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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: 01088)

VOTING RESULTS OF 2016 ANNUAL GENERAL MEETING

The annual general meeting for the year 2016 of China Shenhua Energy Company Limited (the “**Company**”) was held at Conference Room, 1st Floor, Block B, Shenhua Tower, 22 Andingmen Xibinhe Road, Dongcheng District, Beijing, the People’s Republic of China at 9:30 a.m. on Friday, 23 June 2017. The board of directors of the Company (the “**Board**”) is pleased to announce that all the resolutions set forth in the notice of the AGM were duly passed.

The Company published the notice of the AGM on the website of The Stock Exchange of Hong Kong Limited on 7 May 2017.

As at the date of the AGM, the number of issued shares of the Company is 19,889,620,455 shares, comprising of 3,398,582,500 H shares and 16,491,037,955 A shares.

THE AGM

The AGM was convened by the Board by way of physical meeting and Dr. Ling Wen chaired the AGM; online voting option is also made available for A shareholders according to relevant securities regulatory requirements in China. There was no rejection or amendment of resolutions at the AGM, and no new resolution was proposed at the AGM.

115 shareholders and authorized proxies, holding in aggregate 16,027,356,526 voting shares of the Company, were present at the AGM, representing 80.581510% of the total issued shares of the Company and comprising of 14,567,161,342 A shares and 1,460,195,184 H shares. The AGM was convened and held in compliance with laws and regulations and the articles of association of the Company.

The following resolutions were considered and approved and voting was made by poll at the AGM:

Ordinary Resolutions		Number of Valid Votes (percentage of total valid votes cast)		
		For	Against	Abstain
1.	To consider and, if thought fit, to approve the report of the board of directors of the Company for the year ended 31 December 2016.	16,024,222,326 (99.998130%)	82,700 (0.000516%)	217,000 (0.001354%)
As more than 50% of the valid votes cast were in favour of the resolution, the resolution was duly passed as an ordinary resolution.				
2.	To consider and, if thought fit, to approve the report of the supervisory committee of the Company for the year ended 31 December 2016.	16,024,219,326 (99.998124%)	82,700 (0.000516%)	218,000 (0.001360%)
As more than 50% of the valid votes cast were in favour of the resolution, the resolution was duly passed as an ordinary resolution.				
3.	To consider and, if thought fit, to approve the audited financial statements of the Company for the year ended 31 December 2016.	16,023,889,825 (99.996068%)	263,201 (0.001642%)	367,000 (0.002290%)
As more than 50% of the valid votes cast were in favour of the resolution, the resolution was duly passed as an ordinary resolution.				
4.	To consider and, if thought fit, to approve the Company's profit distribution plan for the year ended 31 December 2016: (1) final dividend for the year ended 31 December 2016 in the amount of RMB0.46 per share (inclusive of tax) be declared and distributed, the aggregate amount of which is approximately RMB9.149 billion (inclusive of tax) (" 2016 Final Dividend "); (2) to authorise the Chairman and Vice Chairman (President) to implement the above-mentioned profit distribution plan and to deal with matters in relation to tax withholding and foreign exchange as required by relevant laws, regulations and regulatory authorities.	16,027,206,526 (99.999064%)	0 (0.000000%)	150,000 (0.000936%)
As more than 50% of the valid votes cast were in favour of the resolution, the resolution was duly passed as an ordinary resolution.				

