

31 March 2023

Market Release:

Issue of Deferred Share Rights

Introduction

Reference is made to the announcement of Yancoal Australia Ltd (the “Company”) dated 30 May 2018 on the website of the Australian Securities Exchange, the Company’s prospectus dated 26 November 2018 and the Company’s results announcement dated 27 February 2023 regarding the overarching equity incentive plan of the Company (the “**Equity Incentive Plan**”), which was approved by the Company’s shareholders at the annual general meeting on 30 May 2018.

Issue of Deferred Share Rights

The Company has today issued 1,104,001 deferred share rights (“**STIP Rights**”) under the Company’s Equity Incentive Plan to certain senior executives of the Company, on the terms and conditions set out below.

Short Term Incentive Plan

On 31 March 2023, the Company issued a total number of 1,104,001 STIP Rights at a nil issue price to certain senior management and senior executives of the Company (of which 9 are also directors of subsidiaries of the Company) (“**Eligible Participants**”), as part of the revised short term incentive plan (“**STIP**”) under the Equity Incentive Plan, which is designed to reward Eligible Participants for the achievements of the Company, the business and the Eligible Participants’ individual goals that are aligned to the Company’s financial, operational and strategic priorities.

The STIP awards will be delivered in two components: 50% of the award was delivered as a cash payment on 16 March 2023 and 50% of the STIP award will vest in approximately equal parts over a two-year period i.e. 551,997 STIP Rights (being approximately 25% of the STIP award) will vest on 1 March 2024, and the remaining 552,004 STIP Rights (being approximately 25% of the STIP award) will vest on 1 March 2025, and at the discretion of the board of the Company (“**Board**”). Also at the discretion of the Board, such rights may be settled in equity or cash.

The STIP Rights have a nil exercise price, as set out above, a vesting date of 1 March 2024 (first 25% tranche) and 1 March 2025 (second 25% tranche), respectively.

If the STIP Rights vest and are exercised and settled in Shares, each Eligible Participant will become entitled to receive 1 ordinary share in the Company ("**Share**") for each STIP Right. The 1,104,001 Shares underlying the STIP Rights issued to the Eligible Participants represent approximately 0.08% of the issued share capital of the Company as at the date of this announcement.

Where the STIP Rights awarded under the Company's Equity Incentive Plan are settled in equity equivalent, Shares to be issued on vesting and exercise of the STIP Rights will be satisfied by way of existing Shares. As the issue of the STIP Rights to the Eligible Participants forms part of the remuneration package under their respective service contracts with the Company, such issues are exempt from the report, announcement and independent shareholders' approval requirements pursuant to Rule 14A.73(6) and Rule 14A.95 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

END

Authorised for lodgement by the Yancoal Disclosure Committee

Investor Relations Contact: Brendan Fitzpatrick, GM Investor Relations

Email: Brendan.Fitzpatrick@yancoal.com.au

Additional information about the Company is available at www.yancoal.com.au
