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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 Eighth Meeting of the Sixth 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)) by China Shenhua Energy Company Limited on 26 April 2025 is enclosed hereto as overseas regulatory announcement.

By order of the Board

**China Shenhua Energy Company Limited**

**Song Jinggang**

*Chief Financial Officer and Secretary to the Board of Directors*

Beijing, 25 April 2025

*As at the date of this announcement, the Board comprises the following: Mr. Zhang Changyan as executive director, Mr. Kang Fengwei and Mr. Li Xinhua as non-executive directors, Dr. Yuen Kwok Keung, Dr. Chen Hanwen and Mr. Wang Hong as independent non-executive directors, and Ms. Jiao Lei as employee director.*

## **China Shenhua Energy Company Limited Announcement Regarding Resolutions at the Eighth Meeting of the Sixth 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 take legal responsibility as to the truthfulness, accuracy and completeness of the content herein.**

The eighth meeting of the sixth session of the board of directors (the “**Board**”) of China Shenhua Energy Company Limited (the “**Company**” or “**China Shenhua**”), with meeting notices served on 10 April 2025 and meeting materials such as agenda and proposals served on 15 April 2025 by email and or paperless office system to all directors and supervisors, was held by way of on-site meeting and video at Shenhua Tower, 22 Andingmen Xibinhe Road, Dongcheng District, Beijing on 25 April 2025. Six out of the seven eligible directors (each a “**Director**”) attended the meeting in person, and one Director was represented by proxy. Yuen Kwok Keung, Chen Hanwen and Wang Hong (all independent non-executive Director) attended the meeting via video connection. Li Xinhua (non-executive Director) requested for leave due to business engagement and appointed Kang Fengwei (non-executive Director) to attend the meeting and vote on behalf of him. The meeting was convened and chaired by Zhang Changyan (executive Director), as elected by all the Directors. Song Jinggang, the secretary to the Board of Directors, attended the meeting. Supervisors and senior management members attended the meeting as non-voting participants. The convening of the meeting was in compliance with the Company Law of the People’s Republic of China and other relevant laws and regulations, the listing rules of the listing venue and the Articles of Association of China Shenhua Energy Company Limited (“**Articles of Association**”).

The following proposals were considered and approved at the meeting:

### **I. PROPOSAL ON THE FIRST QUARTERLY FINANCIAL REPORT FOR THE YEAR 2025 OF CHINA SHENHUA ENERGY COMPANY LIMITED**

Voting results: Out of the 7 ballots carrying voting rights, 7 assenting votes, 0 dissenting vote, 0 abstained vote, approved.

For details, please refer to the First Quarterly Report for the Year 2025 of China Shenhua simultaneously disclosed with this announcement.

### **II. PROPOSAL ON THE FIRST QUARTERLY REPORT FOR THE YEAR 2025 OF CHINA SHENHUA ENERGY COMPANY LIMITED**

Voting results: Out of the 7 ballots carrying voting rights, 7 assenting votes, 0 dissenting vote, 0 abstained vote, approved.

For details, please refer to the First Quarterly Report for the Year 2025 of China Shenhua simultaneously disclosed with this announcement.

### **III. PROPOSAL ON THE RE-APPOINTMENT OF EXTERNAL AUDITORS OF THE COMPANY FOR 2025**

It is agreed to propose to the 2024 annual general meeting of the Company for consideration: to approve the appointment of KPMG Huazhen LLP and KPMG as the domestic and international auditors of the Company for 2025, respectively, for a term until the conclusion of the 2025 annual general meeting; to approve the annual remuneration of RMB12.80 million for the audit and related special services of the above two audit institutions for 2025, and to authorise the board group comprising the Chief Executive Officer (concurrently executive Director) and the chairman of the Audit and Risk Management Committee of the Company to adjust the remuneration within a reasonable range according to the actual situation during the service period.

Voting results: Out of the 7 ballots carrying voting rights, 7 assenting votes, 0 dissenting vote, 0 abstained vote, approved.

For details, please refer to the Announcement of China Shenhua on the Re-appointment of Accounting Firms simultaneously disclosed with this announcement.

