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**内蒙古伊泰煤炭股份有限公司**

**INNER MONGOLIA YITAI COAL CO., LTD.\***

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

**(Stock Code: 3948)**

## **POLL RESULTS OF THE FIRST EGM IN 2017**

The board of directors (the “**Board**”) of Inner Mongolia Yitai Coal Co., Ltd. (the “**Company**”) is pleased to announce that the first extraordinary general meeting of the Company in 2017 (the “**EGM**”) was held at Room 1, Conference Center, Building of Inner Mongolia Yitai Coal Co., Ltd., Ordos, Inner Mongolia, the PRC on Friday, 20 October 2017.

Reference is made to the circular of the Company dated 30 September 2017 (the “**EGM Circular**”) and the announcement of the Company dated 11 October 2017 in connection with the adjustments to the sequence number of the resolutions of the EGM. Unless otherwise indicated, the capitalized terms used in this announcement shall have the same meaning as those defined in the EGM Circular.

### **POLL RESULTS OF THE EGM**

The Board is pleased to announce that the EGM was held at Room 1, Conference Center, Building of Inner Mongolia Yitai Coal Co., Ltd., Ordos, Inner Mongolia, the PRC at 2:30 p.m. on Friday, 20 October 2017. As at the date of the EGM, the total number of shares of the Company entitling the holders to attend and vote at the EGM was 3,254,007,000 shares (including 1,600,000,000 domestic shares, 1,328,000,000 B shares and 326,007,000 H shares), representing 100% of the total issued shares of the Company.

Yitai Group, the connected person of the Company, and its associates (holding in aggregate 1,912,000,000 non-overseas-listed-foreign shares, of which comprise 1,600,000,000 domestic shares and 312,000,000 B shares), representing 58.76% of the total issued shares of the Company as at the date of the EGM, were required to, and did, abstain from voting at the EGM on all proposed ordinary resolutions. Therefore, the shares held by Yitai Group and its associates were not counted for the purpose of calculating the votes on any of the EGM resolutions. Save for Yitai Group and its

\* *For identification purpose only*

associates, no shareholder was required to abstain from voting on any of the EGM resolutions. There was no share entitling the holder to attend and vote only against the EGM resolutions. The EGM was chaired by Mr. Zhang Donghai, the chairman of the Company.

The shareholders, holding in aggregate 323,966,977 shares of the Company (representing approximately 24.140483% of the issued shares with voting rights of the Company), were present in person or by proxy at the EGM. All resolutions proposed at the EGM were put to vote by way of poll.

The voting results in respect of the resolutions proposed at the EGM are as follows:

Ordinary Resolutions		Total Number of Votes (Percentage of Total Number of Votes)		
		For	Against	Abstain
1.	To consider and approve the equity transfer agreement entered into between Inner Mongolia Yitai Group Co., Ltd. (as the transferor) and the Company (as the transferee) on 23 August 2017 in respect of acquisition of the 10% equity in Inner Mongolia Yitai Guanglian Coal Chemical Co., Ltd. as well as the discloseable and connected transaction contemplated thereunder.	321,700,777 (99.300484%)	1,891,000 (0.583702%)	375,200 (0.115814%)
2.	To consider and approve the renewal of the annual cap of continuing connected transactions of the Company.			
	2.01 To consider and approve the renewal of the annual cap under the framework agreement on purchase and sale of products entered into between the Company (as the vendor) and Beijing Jingneng Power Co., Ltd. (as the buyer).	321,997,977 (99.392222%)	1,708,700 (0.527430%)	260,300 (0.080348%)
	2.02 To consider and approve the renewal of the annual cap under the framework agreement on purchase and sale of products and services entered into between the Company (as the buyer) and Inner Mongolia Yitai Group Co., Ltd. (as the vendor)	321,997,977 (99.392222%)	1,969,000 (0.607778%)	0 (0.000000%)

As more than 50% of the valid votes were cast in favour of each of the above resolutions from the shareholders (including authorized proxies) attending the EGM, each of the above resolutions was duly passed as an ordinary resolution.

In compliance with the Articles of Associations and the Listing Rules, Global Law Office (the Company's domestic legal advisor), representatives of shareholders, representatives of supervisors and Computershare Hong Kong Investor Services Limited (the Company's H share registrar) acted as scrutineers for the vote-taking of the EGM.

Save as the resolutions above, the Company has not received any proposal put forward by any shareholders holding 3% or more of the voting shares of the Company.

Global Law Office witnessed the EGM and issued a legal opinion certifying that the convening and procedures of the EGM conformed to the requirements of the law, administrative regulations and the Articles of Association. The attendees and the convener of the EGM were qualified and their qualifications were valid. The voting process and the voting results were lawful and valid.

By order of the Board  
**Inner Mongolia Yitai Coal Co., Ltd.**  
*Chairman*  
**Zhang Donghai**

Inner Mongolia, the PRC, 20 October 2017

*As at the date of this announcement, the executive directors of the Company are Mr. Zhang Donghai, Mr. Liu Chunlin, Mr. Ge Yaoyong, Mr. Zhang Dongsheng, Mr. Wang Sanmin, Mr. Lv Guiliang and Mr. Song Zhanyou; and the independent non-executive directors of the Company are Mr. Yu Youguang, Mr. Zhang Zhiming, Mr. Huang Sujian and Mr. Wong Hin Wing.*