Ordinary Resolutions		Number of Valid Votes (percentage of total valid votes cast)		
		For	Against	Abstain
5.	To consider and, if thought fit, to approve the distribution of special dividend by the Company: (1) special dividend in the amount of RMB2.51 per share (inclusive of tax) be declared and distributed, the aggregate amount of which is approximately RMB49.923 billion (inclusive of tax) (“ Special Dividend ”); (2) to authorise the Chairman and the Vice Chairman (President) to implement the above-mentioned profit distribution matters and to deal with relevant matters in relation to tax withholding and foreign exchange as required by relevant laws, regulations and regulatory authorities.	16,027,205,426 (99.999057%)	1,100 (0.000007%)	150,000 (0.000936%)
As more than 50% of the valid votes cast were in favour of the resolution, the resolution was duly passed as an ordinary resolution.				
6.	To consider and, if thought fit, to approve the remuneration of the directors and supervisors of the Company for the year ended 31 December 2016: (1) the executive directors are remunerated by Shenhua Group Corporation Limited (“ Shenhua Group Corporation ”) and are not remunerated by the Company in cash; (2) aggregate remuneration of the independent non-executive directors is in the amount of RMB1,350,000, and the non-executive directors (other than the independent non-executive directors) are remunerated by Shenhua Group Corporation and are not remunerated by the Company in cash; (3) aggregate remuneration of the supervisors is in the amount of RMB2,331,482.	16,024,084,652 (99.994971%)	396,174 (0.002472%)	409,700 (0.002557%)
As more than 50% of the valid votes cast were in favour of the resolution, the resolution was duly passed as an ordinary resolution.				
7.	To consider and, if thought fit, to approve the extension of appointment of external auditors of the Company for 2017. The appointment of Deloitte Touche Tohmatsu Certified Public Accountants LLP and Deloitte Touche Tohmatsu as the PRC and international auditors respectively of the Company for 2017 until the completion of the next annual general meeting and to authorise a directors’ committee comprising of the Chairman, Vice Chairman (President) and Chairman of the Audit Committee to determine their 2017 remuneration.	16,024,795,852 (99.995984%)	396,174 (0.002472%)	247,500 (0.001544%)
As more than 50% of the valid votes cast were in favour of the resolution, the resolution was duly passed as an ordinary resolution.				

Special Resolutions		Number of Valid Votes (percentage of total valid votes cast)		
		For	Against	Abstain
8.	<p>To consider and, if thought fit, to approve the following mandate and authorise the board of directors of the Company to carry out the following issuance of bonds:</p> <p>(1) To determine the proposed issue of bonds of the Company within the limit of issuance, including but not limited to short-term debentures, medium-term notes, super short-term commercial papers, perpetual bonds, corporate bonds and enterprise bonds in domestic market as well as Renminbi denominated bonds and foreign currency denominated bonds, etc. in overseas market (excluding convertible bonds that may be converted into equity securities).</p> <p>(2) To determine and finalise, based on the Company's needs and market conditions, the specific terms and conditions of and all relevant matters in connection with the proposed issue of bonds, including but not limited to type, principal, interest rate, term, issuance timing, targets and use of proceeds of such bonds to be issued within the aforesaid limit and the production, execution and disclosure of all necessary documents.</p> <p>(3) To satisfy the following criteria for any corporate bonds to be issued through a domestic exchange: the principal shall not exceed RMB50 billion; the term shall not exceed 10 years; and such corporate bonds may be issued to the Company's shareholders by way of placing, arrangement details of which (availability of placing, placing ratio, etc.) shall be determined by the board of directors according to market conditions and the terms and conditions of the proposed issue.</p> <p>(4) To delegate the mandate to the president and the chief financial officer of the Company, within the scope of this mandate for determining other matters related to such issuance and implementing specific measures upon determining the type, principal, term and use of proceeds of each issuance of the bonds by the board of directors of the Company.</p> <p>(5) After this resolution is approved by shareholders at the general meeting, it will remain effective for two years.</p>	<p>15,388,363,052 (96.026690%)</p>	<p>634,986,574 (3.962453%)</p>	<p>1,739,900 (0.010857%)</p>
<p>As more than two-thirds of the valid votes cast were in favour of the resolution, the resolution was duly passed as a special resolution.</p>				

