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CHINA COAL ENERGY COMPANY LIMITED*

中國中煤能源股份有限公司

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

(Stock code: 01898)

**PROPOSED APPOINTMENT OF DIRECTORS
AND SHAREHOLDER REPRESENTATIVE SUPERVISOR**

The Board hereby announces that, as the term of office of the second session of the Board will be ended upon approval of the election of the Directors of the third session of the Board at the AGM. Upon approval of the election of the Directors of the third session of the Board at the AGM, Mr. Yang Lieke, Mr. Li Yanmeng and Mr. Zhang Jiaren, each as a Director of the second session of the Board, will retire due to the expiration of their terms of office. The Board passed the resolutions for the proposed re-election of Mr. Wang An, Mr. Li Yanjiang, Mr. Peng Yi, Mr. Zhao Pei and Mr. Ngai Wai Fung, who are the Directors of the second session of the Board, as the Directors of the third session of the Board. The Board also passed the resolutions for the proposed appointment of Mr. Gao Jianjun as an executive Director of the third session of the Board, the proposed appointment of Mr. Liu Zhiyong and Mr. Xiang Xujia as non-executive Directors of the third session of the Board, and the proposed appointment of Mr. Zhang Ke as an independent non-executive Director of the third session of the Board.

The Board further announces that, as the term of office of the second session of the Supervisory Committee will be ended upon approval of the election of the shareholder representative supervisors of the third session of the Supervisory Committee at the AGM. Upon approval of the election of the shareholder representative supervisors of the third session of the Supervisory Committee at the AGM, Mr. Wang Xi will retire as shareholder representative supervisor due to the expiration of his term of office. The Supervisory Committee proposed to re-elect Mr. Zhou Litao and to appoint Mr. Zhao Rongzhe as the shareholder representative supervisors of the third session of the Supervisory Committee. The employee representative supervisor of the Company will be elected separately in accordance with the Articles of Association.

* *For identification purpose only*

Relevant proposals will be put forward at the AGM for Shareholders' consideration and approval. A circular of the Company containing detailed information in relation to the above-mentioned proposals will be despatched to the Shareholders in due course.

I. PROPOSED APPOINTMENTS OF DIRECTORS

The board of directors (the “**Board**”) of China Coal Energy Company Limited (the “**Company**”) hereby announces that, as the term of office of the second session of the Board will be ended upon approval of the election of the directors (the “**Director(s)**”) of the third session of the Board at the 2014 annual general meeting of the Company (the “**AGM**”). Upon approval of the election of the Directors of the third session of the Board at the AGM, Mr. Yang Lieke, Mr. Li Yanmeng and Mr. Zhang Jiaren, each as a Director of the second session of the Board, will retire due to the expiration of their terms of office. At the Board meeting dated 24 April 2015, the Board passed the resolutions for the proposed re-election of Mr. Wang An, Mr. Li Yanjiang, Mr. Peng Yi, Mr. Zhao Pei and Mr. Ngai Wai Fung, who are the Directors of the second session of the Board, as the Directors of the third session of the Board. The Board also passed the resolutions for the proposed appointment of Mr. Gao Jianjun as an executive Director of the third session of the Board, the proposed appointment of Mr. Liu Zhiyong and Mr. Xiang Xujia as non-executive Directors of the third session of the Board, and the proposed appointment of Mr. Zhang Ke as an independent non-executive Director of the third session of the Board.

The members of the second session of the Board are set out below,

Name	Position
Wang An	Executive Director
Yang Lieke	Executive Director
Li Yanjiang	Non-executive Director
Li Yanmeng	Non-executive Director
Peng Yi	Non-executive Director
Zhang Jiaren	Independent non-executive Director
Zhao Pei	Independent non-executive Director
Ngai Wai Fung	Independent non-executive Director

The Director candidates of the third session of the Board are set out below:

Name	Position
Wang An	Executive Director
Li Yanjiang	Executive Director
Gao Jianjun	Executive Director
Peng Yi	Non-executive Director
Liu Zhiyong	Non-executive Director
Xiang Xujia	Non-executive Director
Zhang Ke	Independent non-executive Director
Zhao Pei	Independent non-executive Director
Ngai Wai Fung	Independent non-executive Director

According to the articles of association of the Company (the “**Articles of Association**”), the resolutions in relation to the proposed appointment of Directors will be put forward at the AGM as ordinary resolutions.

Mr. Yang Lieke, Mr. Li Yanmeng and Mr. Zhang Jiaren have confirmed that they had no disagreement with the Board, and there were no other matters in relation to their resignation that need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”).

