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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)

ANNOUNCEMENT

(1) UNCONDITIONAL 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;

(2) CLOSING AND RESULTS OF THE H SHARE BUY-BACK OFFER; AND

(3) 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 (i) the announcement of Inner Mongolia Yitai Coal Co., Ltd. (the “**Company**”) dated 9 May 2023; (ii) the offer document of the Company dated 5 June 2023 (the “**Offer Document**”), each in respect of, amongst others, the then 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 (the “**H Share Buy-back Offer**”) and the proposed voluntary withdrawal of listing of the H Shares; (iii) the announcement dated 30 June 2023 in relation to the poll results of the extraordinary general meeting, the H shareholders class meeting and the non-H shareholders class meeting of the Company held on 30 June 2023 (the “**Poll Results Announcement**”); (iv) the announcement dated 10 July 2023 in relation to the H Share Buy-back Offer having become unconditional as to acceptance and in all respects; (v) the announcement of the Company dated 21 July 2023 in relation to the last day of trading of the H Shares; and (vi) the announcement of the Company dated 28 July 2023 in relation to the H Share Buy-back Offer. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Offer Document.

CLOSING OF THE SHARE BUY-BACK OFFER

The H Share Buy-back Offer made by China International Capital Corporation Hong Kong Securities Limited on behalf of the Company was closed at 4:00 p.m. (Hong Kong time) on Monday, 7 August 2023. The Company has not further extended the H Share Buy-back Offer.

RESULTS OF THE SHARE BUY-BACK OFFER

As at 4:00 p.m. (Hong Kong time) on Monday, 7 August 2023, being the latest time and date for acceptance of the H Share Buy-back Offer, valid acceptances of the H Share Buy-back Offer had been received in respect of 324,739,218 H Shares, representing approximately 99.61% of the H Shares held by the Independent H Shareholders (being the total number of H Shares in issue) and 9.98% the total issued share capital of the Company, respectively.

As at the date of this announcement, save for the 1,600,000,000 Domestic Shares (representing 100% of all the Domestic Shares in issue, approximately 54.64% of all the Domestic Shares and B Shares in issue and approximately 49.17% of the total issued share capital of the Company) and 312,000,000 B Shares (representing 23.49% of all B Shares in issue, 10.66% of all the Domestic Shares and B Shares in issue and approximately 9.59% of the total issued share capital of the Company) and the 324,739,218 H Shares in respect of which acceptances of the H Share Buy-back Offer have been received, the Company, the Directors and parties acting in concert with any of them do not hold, own, control or have direction over any Shares or voting rights of the Company or any other relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code).

Immediately prior to the commencement of the Offer Period on 29 March 2023, the Company and its concert parties (including the Directors), held 1,600,000,000 Domestic Shares (representing 100% of all the Domestic Shares in issue, approximately 54.64% of all the Domestic Shares and B Shares in issue and approximately 49.17% of the total issued share capital of the Company) and 312,000,000 B Shares (representing 23.49% of all B Shares in issue, 10.66% of all the Domestic Shares and B

Shares in issue and approximately 9.59% of the total issued share capital of the Company). Save for the H Shares acquired under the H Share Buy-back Offer, during the Offer Period and up to the date of this announcement, none of the Company, the Directors and parties acting in concert with any of them has (i) acquired or agreed to acquire any Shares or the rights over Shares; or (ii) borrowed or lent any Shares of the Company.

SETTLEMENT OF THE H SHARE BUY-BACK OFFER

Provided that the accompanying Form of Acceptance for the H Shares, together with the share certificate(s) and/or transfer receipt(s) and/or any other document(s) of title (and/or any satisfactory indemnity or indemnities required in respect thereof) are valid, complete and in good order and have been received by the Share Registrar no later than 4:00 p.m. on the Final Closing Date, a cheque for the amount due to each of the accepting Independent H Shareholders in respect of the H Shares tendered under the H Share Buy-back Offer (after deducting the seller's Hong Kong ad valorem stamp duty) will be despatched to the accepting Independent H Shareholders by ordinary post at his/her/its own risk as soon as possible but in any event within seven (7) Business Days from the date of receipt of all relevant documents to render such acceptance complete and valid by the Share Registrar in accordance with the Takeovers Code.

Settlement of the consideration to which any accepting Independent H Shareholder is entitled under the H Share Buy-back Offer will be paid by the Company in full in accordance with the terms of the H Share Buy-back Offer (save in respect of the payment of seller's ad valorem stamp duty, as the case may be) set out in the Offer Document (including Appendix I thereto) and the accompanying Form of Acceptance, without regard to any lien, right of set-off, counterclaim or other analogous right to which the Company may otherwise be, or claim to be, entitled against such Independent H Shareholder.

For any enquiries, the Independent H Shareholders may contact the responsible persons from the Company:

Name: Mr. He Peixun (Board Secretary of the Company) /
Ms. Li Yuejia (Securities Affairs Representative of the Company)

E-mail: hepeixun@ir-yitaicoal.com / liyuejia@ir-yitaicoal.com

Telephone: +86 477 8565732 / +86 477 8565729

WITHDRAWAL OF LISTING OF THE H SHARES

The Stock Exchange has approved the withdrawal of listing of the H Shares from the Stock Exchange pursuant to Rule 6.15 of the Listing Rules. The listing of the H Shares on the Stock Exchange will be withdrawn with effect from 4:00 p.m. on Friday, 11 August 2023.

NO RIGHT OF COMPULSORY ACQUISITION

The Company has no rights under the laws of the PRC and the articles of association of the Company to compulsorily acquire the H Shares that are not tendered for acceptance pursuant to the H Share Buy-back Offer. Accordingly, Independent H Shareholders are reminded that if they had not accepted the H Share Buy-back Offer, and when 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.

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

Inner Mongolia, the PRC, 7 August 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.

* *For identification purpose only*