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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)

NOTICE OF 2020 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting of Henan Jinma Energy Company Limited (the “**Company**”) for the year ended 31 December 2020 (the “**2020 Annual General Meeting**”) will be held at 10:00 a.m. on Tuesday, 25 May 2021 at the Company’s conference room at Room 2801, 88 Hing Fat Street, Causeway Bay, Hong Kong for the purposes of considering and, if thought fit, approving the matter set out below.

In the interest of all stakeholders’ health and safety and consistent with recent COVID-19 guidelines for prevention and control, the Company reminds all shareholders of the Company (the “**Shareholders**”) that physical attendance in person at the 2020 Annual General Meeting is not necessary for the purpose of exercising voting rights. As an alternative, by using proxy forms with voting instructions inserted, Shareholders may appoint the Chairman of the 2020 Annual General Meeting as their proxy to vote on the relevant resolutions at the 2020 Annual General Meeting instead of attending the 2020 Annual General Meeting in person.

ORDINARY RESOLUTIONS

1. To consider and approve the report of the board of directors of the Company for the year ended 31 December 2020.
2. To consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2020.
3. To consider and receive the audited consolidated financial statements of the Company and the auditors’ report for the year ended 31 December 2020.

4. To consider and approve the annual report of the Company for the year ended 31 December 2020.
5. To consider and approve the payment of the final dividend of RMB0.20 per share for the year ended 31 December 2020.
6. To consider and approve the appointment of Deloitte Touche Tohmatsu as the auditors of the Company for the period from the conclusion of the 2020 Annual General Meeting to the conclusion of the annual general meeting of the Company for the year ending 31 December 2021, and to authorise the board of directors of the Company to determine its remuneration.

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

Hong Kong, 22 April 2021

Notes:

- (A) The Company will not process registration of transfers of the H shares of the Company (the “**H Shares**”) from Wednesday, 5 May 2021 to Tuesday, 25 May 2021 (both days inclusive). Holders of H Shares whose names appear on the register of H Shares kept at the Company’s H-share Registrar and Transfer Office, Computershare Hong Kong Investor Services Limited (the “**Company’s H-Share Registrar**”) at 4:30 p.m., the close of business on Tuesday, 4 May 2021 are entitled to attend and vote at the 2020 Annual General Meeting following completion of the registration procedures.

To qualify for attendance and voting at the 2020 Annual General Meeting, documents on transfers of H Shares, accompanied by the relevant share certificates, must be lodged with the Company’s H-Share Registrar, not later than 4:30 p.m. on Tuesday, 4 May 2021. The address of the Company’s H-Share Registrar is as follows:

Computershare Hong Kong Investor Services Limited
Shops 1712-16, 17th Floor, Hopewell Centre
183 Queen’s Road East
Wanchai
Hong Kong

The Company will not process registration of transfers of the domestic shares (the “**Domestic Shares**”) and unlisted foreign shares (the “**Unlisted Foreign Shares**”) of the Company from Wednesday, 5 May 2021 to Tuesday, 25 May 2021 (both days inclusive). Holders of Domestic Shares and/or Unlisted Foreign Shares whose names appear on the register of shareholders of the Company at the close of business of Tuesday, 4 May 2021 are entitled to attend and vote at the 2020 Annual General Meeting. Holders of Domestic Shares and/or Unlisted Foreign Shares should contact the secretary to the board (the “**Secretary to the Board**”) of directors of the Company for details concerning registration of transfers of Domestic Shares and/or Unlisted Foreign Shares. The contact details of the Secretary to the Board are as follows:

West First Ring Road South
Jiyuan
Henan Province
The People’s Republic of China
Telephone No.: 86 391-5570688
Facsimile No.: 86 391-6038222

- (B) Each holder of H Shares entitled to attend and vote at the 2020 Annual General Meeting may, by completing the proxy form of the Company, appoint one or more proxies to attend and vote at the 2020 Annual General Meeting on his behalf. A proxy need not be a shareholder of the Company (the “**Shareholder**”). With respect to any Shareholder who has appointed more than one proxy, the proxy holders may only vote on a poll.