During their tenure of service, Mr. Yang Lieke, Mr. Li Yanmeng and Mr. Zhang Jiaren have always been diligent and committed to their work, and have made remarkable contributions to the development of the Company. The Board would like to express its sincere gratitude to Mr. Yang Lieke, Mr. Li Yanmeng and Mr. Zhang Jiaren for their contributions to the Company.

The Biographical Details of the Proposed Newly Appointed Director Candidates of the Third Session of the Board^(Note)

Gao Jianjun

Gao Jianjun, aged 56, is the Vice President of the Company. He obtained a Bachelor’s Degree in mining from Shandong Mining Institute (currently known as Shandong University of Science and Technology) in 1982, and a Master’s Degree in engineering from Liaoning University of Engineering and Technology in 1998. He is a Professoriate Senior Engineer and a Senior Professional Manager in the coal industry, and is entitled to special government allowance granted by the State Council. He served as Assistant to the General Manager, General Manager of the Enterprise Development Department and General Manager of the Human Resources Department of China National Coal Group Corporation (“**China Coal Group**”), Director of Huajin Coking Coal Company Limited, the Chairman and General Manager of Shanghai Datun Energy Resources Company Limited, and an Executive Director and Deputy Secretary of the

Note: The biographical details of the proposed re-elected Director Candidates of the third session of the Board will be disclosed in a circular to be despatched to the Shareholders.

Party Committee of China Coal Pingshuo Group Company Limited. He also worked at the Human Resources Division and New Technology Promotion Division of China Coal Research Institute; and the General Office of China National Coal Corporation and the General Office of the Ministry of Coal Industry. Mr. Gao has worked in the coal mining industry for an extensive period, has gained a thorough understanding of the coal mining industry, and has developed rich management skills in respect of corporate development strategies, restructuring and production operation.

Save as disclosed above and as at the date of this announcement, Mr. Gao has not held any directorship in other listed companies in the past three years.

Save as disclosed above, as at the date of this announcement, Mr. Gao has no relationship with any Directors, senior management of the Company or substantial or controlling Shareholder.

As at the date of this announcement, Mr. Gao does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong, the “SFO”).

Upon approval of Mr. Gao’s appointment at the AGM, Mr. Gao will enter into a service contract with the Company for a term of three years commencing from the date of appointment. Mr. Gao’s annual remuneration package will be determined by Shareholders at a general meeting of the Company pursuant to the Articles of Association and with reference to recommendation of the remuneration committee of the Board in accordance with its terms of reference, taking into account, among other matters, his duties and responsibilities.

Save as disclosed above and as at the date of this announcement, the Board is not aware of any other matters in relation to Mr. Gao’s proposed appointment as an executive Director that need to be brought to the attention of the Shareholders nor any information that is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Hong Kong Listing Rules**”).

Liu Zhiyong

Liu Zhiyong, aged 57, is currently serving as a full-time external director of a central enterprise, the external director of China Coal Group and a non-executive Director of CSR Corporation Limited. Mr. Liu graduated from Nanjing Political College majoring in political economy and obtained a bachelor’s degree in economics in July 1988. He served as the deputy division director, chief division director and deputy director of the Third Secretary Bureau of the General Office of the State Council, deputy Party secretary of Liuzhou Municipal Government of Guangxi, administrative commissioner and deputy director of the Third Secretary Bureau of the General Office of the State Council, inspector and deputy director of the First Secretary Bureau of the General Office of the State Council (responsible for general affairs), and

executive deputy secretary of the Party Committee of the General Office of the State Council. Mr. Liu is familiar with the macroeconomic policies and the organizational and human resources affairs in the PRC.

Save as disclosed above and as at the date of this announcement, Mr. Liu has not held any directorship in other listed companies in the past three years.

Save as disclosed above, as at the date of this announcement, Mr. Liu has no relationship with any Directors, senior management of the Company or substantial or controlling Shareholder.

As at the date of this announcement, Mr. Liu does not have any interest in the shares of the Company within the meaning of Part XV of the SFO.

Upon approval of Mr. Liu's appointment at the AGM, Mr. Liu will enter into a service contract with the Company for a term of three years commencing from the date of appointment.

Mr. Liu's annual remuneration package will be determined by Shareholders at a general meeting of the Company pursuant to the Articles of Association and with reference to recommendation of the remuneration committee of the Board in accordance with its terms of reference, taking into account, among other matters, his duties and responsibilities.

Save as disclosed above, the Board is not aware of any other matters in relation to Mr. Liu's proposed appointment as a non-executive Director that need to be brought to the attention of the Shareholders nor any information that is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Hong Kong Listing Rules.

