formed to advise the Independent Shareholders in respect of the Supplemental Agreements and the Proposed Revisions, and the Independent Board Committee has approved the appointment of the Independent Financial Adviser to advise the Independent Board Committee and the Independent Shareholders in respect of the above matters in accordance with the Hong Kong Listing Rules.

A circular providing, among other things, further details of the Supplemental Agreements, the Proposed Revisions, relevant letter from the Independent Board Committee and relevant recommendation from the Independent Financial Adviser, together with notice convening the extraordinary general meeting, will be despatched to the Shareholders no more than 15 business days after the publication of this announcement in accordance with the Hong Kong Listing Rules.

I. PROPOSED REVISION OF THE 2021 INTEGRATED MATERIALS AND SERVICES MUTUAL PROVISION FRAMEWORK AGREEMENT AND THE ANNUAL CAPS FOR RELEVANT TRANSACTIONS THEREUNDER FOR THE TWO YEARS ENDING 31 DECEMBER 2023

(1) Proposed Revision of the 2021 Integrated Materials and Services Mutual Provision Framework Agreement

The 2021 Integrated Materials and Services Mutual Provision Framework Agreement was entered into by the Company and the Parent Group on 28 April 2020 for a term of three years from 1 January 2021 to 31 December 2023, pursuant to which the Group shall supply the Parent Group production materials and ancillary services and coal export related services; and the Parent Group shall supply the Group production materials and ancillary services and social and support services.

On 5 July 2022, as with the deepening of the national supply-side structural reform and considering the further integration and optimization of coal resources of coal-related central enterprises by the Parent Group, the Group decides to regulate the Group's continuing transactions with Guoyuan Group under the connected transaction regime from 2022, the Company and China Coal Group entered into the Supplementary Agreements to the Integrated Materials and Services Mutual Provision Framework Agreement, pursuant to which, the parties agree and ratify, with effect from 1 January 2022, the scope of the Parent Group under the 2021 Integrated Materials and Services Mutual Provision Framework Agreement will be expanded to the China Coal Group and its associates (excluding the Group) and the Guoyuan Group, i.e. to the Enlarged Parent Group. Upon the effectiveness of the Supplementary Agreement to the Integrated Materials and Services Mutual Provision Framework Agreement, it shall become an integral part of the Revised Integrated Materials and Services Mutual Provision Framework Agreement and shall have the same legal effect as the 2021 Integrated Materials and Services Mutual Provision Framework Agreement. Except the provisions expressly modified in the Supplementary Agreement to the Integrated Materials and Services Mutual Provision Framework Agreement, the 2021 Integrated Materials and Services Mutual Provision Framework Agreement shall remain effective. The Supplementary Agreements to the Integrated Materials and Services Mutual Provision Framework Agreement shall be effective from the date of signature and sealing by the legal representatives or authorized representatives of both parties and approval by the shareholders in the General Meeting until 31 December 2023.

The prices of transactions under the Revised Integrated Materials and Services Mutual Provision Framework Agreement shall be determined based on the following pricing policy and order: (i) for the bulk equipment and raw materials, the price will be arrived by bidding process in principle; (ii) where no bidding process is involved, the price shall be consistent with the relevant market price; and (iii) where comparable market price is unavailable, the price shall be determined with reference to a reasonable cost and a reasonable profit margin.

Please refer to the announcement of the Company dated 27 October 2021 and 28 April 2020 and the circular of the Company dated 29 April 2020 for details of the terms of the Integrated Materials and Services Mutual Provision Framework Agreement 2021, including the pricing policy.

