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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)**

### VOLUNTARY ANNOUNCEMENT

### CONNECTED TRANSACTION IN RELATION TO THE PARTICIPATION

### IN THE ESTABLISHMENT OF SCIENTIFIC AND TECHNOLOGICAL

### ACHIEVEMENTS TRANSFORMATION FUND

This announcement is made by China Shenhua Energy Company Limited (the “**Company**”) on a voluntary basis.

On 28 December 2023, the board of directors of the Company (the “**Board**”) has considered and approved the Proposal on China Shenhua Energy Company Limited’s Participation in the Investment and Establishment of Guoneng Scientific and Technological Achievements Transformation Investment Fund (Phase I). The Company proposed to cooperate with Shaanxi Provincial Government Investment Leading Fund Partnership (Limited Partnership) (the “**Leading Fund**”), Guohua Energy Investment Co., Ltd (the “**Guohua Investment**”) and Guohua Investment Development Asset Management (Beijing) Co., Ltd. (the “**Guohua Asset Management**”) to jointly establish the Guoneng Scientific and Technological Achievements Transformation Investment Fund (Limited Partnership) (the “**Scientific and Technological Achievements Transformation Fund**”), and enter into the Partnership Agreement of Guoneng Scientific and Technological Achievements Transformation Investment Fund (Limited Partnership) (the “**Partnership Agreement**”) (the “**Transaction**”). As at the date of this announcement, the Partnership Agreement has not been signed.

The overall scale of the Scientific and Technological Achievements Transformation Fund is RMB200 million. Of which, the Company proposed to contribute RMB60 million as a limited partner with its own funds, with a capital contribution ratio of 30%; the Leading Fund proposed to contribute RMB60 million as a limited partner, with a capital contribution ratio of 30%; Guohua Investment proposed to contribute RMB70 million as a limited partner, with a capital contribution ratio of 35%; Guohua Asset Management proposed to contribute RMB10 million as a general partner and a fund manager, with a capital contribution ratio of 5% (the actual amount of capital contribution is subject to the final Partnership Agreement). After the establishment of the Scientific and Technological Achievements Transformation Fund, the Company will not consolidate the financial statements of the Scientific and Technological Achievements Transformation Fund.

The Company's participation in the establishment of Scientific and Technological Achievements Transformation Fund is based on the development strategy of the Company, which is conducive to the efficient transformation of scientific and technological achievements in the fields of fossil energy cleanliness by market-oriented means, so as to carry out early incubation and key layout for the development of the Company's strategic industries, thereby further enhance the competitiveness of the Company's integrated operations. The Transaction will not have a material impact on the future financial position and operating results of the Company, nor will it cause horizontal competition.

As at the date of this announcement, Guohua Investment is a wholly-owned subsidiary of the controlling shareholder of the Company, China Energy Investment Corporation Limited (the "**China Energy**"), and Guohua Asset Management is a wholly-owned subsidiary of Guohua Investment. As such, Guohua Investment and Guohua Asset Management are connected persons of the Company as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Hong Kong Listing Rules**"). Therefore, the transaction contemplated under the Partnership Agreement constitutes a connected transaction of the Company. Pursuant to Rule 14A.81 of the Hong Kong Listing Rules, if a series of connected transactions are all entered into or completed within a same 12-month period or are otherwise related with each other, such transactions shall be calculated on an aggregate basis and treated as a single transaction. Having considered the transactions of the same nature between the Company and its subsidiaries and China Energy and its associates which were entered into within the past 12 months, as all the applicable percentage ratios calculated on an aggregated basis are less than 0.1%, the Transaction is fully exempt from the reporting, announcement and independent shareholders' approval requirements under Chapter 14A of the Hong Kong Listing Rules.

**The Company would like to draw attention of its shareholders and potential investors to the fact that there are uncertainties in the Transaction, including the iteration of scientific and technological achievements, uncertainty in investment returns, etc. Therefore, shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.**

By order of the Board  
**China Shenhua Energy Company Limited**  
**Song Jinggang**  
*Chief Financial Officer and Secretary to the Board of Directors*

Beijing, 28 December 2023

*As at the date of this announcement, the Board comprises the following: Mr. Lv Zhiren and Mr. Xu Mingjun as executive directors, Mr. Jia Jinzhong and Mr. Yang Rongming as non-executive directors, Dr. Yuen Kwok Keung, Dr. Bai Chong-En and Dr. Chen Hanwen as independent non-executive directors, and Ms. Liu Xiaolei as employee director.*