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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 24th Meeting of the Fourth 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)) on 31 December 2019 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, 30 December 2019

*As at the date of this announcement, the Board comprises the following: Mr. Wang Xiangxi, Dr. Li Dong, Mr. Gao Song and Mr. Mi Shuhua as executive directors, Mr. Zhao Jibin as non-executive director, and Dr. Tam Wai Chu, Maria, Dr. Peng Suping, Dr. Jiang Bo and Ms. Zhong Yingjie, Christina as independent non-executive directors.*

## **China Shenhua Energy Company Limited Announcement Regarding Resolutions at the 24th Meeting of the Fourth 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 24th meeting of the fourth session of the board of directors (the “**Board**”) of China Shenhua Energy Company Limited (the “**Company**” or “**China Shenhua**”), with written notice served on 13 December 2019 and meeting materials served on 24 December 2019, was held by way of on-site meeting at 22 Andingmen Xibinhe Road, Dongcheng District, Beijing on 30 December 2019. Nine out of the nine eligible directors (each a “**Director**”) attended the meeting in person. The meeting was chaired by Wang Xiangxi (Chairman), with the attendance of Huang Qing (Secretary to the Board) and all Supervisors and senior management as non-voting participants. The convening of the meeting was in compliance with relevant laws including the Company Law of the People's Republic of China, administrative regulations and departmental rules and the articles of association of the Company.

The following resolutions were considered and approved at the meeting of the Board:

### **I. Resolution on the Production Plan of China Shenhua Energy Company Limited for the Year of 2020**

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

### **II. Resolution on the Investment Scale of China Shenhua Energy Company Limited for the Year of 2020**

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

### **III. Resolution on the Operating Plan of China Shenhua Energy Company Limited for the Year of 2020**

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

### **IV. Resolution on the Provision of Counter Guarantee by Shenhua Yudean Zhuhai Port Coal Dock Co., Ltd. (神華粵電珠海港煤炭碼頭有限責任公司) to its Other Two Shareholders**

All independent non-executive directors confirmed on the counter guarantee that:

1. the provision of counter guarantee by Shenhua Zhuhai Coal Dock and the approval procedure executed for the counter guarantee are in compliance with the requirements of laws and regulations as well as the articles of association, and are in line with the interest of the Company and its shareholders as a whole;

2. the counter guarantee is necessary to normal financing activities by Shenhua Zhuhai Coal Dock;

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

For details, please refer to the Announcement on the Provision of Counter Guarantee by a Subsidiary Controlled by the Company disclosed together with this announcement.

**V. Resolution on the Appointment of Mr. Wang Xingzhong as an Executive Vice President of China Shenhua Energy Company Limited**

The Board has considered and approved the appointment of Mr. Wang Xingzhong as an executive vice president of China Shenhua Energy Company Limited, for a term of three years from the date of approval by the Board, which is subject to re-appointment upon the expiry of the term.

All independent non-executive directors of the Company issued independent opinions of “assent” to this resolution.

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

For biographical details of Mr. Wang Xingzhong, please see the appendix.

**VI. Resolution on the Incorporation of Shenhua Zhunneng Railway Co., Ltd. (神華准能鐵路有限責任公司)**

The Board has considered and approved China Shenhua to incorporate a wholly-owned subsidiary Shenhua Zhunneng Railway Co., Ltd. or Shenhua Xinshuo Railway Co., Ltd. (神華新朔鐵路有限責任公司) (subject to industrial and commercial registration) with a contribution of RMB500 million in cash.

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

**VII. Resolution on the Reorganisation and Integration between China Shenhua Shenshuo Railway Branch (中國神華神朔鐵路分公司) and Shenhua Baoshen Railway Group (神華包神鐵路集團公司)**

The Board has considered and approved the reorganisation and integration between China Shenhua Shenshuo Railway Branch and Shenhua Baoshen Railway Group into “Shenhua Baoshen Railway Group Co., Ltd.” (神華包神鐵路集團有限責任公司)

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

**VIII. Resolution on the Incorporation of Shenhua Railway Equipment Co., Ltd. (神華鐵路裝備有限責任公司)**

The Board has considered and approved the incorporation of Shenhua Railway Equipment Co., Ltd. (神華鐵路裝備有限責任公司) (subject to industrial and commercial registration) through the reorganisation and integration between Shenhua Railway Transportation Co., Ltd. (神華鐵路貨車運輸有限責任公司) and China Shenhua Mechanised Track Maintenance Branch (中國神華軌道機械化維護分公司), which is to be in charge of the management of car depots owned by Dazhun Railway Company of Shenhua Zhunge'er Energy Co., Ltd. (神華准格爾能源有限責任公司大准鐵路公司).

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

vote, 0 abstained vote

**IX. Resolution on the Formulation of the Measures for Administration of the Seal of the Board of China Shenhua Energy Company Limited (Trial)**

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

By order of the Board  
**China Shenhua Energy Company Limited**  
**Huang Qing**  
*Secretary to the Board of Directors*  
31 December 2019

## Appendix

### Biographical Details of Wang Xingzhong

Wang Xingzhong, male, born in April 1968, Chinese, a professor-level senior engineer and a member of the Communist Party. Mr. Wang has extensive experience in railway transport production and management. He graduated from the Shanghai Railway Institute (上海鐵道學院) in 1989, majoring in railway engineering and obtained the master academic qualification and a Ph.D. degree in engineering from China Academy of Railway Sciences (中國鐵道科學研究院) in 2011.

From May 2018 to December 2019, Mr. Wang served as director and deputy secretary of operating management center of transport industry of China Energy Investment Corporation Limited (國家能源投資集團有限責任公司) and China Shenhua Energy Company Limited. From February 2015 to May 2018, Mr. Wang served as general manager of transport management department of the legacy Shenhua Group Corporation Limited (神華集團有限責任公司) and China Shenhua Energy Company Limited. From October 2014 to February 2015, he served as deputy secretary of the Party Committee and chairman of Shenhua Baoshen Railway Group Co., Ltd. (神華包神鐵路集團有限責任公司). From June 2013 to October 2014, he successively served as deputy secretary of the Party Committee and chairman of Shenhua Baoshen Railway Group Co., Ltd., chairman of Shenhua Baoshen Railway Co., Ltd. (神華包神鐵路有限責任公司) and chairman of Shenhua Ganquan Railway Co., Ltd. (神華甘泉鐵路有限責任公司). From December 2007 to June 2013, he served as deputy secretary of the Party Committee, chairman and general manager of Shenhua Baoshen Railway Co., Ltd.. From April 2005 to December 2007, he served as deputy general manager of Shenhua Zhunge'er Energy Co., Ltd. (神華准格爾能源有限責任公司) and general manager of Dazhun Railway Company (大准鐵路公司).

Prior to that, Mr. Wang successively served as deputy chief engineer, director of railway transport department of Zhunge'er Coal Industry Co., Ltd. (准格爾煤炭工業公司), secretary to the Party Committee and chairman of Shenhua Western Railway Transportation Co., Ltd. (神華西部鐵路運輸股份有限公司), secretary to the Party Committee and general manager of Dazhun Railway Company of Shenhua Zhunge'er Energy Co., Ltd. (神華准格爾能源有限責任公司大准鐵路公司).

Mr. Wang has no connected relationship with the Company, the controlling shareholders and actual controllers of the Company, has not been subject to any punishment by the securities regulatory authority under the State Council and any other relevant authorities or disciplined by stock exchanges and does not hold the shares of the Company.