Ordinary Resolutions (by Cumulative Voting Method)		Number of Valid Votes (percentage of the number of the shares (as calculated according to non-cumulative shares) held by shareholders (including proxy) attending the AGM)	
		For	Abstain
9.	To consider and, if thought fit, to elect executive directors and non-executive directors of the fourth session of the board of directors of the Company for a term of 3 years (from 23 June 2017 to 22 June 2020). Re-election may be carried out upon expiration of the tenure of office:		
9.01	to elect Dr. Ling Wen as an executive director of the Company.	15,954,220,735 (99.543682%)	26,413,458 (0.164802%)
As more than 50% of the valid votes cast were in favor of the resolution, the resolution was duly passed as an ordinary resolution.			
9.02	to elect Dr. Han Jianguo as an executive director of the Company.	15,999,730,022 (99.827629%)	7,521,824 (0.046931%)
As more than 50% of the valid votes cast were in favor of the resolution, the resolution was duly passed as an ordinary resolution.			
9.03	to elect Dr. Li Dong as an executive director of the Company.	15,999,721,021 (99.827573%)	7,521,824 (0.046931%)
As more than 50% of the valid votes cast were in favor of the resolution, the resolution was duly passed as an ordinary resolution.			
9.04	to elect Mr. Zhao Jibin as a non-executive director of the Company.	15,877,574,229 (99.065459%)	18,779,576 (0.117172%)
As more than 50% of the valid votes cast were in favor of the resolution, the resolution was duly passed as an ordinary resolution.			

Ordinary Resolutions (by Cumulative Voting Method)		Number of Valid Votes (percentage of the number of the shares (as calculated according to non-cumulative shares) held by shareholders (including proxy) attending the AGM)	
		For	Abstain
10.	To consider and, if thought fit, to elect independent non-executive directors of the fourth session of the board of directors of the Company for a term of 3 years (from 23 June 2017 to 22 June 2020). Re-election may be carried out upon expiration of the tenure of office:		
10.01	to elect Dr. Tam Wai Chu, Maria as an independent non-executive director of the Company.	15,339,696,930 (95.709463%)	18,686,681 (0.116592%)
As more than 50% of the valid votes cast were in favor of the resolution, the resolution was duly passed as an ordinary resolution.			
10.02	to elect Dr. Jiang Bo as an independent non-executive director of the Company.	16,023,659,004 (99.976930%)	7,510,500 (0.046861%)
As more than 50% of the valid votes cast were in favor of the resolution, the resolution was duly passed as an ordinary resolution.			
10.03	to elect Ms. Zhong Yingjie, Christina as an independent non-executive director of the Company.	16,023,670,016 (99.976999%)	7,510,500 (0.046861%)
As more than 50% of the valid votes cast were in favor of the resolution, the resolution was duly passed as an ordinary resolution.			
11.	To consider and, if thought fit, to elect supervisors of the fourth session of the supervisory committee of the Company for a term of 3 years (from 23 June 2017 to 22 June 2020). Re-election may be carried out upon expiration of the tenure of office:		
11.01	to elect Mr. Zhai Richeng as a shareholder representative supervisor of the Company.	16,011,444,981 (99.900723%)	8,007,324 (0.049960%)
As more than 50% of the valid votes cast were in favor of the resolution, the resolution was duly passed as an ordinary resolution.			
11.02	to elect Mr. Zhou Dayu as a shareholder representative supervisor of the Company.	15,934,462,378 (99.420403%)	8,007,324 (0.049960%)
As more than 50% of the valid votes cast were in favor of the resolution, the resolution was duly passed as an ordinary resolution.			

The total number of shares of the Company entitling the holders to attend and vote at the AGM was 19,889,620,455. There were no shares which entitle the shareholders of the Company to attend and vote only against any resolution at the AGM.

Ms. Fan Hsu Lai Tai, Mr. Gong Huazhang and Mr. Guo Peizhang submitted the “Work Report of the Independent Directors of the Company for the year 2016” at the AGM.

Upon the conclusion of the annual general meeting, Ms. Fan Hsu Lai Tai, Mr. Gong Huazhang and Mr. Guo Peizhang no longer hold the office of independent non-executive directors and relevant positions of the Board committees of the Company. Mr. Chen Hongsheng no longer holds the office of non-executive director and relevant positions of the Board committees of the Company.

Ms. Fan Hsu Lai Tai, Mr. Gong Huazhang, Mr. Guo Peizhang and Mr. Chen Hongsheng have, during their terms as directors of the Company, served the Company professionally, fulfilled their duties and responsibilities as independent non-executive directors and non-executive director to the fullest extent and have made valuable contribution to the decision making process of the Board, the promotion of good corporate governance of the Company and to the safeguard of interests of the Company and its shareholders as a whole. The Company expresses its utmost gratitude towards their contribution.