#### **IV. PROPOSAL ON THE 2025 ANNUAL CAPITAL BUDGET AND DEBT FINANCING PLAN OF CHINA SHENHUA ENERGY COMPANY LIMITED**

1. To approve the 2025 Annual Capital Budget and Debt Financing Plan of the Company.

2. To authorise the Chief Executive Officer of the Company to make appropriate adjustments within the range of a 10% increase in financing scale during the year based on the actual situation, and to determine the amount of single financing, financing channels, financing methods and other matters within the range of the total amount of financing.

Voting results: Out of the 7 ballots carrying voting rights, 7 assenting votes, 0 dissenting vote, 0 abstained vote, approved.

#### **V. PROPOSAL ON THE IDENTIFICATION RESULTS OF THE DUAL MATERIALITY ISSUES OF CHINA SHENHUA'S ESG**

Voting results: Out of the 7 ballots carrying voting rights, 7 assenting votes, 0 dissenting vote, 0 abstained vote, approved.

#### **VI. PROPOSAL ON REVISING THE LIST OF AUTHORITY AND RESPONSIBILITIES FOR DECISION-MAKING MATTERS OF CHINA SHENHUA (2025 REVISED EDITION)**

Voting results: Out of the 7 ballots carrying voting rights, 7 assenting votes, 0 dissenting vote, 0 abstained vote, approved.

#### **VII. PROPOSAL ON THE APPRAISAL INDICATOR RESULTS OF 2024 ANNUAL BUSINESS PERFORMANCE OF MANAGEMENT LEVEL OF CHINA SHENHUA ENERGY COMPANY LIMITED**

Voting results: Out of the Out of the 7 ballots carrying voting rights, 7 assenting votes, 0 dissenting vote, 0 abstained vote, approved.

#### **VIII. PROPOSAL ON THE APPRAISAL RESULTS OF 2024 ANNUAL BUSINESS PERFORMANCE OF THE MANAGEMENT MEMBER**

Voting results: Out of the Out of the 7 ballots carrying voting rights, 7 assenting votes, 0 dissenting vote, 0 abstained vote, approved.

#### **IX. PROPOSAL ON THE ELECTION OF THE CHAIRMAN AND MEMBER OF THE STRATEGY AND INVESTMENT COMMITTEE, THE CHAIRMAN AND MEMBER OF THE SAFETY, HEALTH, ENVIRONMENT AND ESG WORKING COMMITTEE, THE MEMBER OF THE REMUNERATION AND ASSESSMENT COMMITTEE AND THE MEMBER OF THE NOMINATION COMMITTEE**

1. To approve Zhang Changyan as the chairman of the Strategy and Investment Committee, with the terms of office commencing on the date of the approval of the Board and ending on the date of expiry of the term of the sixth session of the Board;

2. To approve Zhang Changyan as a member of the Nomination Committee, with the terms of office commencing on the date of the approval of the Board and ending on the date of expiry of the term of the sixth session of the Board;

3. To approve Kang Fengwei as a member and the chairman of the Safety, Health, Environment and ESG Working Committee, with the terms of office commencing on the date of the approval of the Board and ending on the date of expiry of the term of the sixth session of the Board;

4. To approve Wang Hong as a member of the Remuneration and Assessment Committee, with the terms of office commencing on the date of the approval of the Board and ending on the date of expiry of the term of the sixth session of the Board;

5. To approve Jiao Lei as a member of the Strategy and Investment Committee, with the terms of office commencing on the date of the approval of the Board and ending on the date of expiry of the term of the sixth session of the Board.

Zhang Changyan has ceased to be the chairman of the Safety, Health, Environment and ESG Working Committee, but will continue to serve as a member of the committee; Jiao Lei has ceased to be the member of the Safety, Health, Environment and ESG Working Committee.

Voting results: Out of the 7 ballots carrying voting rights, 7 assenting votes, 0 dissenting vote, 0 abstained vote, approved.

