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中国神华能源股份有限公司
CHINA SHENHUA ENERGY COMPANY LIMITED

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

(Stock Code: 01088)

OVERSEAS REGULATORY ANNOUNCEMENT

This announcement is made pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited.

The “Announcement Regarding Resolutions at the 15th Meeting of the Fifth Session of the Board” as published in Chinese on the website of the Shanghai Stock Exchange (www.sse.com.cn) on 24 September 2022 is enclosed hereto as overseas regulatory announcement.

By order of the Board
China Shenhua Energy Company Limited
Huang Qing
Secretary to the Board of Directors

Beijing, 23 September 2022

As at the date of this announcement, the Board comprises the following: Mr. Lv Zhiren and Mr. Xu Mingjun as executive directors, Mr. Jia Jinzhong and Mr. Yang Rongming as non-executive directors, Dr. Yuen Kwok Keung, Dr. Bai Chong-En and Dr. Chen Hanwen as independent non-executive directors, and Ms. Liu Xiaolei as employee director.

China Shenhua Energy Company Limited Announcement Regarding Resolutions at the 15th Meeting of the Fifth Session of the Board

The Board of Directors and all directors of China Shenhua Energy Company Limited guarantee that the information set out in this announcement does not contain any false statements, misleading representations or material omissions, and severally and jointly accept responsibility as to the truthfulness, accuracy and completeness of the content herein.

The 15th meeting of the fifth session of the Board of Directors (the “**Board**”) of China Shenhua Energy Company Limited (the “**Company**”), with meeting materials such as notice of meeting, agenda and proposals served on 16 September 2022 by email and paperless office system to all directors and supervisors, was held by way of on-site meeting and teleconference at Shenhua Tower, No. 22 Xibinhe Road, Andingmen, Dongcheng District, Beijing on 23 September 2022. Eight out of the eight eligible directors (each a “**Director**”) attended the meeting in person. Yuen Kwok Keung, Bai Chong-En and Chen Hanwen (all Directors) attended the meeting via video connection. Yang Rongming (Director) requested for leave due to business engagement and appointed Jia Jinzhong (Director) to attend the meeting and vote on behalf of him. Recommended by the Board, the meeting was convened and chaired by Lv Zhiren (executive Director). Huang Qing (Secretary to the Board) attended the meeting, and all supervisors and senior management members attended the meeting as non-voting participants. The convening of the meeting was in compliance with the Company Law of the Peoples’ Republic of China and other relevant laws and regulations, the listing rules of the listing venues and the Articles of Association of China Shenhua Energy Company Limited (the “**Articles of Association**”).

The following resolutions were considered and approved at the meeting:

I. RESOLUTION IN RELATION TO THE SHAREHOLDER RETURN PLAN FOR THE YEAR 2022-2024

It is agreed to propose the general meeting of the Company to consider and approve that subject to the provisions of the Articles of Association, the profit to be distributed in cash annually for the year 2022-2024 shall be no less than 60% of the Company’s net profit attributable to the shareholders of the Company realized in the corresponding year.

All Directors (including independent non-executive Directors) confirmed, in relation to the shareholder return plan for the year 2022-2024, that:

The shareholder return plan for the year 2022-2024 is in compliance with relevant laws and regulations, normative documents and provisions of the Articles of Association and actual situation of the Company, takes full consideration of the sustainable development of the Company and the willingness of shareholders in achieving reasonable investment returns, established a sustainable, stable and scientific return mechanism, and is conducive to protecting the interests of shareholders, especially the minority shareholders.

Voting result: 8 ballots carrying voting rights, 8 assenting votes, 0 dissenting vote, 0 abstained vote, passed.

For details, please refer to the Announcement on Shareholder Return Plan for the Year 2022-2024 of China Shenhua Energy Company Limited disclosed simultaneously with this announcement.

II. RESOLUTION IN RELATION TO THE AMENDMENTS TO THE 2021-2023 FINANCIAL SERVICES AGREEMENT WITH CHINA ENERGY FINANCE CO., LTD.

1. It is agreed to propose the general meeting to consider and approve the amendments to the 2021-2023 Financial Services Agreement with China Energy Finance Co., Ltd. (the “**Group Finance Company**”) and the signing of the Supplemental Agreement to the Financial Services Agreement (the “**Supplemental Agreement**”) by both parties; the Supplemental Agreement shall come into effect upon the approval of the Company's general meeting from 1 January 2022 to 31 December 2023.

2. It is agreed to propose the general meeting to authorize the chief executive officer of the Company to sign the Supplemental Agreement with full authority to deal with all relevant matters thereof, make decision and take necessary actions to comply with the relevant requirements and procedures of the Shanghai Stock Exchange and The Stock Exchange of Hong Kong Limited in relation to the related (connected) transactions.

