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**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)**

**(1) POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING  
HELD ON 23 DECEMBER 2020;  
(2) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR;  
AND  
(3) COMPLIANCE WITH RULES 3.10(1), 3.10A  
AND 3.25 OF THE LISTING RULES**

The Board is pleased to announce that all resolutions set out in the EGM Notices were duly approved by the Shareholders by way of poll at the EGM held on 23 December 2020.

Reference is made to the notice and the supplementary notice of the extraordinary general meeting of Henan Jinma Energy Company Limited (the “**Company**”) dated 23 November 2020 and 8 December 2020, respectively (the “**EGM Notices**”). Unless defined otherwise, the terms used herein shall have the same meanings as those defined in the EGM Notices.

**POLL RESULTS OF THE EGM**

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that all resolutions (the “**Resolutions**”, each a “**Resolution**”) as set out in the EGM Notices were approved by the shareholders of the Company (the “**Shareholders**”) at its extraordinary general meeting held on 23 December 2020 (the “**EGM**”). All Resolutions were taken by poll and the poll results are set out as follows:

Ordinary resolutions		Number of votes (%)	
		For	Against
1.	To consider and approve the JV Agreement entered into between the Company and Xinyang Co 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.	402,684,815 (100.00%)	0 (0.00%)

Ordinary resolutions		Number of votes (%)	
		For	Against
2.	To consider and approve the election of Mr. Cao Hongbin as an independent non-executive director of the Company, for a term commencing immediately after the conclusion of the EGM and until the conclusion of the term of the current session of the board of directors of the Company.	402,684,815 (100.00%)	0 (0.00%)

*Notes:*

- (1) As more than half of the votes were cast in favour of each of the Resolutions numbered 1 to 2, all Resolutions were duly passed as ordinary resolutions.
- (2) 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.
- (3) 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**”).
- (4) No Shareholder was required under the Listing Rules to abstain from voting on the Resolutions at the EGM.
- (5) The total number of shares held by the Shareholders or their proxies who have attended the EGM and are entitled to vote is 402,684,815 shares, which represents approximately 75.21% of the total issued shares of the Company.
- (6) Computershare Hong Kong Investor Services Limited, the share registrar for the H Shares, acted as the scrutineer at the EGM.

## APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that, with effect from the conclusion of the EGM, Mr. Cao Hongbin (“**Mr. Cao**”) has been appointed as an independent non-executive director of the Company, the chairman of the remuneration committee of the Company, a member of the nomination committee and the strategic development committee of the Company.

For the biographical details of Mr. Cao, please refer to the supplementary notice of EGM dated 8 December 2020. Save as disclosed above, there are no other matters which need to be brought to the attention of the shareholders of the Company regarding the said appointment or any other information that needs to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

## **COMPLIANCE WITH RULES 3.10(1), 3.10A AND 3.25 OF THE LISTING RULES**

Following the appointment of Mr. Cao as set out above, the composition of the Board comprises three (3) executive Directors, three (3) non-executive Directors and three (3) independent non-executive Directors; and the Company has fulfilled the requirements under Rules 3.10(1) and 3.10A of the Listing Rules in relation to the composition of the Board. In addition, following the appointment of Mr. Cao as the chairman of the remuneration committee of the Company, the Company has complied with the composition requirements for the remuneration committee of the Company as required under Rule 3.25 of the Listing Rules.

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

Hong Kong, 23 December 2020

*Following the conclusion of the EGM, 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. WANG Kaibao and Ms. YE Ting; and the independent non-executive Directors of the Company are Mr. MENG Zhihe, Mr. WU Tak Lung and Mr. CAO Hongbin.*