

31 May 2023

ASX Release:

Results of Annual General Meeting held on 31 May 2023, retirement of directors and election of new directors

Results of Annual General Meeting

Reference is made to the notice of annual general meeting (the “Notice”) of Yancoal Australia Ltd (the “Company”) dated 26 April 2023. Unless the context requires otherwise, terms used herein shall have the same meanings as defined in the Notice.

At the annual general meeting (the “AGM”) of the Company, held on 31 May 2023, all the proposed resolutions as set out in the Notice were duly passed by the Shareholders by way of poll. In accordance with Listing Rule 3.13.2 and section 251AA of the Corporations Act, we advise that details of the resolutions and proxies received in respect of each resolution are attached.

Retirement of Directors

The Board announces that Mr. Qingchun Zhao and Mr. Xiangqian Wu retired as non-executive Directors of the Company immediately after the conclusion of the AGM.

Mr. Zhao and Mr. Wu have no disagreement with the Board and there are no matters relating to their retirement that need to be brought to the attention of the Shareholders of the Company.

The Board would like to take this opportunity to express its sincere gratitude to Mr Zhao and Mr. Wu for their valuable contributions to the Company during their tenure of office.

Election and Re-election of Directors

The Board announces that Mr. Gang Ru, Mr. Xiaolong Huang and Mr. Changyi Zhang¹ were elected as new Directors of the Company at the AGM and have been appointed as non-executive Directors. The also Board announces that Mr. Baocai Zhang was re-elected as a non-executive Director of the Company at the AGM and Mr. Ning Zhang was re-elected as an executive Director of the Company at the AGM.

¹ For reference, Mr. Changyi Zhang was appointed as a non-executive Director on 20 April 2023.

The biography of Mr. Gang Ru is set out below:

Mr. Ru, Professorate Senior Economist, Senior Accountant and Certified Accountant, aged 51.

Mr. Ru joined China New Technology Venture Capital Corporation in July 1994, and was appointed as the Head of the Capital Market Research Center of Cvic Software Engineering Co., Ltd. in September 2000. From 2002 to 2008, he successively served as the Director and the Secretary to the Board of Directors of Shandong TV-NET Medium Development Co., Ltd. Mr Ru successively acted as the Supervisor, Chief Financial Officer and the External Director of Zibo Mining Group Co., Ltd from 2008 to 2015.

Mr. Ru served as the Chief Financial Officer and External Director of Shandong Energy (“Shandong Energy”) from 2015 to 2022. Mr. Ru was appointed as the Deputy General Manager of Shandong Energy in March 2022. Mr. Ru graduated from Shandong University and holds a Master’s Degree in Economics and has rich experience in financial and capital management, corporate management, investment and financing. Mr. Ru is a Director of Zhongtai Securities Co., Ltd.

Mr Ru serves as Deputy General Manager of Shandong Energy. As at the date of this announcement, Shandong Energy is, directly and indirectly, interested in approximately 54.81% of the shares in Yankuang Energy Group Company Limited (“Yankuang Energy”) and Yankuang Energy is interested in approximately 62.26% of the shares in the Company. Save as disclosed in this announcement, Mr. Ru does not (i) hold any other position with the Company or its subsidiaries; (ii) hold any other directorships in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (iii) have any relationship with any other directors, senior management or substantial or controlling shareholders of the Company.

Mr. Ru has entered into a letter of appointment with the Company for an unlimited term commencing on 31 May 2023, subject to any provisions of the letter of appointment and the Company’s Constitution. Mr. Ru will not receive any director’s fee or remuneration package as a non-executive Director.

As at the date of this announcement, Mr. Ru does not own any shares in the Company and does not have any interest in the shares or underlying shares of the Company within the meaning of Part XV of the Securities and Future Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, Mr. Ru has confirmed that there are no other matters that need to be brought to the attention of the shareholders of the Company in relation to his appointment and there is no other information that needs to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The Board would like to take this opportunity to congratulate Mr. Ru on his appointment to the Board and it looks forward to his involvement in helping support the Company’s continued success.

The biography of Mr. Xiaolong Huang is set out below:

Mr Xiaolong Huang, Senior Economist, Master of Laws, aged 45.

Mr. Xiaolong Huang, born in November 1977, is a Director and Secretary of the Board of Yankuang Energy. Mr. Huang joined the predecessor of Yankuang Energy in 1999 and became the Securities Affairs Representative of Yankuang Energy in 2006. In 2008 and 2012, he took office as the Deputy-Director-Level Secretary of the Board Secretariat of Yankuang Energy and the Deputy Director of the Board Secretariat successively. He served as the Director of the former Shandong Energy Equity Reform and Restructuring Office in 2013, and a Standing-Director of the Board Secretariat of Shandong Energy in August 2020.

