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Zhengzhou Coal Mining Machinery Group Company Limited
鄭州煤礦機械集團股份有限公司

(A joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock code: 00564)

**POLL RESULTS OF
THE FIRST EXTRAORDINARY GENERAL MEETING OF 2023
HELD ON 22 AUGUST 2023**

References are made to the notice (the “**Notice**”) and the circular (the “**Circular**”) of the first extraordinary general meeting of 2023 (the “**EGM**”) dated 7 August 2023 of Zhengzhou Coal Mining Machinery Group Company Limited (the “**Company**”). Unless otherwise defined herein, terms used in this announcement shall have the same meanings as defined in the Notice and the Circular.

The Board is pleased to announce that the EGM was held on 22 August 2023 at the Convention Centre of Zhengzhou Coal Mining Machinery Group Company Limited, No. 167, 9th Street, Zhengzhou Section (Econ-Tech Development Zone) of China (He’nan) Pilot Free Trade Zone, the PRC, and the resolutions set out below were duly passed by way of poll. The EGM was chaired by Mr. JIAO Chengyao, Chairman of the Company. All Directors of the Company attended the EGM. The Company’s H Share registrar, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the EGM for the purpose of vote-taking for H Shares. All the resolutions voted by poll were approved by Shareholders.

VOTING RESULTS OF THE EGM

The total number of the issued Shares of the Company as at the date of the EGM was 1,782,245,970, which was the total number of Shares entitling the holders to attend and vote on the resolutions at the EGM. No Shareholders were required to abstain from voting in favour when casting votes on any resolution at the EGM according to Rule 13.40 of the Listing Rules. The related Shareholders such as the Directors, supervisors, senior management and key employees of the Company who are holding shares in Hengda Intelligent Control, the subsidiary proposed to be spun off, namely JIAO Chengyao, JIA Hao, FU Zugang, LIU Qiang,

FU Qi, ZHANG Haibin, HUANG Hua and LI Weiping, shall abstain and have abstained from voting on resolution No. 11 (considering and approving the holding of shares in the subsidiary proposed to be spun off by certain Directors, supervisors, senior management and key employees of the Company and certain related party transactions) pursuant to the “Rules Governing the Listing of Stocks on the Shanghai Stock Exchange” and the “Self-disciplinary Supervision Guidelines for Listed Companies on the Shanghai Stock Exchange No.5-Transactions and Related Transactions”. No Shareholders were required to abstain from voting according to the Listing Rules. Moreover, no Shareholders indicated their intention to vote against or abstain from voting on the relevant resolutions contained in the Circular despatched by the Company.

Shareholders or their proxies representing 846,640,756 Shares with voting rights in the Company, which represented approximately 47.51% of the total issued share capital of the Company as at the date of the EGM, attended the EGM.

The poll results in respect of the respective resolution proposed at the EGM are as follows:

SPECIAL RESOLUTIONS		NUMBER OF VOTES (%) ¹		
		FOR	AGAINST	ABSTAIN
1.	Considering and approving the initial public offering and listing of shares in Zhengzhou Hengda Intelligent Control Technology Co., Ltd., a subsidiary of the Company, on the Sci-Tech Innovation Board of Shanghai Stock Exchange;	841,172,929 (99.3542%)	5,400,527 (0.6379%)	67,300 (0.0079%)
2.	Considering and approving the compliance with relevant laws and regulations of the Spin-off and Listing of Zhengzhou Hengda Intelligent Control Technology Co., Ltd., a subsidiary of the Company, on the Sci-Tech Innovation Board;	841,365,075 (99.3769%)	5,208,381 (0.6152%)	67,300 (0.0079%)
3.	Considering and approving the proposal on the Spin-off and Listing of Zhengzhou Hengda Intelligent Control Technology Co., Ltd., a subsidiary of the Company, on the Sci-Tech Innovation Board (revised);	841,365,075 (99.3769%)	5,208,381 (0.6152%)	67,300 (0.0079%)

SPECIAL RESOLUTIONS		NUMBER OF VOTES (%) ¹		
		FOR	AGAINST	ABSTAIN
4.	Considering and approving the compliance of the Spin-off and Listing of subsidiary with the “Rules on Spin-off of Listed Companies (Trial)”;	841,397,075 (99.3806%)	5,176,381 (0.6114%)	67,300 (0.0079%)
5.	Considering and approving the Spin-off and Listing of Zhengzhou Hengda Intelligent Control Technology Co., Ltd., a subsidiary of the Company, on the Sci-Tech Innovation Board is in the interest of safeguarding the legal interests of Shareholders and creditors;	841,365,075 (99.3769%)	4,925,081 (0.5817%)	350,600 (0.0414%)
6.	Considering and approving the ability of the Company to maintain independence and continue as a going concern;	841,384,175 (99.3791%)	4,905,881 (0.5795%)	350,700 (0.0414%)
7.	Considering and approving the standardised operation capability of Zhengzhou Hengda Intelligent Control Technology Co., Ltd., a subsidiary of the Company;	841,371,875 (99.3777%)	4,918,281 (0.5809%)	350,600 (0.0414%)
8.	Considering and approving the explanation of the completeness and compliance of the legal procedures for the Spin-off and the validity of the legal documents submitted;	841,365,075 (99.3769%)	4,925,081 (0.5817%)	350,600 (0.0414%)
9.	Considering and approving the analysis of the background, purpose, commercial reasonableness, necessity and feasibility of the Spin-off;	841,365,075 (99.3769%)	4,928,081 (0.5821%)	347,600 (0.0411%)
10.	Considering and approving the proposed authorisation at the general meeting to the Board and its authorised persons to deal with all matters relating to the Spin-off and Listing of Zhengzhou Hengda Intelligent Control Technology Co., Ltd. on the Sci-Tech Innovation Board; and	841,365,075 (99.3769%)	5,208,381 (0.6152%)	67,300 (0.0079%)

SPECIAL RESOLUTIONS		NUMBER OF VOTES (%) ¹		
		FOR	AGAINST	ABSTAIN
11.	Considering and approving the holding of shares in the subsidiary proposed to be spun off by certain Directors, supervisors, senior management and key employees of the Company and certain related party transactions.	828,785,091 (99.3675%)	5,211,381 (0.6248%)	64,300 (0.0077%)

Note:

1. For the purpose of calculating the results of the resolutions, all the votes for and against shall be regarded as voting rights.

As the above resolutions were passed by the affirmative votes representing at least two thirds of the total number of Shares held by the Shareholders having voting rights who attended the EGM in person or by proxy, the resolutions were duly passed as special resolutions of the Company. Except the above resolutions, the Company has not received any proposal put forward by any Shareholders holding 3% or more of Shares with voting rights of the Company.

LAWYERS' CERTIFICATION

Haiwen & Partners (Beijing) witnessed the EGM and certified that the convening, procedures, qualification of the attendees and the convener, and voting procedures of the EGM conformed to the requirements of relevant laws and the Articles of Association of the Company. The voting results were lawful and valid.

By order of the Board
Zhengzhou Coal Mining Machinery Group Company Limited
JIAO Chengyao
Chairman

Zhengzhou, PRC, 22 August 2023

As at the date of this announcement, the executive Directors of the Company are Mr. JIAO Chengyao, Mr. JIA Hao, Mr. FU Zugang and Mr. WANG Xinying, the non-executive Director is Mr. CUI Kai and the independent non-executive Directors are Mr. CHENG Jinglei, Mr. JI Feng, Ms. GUO Wenqing and Mr. FANG Yuan.