- (C) Holders of H Shares must use the proxy form of the Company for appointing a proxy and the appointment must be in writing. The proxy form must be signed by the relevant Shareholder or by a person duly authorised by the relevant Shareholder in writing (a “**power of attorney**”). If the proxy form is signed by the person authorised by the relevant Shareholder as aforesaid, the relevant power of attorney and other relevant documents of authorisation (if any) must be notarised. If a corporate Shareholder appoints a person other than its legal representative to attend the 2020 Annual General Meeting on its behalf, the relevant proxy form must be affixed with the company seal/chop of the corporate Shareholder or duly signed by its director or any other person duly authorised by that corporate shareholder as required by the articles of association of the Company.
- (D) To be valid, the proxy form and the relevant notarised power of attorney (if any) and other relevant documents of authorisation (if any) as mentioned in note (C) above must be delivered to the Company’s H-Share Registrar, Computershare Hong Kong Investor Services Limited (address: 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong), not less than 24 hours before the time appointed for the 2020 Annual General Meeting.
- (E) Each holder of Domestic Shares and/or Unlisted Foreign Shares who is entitled to attend and vote at the 2020 Annual General Meeting may also, by completing the proxy form of the Company, appoint one or more proxies to attend and vote at the 2020 Annual General Meeting on his behalf. A proxy need not be a Shareholder. Notes (C) and (D) above also apply to the holders of Domestic Shares and/or Unlisted Foreign Shares, except that, to be valid, the proxy form and the relevant power of attorney (if any) and other relevant documents of authorisation (if any) must be delivered to the Secretary to the Board by personal delivery or by post not less than 24 hours before the time appointed for the 2020 Annual General Meeting. The address of the Secretary to the Board is stated in note (A) above.
- (F) A Shareholder or his/her proxy should produce proof of identity when attending the 2020 Annual General Meeting. If a corporate Shareholder’s legal representative or any other person authorised by the board of directors or other governing body of such corporate Shareholder attends the 2020 Annual General Meeting, such legal representative or other person shall produce his/her proof of identity, and proof of designation as legal representative and the valid resolution or authorisation document of the board of directors or other governing body of such corporate Shareholder (as the case may be) to prove the identity and authorisation of that legal representative or other person.
- (G) The 2020 Annual General Meeting is expected to last for not more than half a day. Shareholders who attend the 2020 Annual General Meeting shall bear their own travelling and accommodation expenses.
- (H) In compliance with the HKSAR Government’s directive on social distancing, personal and environmental hygiene, and the guidelines issued by the Centre for Health Protection of the Department of Health on the prevention of coronavirus disease 2019 (COVID-19), the Company will implement additional precautionary measures at the 2020 Annual General Meeting including, without limitation:
- compulsory body temperature screening;
 - mandatory use of surgical face masks;
 - mandatory health declaration – anyone subject to quarantine, has any flu-like symptoms or has travelled overseas within 14 days immediately before the 2020 Annual General Meeting (“**recent travel history**”), or has close contact with any person under quarantine or with recent travel history will not be permitted to attend the 2020 Annual General Meeting;
 - anyone attending the 2020 Annual General Meeting is reminded to observe good personal hygiene at all times; and
 - appropriate distancing and spacing in line with the guidance from the HKSAR Government will be maintained and as such, the Company may limit the number of attendees at the 2020 Annual General Meeting as may be necessary to avoid over-crowding.
- (I) In light of the continuing risks posed by the COVID-19 pandemic, the Company strongly encourages Shareholders NOT to attend the 2020 Annual General Meeting in person, and advises Shareholders to appoint the Chairman of the 2020 Annual General Meeting as their proxy to vote according to their indicated voting instructions as an alternative to attending the 2020 Annual General Meeting in person.
- (J) In view of the travelling restrictions imposed by various jurisdictions including Hong Kong to prevent the spread of the COVID-19, certain director(s) of the Company may attend the 2020 Annual General Meeting through video conference or similar electronic means.

As at the date of this notice, 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.