(2) Proposed Revision of the Annual Caps for Relevant Transactions Under the Revised Integrated Materials And Services Mutual Provision Framework Agreement For the Two Years Ending 31 December 2023

The Board proposed to revise the annual caps for the two years ending 31 December 2023 for the provision of the materials and ancillary services and of the exclusive coal export-related services to the Enlarged Parent Group by the Group under the Revised Integrated Materials and Services Mutual Provision Framework. The annual caps for the two years ending 31 December 2023 for the provision of the materials and ancillary services and of the social and support services to the Group by the Enlarged Parent Group under the Revised Integrated Materials and Services Mutual Provision Framework Agreement remain unchanged. Details of the proposed revision are set out below:

Existing Annual Caps for the Three Years Ending 31 December 2023

The existing annual caps for the provision of the materials and ancillary services and of the exclusive coal export-related services to the Parent Group by the Group under the 2021 Integrated Materials and Services Mutual Provision Framework Agreement for the three years ending 31 December 2023 are set out below:

Transactions	Year ended 31 December 2021 (RMB)	Year ending 31 December 2022 (RMB)	Year ending 31 December 2023 (RMB)
Provision of the materials and ancillary services and of the exclusive coal export-related services to the Parent Group by the Group	3,800,000,000	4,500,000,000	4,500,000,000

Historical Actual Transaction Value

The actual transaction value of the provision of the materials and ancillary services and of the exclusive coal export-related services to the Parent Group by the Group under the 2021 Integrated Materials and Services Mutual Provision Framework Agreement for the year ended 31 December 2021 and the four months ended 30 April 2022 is set out below:

Transaction Value	Year ended 31 December 2021 (RMB)	Four months ended 30 April 2022 (RMB)
Provision of the materials and ancillary services and of the exclusive coal export-related services to the Parent Group by the Group	3,650,000,000	1,325,000,000

The Directors have been monitoring the transaction value contemplated under the Revised Integrated Materials and Services Mutual Provision Framework Agreement. As at the date of this announcement, the relevant annual caps for the continuing connected transactions contemplated under the Revised Integrated Materials and Services Mutual Provision Framework Agreement have not been exceeded.

Proposed Revised Annual Caps for the Two Years Ending 31 December 2023

The proposed revised annual caps for the provision of the materials and ancillary services and of the exclusive coal export-related services to the Enlarged Parent Group by the Group under the Revised Integrated Materials and Services Mutual Provision Framework Agreement for the two years ending 31 December 2023 are set out as below:

Transactions	Year ending 31 December 2022 (RMB)	Year ending 31 December 2023 (RMB)
Provision of the materials and ancillary services and of the exclusive coal export-related services to the Enlarged Parent Group by the Group	9,800,000,000	9,400,000,000

In arriving at the above revised annual caps for the transactions of providing raw materials and supporting services by the Group to the Enlarged Parent Group and the exclusive coal export supporting services under the Revised Integrated Materials and Services Mutual Provision Framework Agreement, the directors primarily considered the following factors:

- (i) In 2021, the actual transaction value for the provision of raw materials and supporting services and of exclusive coal export supporting services by the Group to the Parent Group under the 2021 Integrated Materials and Services Mutual Provision Framework Agreement was RMB3,650 million. Therefore, based on the 2021 annual cap of RMB3,800 million, the utilization rate of the annual cap reached 96%;
- (ii) China National Coal Development Co., Ltd. (“Development Company”), a subsidiary of the Company, will develop a new business model of centralized procurement platform under which the Parent Group will increase the bulk procurement from Development Company, leading to an increase of RMB3,070 million and RMB3,125 million for the provision of raw materials, equipment and auxiliary materials to the Parent Group for the year of 2022 and 2023 respectively based on the procurement plan for raw materials, equipment and auxiliary materials of members of the Parent Group. Meanwhile, China Coal Sales and Transportation Co., Ltd. (“China Coal Sales Company”), a subsidiary of the Company, will increase centralized supply of raw coal to the power plants of the Parent Group by an average amount of over 5 million tonnes per year with transaction value of RMB1,203 million and RMB1,221 million for the year of 2022 and 2023 respectively; and
- (iii) Considering the deepening of the national supply-side structural reform and further optimization and integration of coal resources of coal-related central enterprises by the Parent Group, the Group voluntarily regulates the Group’s continuing transactions with Guoyuan Group under the connected transaction regime. Based on the demand for mining equipment from coal mines of members of Guoyuan Group, the amount of equipment provided by the Group to Guoyuan Group is estimated to amount to RMB990 million and RMB540 million for the year of 2022 and 2023 respectively.

