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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 Ninth Meeting of the Sixth Session of the Board” as published in Chinese on the website of the Shanghai Stock Exchange ([www.sse.com.cn](http://www.sse.com.cn)) by China Shenhua Energy Company Limited on 24 May 2025 is enclosed hereto as overseas regulatory announcement.

By order of the Board

**China Shenhua Energy Company Limited**

**Song Jinggang**

*Chief Financial Officer and Secretary to the Board of Directors*

Beijing, 23 May 2025

*As at the date of this announcement, the Board comprises the following: Mr. Zhang Changyan as executive director, Mr. Kang Fengwei and Mr. Li Xinhua as non-executive directors, Dr. Yuen Kwok Keung, Dr. Chen Hanwen and Mr. Wang Hong as independent non-executive directors, and Ms. Jiao Lei as employee director.*

## **China Shenhua Energy Company Limited Announcement Regarding Resolutions at the Ninth Meeting of the Sixth 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 take legal responsibility as to the truthfulness, accuracy and completeness of the content herein.**

The ninth meeting of the sixth session of the board of directors (the “**Board**”) of China Shenhua Energy Company Limited (the “**Company**” or “**China Shenhua**”), with meeting notice, proposal and other meeting materials served on 16 May 2025 by email or paperless office system to all directors and supervisors, was convened in written form on 23 May 2025. All 7 directors of the Company considered the proposal of the Board meeting and expressed their voting opinions in writing. The convening of the meeting was in compliance with the Company Law of the People’s Republic of China and relevant laws and regulations, the listing rules of the place of listing and the Articles of Association of China Shenhua Energy Company Limited.

The following proposal was considered and passed at the meeting:

### **(I) THE PROPOSAL REGARDING THE ACQUISITION OF EQUITY INTERESTS IN THE FINANCE COMPANY HELD BY SHUOHUANG RAILWAY, ZHUNGE’ER ENERGY AND BAOSHEN RAILWAY**

1. To approve the proposal for this transaction, pursuant to which China Shenhua will acquire, using its own funds through a non-public agreement transfer, a total of 7.43% equity interests in China Energy Finance Co., Ltd. (“**Finance Company**”) held by its non-wholly owned subsidiaries, China Energy Shuohuang Railway Development Co., Ltd. (“**Shuohuang Railway**”), Shenhua Zhunge’er Energy Co., Ltd. (“**Zhunge’er Energy**”) and China Energy Baoshen Railway Co., Ltd. (“**Baoshen Railway**”), with the corresponding registered capital being RMB1,300,071,428.57 in total, and the total transaction price will be RMB 2,929,491,237.35 (among which, the transaction price for Shuohuang Railway is RMB1,126,987,398.71, the transaction price for Zhunge’er Energy is RMB 1,126,987,398.71 and the transaction price for Baoshen Railway is RMB 675,516,439.94). Upon completion of the acquisition, the shareholding structure of Finance Company will be changed to 60% held by China Energy Investment Corporation Limited and 40% held by China Shenhua.

2. To approved China Shenhua to enter into the Equity Transfer Agreement with Shuohuang Railway, Zhunge’er Energy and Baoshen Railway.

3. To authorise the Chief Executive Officer of China Shenhua to handle all specific matters related to this transaction, including but not limited to making necessary adjustments or amendments to the transaction plan, signing, supplementing, amending and executing the documents related to this transaction on behalf of the Company, handling relevant approval matters, and handling all matters such as industrial and commercial registration changes.

Voting results: Out of the 7 ballots carrying voting rights, 7 assenting votes, 0 dissenting vote, 0 abstained vote, approved.

Prior to the Board meeting, the Audit and Risk Management Committee of the Board has considered and approved this proposal, and agreed to submit it to the Board for consideration.

This acquisition is conducive to increasing the net profit attributable to shareholders of China Shenhua. Based on the Finance Company's net profit of RMB3.5 billion in 2024 and China Shenhua's 40% shareholding ratio after this acquisition, the net profit attributable to shareholders of the Company in the annual consolidated financial statements is expected to increase by RMB97 million.

Announcement is hereby given.

By order of the Board

**China Shenhua Energy Company Limited**

**Song Jinggang**

*Chief Financial Officer and Secretary to the Board of Directors*

24 May 2025