

23 November 2018

ASX Release:

Further details of proposed listing on the Stock Exchange of Hong Kong and offer price range

Yancoal Australia Ltd (“**Yancoal**” or the “**Company**”) (ASX: YAL) refers to its announcement earlier today relating to the Company’s application to the Stock Exchange of Hong Kong (“**HKEx**”) to list the Company’s fully paid ordinary shares (“**Shares**”) on a dual-primary basis on the Main Board of the HKEx (“**HK Listing**”).

Offer price and size

The Board of Yancoal has determined that the offer price for Shares offered in connection with the HK Listing (which is called the “**Global Offering**”) will be within a range of HK\$23.48 to HK\$25.84 per Share (representing A\$4.09 to A\$4.50 per Share¹). The closing price of Shares on ASX on Friday, 23 November 2018 was A\$3.06.

If the offer is successful, the final offer price (“**Offer Price**”) is expected to be determined on Thursday, 29 November 2018 and, in any event, no later than Wednesday, 5 December 2018 and will be determined within this offer price range, unless otherwise announced.

The Global Offering will comprise an offering of initially 59,441,900 Shares (excluding any Shares offered pursuant to the exercise of the Over-Allotment Option (which, if fully exercised, could result in the issue of up to an additional 8,916,200 Shares)).

Potential capital raising

The HK Listing is being undertaken in conjunction with a proposed capital raising. Existing Yancoal shareholders will have the opportunity to participate in the proposed capital raising on a pro-rata basis.

The capital raising will involve a rights offer undertaken at the same Offer Price as adopted for the Global Offering made in connection with the HK Listing. Three of the Company’s major shareholders, Yanzhou Coal Mining Company Limited, China Shandong Investment Limited and Cinda International HGB Investment (UK) Limited will commit to renounce their rights (representing 59,441,900 Shares, the size of the Global Offering) in favour of investors in the Global Offering made in connection with the HK Listing. If other eligible Shareholders of Yancoal take up their entitlements under the proposed capital raising up to an additional 8,225,509 Shares will be issued.

¹ Based on an AU\$: HK\$ rate of 5.7405.

The terms and structure of the proposed capital raising (including further details of the Global Offering and the Over-Allotment Option) will be disclosed in Yancoal's Hong Kong prospectus ("**Prospectus**"), which has been registered with HKEx and will be published on the HKEx website (and announced to ASX) on or around Monday, 26 November 2018. A roadshow investor presentation will be separately released to ASX.

Other information

In connection with the proposed offering of Shares in connection with the proposed HK Listing, the price of Yancoal's shares may be stabilised in accordance with the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong) and applicable Australian laws (including the terms of a no action letter issued by the Australian Securities and Investments Commission). Details of any intended stabilisation and how it will be regulated under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and by virtue of the requirements of the Australian Securities and Investments Commission will be contained in Yancoal's Hong Kong prospectus, which will be issued in Hong Kong in connection with the Hong Kong public offering of the Shares if the dual listing and associated capital raising proceeds.

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