II. PROPOSED REVISION OF THE 2021 COAL SUPPLY FRAMEWORK AGREEMENT AND THE ANNUAL CAPS FOR RELEVANT TRANSACTIONS THEREUNDER FOR THE TWO YEARS ENDING 31 DECEMBER 2023

(1) Proposed Revision of the 2021 Coal Supply Framework

The 2021 Coal Supply Framework Agreement was entered into by the Company and the Parent on 28 April 2020 for a term of three years from 1 January 2021 to 31 December 2023, pursuant to which the Parent Group has agreed to supply the coal products produced from the mines owned by the Parent Group to the Group. The Group is entitled to purchase coal products produced by third parties once the quantity or quality of coal products provided by the Parent Group cannot satisfy the requirements of the Group.

On 5 July 2022, as with the deepening of the national supply-side structural reform and considering the further integration and optimization of coal resources of coal-related central enterprises by the Parent Group, the Group decides to regulate the Group's continuing transactions with Guoyuan Group under the connected transaction regime from 2022, the Company and China Coal Group entered into the Supplementary Agreements to the Coal Supply Framework Agreement, pursuant to which, the parties agree and ratify, with effect from 1 January 2022, the scope of the Parent Group under the 2021 Coal Supply Framework Agreement will be expanded to the China Coal Group and its associates (excluding the Group) and the Guoyuan Group, i.e. to the Enlarged Parent Group.

The coal prices of long-term contracts under the Revised Coal Supply Framework Agreement shall be determined in accordance with the Bohai Bay Thermal Coal Price and the China Coal Price Index of China Coal Transport and Distribution Association and the China Electricity Coal Index, subject to adjustments on a monthly basis in accordance with the changes in the indexes. The spot sales prices of coal shall be determined and promptly adjusted in accordance with market prices.

Please refer to the announcement of the Company dated 28 April 2020 and the circular of the Company dated 29 April 2020 for details of the terms of the 2021 Coal Supply Framework Agreement including the pricing policy.

(2) Proposed Revision of the Annual Caps for Transactions Under the Revised Coal Supply Framework Agreement for the Two Years Ending 31 December

Existing Annual Caps for the Three Years Ending 31 December 2023

The existing annual caps for the 2021 Coal Supply Framework Agreement for the three years ending 31 December 2023 are set out below:

Transactions	Year ended 31 December 2021 (RMB)	Year ending 31 December 2022 (RMB)	Year ending 31 December 2023 (RMB)
Procurement of coal products from the Enlarged Parent Group by the Group	10,700,000,000	11,000,000,000	11,300,000,000

Historical Actual Transaction Value

The actual transaction value of the 2021 Coal Supply Framework Agreement for the year ended 31 December 2021 and the four months ended 30 April 2022 is set out below:

Transaction Value	Year ended 31 December 2021 (RMB)	Four months ended 30 April 2022 (RMB)
Procurement of coal products from the Enlarged Parent Group by the Group	5,972,000,000 (Note)	6,185,000,000

Note: The utilization rate of the annual cap for the transactions under the 2021 Coal Supply Framework Agreement for the year ended 31 December 2021 was 55.8%. This utilization rate being below expected is mainly due to the factors including business restructuring and decline in coal productivity resulting from depletion of coal resources of some members of the Parent Group, and the non-occurrence of new continuing connected transactions under the 2021 Coal Supply Framework as a result of the integration of coal resources of central enterprises by the Parent Group, as a result of which the transaction value for the procurement of coal from the Parent Group to the Group was below expected.

