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中国神华能源股份有限公司
CHINA SHENHUA ENERGY COMPANY LIMITED

(a joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 1088)

**ANNOUNCEMENT MADE PURSUANT TO RULE 13.09
OF THE LISTING RULES**

The board of directors and all directors of China Shenhua Energy Company Limited (the “Company”, the Company together with its subsidiaries, the “Group”) guarantee that this announcement does not contain any false representations, misleading statements or material omissions and shall jointly and severally accept responsibility as to the truthfulness, accuracy and completeness of the content of this announcement.

This announcement is made pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The Company has recently received a notice from its controlling shareholder Shenhua Group Corporation Limited (“Shenhua Group Co”) that Shenhua Group Co intends to acquire the equity interests in State Grid Energy Development Co., Ltd. (“State Grid Energy”), a wholly-owned subsidiary of State Grid Corporation of China (the “Acquisition”). Shenhua Group Co is currently negotiating and has reached an initial intent on the Acquisition with State Grid Corporation of China. However, the detailed terms of the Acquisition have not been finalised, pending further consultation with relevant government regulatory authorities. There remain uncertainties regarding the Acquisition which involves internal decisions of the relevant parties and is subject to approvals by relevant government authorities.

Pursuant to the Non-competition Agreement entered into between Shenhua Group Co and the Company, Shenhua Group Co has consulted the Company regarding the Acquisition. In relation to the Acquisition, (1) during the negotiations, State Grid Corporation of China has expressly indicated its intent that Shenhua Group Co should act as the acquirer; (2) certain projects of State Grid Energy are in preliminary stage with low profit, the overall conditions of which do not meet the requirements for being injected into the Company.

In this regard, having been approved by the independent directors of the Company, the Company has decided not to participate in the Acquisition, allowing State Grid Energy to be acquired by Shenhua Group Co. Shenhua Group Co has undertaken to the Company that upon completion of the Acquisition, it will grant the Company the option of acquisition and pre-emptive right over State Grid Energy pursuant to the Non-competition Agreement entered into between the Company and Shenhua Group Co.

Pursuant to the relevant announcements of Guangdong Golden Horse Tourism Group Stock Co., Ltd. (“Golden Horse Group”), a subsidiary of State Grid Energy, State Grid Energy has a commitment of injecting assets into Golden Horse Group. The Company has the option of acquisition and pre-emptive right over the entire equity interests or businesses of State Grid Energy.

Investors are advised to exercise caution in dealing with their investments.

By order of the board of directors
China Shenhua Energy Company Limited
Huang Qing
Secretary to the Board of Directors

Beijing, 12 June 2012

As at the date of this announcement, the board of directors comprises the following: Dr. Zhang Xiwu, Dr. Zhang Yuzhuo, Dr. Ling Wen and Mr. Han Jianguo as executive directors, Mr. Kong Dong and Mr. Chen Hongsheng as non-executive directors, and Ms. Fan Hsu Lai Tai, Mr. Gong Huazhang and Mr. Guo Peizhang as independent non-executive directors.