Xiang Xujia

Xiang Xujia, aged 46, is currently serving as the director of Sino-Life Asset Management (Hong Kong) Company Limited and Fude Resources Investment Holding Group Company Limited, the non-executive director of Shougang Fushan Resources Group Limited, and the Chairman of Shenzhen Fude Holding (Group) Limited and Shenzhen Fude Financial Investment Holding Limited. Mr. Xiang graduated from Zhejiang University majoring in information science and electronic engineering, and obtained a bachelor's degree of engineering in July 1991. He obtained a master's degree of laws from Southwest University of Political Science and Law in June 2001 majoring in economic law. Mr. Xiang is a qualified lawyer in the PRC and has been a practicing lawyer for over 7 years. He was a lawyer and legal partner of Grandall Law Firm (Shenzhen), a lawyer of DeHeng Law Offices in Beijing, a compliance head, assistant to the general manager, secretary of the board, and manager of assets management centre of Sino Life Insurance Co., Ltd., and the General Manager and chairman of the board of Sino Life Asset Management Co., Ltd.. He has extensive experience in securities and finance, corporate governance, risk management and investment etc..

Save as disclosed above and as at the date of this announcement, Mr. Xiang has not held any directorship in other listed companies in the past three years.

Save as disclosed above, as at the date of this announcement, Mr. Xiang has no relationship with any Directors, senior management of the Company or substantial or controlling Shareholder.

As at the date of this announcement, Mr. Xiang does not have any interest in the shares of the Company within the meaning of Part XV of the SFO.

Upon approval of Mr. Xiang's appointment at the AGM, Mr. Xiang will enter into a service contract with the Company for a term of three years commencing from the date of appointment.

Mr. Xiang's annual remuneration package will be determined by Shareholders at a general meeting of the Company pursuant to the Articles of Association and with reference to recommendation of the remuneration committee of the Board in accordance with its terms of reference, taking into account, among other matters, his duties and responsibilities.

Save as disclosed above and as at the date of this announcement, the Board is not aware of any other matters in relation to Mr. Xiang's proposed appointment as a non-executive Director that need to be brought to the attention of the Shareholders nor any information that is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Hong Kong Listing Rules.

Zhang Ke

Zhang Ke, aged 61, is the chairman and principal partner of ShineWing Certified Public Accountants Company Limited, an independent director of Guiyang Longmaster Information & Technology Co., Ltd., Net263 Ltd., SEEC Media Group Limited, and HC International Inc., and an external director of China National Salt Industry Corporation. Mr. Zhang obtained a bachelor's degree in economics from the Industrial Economics Department of Renmin University of China in June 1982. Mr. Zhang is a chartered certified accountant with qualification in securities dealing and a senior accountant. Mr. Zhang served as the department manager of China International Economics Consultants Co., Ltd., deputy executive officer of Zhongxin Accountants Firm, deputy general manager of Zhongxin Yongdao Accountants Firm, partner of Coopers & Lybrand International, general manager of Zhongxin Yongdao Accountants Firm, deputy executive director of Coopers & Lybrand (China), independent director of various listed companies including China Minsheng Bank Ltd., Zhuhai Zhongfu Enterprise Co., Ltd. and Air China Ltd. He was an independent non-executive director of the Company from August 2006 to February 2013. Mr. Zhang has more than 20 years of experience in reviewing and analyzing financial statements of listed companies, and has extensive experience in dealing with internal and external auditors regarding the supervision of internal control and the auditing of financial statements.

Save as disclosed above and as at the date of this announcement, Mr. Zhang has not held any directorship in other listed companies in the past three years.

Save as disclosed above, as at the date of this announcement, Mr. Zhang has no relationship with any Directors, senior management of the Company or substantial or controlling Shareholder.

As at the date of this announcement, Mr. Zhang does not have any interest in the shares of the Company within the meaning of Part XV of the SFO.

Upon approval of Mr. Zhang's appointment at the AGM, Mr. Zhang will enter into a service contract with the Company for a term of three years commencing from the date of appointment.

Mr. Zhang's annual remuneration package will be determined by Shareholders at a general meeting of the Company pursuant to the Articles of Association and with reference to recommendation of the remuneration committee of the Board in accordance with its terms of reference, taking into account, among other matters, his duties and responsibilities.

The Company is of the view that Mr. Zhang has satisfied the requirement of independence as set out in Rule 3.13 of the Hong Kong Listing Rules.

Save as disclosed above and as at the date of this announcement, the Board is not aware of any other matters in relation to Mr. Zhang's proposed appointment as an independent non-executive Director that need to be brought to the attention of the Shareholders nor any information that is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Hong Kong Listing Rules.