The Directors have been monitoring the transaction value contemplated under the Revised Coal Supply Framework Agreement. As at the date of announcement, the relevant annual caps for the continuing connected transactions contemplated under the Revised Coal Supply Framework Agreement have not been exceeded.

Proposed Revised Annual Caps for the Two Years Ending 31 December 2023

The proposed revised annual caps for the transactions under the Revised Coal Supply Framework Agreement for the two years ending 31 December 2023 are set out as below:

Transactions	Year ending 31 December 2022 (RMB)	Year ending 31 December 2023 (RMB)
Procurement of coal products from the Enlarged Parent Group by the Group	22,200,000,000	27,600,000,000

In arriving at the above proposed revised annual caps for the transactions under the Revised Coal Supply Framework Agreement, the directors primarily considered the following factors:

- (i) For the four months ended 30 April 2022, the actual transaction value of coal products procured by the Group from the Enlarged Parent Group under the Revised Coal Supply Framework Agreement was RMB6,185 million, representing 56.3% of the annual cap for the year 2022, exceeding the original budget;
- (ii) Considering the deepening of structural reform on the supply side of coal and the participation of integration of coal resources of central enterprises by the Parent, the Group voluntarily regulates the Group's continuing transactions with Guoyuan Group under the connected transaction regime. The Group expected to procure coal from Guoyuan Group with an average amount of 25 million tonnes per year and transaction value of approximately RMB10,053 million and RMB11,400 million for the year of 2022 and 2023 respectively;
- (iii) The Group will increase its centralized procurement from some members of the Parent Group for centralized sales pursuant to the national energy supply assurance requirements by 1.8 million tonnes and 3.5 million tonnes with transaction value of RMB3,600 million and RMB7,000 million for the year of 2022 and 2023 respectively. Besides, with the establishment of branch in Western China by China Coal Sales Company, a subsidiary of the Company, the centralized procurement of coal products from members of the Parent Group in Xinjiang for centralized sales are expected to amount to 6.70 million tonnes and 9.85 million tonnes for the year of 2022 and 2023 respectively, leading to an increase in transaction value of approximately RMB1,593 million and RMB2,193 million in the procurement of coal by the Group from the Parent Group for the year of 2022 and 2023 respectively; and
- (iv) Following the acquisition of 56% equity interest in China Coal Jingmin (Fujian) Industry and Trade Co., Ltd. ("Jingmin Company") by China Coal Sales Company, the Group's procurement of coal from Jingmin Company, which expects to amount to 1.56 million tonnes and 1.83 million tonnes, with transaction value of approximately RMB775 million and RMB938 million for the year of 2022 and 2023 respectively, no longer constitutes a continuing connected transactions of the Company and thus deducted from the original annual cap budget. Besides, some members of the Parent Group restructured their business, etc., and this will lead to a decrease of approximately 2.90 million tonnes per year and an average decrease in total transaction value of RMB1,263 million per year for the coal transaction with the Group.

III. REASONS FOR REVISION OF 2021 INTEGRATED MATERIALS AND SERVICES MUTUAL PROVISION FRAMEWORK AGREEMENT AND THE 2021 COAL SUPPLY FRAMEWORK AGREEMENT AND REVISION OF THE RELEVANT ANNUAL CAPS

The Company considers that the 2021 Integrated Materials and Services Mutual Provision Framework Agreement enables (i) the Group to obtain a stable supply of relevant raw materials and services from the Parent Group at market prices in its ordinary course of business; and (ii) the Group to obtain stable customers who purchase the relevant raw materials and services of the Group at market prices in its ordinary course of business; the 2021 Coal Supply Framework Agreement enables (i) the Group to obtain a stable supply of coal products from the Parent Group at market prices in its ordinary course of business; and (ii) the Group to avoid potential competition between the coal products of the Parent Group and the coal products of the Group. The entering into of the respective Supplemental Agreement will incorporate the relevant transactions between the Group and the Guoyuan Group.

