

**YANCOAL AUSTRALIA LTD**

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INFORMATION FOR SHAREHOLDERS

OBSERVE THE EGM ONLINE AND SUBMIT QUESTIONS

All shareholders are encouraged to:

- submit any questions ahead of the EGM to either the Company or the auditor; and
- appoint the Chairman as proxy with directions on how to vote in each item of business to ensure that each Shareholder's vote is cast and counted with certainty. The Chairman is required to follow your instructions.

Further information on how to appoint a proxy to vote on your behalf is described under the heading "Proxies and Attorneys" under this section "Information for Shareholders". Please pay particular attention to this section in order to correctly appoint a proxy. Shareholders who wish to observe the EGM through a live webcast and submit questions in real time can visit

<https://meetnow.global/MNSD4TT>

Registration will open 1 hour before the start of the meeting. Details on how to observe and submit questions online are available at www.yancoal.com.au/page/en/investors.

Shareholders are urged to submit questions ahead of the EGM to the Company through submitting a completed form which accompanied the Notice of Meeting, or by way of email to shareholder@yancoal.com.au and/or media@yancoal.com.au.

IN-PERSON ATTENDANCE

Shareholders attending the meeting in person are encouraged to review and follow the Australian Department of Health's instructions and recommendations (if any) in relation to the COVID-19 pandemic.

Shareholders are also reminded to observe good personal hygiene at all times during the EGM. To the extent permitted under law, the Company reserves the right to deny entry into the EGM venue or require any person to leave the venue so as to ensure the health and safety of the attendees at the EGM and compliance with applicable laws.

An electronic copy of the presentation by the Chairman or any Director will be lodged with the ASX and HKEx and will be made available on the Company's website before the EGM commences.

ELIGIBILITY TO VOTE AND RECORD TIME

The time for determining the voting entitlements of the holders of ordinary securities in the Company at the EGM will be 8:00 p.m. (Sydney, Australian time) on Thursday, 12 October 2023 (being 5:00 p.m. (Hong Kong time)) (Record Time). Hong Kong Shareholders who wish to attend and vote at the EGM should lodge the transfer documents and relevant share certificates with the Company's registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong on or before 4:30 p.m. (Hong Kong time) on Thursday, 12 October 2023.

The Corporations Regulations 2001 and the ASX Settlement Operating Rules of Australia require that the time to determine who holds ordinary securities in the Company for the purposes of a meeting of its shareholders may not be more than 48 hours before that meeting.

However, in order for the Company to comply with requirements arising from its dual-primary listing on the Australian Securities Exchange and The Stock Exchange of Hong Kong Limited, the stipulated Record Time for the Company's EGM will be set as outlined above, which will fall on the fourth business day before the EGM. This is earlier than what shareholders and investors of the Company in Australia may be accustomed to.

Therefore, to be eligible to attend and vote at the EGM, a Shareholder must be a registered holder of the Company's ordinary securities by no later than the Record Time. If a Shareholder's name is not on the Company's register of members as at the Record Time, that Shareholder will be ineligible to attend and vote at the EGM. All share transfers registered after the Record Time will be disregarded in determining the voting entitlements of holders of ordinary securities in the Company at the EGM.

VOTING

A shareholder that is an individual may attend and vote in person at the EGM. Please arrive 20 mins prior to the start of the EGM to facilitate the registration process. Otherwise, a shareholder may appoint a proxy or, if he or she holds two or more shares, up to two proxies to attend and vote on his/her behalf, as outlined below. A shareholder or proxy that is a body corporate may appoint an individual to act as its representative to vote at the EGM in accordance with section 250D of the Corporations Act. The appropriate '*Certificate of Appointment of Corporate Representative*' should be produced prior to admission to the EGM. A form of the certificate may be obtained from www.computershare.com.

If two or more persons are joint holders of a share, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the other joint holder(s). For this purpose, seniority shall be determined by the order in which the names stand in the principal or branch register of members of the Company in respect of the joint holding.

PROXIES AND ATTORNEYS

- (1) If you are entitled to vote but do not wish to attend the EGM, you may appoint a proxy to attend and vote on your behalf. A body corporate that is a shareholder may also appoint a proxy to attend and vote on its behalf. A proxy need not be a shareholder.
- (2) If you are entitled to cast two or more votes, you are entitled to appoint up to two proxies to attend the EGM and vote on your behalf and you may specify the proportion or number of votes each proxy is appointed to exercise. If the appointment does not so specify, each proxy may exercise half the votes. Fractions of votes will be disregarded.
- (3) Where a shareholder appoints 2 proxies or 2 attorneys, neither proxy or attorney is entitled to vote on a show of hands, and on a poll, each proxy or attorney may only exercise votes in respect of those shares or voting rights the proxy or attorney represents.
- (4) To be effective, the Company must receive the completed proxy form and, if the form is signed by the shareholder's attorney, the authority under which the proxy form is signed (or a certified copy of the authority) by no later than 48 hours before the time appointed

for the holding of the EGM (i.e. not later than 11.00am (AEDT) (being 8.00am (HKT)) on Monday, 16 October 2023). Any proxy form received after that time will not be valid for the EGM.

