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This announcement is for information purposes only and does not constitute an offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for securities. Potential investors should read the Prospectus for detailed information about the Global Offering described below before deciding whether or not to invest in the Offer Shares.

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In connection with the Global Offering, the price of the Company's shares may be stabilised in accordance with the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong) and applicable Australian laws (including the terms of a no action letter issued by the Australian Securities and Investments Commission). Details of any intended stabilisation and how it will be regulated under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and by virtue of the requirements of the Australian Securities and Investments Commission will be contained in the Prospectus.



Yancoal Australia Ltd

ACN 111 859 119

兗煤澳大利亞有限公司*

(Incorporated in Victoria, Australia with limited liability)

(Stock Code: 3668)

ANNOUNCEMENT MIXED MEDIA OFFER

The Company will be issuing the Prospectus on Monday, 26 November 2018 in connection with the proposed Global Offering. An application has been made by the Company to the Listing Committee of the Stock Exchange for the Granting of the approval for the listing of, and permission to deal in, the Shares in issue and to be issued pursuant to the proposed Global Offering. Dealings in the Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Thursday, 6 December 2018.

The Company will be relying on Section 9A of the Companies (Exemption of Companies and Prospectuses from Compliance with Provisions) Notice (Chapter 32L of the Laws of Hong Kong) and will be issuing the **WHITE** and **YELLOW** Application Forms without them being accompanied by a printed Prospectus. The contents of the printed Prospectus are identical to the electronic version of the Prospectus which can be accessed and downloaded from the websites

* For identification purpose only

of the Company at www.yancoal.com.au and the Stock Exchange at www.hkexnews.hk under the “*HKExnews > Listed Company Information > Latest Listed Company Information*” section, respectively. Members of the public may obtain a copy of the printed Prospectus, free of charge, upon request during normal business hours from 9:00 a.m. on Monday, 26 November 2018 until 12:00 noon on Thursday, 29 November 2018 at the following locations:

1. any of the following branches of the receiving bank for the Hong Kong Public Offering:

Bank of China (Hong Kong) Limited

	Branch Name	Address
Hong Kong Island	King’s Road Branch	131-133 King’s Road, North Point, Hong Kong
	Central District (Wing On House) Branch	B/F-2/F, Wing On House, 71 Des Voeux Road Central, Hong Kong
Kowloon	Lam Tin Branch	Shop 12, 49 Kai Tin Road, Lam Tin, Kowloon
	Tsim Sha Tsui Branch	24-28 Carnarvon Road, Tsim Sha Tsui, Kowloon
New Territories	Tseung Kwan O Plaza Branch	Shop 112-125, Level 1, Tseung Kwan O Plaza, Tseung Kwan O, New Territories
	Tuen Mun Town Plaza Branch	Shop 2, Tuen Mun Town Plaza phase II, Tuen Mun, New Territories

2. any of the following offices of the Joint Global Coordinators:
 - (a) Morgan Stanley Asia Limited, at 46/F, International Commerce Centre, 1 Austin Road West, Kowloon, Hong Kong;
 - (b) CMB International Capital Limited, at 45/F, Champion Tower, 3 Garden Road, Central, Hong Kong;
 - (c) BOCI Asia Limited, at 26th Floor, Bank of China Tower, 1 Garden Road, Central, Hong Kong; and
 - (d) Citigroup Global Markets Asia Limited, at 50/F, Champion Tower, 3 Garden Road, Central, Hong Kong; and
3. the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong.

Details of where printed Prospectuses may be obtained will be displayed prominently at every branch of Bank of China (Hong Kong) Limited where WHITE Application Forms are distributed.

During normal business hours from 9:00 a.m. on Monday, 26 November 2018 until 12:00 noon on Thursday, 29 November 2018, at least three copies of the printed prospectus will be available for inspection at every location where the **WHITE** and **YELLOW** Application Forms are distributed as set out in “*How to Apply for Hong Kong Offer Shares*” in the Prospectus.

In this announcement, unless the context otherwise requires, the following terms shall have the following meanings.