The Board has been closely monitoring the performance of the Revised Integrated Materials and Services Mutual Provision Framework Agreement and the Revised Coal Supply Framework Agreement. Taking into account the above factors, the Board expects that the existing annual caps for the transactions of the provision of raw materials and ancillary services by the Group to the Enlarged Parent Group and the exclusive coal export ancillary services under the Revised Integrated Materials and Services Mutual Provision Framework Agreement and the transactions under the Revised Coal Supply Framework Agreement will not be sufficient to meet the Group's future business development and related requirements. Therefore, the Board proposed to revise the relevant annual caps to allow flexibility and agility within higher cap for such transactions between the Group and the Enlarged Parent Group for the benefit of normal production and operation of the Group.

IV. IMPLEMENTATION AGREEMENTS AND INTERNAL CONTROL MEASURES

Members of the Group and members of the Enlarged Parent Group will enter into, from time to time and as necessary, separate implementation agreements for each of the specific transactions contemplated under the Revised Integrated Materials and Services Mutual Provision Framework Agreement and the Revised Coal Supply Framework Agreement during the term thereof. Any such implementation agreements will be within the ambit of such framework agreements on continuing connected transaction and the relevant annual caps, and if exceed, the Company will comply with the relevant Hong Kong Listing Rules accordingly.

The Company has put in place adequate internal control systems and has designated specific departments and responsible persons for the execution, monitoring and review of the framework agreements on continuing connected transactions, and such framework agreements on continuing connected transactions are reviewed annually by the independent non-executive directors and auditors of the Company to ensure that the transactions are conducted on normal commercial terms within the scope of the framework agreements on continuing connected transactions and in the interests of the Company and its shareholders.

For further details of the internal control measures, please refer to the announcements of the Company dated 27 October 2021 and 28 April 2020 and the circular of the Company dated 29 April 2020.

V. HONG KONG LISTING RULES IMPLICATIONS

As at the date of this announcement, approximately 58.36 % of the issued share capital of the Company is held directly and indirectly by the Parent, which is the controlling shareholder of the Company and therefore a connected person of the Company under Chapter 14A of the Hong Kong Listing Rules. Accordingly, the transactions contemplated between the Group and the Parent Group constitute connected transactions of the Company.

As one or more of the applicable percentage ratios (as defined in rule 14.07 of the Hong Kong Listing Rules) exceed 5% in respect of the revised annual caps for the two years ending 31 December 2023 for the provision of the materials and ancillary services and of the exclusive coal export-related services to the Parent Group by the Group under the Revised Integrated Materials and Services Mutual Provision Framework Agreement and for the transactions under the Revised Coal Supply Framework Agreement, the Supplementary Agreements and Proposed Revisions are subject to the reporting, annual review, announcement and Independent Shareholders' approval requirements under Rule 14A of the Hong Kong Listing Rules.

VI. DIRECTORS' CONFIRMATION

The Directors (excluding the independent non-executive Directors who will express their opinions upon taking into the advice of the Independent Financial Advisor) are of the view that both the Revised Integrated Materials and Services Mutual Provision Framework Agreement and the Revised Coal Supply Framework Agreement (i) have been negotiated on an arm's length basis; (ii) will be conducted on normal commercial terms, or on terms no less favorable to the Group than those available to or from independent third parties; (iii) are entered into in the ordinary and usual course of business of the Group; (iv) are fair and reasonable and in the interests of Company and the Shareholders as a whole; and (v) that the Proposed Revisions are fair and reasonable and in the interests of the Company and its Shareholders as a whole.