II. PROPOSED APPOINTMENT OF SHAREHOLDER REPRESENTATIVE SUPERVISOR

The Board further announces that, as the term of office of the second session of the supervisory committee of the Company (the "**Supervisory Committee**") will be ended upon approval of the election of the shareholder representative supervisors of the third session of the Supervisory Committee at the AGM. Upon approval of the election of the shareholder representative supervisors of the third session of the Supervisory Committee at the AGM, Mr. Wang Xi will retire as shareholder representative supervisor of the Company due to the expiration of his term of office. The Supervisory Committee proposed to re-elect Mr. Zhou Litao and to appoint Mr. Zhao Rongzhe as the shareholder representative supervisors of the third session of the Supervisory Committee.

The members of the second session of the Supervisory Committee are set out below:

Name	Position
Wang Xi	Shareholder representative supervisor
Zhou Litao	Shareholder representative supervisor
Zhang Shaoping	Employee representative supervisor

The supervisor candidates of the third session of the Supervisory Committee are set out below:

Name	Position
Zhou Litao	Shareholder representative supervisor
Zhao Rongzhe	Shareholder representative supervisor

Note: The employee representative supervisor of the Company will be elected separately in accordance with the Articles of Association.

According to the Articles of Association, the above proposed appointment of the shareholder representative supervisor is subject to the approval of the Shareholders by way of ordinary resolutions at the AGM. The employee representative supervisor of the Company will be elected separately in accordance with the Articles of Association.

Mr. Wang Xi has confirmed that he had no disagreement with the Board and the Supervisory Committee, and there were no other matters in relation to their resignation that need to be brought to the attention of the Shareholders.

During their tenure of service, Mr. Wang Xi has always been diligent and committed to their work, and have made remarkable contributions to the development of the Company. The Board would like to express its sincere gratitude to Mr. Wang Xi for his contributions to the Company.

The Biographical Details of the Proposed Newly Appointed Shareholder Representative Supervisor Candidate of the Third Session of the Supervisory Committee^(Note)

Zhao Rongzhe

Mr. Zhao Rongzhe, aged 49, is the deputy chief accountant and general manager of financial management department in China Coal Group, the director of each of China Credit Trust Co., Ltd., Jiang Tai Insurance Broker Co., Ltd., WinnerKey Investment Co., Ltd., and China Coal Finance Co., Ltd., and the chairman of the supervisory committee of Shanghai China Coal building Co., Ltd. Mr. Zhao obtained a Bachelor's Degree in Economics from China University

Note: The biographical details of the proposed re-elected shareholder representative supervisor of the third session of the Supervisory Committee will be disclosed in a circular to be despatched to the Shareholders.

of Mining Financial majoring in accounting in June 1989, and obtained an MBA Degree from the Open University of Hong Kong in June 2011. Mr. Zhao is a senior accountant. Mr. Zhao has successively served as chief staff member of finance and labour division in Ministry of Labour, deputy director of finance department in China National Coal Mining Equipment Company Limited, deputy director of corporation asset finance department in China Coal Industry Import and Export Group, director of finance department in China Coal Group, general manager of financial management department and deputy chief accountant in China Coal Group. Mr. Zhao has more than 20 years of experience in financial management, and has extensive experience in accounting assessment, assets management and financial management.

Save as disclosed above and as at the date of this announcement, Mr. Zhao does not have any relationships with any Directors, senior management, substantial or controlling Shareholder, or holds any other positions in the Company or any of its subsidiaries, or any directorships in other listed companies in the last three years.

As at the date of this announcement, Mr. Zhao has not held any interest in shares within the meaning of Part XV of the SFO.

Save as disclosed above and as at the date of this announcement, the Company was not aware of any other matters that need to be brought to the attention of the Shareholders or any information needed to be disclosed in relation to the appointment of Mr. Zhao under Rule 13.51(2)(h) to (v) of the Hong Kong Listing Rules.

The remuneration package of Mr. Zhao will be determined by Shareholders at a general meeting of the Company pursuant to the Articles of Association and with reference to recommendation of the remuneration committee of the Board in accordance with its terms of reference, taking into account, among other matters, their duties and responsibilities.

A circular of the Company containing detailed information in relation to the above-mentioned proposals will be dispatched to the Shareholders in due course.

By Order of the Board
China Coal Energy Company Limited
Wang An
Chairman of the Board, Executive Director

Beijing, the PRC, 24 April 2015

As at the date of this announcement, the executive directors of the Company are Wang An and Yang Lieke; the non-executive directors of the Company are Li Yanjiang, Li Yanmeng and Peng Yi; and the independent non-executive directors of the Company are Zhang Jiaren, Zhao Pei, and Ngai Wai Fung.