“Application Form(s)”	the WHITE Application Form(s), YELLOW Application Form(s) and GREEN Application Form(s) relating to the Hong Kong Public Offering or, where the context so requires, any of them, that are used in connection with the Hong Kong Public Offering
“Board”	the board of directors of the Company
“Company”	Yancoal Australia Ltd, a company incorporated under the laws of Australia with limited liability on 18 November 2004
“Director(s)”	the director(s) of the Company
“Global Offering”	the Hong Kong Public Offering and the International Offering
“HKSCC”	Hong Kong Securities Clearing Company Limited, a wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Hong Kong Public Offering”	the offer of the Hong Kong Offer Shares to the public in Hong Kong for subscription at the Offer Price, on and subject to the terms and conditions set out in this prospectus and the Application Forms
“International Offering”	the offer of the International Offer Shares (a) in the United States solely to qualified institutional buyers pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act or (b) outside the United States in offshore transactions in reliance on Regulation S, for subscription or purchase (as the case may be) at the Offer Price, in each case on and subject to the terms and conditions of the International Underwriting Agreement (as defined in the Prospectus)
“Joint Global Coordinators”	Morgan Stanley Asia Limited, CMB International Capital Limited, BOCI Asia Limited and Citigroup Global Markets Asia Limited

“Listing Committee”	the listing committee of the Stock Exchange
“Listing Date”	the date, expected to be on or about Thursday, 6 December 2018, on which the Shares are first listed and from which dealings in the Shares are permitted to take place on the Main Board of the Stock Exchange
“Offer Shares”	the Hong Kong Offer Shares (as defined in the Prospectus) and the International Offer Shares (as defined in the Prospectus), together with, where relevant, any additional Shares which may be issued by the Company pursuant to any exercise of the Over-allotment Option (as defined in the Prospectus)
“Prospectus”	the prospectus to be issued on Monday, 26 November 2018 by the Company
“Shares”	ordinary shares in the share capital of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“U.S. Securities Act”	the United States Securities Act of 1933, as amended
“United States”	the United States of America, its territories and possessions, any state of the United States and the District of Columbia

By order of the Board
Yancoal Australia Ltd
Baocai ZHANG
Chairman

Hong Kong, 23 November 2018

As of the date of this announcement, the executive Director is Mr. Fucun Wang, the non-executive Directors are Mr. Baocai Zhang, Mr. Cunliang Lai, Mr. Xiangqian Wu, Mr. Fuqi Wang, Mr. Qingchun Zhao and Mr. Xing Feng and the independent non-executive Directors are Mr. Gregory James Fletcher, Dr. Geoffrey William Raby, Mr. David James Moulton and Ms. Helen Jane Gillies.

香港交易及結算所有限公司、香港聯合交易所有限公司及香港中央結算有限公司對本公告的內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示概不就因本公告全部或任何部分內容而產生或因倚賴該等內容而引致的任何損失承擔任何責任。

本公告僅作參考用途，並不構成向任何人士收購、購買或認購證券的要約或誘使作出要約的邀請。於決定是否投資發售股份前，潛在投資者應細閱招股章程有關下文所述全球發售的詳細資料。

本公告不會直接或間接於或向美國或法律禁止有關分派的任何其他司法權區發佈、刊發、分派。本公告不構成亦並非在香港、美國或任何其他司法權區出售證券的要約或招攬購買證券的邀請。股份未曾亦不會根據1933年美國證券法（經修訂）或美國任何州的證券法律登記，而且除非獲得美國證券法登記規定的適用豁免，或屬不受美國證券法登記規定約束的交易，否則未根據美國證券法登記的該等股份不得在美國境內發售或出售。本公司證券並無及將不會於美國公開發售。

就全球發售而言，可根據香港法例第571W章《證券及期貨（穩定價格）規則》及適用澳大利亞法律（包括澳大利亞證券和投資委員會發出的無行動函條款）穩定本公司股價，擬進行的穩定價格行動及香港法例第571章《證券及期貨條例》及澳大利亞證券和投資委員會規定如何規範該等行動的詳情將載於招股章程。



Yancoal Australia Ltd

ACN 111 859 119

兗煤澳大利亞有限公司*

（於澳大利亞維多利亞州註冊成立的有限公司）

（股份代號：3668）

公告 混合媒介要約

本公司將就建議全球發售於2018年11月26日（星期一）刊發招股章程。本公司已向聯交所上市委員會申請批准已發行及根據建議全球發售將予發行的股份上市及買賣。預期股份將於2018年12月6日（星期四）上午九時正開始在聯交所買賣。

本公司將依據香港法例第32L章《公司（豁免公司及招股章程遵從條文）公告》第9A條，並將發出白色及黃色申請表格而無隨附招股章程印刷本。招股章程印刷本的內容與招股章程電子版本相同，招股章程電子版本可分別在本公司網站 www.yancoal.com.au 及聯交所網站 www.hkexnews.hk 「披露易 > 上市公司公告 > 最新上市公司公告」查閱及下載。公眾人士可於2018年11月26日（星期一）上午九時正至2018年11月29日（星期四）中午十二時正的正常辦公時間內，在以下地點免費索取招股章程印刷本：