The Directors, Mr. Wang Shudong, Mr. Peng Yi and Mr. Zhao Rongzhe, who are also directors or senior management of the Parent, are deemed to have material interests in the Supplementary Agreements and Proposed Revisions, and have abstained from voting from the relevant resolutions of the Board Meeting. Save as disclosed above, none of the other Directors has a material interest in the Supplementary Agreements and Proposed Revisions.

VII. GENERAL INFORMATION OF THE PARTIES OF THE TRANSACTIONS

The Company

The Company is principally engaged in coal production, sales and trading, coal chemical business, coal mining equipment manufacturing and other related operations in China.

The Parent

The Parent is a state-owned enterprise established under the laws of the PRC and the controlling shareholder of the Company, holding, directly and indirectly, approximately 58.36% of the issued share capital of the Company as at the date of this announcement. The Parent is principally engaged in the production and trading of coal, coal chemical business, pithead power generation, construction of coal mines, manufacturing of coal mining equipment and the provision of related engineering technologies and services. The ultimate controller of the Parent is SASAC. SASAC is an ad-hoc ministerial-level organization directly subordinated to the State Council, and is mainly responsible for supervising and managing the state-owned assets of enterprises under the supervision of the Central Government (excluding financial enterprises), supervising the reservation and increment of the value of the state-owned assets of the supervised enterprises and other issues.

VIII. GENERAL INFORMATION

The Company intends to hold an extraordinary general meeting on Thursday, 25 August 2022 to seek the approval of the Independent Shareholders in respect of the entering into of the Supplemental Agreements and the Proposed Revisions. The Parent Group and its associates, together holding 7,737,558,608 Shares of the Company (representing approximately 58.36% of the issued share capital) of the voting rights as at the date of this announcement, shall abstain from voting on the relevant resolutions at the extraordinary general meeting.

The Independent Board Committee has been formed to advise the Independent Shareholders in respect of the Supplemental Agreements and the Proposed Revisions, and the Independent Board Committee has approved the appointment of the Independent Financial Adviser to advise the Independent Board Committee and the Independent Shareholders in respect of the above matters in accordance with the Hong Kong Listing Rules.

A circular providing, among other things, further details of the Supplemental Agreements, the Proposed Revisions, relevant letter from the Independent Board Committee and relevant recommendation from the Independent Financial Adviser, together with notice convening the extraordinary general meeting, will be despatched to the Shareholders no more than 15 business days after the publication of this announcement in accordance with the Hong Kong Listing Rules.

IX. DEFINITION

“A Share(s)”	the domestic ordinary share(s) of RMB1.00 each in the share capital of the Company, which are listed on the Shanghai Stock Exchange and traded in Renminbi
“associate”	has the meaning ascribed to it under the Hong Kong Listing Rules and SSE Listing Rules
“Board”	the board of Directors of the Company
“China Coal Group” or “Parent”	China National Coal Group Corporation (中國中煤能源集團有限公司), a state-owned enterprise established under the laws of the PRC and the controlling shareholder of the Company
“Company”	China Coal Energy Company Limited (中國中煤能源股份有限公司), a joint stock company incorporated in the PRC with limited liability, the H Shares of which are listed on the Hong Kong Stock Exchange under the stock code of 01898 and the A Shares of which are listed on the Shanghai Stock Exchange under the stock code of 601898
“connected person”	has the meaning ascribed to it under the Hong Kong Listing Rules
“controlling shareholder”	has the meaning ascribed to it under the Hong Kong Listing Rules
“Director(s)”	the director(s) of the Company
“Enlarged Parent Group”	The Parent and Guoyuan Group
“Group”	the Company and its subsidiaries
“Guoyuan”	Guoyuan Times Coal Asset Management Co., Ltd., a state-owned enterprise established under the laws of the PRC, is a central enterprise coal asset management platform. As at the date of the announcement, it was a 29% participating company of China Coal Group through its subsidiary China Coal Resources Development Group Company Limited.
“Guoyuan Group”	Guoyuan and its subsidiaries
“H Share(s)”	the overseas listed foreign share(s) of RMB1.00 each in the share capital of the Company, which are listed on the Hong Kong Stock Exchange and traded in Hong Kong dollars