- (5) The completion and return of the proxy form shall not preclude shareholders of the Company from attending and voting in person at the above meeting (or any adjourned meeting thereof) if they so wish.
- (6) The proxy form accompanying the Notice of Meeting can be used to appoint a proxy.
- (7) Proxy forms (and any power of attorney or certified copy of that power under which they are signed) may be lodged with Computershare:

for shareholders whose ordinary shares in the Company are traded on the Australian Securities Exchange

- (a) by mail, to: Computershare Investor Services Pty Limited GPO Box 242, Melbourne VIC 3001 AUSTRALIA
- (b) by facsimile: 1800 783 447 (within Australia) +61 3 9473 2555 (outside Australia)
- (c) online via www.investorvote.com.au You will need your Shareholder Reference Number (SRN) or Holder Identification Number (HIN), postcode and control number as shown on your proxy form. You will be taken to have signed the proxy form if you lodge it in accordance with the instructions on the website.

A proxy cannot be appointed electronically by a person appointed by a shareholder under a Power of Attorney or similar authority.

Intermediaries with access to Intermediary Online through Computershare Investor Services Pty Limited should lodge their votes through www.intermediaryonline.com.

for shareholders whose ordinary shares in the Company are traded on The Stock Exchange of Hong Kong Limited

- (a) by mail, to: Computershare Hong Kong Investor Services Limited Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong
- (b) by facsimile: + 852 2865 0990/+852 2529 6087 (within Hong Kong) +61 3 9473 2555 (outside Hong Kong)

Other alternatives

Alternatively, proxy forms may be lodged with the Company:

- (a) by mail, to the attention of the Company Secretary, at: Yancoal Australia Ltd Level 18, Darling Park Tower 2, 201 Sussex Street Sydney NSW 2000 Australia
 - (b) by facsimile, to the attention of the Company Secretary, on: + 61 2 8583 5399
- (8) Proxies given by corporate holders of ordinary shares must be executed in accordance with their constitutions, or signed by a duly authorised officer or attorney.
 - (9) A proxy may decide whether to vote on any motion, except where the proxy is required by law to vote, or abstain from voting, in their capacity as proxy. If a proxy is directed how to vote on an item of business, the proxy may vote on that item only in accordance with the direction.

- (10) If your appointed proxy does not attend the EGM or does not vote on a poll in accordance with your directions, the Chairman of the EGM will become your proxy and will vote in accordance with any of your directions.
- (11) If a proxy is not directed how to vote on an item of business, the proxy may vote as he or she thinks fit (subject to any applicable voting exclusions).
- (12) The appointment of a proxy or attorney is not revoked by the appointer attending and taking part at the EGM, but if the appointer votes on a resolution, the proxy or attorney is not entitled to vote, and must not vote, as the appointer's proxy or attorney on the resolution.
- (13) If the Chairman of the EGM is your proxy and you do not specify how your proxy is to vote on an item of business, then by completing and submitting a proxy form you will be expressly authorising the Chairman to exercise your proxy as the Chairman sees fit. If you wish to appoint the Chairman as proxy with a direction how to vote on an item of business, you should specify this by completing the "For", "Against" or "Abstain" boxes on the proxy form.
- (14) The Chairman of the EGM intends to vote all undirected proxies in favour of each item of business.

QUESTIONS AND COMMENTS BY SHAREHOLDERS

The Chairman of the EGM will allow a reasonable opportunity for shareholders to ask questions about or make comments relevant to the items of business and on the management of the Company at the EGM. Shareholders may also submit a written question to the Board. Your questions should relate to matters that are relevant to the business of the EGM.

A list of those relevant written questions will be made available to shareholders attending the EGM. Please send any relevant questions for the Board by 5.00pm (AEDT) (2.00pm (HKT)) on Friday, 13 October 2023 to:

- Computershare (contact details provided above); or
- Yancoal Australia Ltd at its registered office, Level 18, Darling Park Tower 2, 201 Sussex Street, Sydney NSW 2000, Australia, marked for the attention of the Company Secretary.

During the course of the EGM, the Chairman will endeavour to address as many of the more frequently raised shareholder questions as reasonably practicable and, where appropriate. However, there may not be sufficient time available at the EGM to address all questions. Please note that individual responses may not be sent to shareholders.