兗礦能源集團股份有限公司
YANKUANG ENERGY GROUP COMPANY LIMITED*

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

(Stock Code: 01171)

CONTINUING CONNECTED TRANSACTIONS
REVISION OF THE ANNUAL CAP UNDER THE GLENCORE COAL SALES FRAMEWORK AGREEMENT

Introduction

Reference is made to the announcement (the "**Announcement**") published by Yankuang Energy Group Company Limited (the "**Company**") on 15 January 2024, in relation to, among others, the continuing connected transactions under the Glencore Coal Sales Framework Agreement entered into between Yancoal Australia Ltd ("**Yancoal Australia**"), a subsidiary controlled by the Company, and Glencore Coal Pty Ltd ("**Glencore**"), which related to, among others, the sale of coal by Yancoal Australia to Glencore and/or its subsidiaries and/or its related entities for the three years ending 31 December 2026. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

As disclosed in the Announcement, the maximum annual transaction amounts to be received by Yancoal Australia from Glencore and/or its subsidiaries and/or its related entities for the year ending 31 December 2026 shall be not to exceed US$350 million.

Revision of Annual Cap for the Year Ending 31 December 2026

In view of the market volatility caused by the Middle East conflict, which has expanded the possibility of Glencore's coal purchases in the spot market, and the increase in spot sales by HVO

Coal Sales Pty Ltd in the first half of 2026, in order to ensure sufficient headroom under the cap to allow the transactions under the Glencore Coal Sales Framework Agreement to continue through the end of 2026, the Company estimates that it is necessary to increase the annual cap for the year ending 31 December 2026 as previously set out in the Announcement. For the six months ended 30 June 2026, the total amount of transactions under the Glencore Coal Sales Framework Agreement amounted to approximately US$215 million. Accordingly, on 24 August 2026, the Company revised the annual cap for transactions under the Glencore Coal Sales Framework Agreement for the year ending 31 December 2026 from US$350 million to US$750 million.

All other terms of the Glencore Coal Sales Framework Agreement remain unchanged, and its principal terms are set out in the Announcement.

The revised annual cap was determined by reference to (i) historical transaction amounts, specifically the actual transaction amount for the six months ended 30 June 2026; (ii) the projected spot demand for coal by Glencore and/or its subsidiaries and/or its related entities in the second half of 2026; and (iii) the estimated selling price of coal, taking into account recent global coal price fluctuations.

Reasons for and Benefits of Entering into the Glencore Coal Sales Framework Agreement

Yancoal Australia's principal business activity is the production of thermal and metallurgical coal. Glencore has been one of the major customers of Yancoal Australia since 2017. The Company believes that through supplying coal to Glencore in Yancoal Australia's ordinary and usual course of business, Yancoal Australia could maintain its good business relationship with Glencore to further expand its business operations and generate revenue, thereby supporting the Company's overall business development.

Confirmation from Directors

The Directors (including the independent non-executive Directors) consider that the terms of the Glencore Coal Sales Framework Agreement (including the revised annual cap) are fair and reasonable, and that the transactions thereunder are conducted on normal commercial terms or better in the ordinary and usual course of business of the Company, and are in the interests of the Company and its Shareholders as a whole.

Pursuant to the internal procedures of the Company, the revision of the annual cap under the Glencore Coal Sales Framework Agreement is subject to review and approval by the General Manager's office meeting of the Company and does not require review and approval by the Board of Directors. The Company has convened a General Manager's office meeting to approve the revision of the annual cap under the Glencore Coal Sales Framework Agreement. None of the

Directors has a material interest in the Glencore Coal Sales Framework Agreement and the transactions contemplated thereunder.

Internal Control Measures

In order to safeguard the interest of the Company and its Shareholders as a whole, the Company has adopted the following internal control measures to regulate the Glencore Coal Sales Framework Agreement and the transactions contemplated thereunder, and the management team will follow the following methods and procedures to determine the price and terms of the transactions contemplated under the Glencore Coal Sales Framework Agreement:

(1) The Glencore Coal Sales Framework Agreement is entered into by the Company's subsidiary, Yancoal Australia, whose shares are also listed on The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**"). Therefore, the pricing policies and annual caps under such framework agreements are determined by the management team of Yancoal Australia in compliance with the connected transaction requirements under the Listing Rules, and are subject to further review by the Company. Prior to revising the annual caps under the Glencore Coal Sales Framework Agreement, Yancoal Australia will go through an application procedure in accordance with the Company's internal management system, whereby the necessity, reasonableness, fairness and compliance of the transactions will be reviewed by the Company's relevant departments which are responsible for compliance under the Listing Rules, financial management, audit and risk management.