“Hong Kong Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited amended from time to time
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Independent Board Committee”	an independent board committee of the Board comprising all of the independent non-executive Directors, who have no material interest in the Supplementary Agreements and Proposed Revisions, namely Zhang Ke, Zhang Chengjie, and Leung Chong Shun, which was established to advise the Independent Shareholders in relation to the Supplementary Agreements and Proposed Revisions
“Independent Financial Adviser” or “Gram Capital”	Gram Capital Limited, a licensed corporation to carry out Type 6 (advising on corporate finance) regulated activity under the SFO, the independent financial adviser to advise the Independent Board Committee and the Independent Shareholders in relation to Supplementary Agreements and Proposed Revisions
“Independent Shareholders”	shareholders of the Company who have no material interest in the Supplementary Agreements and Proposed Revisions and thus are not required to abstain from voting on the resolutions to be proposed at the extraordinary general meeting under the Hong Kong Listing Rules
“Parent Group”	the Parent and its associates (excluding the Group)
“Proposed Revisions”	the proposed revision of the annual caps for the two years ending 31 December 2023 for the provision of materials and ancillary services and exclusive coal export-related services to the Enlarged Parent Group by the Group under the Revised Integrated Materials and Services Mutual Provision Framework Agreement and for the transactions under the Revised Coal Supply Framework Agreement
“Renminbi” or “RMB”	Renminbi, the lawful currency of the PRC
“Revised Coal Supply Framework Agreement”	2021 Coal Supply Framework Agreement and the Supplementary Agreement to the Coal Supply Framework Agreement

“Revised Integrated Materials and Services Mutual Provision Framework Agreement”	2021 Integrated Materials and Services Mutual Provision Framework Agreement and the Supplementary Agreement to the Integrated Materials and Services Mutual Provision Framework Agreement
“SASAC”	the State-owned Assets Supervision and Administration Commission to the State Council
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	the ordinary share(s), including A Shares and H Shares
“Shareholder(s)”	the shareholder(s) of the Company, including holder(s) of H Shares and holder(s) of A Shares
“SSE Listing Rules”	The Rules Governing the Listing of Stocks on the Shanghai Stock Exchange (《上海證券交易所股票上市規則》) amended from time to time
“subsidiary”	has the meaning ascribed to it under the Hong Kong Listing Rules and the SSE Listing Rules
“Supplementary Agreements”	the Supplementary Agreement to the Integrated Materials and Services Mutual Provision Framework Agreement and the Supplementary Agreement to the Coal Supply Framework Agreement
“Supplementary Agreement to the Integrated Materials and Services Mutual Provision Framework Agreement”	the Supplementary Agreement to the Integrated Materials and Services Mutual Provision Framework Agreement dated 5 July 2022 and entered between the Company and the Parent
“Supplementary Agreement to the Coal Supply Framework Agreement”	the Supplementary Agreement to the Coal Supply Framework Agreement dated 5 July 2022 and entered between the Company and the Parent

“2021 Integrated Materials and Services Mutual Provision Framework Agreement”	the integrated materials and services mutual provision framework agreement dated 28 April 2020 and entered into between the Company and the Parent
“2021 Coal Supply Framework Agreement”	the coal supply framework agreement dated 28 April 2020 and entered into between the Company and the Parent
“%”	percent

By Order of the Board
China Coal Energy Company Limited
Wang Shudong
Chairman of the Board, Executive Director

Beijing, the PRC
5 July 2022

As at the date of this announcement, the Company’s executive directors are Wang Shudong and Peng Yi; the non-executive directors are Zhao Rongzhe and Xu Qian; and the independent non-executive directors are Zhang Ke, Zhang Chengjie, and Leung Chong Shun.

* *For identification purpose only*