In July 2021 and August 2021, he became the Secretary of the Board of Yankuang Energy and a Director of Yankuang Energy successively. Mr. Huang graduated from the University of International Business and Economics. Mr. Huang is Chairman of the Supervisory Committee of Shandong Huaju Energy Co., Ltd. and Director of Yancoal International (Holding) Co., Ltd.

Mr. Huang serves as Director and Secretary of the Board of Yankuang Energy. As at the date of this announcement, Yankuang Energy is interested in approximately 62.26% of the shares in the Company. Save as disclosed in this announcement, Mr. Huang does not (i) hold any other position with the Company or its subsidiaries; (ii) hold any other directorships in any other public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; and (iii) have any relationship with any other directors, senior management or substantial or controlling shareholders of the Company.

Mr. Huang has entered into a letter of appointment with the Company for an unlimited term commencing on 31 May 2023, subject to any provisions of the letter of appointment and the Company's Constitution. Mr. Huang will not receive any director's fee or remuneration package as a non-executive Director.

As at the date of this announcement, Mr. Huang holds 160,000 Class A Shares in Yankuang Energy. Save as disclosed in this announcement, Mr. Huang does not own any shares in the Company and does not have any interest in the shares or underlying shares of the Company within the meaning of Part XV of the Securities and Future Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, Mr. Huang has confirmed that there are no other matters that need to be brought to the attention of the shareholders of the Company in relation to his appointment and there is no other information that needs to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the HK Listing Rules.

The Board would like to take this opportunity to congratulate Mr. Huang on his appointment to the Board and it looks forward to his involvement in helping support the Company's continued success.

Please refer to the Company's announcement dated 20 April 2023 for the biography of Mr. Changyi Zhang.

Yancoal Australia Ltd
Annual General Meeting
Wednesday, 31 May 2023
Results of Meeting

The following information is provided in accordance with section 251AA(2) of the Corporations Act 2001 (Cth) and ASX Listing Rule 3.13.2.

Resolution details		Instructions given to validly appointed proxies (as at proxy close)				Number of votes cast on the poll (where applicable)			Resolution Result
Resolution	Resolution Type	For	Against	Proxy's Discretion	Abstain	For	Against	Abstain*	Carried / Not Carried
2A Re-election of Baocai Zhang as a non-executive Director	Ordinary	214,833,260 97.05%	5,940,569 2.68%	597,514 0.27%	70,476	1,037,978,249 99.43%	5,940,569 0.57%	70,476	Carried
2B Re-election of Ning Zhang as an Executive Director	Ordinary	205,324,134 92.76%	15,431,418 6.97%	616,445 0.27%	69,822	1,028,488,054 98.52%	15,431,418 1.48%	69,822	Carried
2C Election of Changyi Zhang as a non-executive Director	Ordinary	219,357,068 99.10%	1,403,081 0.63%	599,814 0.27%	81,857	1,042,504,357 99.87%	1,403,081 0.13%	81,857	Carried
2D Election of Gang Ru as a non-executive Director	Ordinary	219,060,275 98.96%	1,675,807 0.76%	619,814 0.28%	85,924	1,042,227,564 99.84%	1,675,807 0.16%	85,924	Carried
2E Election of Xiaolong Huang as a non-executive Director	Ordinary	219,065,801 98.97%	1,691,548 0.76%	598,547 0.27%	85,924	1,042,211,823 99.84%	1,691,548 0.16%	85,924	Carried
3 Adoption of Remuneration Report	Ordinary	220,007,051 99.46%	594,778 0.27%	599,302 0.27%	97,648	1,043,071,989 99.94%	594,778 0.06%	97,648	Carried
4 Issue of STIP Rights to Co-Vice Chairman under Equity Incentive Plan	Ordinary	220,302,092 99.53%	454,438 0.20%	608,268 0.27%	77,022	1,043,457,835 99.96%	454,438 0.04%	77,022	Carried
5 Reappointment of Auditor and authorisation to fix Auditor's remuneration	Ordinary	220,330,286 99.53%	439,205 0.20%	601,314 0.27%	71,015	1,043,479,075 99.96%	439,205 0.04%	71,015	Carried
6 General mandate to issue shares	Ordinary	180,193,037 81.40%	40,578,776 18.33%	612,014 0.27%	57,993	1,003,332,526 96.11%	40,598,776 3.89%	57,993	Carried
7 General mandate to repurchase shares	Ordinary	220,670,880 99.69%	82,382 0.04%	601,314 0.27%	87,244	1,043,819,669 99.99%	82,382 0.01%	87,244	Carried
8 Extension of general mandate to add the number of repurchased shares	Ordinary	181,000,491 81.76%	39,777,025 17.97%	602,468 0.27%	61,836	1,004,150,434 96.19%	39,777,025 3.81%	61,836	Carried

* Votes cast by a person who abstains on an item are not counted in calculating the required majority on a poll.