(2) In respect of the Glencore Coal Sales Framework Agreement, the management team of Yancoal Australia will, considering the nature of coal, determine the sale price with reference to the prevailing market price for the relevant type of coal, taking into account (i) the industry index prices, depending on the quality of coal, typically being GCNewC, API5 and Platts Semi-Soft Coking Coal Index, (ii) coal quality characteristics and (iii) market alternatives to optimise value for Yancoal Australia. Yancoal Australia will take into account relevant industry benchmarks and indices when determining the market price. The management team of Yancoal Australia will have regard to the prevailing fair market value at the time, taking into account the specific needs of Yancoal Australia's business on a case-by-case basis when determining the reasonable consideration of any transaction under the Glencore Coal Sales Framework Agreement.

(3) Yancoal Australia will continue to track the statistics on the amounts of the continuing connected transactions under the Glencore Coal Sales Framework Agreement and report to the Company on a biannual basis in order to identify any transactions that may be at risk of exceeding the annual cap.

(4) Yancoal Australia will report to its board of directors (which includes the directors nominated by the Company) on a biannual basis on continuing connected transactions, including the management methods and procedures and their implementation.

(5) The audit and legal department of the Company will conduct an internal compliance audit of Yancoal Australia from time to time, including whether connected transactions comply with the Listing Rules requirements and the Company's internal management system.

(6) The financial management department of the Company will compile statistics on the value of continuing connected transactions on a quarterly basis to identify any transactions that may pose a risk of exceeding the annual caps.

(7) The auditor and the independent non-executive Directors of the Company will conduct an annual review of the transactions under the Glencore Coal Sales Framework Agreement and will confirm in the Company's annual report that the transactions have been entered into in accordance with the terms and conditions of the Glencore Coal Sales Framework Agreement and the pricing policies contemplated thereunder, which are on normal commercial terms or better in the ordinary and usual course of business of the Company, are fair and reasonable and are in the interests of the Company and its Shareholders as a whole.

Listing Rules Implications

As at the date of this announcement, Anotero Pty Ltd ("Anotero"), a wholly-owned subsidiary of Glencore, (i) holds 49% of the interest in HV Operations Pty Ltd and HVO Coal Sales Pty Ltd, being subsidiaries of the Company, and (ii) has a 49% participating interest in the HVO JV, in which Yancoal Australia, a subsidiary controlled by the Company, holds a 51% interest. Accordingly, Anotero is a connected person of the Company at the subsidiary level by virtue of being a substantial shareholder of the Company's subsidiaries and Glencore will be a connected person of the Company at the subsidiary level by virtue of being an associate of a connected person of the Company at the subsidiary level. Accordingly, the Glencore Coal Sales Framework Agreement and the transactions contemplated thereunder will constitute continuing connected transactions of the Company under Chapter 14A of the Listing Rules.

Pursuant to the Glencore Coal Sales Framework Agreement (including the revised annual cap), the highest applicable percentage ratio (as defined under Rule 14.07 of the Listing Rules, except for the profits ratio which is not applicable) of the maximum annual transaction amounts to be received by Yancoal Australia is more than 1% but less than 5%. In accordance with Rule 14A.76(2)(a) of the Listing Rules, the continuing connected transaction under the Glencore Coal Sales Framework Agreement is exempt from the circular and independent shareholder's approval requirements but is subject to the reporting, announcement and annual review requirements under Chapter 14A of the Listing Rules.

GENERAL

The Company

The Company is principally engaged in the business of mining, high-end chemicals and new materials, new energy, high-end equipment manufacturing, and intelligent logistics. The Company's main products are steam coal for use in large-scale power plants, coking coal for metallurgical production, prime quality low sulphur coal for use in pulverized coal injection and chemical products such as methanol and acetic acid, etc.

Yancoal Australia

It is an overseas subsidiary controlled by the Company as at the date of this announcement. Its principal business activity is the production of thermal and metallurgical coal for use in the power generation and steel industries in Asian markets. The shares of Yancoal Australia have been listed on the Australian Securities Exchange (stock code: YAL) and the Stock Exchange (stock code: 03668), respectively.

Glencore

A member of Glencore plc as at the date of this announcement, which is one of the largest global diversified natural resource companies in the world. The shares of Glencore plc are listed on the London Stock Exchange and the Johannesburg Stock Exchange.

By order of the Board
Yankuang Energy Group Company Limited*
Li Wei
Chairman of the Board

Zoucheng, Shandong Province, the PRC

24 August 2026

As at the date of this announcement, the Directors of the Company are Mr. Li Wei, Mr. Wang Jiuhong, Mr. Yue Guang sheng, Mr. Zhang Haijun, Mr. Li Shipeng, Mr. Su Li and Mr. Huang Xiaolong, and the independent non-executive Directors of the Company are Mr. Li Weian, Mr. Gao Jingxiang, Mr. Woo Kar Tung, Raymond and Ms. Zhu Rui.

** For identification purpose only*