All the independent non-executive Directors have confirmed that:

1. From the Company’s perspective, the revision of Financial Services Agreement (including terms, transaction caps and pricing of the agreement) proposed in this resolution is conducted during its ordinary and usual course of business of the Company; is implemented on normal business terms or better; is fair and reasonable without being detrimental to the interests of the Company and minority shareholders, and is in the interests of the Company and the shareholders of the Company as a whole; and will not constitute a great reliance on related parties.

2. The signing of the Supplemental Agreement between the Company and the Group Finance Company is conducive to improving the efficiency of the Company’s capital utilization, reducing the cost of financial services and reinforcing risk prevention;

3. The voting procedures of the Board in respect of such related (connected) transactions are in compliance with the requirements of laws, regulations and the Articles of Association of the Company.

Related (connected) Directors Jia Jinzhong and Yang Rongming abstained from voting.

Voting result: 6 ballots carrying voting rights, 6 assenting votes, 0 dissenting vote, 0 abstained vote, passed.

For details, please refer to the Related Transaction Announcement of China Shenhua in relation to the Signing of the Supplemental Agreement to the Financial Services Agreement with China Energy Finance Co., Ltd. disclosed simultaneously with this announcement.

III. RESOLUTION IN RELATION TO THE REPORT ON EVALUATION ON RISKS OF CHINA ENERGY FINANCE CO., LTD. BY CHINA SHENHUA ENERGY COMPANY LIMITED

All independent non-executive Directors of the Company confirmed that:

1. The Report fully reflects the qualification of operation, internal control, operation management and risk management status of Group Finance Company, and the conclusion is objective and fair, without damage to the interests of the Company and its shareholders, in particular the interests of minority shareholders.

2. As a non-bank financial institution, the Group Finance Company has legal and valid Business License and Financial License, and its business scope, business contents and processes, internal risk control system and control processes are strictly regulated by the China Banking and Insurance Regulatory Commission, and no significant deficiencies in its risk management nor violations of the provisions of the Administrative Measures on Group Finance Companies have been found.

Related (connected) Directors Jia Jinzhong and Yang Rongming abstained from voting.

Voting result: 6 ballots carrying voting rights, 6 assenting votes, 0 dissenting vote, 0 abstained vote, passed.

For details, please refer to the Announcement on the Report of Evaluation on Risks of China Energy Finance Co., Ltd. by China Shenhua Energy Company Limited disclosed simultaneously with this announcement.

IV. RESOLUTION IN RELATION TO AMENDMENTS TO THE RISK DISPOSAL PLAN FOR CHINA SHENHUA ENERGY COMPANY LIMITED TO CARRY OUT RELATED LOANS AND DEPOSITS AND OTHER FINANCEIAL BUSINESS WITH CHINA ENERGY FINANCE CO., LTD.

All independent non-executive Directors of the Company confirmed that:

1. The Risk Disposal Plan for China Shenhua Energy Company Limited to Carry out Related Loans and Deposits and Other Financial Business with China Energy Finance Co., Ltd. (the “**Risk Disposal Plan**”) fully analyses the possible risks affecting the safety of the Company’s funds, and the solutions and fund preservation scheme for relevant risks are relatively comprehensive and feasible.

2. The Risk Disposal Plan helps ensure the capital safety of the Company, which effectively prevents, controls and resolves the capital risks of the Company and its holding subsidiaries’ deposits and loans in the Group Finance Company, and protect the interests of the Company and its shareholders, especially the minority shareholders.

Related (connected) Directors Jia Jinzhong and Yang Rongming abstained from voting.

Voting result: 6 ballots carrying voting rights, 6 assenting votes, 0 dissenting vote, 0 abstained vote, passed.

For details, please refer to the Risk Disposal Plan for China Shenhua Energy Company Limited to Carry out Related Loans and Deposits and Other Financial Business with China Energy Finance Co., Ltd. (Revised in September 2022) disclosed simultaneously with this announcement.

V. RESOLUTION IN RELATION TO CONVENING THE 2022 FIRST EXTRAORDINARY GENERAL MEETING OF CHINA SHENHUA ENERGY COMPANY LIMITED

Voting result: 8 ballots carrying voting rights, 8 assenting votes, 0 dissenting vote, 0 abstained vote, passed.

The notice of the 2022 first extraordinary general meeting of the Company will be disclosed separately in due course.

VI. RESOLUTION IN RELATION TO THE FORMULATION OF THE RULES OF PROCEDURES FOR THE SPECIAL MEETING OF THE CHAIRMAN OF CHINA SHENHUA ENERGY COMPANY LIMITED

Voting result: 8 ballots carrying voting rights, 8 assenting votes, 0 dissenting vote, 0 abstained vote, passed.

Announcement is hereby given.

By order of the Board of Directors
China Shenhua Energy Company Limited
Huang Qing
Secretary to the Board of Directors
24 September 2022