* 僅供識別

1. 香港公開發售收款銀行的以下任何分行：

中國銀行（香港）有限公司

	分行名稱	地址
香港島	英皇道分行	香港北角英皇道131-133號
	中環永安集團大廈分行	香港德輔道中71號永安集團大廈地庫至二樓
九龍	藍田分行	九龍藍田啟田道49號12號舖
	尖沙咀分行	九龍尖沙咀加拿芬道24-28號
新界	將軍澳廣場分行	新界將軍澳將軍澳廣場L1層112-125號
	屯門市廣場分行	新界屯門市廣場第二期商場2號

2. 聯席全球協調人的以下任何辦事處：

- (a) 摩根士丹利亞洲有限公司，地址為香港九龍柯士甸道西1號環球貿易廣場46樓；
- (b) 招銀國際融資有限公司，地址為香港中環花園道3號冠君大廈45樓；
- (c) 中銀國際亞洲有限公司，地址為香港中環花園道1號中銀大廈26樓；
- (d) 花旗環球金融亞洲有限公司，地址為香港中環花園道3號冠君大廈50樓；
及

3. 香港結算的存管處服務櫃台，地址為香港中環康樂廣場8號交易廣場1及2座1樓。

可索取招股章程印刷本的地址詳情將於派發白色申請表格的中國銀行（香港）有限公司各分行以顯眼方式展示。

於2018年11月26日（星期一）上午九時正至2018年11月29日（星期四）中午十二時正的正常辦公時間內，在招股章程「如何申請香港發售股份」載列之派發白色及黃色申請表格的各個地點，均有至少三份招股章程印刷本可供查閱。

於本公告內，除非文義另有所指，否則下列詞彙具有以下涵義：

「申請表格」	指	有關香港公開發售的 白色 申請表格、 黃色 申請表格及 綠色 申請表格或按文義所指就香港公開發售使用的任何一種申請表格
「董事會」	指	本公司董事會
「本公司」	指	兗煤澳大利亞有限公司，一家於2004年11月18日根據澳大利亞法律註冊成立的有限公司
「董事」	指	本公司董事
「全球發售」	指	香港公開發售及國際發售
「香港結算」	指	香港中央結算有限公司，為香港交易及結算所有限公司的全資附屬公司
「香港」	指	中華人民共和國香港特別行政區
「香港公開發售」	指	根據並受限於招股章程及申請表格所載條款及條件，按發售價提呈香港發售股份供香港公眾人士認購
「國際發售」	指	在各情況下根據國際包銷協議（定義見招股章程）的條款及條件並在其規限下，(a)在美國境內豁免遵守美國證券法的登記規定或在毋須遵守美國證券法登記規定的交易中僅向合資格機構買家，或(b)在美國境外的離岸交易中，依據S規例按發售價提呈發售國際發售股份以供認購或購買（視情況而定）
「聯席全球 協調人」	指	摩根士丹利亞洲有限公司、招銀國際融資有限公司、中銀國際亞洲有限公司及花旗環球金融亞洲有限公司
「上市委員會」	指	聯交所上市委員會

「上市日期」	指	股份首次在聯交所主板上市及獲准買賣的日期，預期為2018年12月6日（星期四）或前後
「發售股份」	指	香港發售股份（定義見招股章程）及國際發售股份（定義見招股章程），以及（如相關）因任何超額配股權（定義見招股章程）獲行使而本公司可予發行的任何額外股份
「招股章程」	指	本公司將於2018年11月26日（星期一）刊發的招股章程
「股份」	指	本公司股本中的普通股
「聯交所」	指	香港聯合交易所有限公司
「美國證券法」	指	1933年美國證券法（經修訂）
「美國」	指	美利堅合眾國、其領土及屬地、美國任何州與哥倫比亞特區

承董事會命
兗煤澳大利亞有限公司
 主席
張寶才

香港，2018年11月23日

於本公告日期，執行董事為王福存先生，非執行董事為張寶才先生、來存良先生、吳向前先生、王富奇先生、趙青春先生及馮星先生以及獨立非執行董事為 *Gregory James Fletcher* 先生、*Geoffrey William Raby* 博士、*David James Moulton* 先生及 *Helen Jane Gillies* 女士。