The annual remuneration package of elected directors Dr. Ling Wen, Dr. Han Jianguo, Dr. Li Dong, Mr. Zhao Jibin, Dr. Tam Wai Chu, Maria, Dr. Jiang Bo and Ms. Zhong Yingjie, Christina will not be fixed in service contracts, but will be determined by shareholders at a general meeting pursuant to the articles of association of the Company and with reference to recommendations of the remuneration committee of the Board in accordance with its terms of reference, taking into account, among other matters, his or her duties and responsibilities.

The annual remuneration package of elected supervisors Mr. Zhai Richeng and Mr. Zhou Dayu will not be fixed in service contracts, but will be determined by shareholders at a general meeting pursuant to the articles of association of the Company and with reference to recommendations of the remuneration committee of the Board in accordance with its terms of reference, taking into account, among other matters, his duties and responsibilities.

In accordance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the representative from Computershare Hong Kong Investor Services Limited, the Company’s H share registrar, acted as one of the scrutineers in respect of the voting at the AGM.

FURTHER INFORMATION ON THE PAYMENT OF 2016 FINAL DIVIDEND AND SPECIAL DIVIDEND

The resolution relating to payment of 2016 Final Dividend of RMB0.46 per share (inclusive of tax) and Special Dividend of RMB2.51 per share (inclusive of tax) to the shareholders whose names appear on the registers of members of the Company on Friday, 7 July 2017 was approved at the AGM. The register of members will be closed from 3 July 2017 (Monday) to 7 July 2017 (Friday) (both days inclusive) to determine the identity of the shareholders of H shares who are entitled to the 2016 Final Dividend and Special Dividend. In order to be eligible for receiving the 2016 Final Dividend and Special Dividend, transferees of H shares must lodge their duly stamped instruments of transfer, accompanied by the relevant share certificates, to Computershare Hong Kong Investor Services Limited, the Company's share registrar for H shares no later than 4:30 p.m. on 30 June 2017 (Friday) to effect the transfer of shares.

The 2016 Final Dividend of RMB0.46 (equivalent to HK\$0.526955) per share (inclusive of tax) and Special Dividend of RMB2.51 (equivalent to HK\$2.875341) per share (inclusive of tax), totaling RMB2.97 (equivalent to HK\$3.402296) per share (inclusive of tax), payable to the Company's shareholders of H shares will be paid in Hong Kong dollars, with the Hong Kong dollar to RMB exchange rate being the average benchmark rate published by the Bank of China for the period of five working days immediately prior to the date of declaration of dividend. The applicable exchange rate for the purpose of the payment of the 2016 Final Dividend and Special Dividend is therefore HK\$100 = RMB87.294. Accordingly, the 2016 Final Dividend and Special Dividend totaling HK\$3.402296 per H share (inclusive of tax) of the Company is expected to be paid to shareholders of H shares of the Company on or about 22 August 2017. For shareholders who invest in the shares via Hong Kong Stock Connect ("**HKSC shareholders**"), according to the requirements of China Securities Depository and Clearing Corporation Limited, the Shanghai Branch of China Securities Depository and Clearing Corporation Limited shall collect cash dividends in RMB paid by the Company as the nominal holder on behalf of such HKSC shareholders, and deliver the related cash dividends to such HKSC shareholders through its depository and clearing system. As specified in the relevant resolution, the Company will comply with the tax withholding obligations under the relevant laws, regulations and regulatory authorities.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following terms shall have the meanings set out below:

“AGM”	the annual general meeting for the year 2016 of the Company
“Board”	the board of directors of the Company
“Company”	China Shenhua Energy Company Limited (中國神華能源股份有限公司), a joint stock limited company incorporated under the laws of the PRC and the H shares of which are listed and traded on The Stock Exchange of Hong Kong Limited
“PRC”	the People’s Republic of China
“RMB”	Renminbi, the lawful currency of the People’s Republic of China

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

Beijing, 23 June 2017

As at the date of this announcement, the Board comprises the following: Dr. Ling Wen, Dr. Han Jianguo and Dr. Li Dong as executive directors, Mr. Zhao Jibin as non-executive director, and Dr. Tam Wai Chu, Maria, Dr. Jiang Bo and Ms. Zhong Yingjie, Christina as independent non-executive directors.