

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



河南金馬能源股份有限公司
HENAN JINMA ENERGY COMPANY LIMITED

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 6885)

**POLL RESULTS OF
THE EXTRAORDINARY GENERAL MEETING
HELD ON 1 APRIL 2019**

The Board is pleased to announce that the resolutions set out in the EGM Notice and the Supplementary EGM Notice were duly approved by the Shareholders by way of poll at the EGM held on 1 April 2019.

Reference is made to the notice of the extraordinary general meeting of Henan Jinma Energy Company Limited (the “**Company**”) dated 15 February 2019 (the “**EGM Notice**”), the circular of the Company dated 25 February 2019 and the supplementary notice of the extraordinary general meeting of the Company dated 18 March 2019 (the “**Supplementary EGM Notice**”). Unless defined otherwise, the terms used herein shall have the same meanings as those defined in the EGM Notice.

POLL RESULTS OF THE EGM

The board of directors (the “**Board**”) of the Company is pleased to announce that the resolutions (the “**Resolutions**”) as set out in the EGM Notice and the Supplementary EGM Notice were approved by shareholders of the Company (the “**Shareholders**”) at its extraordinary general meeting held on 1 April 2019 (the “**EGM**”). The Resolutions were taken by poll and the poll results are set out as follows:

Ordinary resolution		Number of votes (%)	
		For	Against
1.	To consider and approve the JV Agreement dated 29 January 2019 entered into between the Company, Zenith Steel, ZT Logistics and DM Industrial and the transactions contemplated thereunder and to authorise any one or more of the Directors and/or their authorised persons to handle all relevant procedures to give effect to the JV Agreement, the articles of association of the JV Company and the transactions contemplated thereunder and to make any appropriate adjustments thereto whenever necessary.	419,004,000 (99.93%)	285,000 (0.07%)
Special resolution			
2.	To consider and approve the amendments to the articles of association of the Company as set out in the Supplementary EGM Notice.	418,677,000 (99.85%)	612,000 (0.15%)

Notes:

- (1) As more than half of the votes were cast in favour of the Resolution numbered 1, the Resolution numbered 1 was duly passed as an ordinary resolution.
- (2) As more than two-thirds of the votes were cast in favour of the Resolution numbered 2, the Resolution numbered 2 was duly passed as a special resolution.
- (3) As at the date of the EGM, the Company had an aggregate of 535,421,000 Shares in issue, of which 135,421,000 Shares were H Shares, 238,000,000 Shares were Domestic Shares and 162,000,000 were Unlisted Foreign Shares. The total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions proposed at the EGM was 535,421,000 Shares.
- (4) There were no shares entitling the holder to attend and abstain from voting in favour of the Resolutions proposed at the EGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).
- (5) No shareholder of the Company was required under the Listing Rules to abstain from voting on the Resolutions at the EGM.
- (6) The total number of Shares held by the shareholders or their proxies who have attended the EGM and are entitled to vote is 419,289,000 shares, which represents approximately 78.31% of the total issued shares.
- (7) Computershare Hong Kong Investor Services Limited, the share registrar for the H shares of the Company, acted as the scrutineer at the EGM.

As the Resolution numbered 2 was duly passed as a special resolution, the amendments to the articles of association of the Company as set out in the Supplementary EGM Notice have become effective. In the event that the Company repurchases any H shares of the Company, it will comply with the relevant requirements under the Listing Rules, including the requirements under Chapter 10 and Chapter 19A of the Listing Rules.

By order of the Board
Henan Jinma Energy Company Limited
Yiu Chiu Fai
Chairman

Hong Kong, 1 April 2019

As at the date of this announcement, the executive Directors of the Company are Mr. YIU Chiu Fai, Mr. WANG Mingzhong and Mr. LI Tianxi; the non-executive Directors of the Company are Mr. HU Xiayu, Mr. QIU Quanshan and Mr. WANG Zhiming; and the independent non-executive Directors of the Company are Mr. ZHENG Wenhua, Mr. LIU Yuhui and Mr. WU Tak Lung.