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**CHINA COAL ENERGY COMPANY LIMITED\***

**中國中煤能源股份有限公司**

*(A joint stock limited company incorporated in the People's Republic of China with limited liability)*  
**(Stock code: 01898)**

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the 2022 first extraordinary general meeting (the “**EGM**”) of China Coal Energy Company Limited (the “**Company**”) will be held at 3:00 p.m. on Thursday, 25 August 2022 at China Coal Building, No. 1 Huangsidajie, Chaoyang District, Beijing, the People’s Republic of China (the “**PRC**”), for the purpose of passing the following resolutions:

1. To consider and, if thought fit, to approve the revision of two continuing connected transaction framework agreements and the relevant annual caps for the transactions thereunder:
  - 1.01 To consider and, if thought fit, to approve, ratify and confirm the Supplementary Agreement to the Integrated Materials and Services Mutual Provision Framework Agreement between the Company and China National Coal Group Corporation (“**China Coal Group**”) and the revision of the annual caps for the provision of the materials and ancillary services and of the exclusive coal export-related services by the Company and its subsidiaries (the “**Group**”) contemplated under the relevant agreement for the two years ending 31 December 2023;
  - 1.02 To consider and, if thought fit, to approve, ratify and confirm the Supplementary Agreement to the Coal Supply Framework Agreement between the Company and China Coal Group and the revision of the annual caps for the procurement of coal products by the Group contemplated under the relevant agreement for the two years ending 31 December 2023.

2. To consider and, if thought fit, to approve the amendments to the Articles of Association of China Coal Energy Company Limited (details of which are set out in the circular of the Company dated 11 July 2022).
3. To consider and, if thought fit, to approve the amendments to several internal procedures of the Company (details of which are set out in the circular of the Company dated 11 July 2022):
  - 3.01 To consider and, if thought fit, to approve the amendments to the Rules of Procedures of the Shareholders' General Meeting of China Coal Energy Company Limited;
  - 3.02 To consider and, if thought fit, to approve the amendments to the Rules of Procedures of the Board of Directors of China Coal Energy Company Limited;
  - 3.03 To consider and, if thought fit, to approve the amendments to the Regulations on the Connected Transactions of China Coal Energy Company Limited;
  - 3.04 To consider and, if thought fit, to approve the amendments to the Working Procedures of the Independent Non-executive Directors of China Coal Energy Company Limited.

The above resolutions No. 1.01, No. 1.02, No. 3.03 and No. 3.04 are ordinary resolutions; the above resolutions No. 2, No. 3.01 and No. 3.02 are special resolutions.

By order of the Board  
**China Coal Energy Company Limited**  
*Chairman of the Board, Executive Director*  
**Wang Shudong**

Beijing, the PRC  
11 July 2022

*As at the date of this notice, the Company's executive directors are Wang Shudong and Peng Yi; non-executive directors are Zhao Rongzhe and Xu Qian; independent non-executive directors are Zhang Ke, Zhang Chengjie, and Leung Chong Shun.*

Notes:

## **1. ELIGIBILITY FOR ATTENDING THE EGM**

Holders of H shares of the Company whose names appear on the register of members of the Company maintained by Computershare Hong Kong Investor Services Limited, the H Share registrar and transfer office of the Company in Hong Kong, on Tuesday, 26 July 2022 shall be entitled to attend the EGM.

To qualify for attendance and vote at the EGM to be held on Thursday, 25 August 2022, all transfers of H shares of the Company accompanied by the relevant share certificate must be lodged with Computershare Hong Kong Investor Services Limited, the H share registrar and transfer office of the Company in Hong Kong, at Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, no later than 4:30 p.m. on Monday, 25 July 2022.

## **2. PROXY**

- (1) Shareholders entitled to attend and vote at the EGM may appoint one or more proxies in writing to attend and vote at the meeting on his behalf. The proxy need not be a shareholder of the Company.
- (2) A proxy shall be appointed by a shareholder by a written instrument signed by the appointor or his attorney duly authorised in writing. In case of a corporation, the same must be either under its common seal or under hand of its director(s) or duly authorised attorney(s). If the written instrument is signed by an attorney of the appointor, the power of attorney or other documents of authorisation of such attorney shall be notarised.
- (3) To be valid, the notarised power of attorney or other document(s) of authorisation (if any) and the form of proxy shall be delivered to (i) the registered office address of the Company for holders of A shares of the Company; and (ii) Computershare Hong Kong Investor Services Limited, the H share registrar and transfer office of the Company in Hong Kong, for holders of H shares of the Company, no less than 24 hours before the time fixed for convening the EGM or any adjournment thereof (as the case may be). Completion and return of a form of proxy will not preclude a shareholder from attending and voting in person at the meeting if he so desires.
- (4) If a shareholder appoints more than one proxy, such proxies shall only exercise their voting rights by a poll.

## **3. REGISTRATION PROCEDURES FOR ATTENDING THE EGM**

- (1) A shareholder or his proxy shall produce his identification document when attending the EGM. Where a shareholder is a legal person, the legal representative of that shareholder or the person authorised by its board of directors or other governing body shall produce a copy of the resolutions of the board of directors or other governing body of such shareholder appointing such person to attend the meeting.
- (2) Holders of H shares of the Company intending to attend the EGM shall return to Computershare Hong Kong Investor Services Limited at Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong the reply slip stating their attendance on or before Friday, 5 August 2022.
- (3) Holders of A shares of the Company intending to attend the EGM shall return the reply slip to the registered office of the Company at No. 1 Huangsidajie, Chaoyang District, Beijing, 100120, the PRC stating their attendance.
- (4) A shareholder may return the above reply slip in person, by post or by facsimile to the Company.

## **4. CLOSURE OF REGISTER OF MEMBERS**

The register of members will be closed from Tuesday, 26 July 2022 to Thursday, 25 August 2022 (both days inclusive), during which period no transfer of shares of the Company will be registered. In order to qualify for attendance and vote at the EGM to be held on Thursday, 25 August 2022, all transfers of H shares of the Company accompanied by the relevant share certificate must be lodged with Computershare Hong Kong Investor Services Limited, the H share registrar and transfer office of the Company in Hong Kong, at Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, no later than 4:30 p.m. on Monday, 25 July 2022.

## **5. METHOD OF VOTING AT THE EGM**

Pursuant to Rule 13.39 (4) of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited, any vote of shareholders at a general meeting of the Company must be taken by way of poll. Accordingly, the chairman of the EGM will demand a poll in relation to the resolutions to be proposed at the EGM.

## **6. MISCELLANEOUS**

- (1) The EGM of the Company is expected to be held for less than half a day. Shareholders attending the EGM shall be responsible for their own travelling and accommodation expenses.
- (2) The address of Computershare Hong Kong Investor Services Limited, the H share registrar and transfer office of the Company in Hong Kong is situated at Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong.
- (3) The registered office and the contact details of the Company are:

No. 1 Huangsidajie  
Chaoyang District  
Beijing, 100120  
the PRC  
Telephone: (+8610) 8223 6028  
Fax: (+8610) 8225 6479