#### **X. PROPOSAL ON THE GRANT OF GENERAL MANDATE TO THE BOARD OF DIRECTORS TO REPURCHASE H SHARES**

1. It was agreed to propose at the general meeting, the A Shareholders' Class Meeting and the H Shareholders' Class Meeting to approve to grant the following general mandate to the Board of Directors to repurchase the H shares of the Company (the "**General Mandate**"):

##### **(1) Plan of Repurchase of H Shares**

a. Method of repurchase: To repurchase on The Stock Exchange of Hong Kong Limited pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the Codes on Takeovers and Mergers and Share Buy-backs and other applicable laws and regulations.

b. Quantity of repurchase: No more than 10% of the total number of H Shares of the Company in issue (excluding treasury shares) as at the date of passing this proposal at the general meeting, the A Shareholders' Class Meeting and the H Shareholders' Class Meeting.

c. Price of repurchase: The repurchase will be implemented by batches, and the repurchase price shall be no higher than 5% of the average closing price in the 5 trading days prior to the actual repurchase date. When implementing repurchase, the specific repurchase price shall be determined within the scope in accordance with the actual situation of the market and the Company.

d. Source of funds for the repurchase: Self-raised funds of the Company.

##### **(2) Scope of the Mandate**

The Board of Directors and its authorised persons are authorised to handle specific matters in relation to the repurchase of H Shares, including but not limited to:

a. formulating and implementing specific repurchase plan, including but not limited to determining the repurchase timing, repurchase period, repurchase price and repurchase quantity;

b. notifying creditors and making announcements in accordance with the requirements of the Company Law of the People's Republic of China, other laws and regulations and the Articles of Association;

c. opening overseas stock accounts, capital accounts and handling corresponding foreign exchange registration procedures;

d. performing relevant approval or filing procedures (if any) in accordance with applicable laws, regulations and regulatory provisions;

e. according to applicable laws and regulations, securities regulatory requirements and the rules governing the listing of shares where the shares of the Company are listed, taking into account the actual repurchase situation, dealing with repurchased shares, handling the cancellation or transfer (as applicable) of repurchased shares, reducing the registered capital of the Company (if any), revising the total amount of share capital, share capital structure and other relevant contents in the Articles of Association and handling the domestic and overseas procedures for modification registration and filing in respect of the repurchase;

f. signing and handling all other documents and matters in relation to repurchase of shares.

### (3) Period of the Mandate

The above General Mandate shall not exceed the relevant period. The relevant period shall commence from the day when the proposal is approved by special resolutions at the general meeting, the A Shareholders' Class Meeting and the H Shareholders' Class Meeting and end at the earlier of:

a. the conclusion of the 2025 annual general meeting of the Company;

b. the date on which the authorisation in this proposal is revoked or varied by special resolutions at the general meeting, the A Shareholders' Class Meeting and the H Shareholders' Class Meeting.

The abovementioned General Mandate shall only be implemented after being approved by way of special resolutions at the general meeting, the A Shareholders' Class Meeting and the H Shareholders' Class Meeting.

2. Upon the approvals of the general meeting, the A Shareholders' Class Meeting and the H Shareholders' Class Meeting to grant the General Mandate to the Board of Directors, authorise the Chief Executive Officer, and the persons authorised by the Chief Executive Officer to handle matters relevant to the repurchase of H Shares.

Voting results: Out of the 7 ballots carrying voting rights, 7 assenting votes, 0 dissenting vote, 0 abstained vote, approved.

## **XI. PROPOSAL ON CONVENING THE 2025 FIRST A SHAREHOLDERS' CLASS MEETING AND THE 2025 FIRST H SHAREHOLDERS' CLASS MEETING OF CHINA SHENHUA ENERGY COMPANY LIMITED**

Voting results: Out of the 7 ballots carrying voting rights, 7 assenting votes, 0 dissenting vote, 0 abstained vote, approved.

The notices of the 2025 First A Shareholders' Class Meeting and the 2025 First H Shareholders' Class Meeting of the Company will be disclosed separately in due course.

Before this meeting of the Board, the Audit and Risk Management Committee of the Board has considered and approved resolutions I, II, III, IV and X; the Safety, Health, Environment and ESG Working Committee of the Board has considered and approved resolution V. All proposals were approved for submission to the Board for consideration.

Announcement is hereby given.

By order of the Board  
**China Shenhua Energy Company Limited**  
**Song Jinggang**  
*Chief Financial Officer and Secretary to the Board of Directors*  
26 April 2025