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內蒙古伊泰煤炭股份有限公司

INNER MONGOLIA YITAI COAL CO., LTD.*

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 3948)

**DELAY IN DESPATCH OF THE OFFER DOCUMENT IN RELATION TO
(1) CONDITIONAL CASH OFFER BY CHINA INTERNATIONAL CAPITAL CORPORATION HONG KONG SECURITIES LIMITED ON BEHALF OF INNER MONGOLIA YITAI COAL CO., LTD. TO BUY-BACK ALL THE ISSUED H SHARES AT HK\$17.50 PER H SHARE; AND
(2) PROPOSED VOLUNTARY WITHDRAWAL OF LISTING OF THE H SHARES OF INNER MONGOLIA YITAI COAL CO., LTD. ON THE STOCK EXCHANGE OF HONG KONG LIMITED**

Financial Adviser to Inner Mongolia Yitai Coal Co., Ltd.



Independent Financial Adviser to the Independent H Shareholders



* For identification purposes only

Reference is made to the announcement issued by Inner Mongolia Yitai Coal Co., Ltd. (the “**Company**”) dated 9 May 2023 (the “**Rule 3.5 Announcement**”) in respect of, amongst others, the conditional cash offer by China International Capital Corporation Hong Kong Securities Limited on behalf of the Company to buy-back all the issued H Shares and the proposed voluntary withdrawal of listing of the H Shares on the Stock Exchange. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Rule 3.5 Announcement.

DELAY IN DESPATCH OF THE OFFER DOCUMENT

Pursuant to Rule 8.2 of the Takeovers Code, unless the Executive’s consent has been obtained, the Offer Document containing, among other things, (i) the terms and conditions of the H Share Buy-back Offer and the Voluntary Withdrawal of Listing; (ii) the expected timetable of the H Share Buy-back Offer and the Voluntary Withdrawal of Listing; and (iii) a letter of advice from the Independent Financial Adviser to the Independent H Shareholders in connection with the H Share Buy-back Offer and the Voluntary Withdrawal of Listing, is required to be despatched to the Shareholders within 21 days of the Rule 3.5 Announcement, i.e. on or before 30 May 2023.

As additional time is required to prepare and finalise certain information to be included in the Offer Document, including but not limited to: (i) the letter of advice from the Independent Financial Adviser to the Independent H Shareholders in connection with the H Share Buy-back Offer and the Voluntary Withdrawal of Listing; (ii) the indebtedness statement of the Group; and (iii) the unaudited pro forma financial information of the Group in relation to the effect of completion of the H Share Buy-back Offer, an application has been made to the Executive for consent to extend the latest time for despatching the Offer Document to a date falling on or before 30 June 2023, and the Executive has indicated that it is minded to grant such consent.

Further announcement(s) will be made by the Company when the Offer Document (accompanied by the form of acceptance) is despatched.

WARNING

H Shareholders and potential investors of the Company should note that the H Share Buyback Offer is subject to the satisfaction of the Conditions in all respects. Accordingly, the H Share Buy-back Offer may or may not become unconditional. H Shareholders and potential investors of the Company should therefore exercise caution when dealing in the securities of the Company. Persons who are in doubt as to the action they should take should consult their licensed securities dealers or registered institutions in securities, bank managers, solicitors, professional accountants or other professional advisers.

The Directors make no recommendation as to the fairness or reasonableness of the H Share Buy-back Offer and the Voluntary Withdrawal of Listing or as to the acceptance of the H Share Buy-back Offer in this announcement, and strongly recommend the Independent H Shareholders not to form a view on the H Share Buy-back Offer and the Voluntary Withdrawal of Listing, unless and until they have received and read the letter from the

Independent Financial Adviser containing its advice to the Independent H Shareholders in respect of the H Share Buy-back Offer and the Voluntary Withdrawal of Listing, which will be included in the Offer Document to be despatched to the Shareholders.

Independent H Shareholders are reminded that if they do not accept the H Share Buy-back Offer, and if the H Share Buy-back Offer subsequently becomes unconditional in all respects and the H Shares are delisted from the Hong Kong Stock Exchange, this will result in the Independent H Shareholders holding unlisted H Shares and the liquidity of the H Shares may be severely reduced. In addition, the Company will no longer be subject to the requirements under the Listing Rules and may or may not continue to be subject to the Takeovers Code (depending on whether it remains as a public company in Hong Kong under the Takeovers Code) after the completion of the H Share Buy-back Offer, and the rights of Independent H Shareholders to certain information of the Company will be reduced.

Shareholders should also note that if they do not agree to the terms of the H Share Buy-back Offer, they can vote against the H Share Buy-back Offer and the Voluntary Withdrawal of Listing at the H Shareholders Class Meeting, Non-H Shareholders Class Meeting (if required) and/or the EGM (as the case may be). If more than 10% of the votes attaching to all the H Shares held by the Independent H Shareholders are voted against the H Share Buy-back Offer and the Voluntary Withdrawal of Listing at the H Shareholders Class Meeting, the H Share Buy-back Offer would lapse and the H Shares would remain listed on the Hong Kong Stock Exchange.

By order of the Board
Inner Mongolia Yitai Coal Co., Ltd.*
Zhang Jingquan
Chairman of the Board

Inner Mongolia, the PRC, 30 May 2023

As at the date of this announcement, the executive directors of the Company are Mr. Zhang Jingquan, Mr. Liu Chunlin, Mr. Li Juncheng, Mr. Zhao Like, Mr. Yang Jialin and Mr. Bian Zhibao; and the independent non-executive directors of the Company are Ms. Du Yingfen, Mr. E Erdun Tao Ketao and Mr. Tam, Kwok Ming Banny.

The directors of the Company jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

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