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*(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 19th Meeting of the Third Session of the Board" and so on as published in Chinese on the website of the Shanghai Stock Exchange ([www.sse.com.cn](http://www.sse.com.cn)) on 29 October 2016 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, 28 October, 2016

*As at the date of this announcement, the Board comprises the following: Dr. Zhang Yuzhuo, Dr. Ling Wen, Dr. Han Jianguo and Dr. Li Dong as executive directors, Mr. Chen Hongsheng and Mr. Zhao Jibin as non-executive directors, and Ms. Fan Hsu Lai Tai, Mr. Gong Huazhang and Mr. Guo Peizhang as independent non-executive directors.*

## **China Shenhua Energy Company Limited Announcement Regarding Resolutions at the 19th Meeting of the Third 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 19th meeting of the third session of the board of directors (the “**Board**”) of China Shenhua Energy Company Limited (the “**Company**” or “**China Shenhua**”), with written notice served on 18 October 2016, was held on site on 28 October 2016 at 22 Andingmen Xibinhe Road, Dongcheng District, Beijing. Nine out of the nine eligible directors attended the meeting in person and Mr. Shen Lin, a staff representative supervisor, attended the meeting as non-voting participants. The convening of the meeting was in compliance with relevant laws, administrative regulations and departmental rules including the Company Law, and the articles of association of the Company.

The meeting was chaired by Mr. Zhang Yuzhuo, the Chairman of the Board. The following resolutions were passed after due consideration of the participating directors:

### **I. Resolution on the “2016 Third Quarterly Financial Report of China Shenhua Energy Company Limited”**

Voting result: 9 ballots carrying voting rights, 9 assenting votes, 0 dissenting vote, 0 abstained vote

### **II. Resolution on the “2016 Third Quarterly Report of China Shenhua Energy Company Limited”**

Voting result: 9 ballots carrying voting rights, 9 assenting votes, 0 dissenting vote, 0 abstained vote

For details, please refer to relevant report disclosed on the website of the Shanghai Stock Exchange at the same time as this announcement.

### **III. Resolution on the Provision of Guarantee for Loans by Shendong Coal Group to its Affiliated Company Yulin Zhugaita Coal Cargo Transportation Co., Ltd.**

The Board considered and approved the provision of a joint liability guarantee by Shenhua Shendong Coal Group Co., Ltd. (“Shendong Coal Group”) to its affiliated company Yulin Zhugaita Coal Cargo Transportation Co., Ltd. (“Zhugaita Cargo Transportation Company”) for its loans in respect of the cargo transportation station project. The guarantee is provided in proportion to the shareholding ratio of Shendong

Coal Group in Zhugaita Cargo Transportation Company, in an amount of not more than RMB165 million and for a term of two years (commencing from the date of the loans).

For the provision of guarantee, all directors of the Company (including independent non-executive directors) confirmed that:

1. the provision of guarantee by Shendong Coal Group and the relevant consideration and approval procedures are in compliance with the requirements of the laws and regulations and the articles of association of the Company, and are in the interests of the Company and its shareholders as a whole;

2. the aforementioned guarantee can help Zhugaita Cargo Transportation Company complete the financing in a timely manner, which is beneficial to the assurance of the construction progress of the project and can help control the construction costs, thereby ensuring the profitability and return of the project;

3. during the guarantee period, Zhugaita Cargo Transportation Company is required to make use of its effective assets or operating revenue as collateral so as to discharge the guarantee liability of Shendong Coal Group, and effectively avoid contingent liability risks of Shendong Coal Group.

Voting result: 9 ballots carrying voting rights, 9 assenting votes, 0 dissenting vote, 0 abstained vote

For details, please refer to the relevant announcement disclosed on the website of the Shanghai Stock Exchange at the same time as this announcement.

#### **IV. Resolution on the 2016 Newly-added Donation Budget of China Shenhua**

Voting result: 9 ballots carrying voting rights, 9 assenting votes, 0 dissenting vote, 0 abstained vote

#### **V. Resolution on Joint Establishment of Shenhua Guohua Yueyang Power Co., Ltd.**

The Board considered and approved:

1. the establishment of Shenhua Guohua Yueyang Power Co., Ltd. (tentative name, subject to business registration) by China Shenhua as a joint venture partner. Shenhua Guohua Yueyang Power Co., Ltd. will have a registered capital of RMB200 million, of which China Shenhua will contribute RMB160 million in cash, representing 80% of the equity interests.

2. the authorization to the directors' committee comprising the chairman, the vice chairman and the president (directors) to handle specific matters in relation to the joint establishment of Shenhua Guohua Yueyang Power Co., Ltd., including but not limited to the signing of the articles of association and the filing and registration documents, making appropriate and necessary amendments to the relevant documents, and handling relevant procedures including filing and registration with the administrative authority of industry and commerce.

Voting result: 9 ballots carrying voting rights, 9 assenting votes, 0 dissenting vote, 0 abstained vote

By order of the Board of Directors  
China Shenhua Energy Company Limited

**Huang Qing**

*Secretary to the Board of Directors*

29 October 2016

**China Shenhua Energy Company Limited**  
**Announcement Regarding Online Discussion Forum for Investors**

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 third quarterly report for the year 2016 of China Shenhua Energy Company Limited (the “**Company**”) was disclosed on 29 October 2016. In order to address investors’ concerns, the Company will invite investors to participate. Details of the discussion forum are as follows:

1. Time: 3:30pm to 4:30pm on 4 November 2016
2. Staff members of the Company: the secretary to the board of directors, and other staff members concerned
3. Method: to participate in the discussion, investors may sign up and log in the “e-interaction” platform of the Shanghai Stock Exchange (website: <http://sns.sseinfo.com>) and then click the link for “China Shenhua Online Discussion Forum for Investors” under “SSE e Forum” on the homepage. Investors may submit their questions concerned online in advance.
4. Enquiry hotline: 010-5813 1088, 5813 3363

By order of the Board  
China Shenhua Energy Company Limited  
**Huang Qing**  
*Secretary to the Board of Directors*  
29 October 2016