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兗礦能源集團股份有限公司  
**YANKUANG ENERGY GROUP COMPANY LIMITED\***

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

**(Stock Code: 01171)**

**NOTICE OF 2023 FIRST EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the 2023 first extraordinary general meeting (the “**EGM**”) of Yankuang Energy Group Company Limited\* (the “**Company**”) will be held at 9:00 a.m. on Friday, 27 October 2023 at the headquarters of the Company at 949 South Fushan Road, Zoucheng, Shandong Province 273500, the People's Republic of China (the “**PRC**”) for the purpose of considering and, if thought fit, passing the following resolutions of the Company (unless otherwise indicated, capitalized terms used in this notice shall have the same meanings as those defined in the (1) the circular of the Company dated 28 September 2023 on (a) the proposed profit distribution policy of the Company for 2023-2025; and (b) the proposed amendments to the Articles of Association; and (2) the circular of the Company dated 28 September 2023 on (a) the revision of annual cap under Existing Bulk Commodities Sale and Purchase Agreement; and (b) renewal of continuing connected transactions (collectively, the “**Circulars**”). The details of the following resolutions are included in the Circulars:

**SPECIAL RESOLUTIONS**

- (1) “**THAT**, to consider and approve the proposed profit distribution policy of the Company for 2023-2025.”
- (2) “**THAT**, to consider and approve the amendments to the Articles of Association of Yankuang Energy Group Company Limited\*.”

**ORDINARY RESOLUTIONS**

- (3) To consider and approve each of the following ordinary resolutions.
  - (3.01) “**THAT**, to consider and approve the revised annual cap for 2023 in respect of the sales of bulk commodities from the Company to Shandong Energy contemplated under the Existing Bulk Commodities Sale and Purchase Agreement.”
  - (3.02) “**THAT**, to consider and approve the entering into of the Proposed Bulk Commodities Sale and Purchase Agreement by the Company with Shandong Energy for a term of two years, the continuing connected transactions contemplated thereunder and the proposed annual caps for 2024 and 2025 in relation thereto.”
  - (3.03) “**THAT**, to consider and approve the entering into of the Proposed Finance Lease Agreement by the Company with Shandong Energy for a term of two years, the continuing connected transactions contemplated thereunder and the proposed annual caps for 2024 and 2025 in relation thereto.”

(3.04) “**THAT**, to consider and approve the entering into of the Proposed Entrusted Management Service Framework Agreement by the Company with Shandong Energy for a term of one year, the continuing connected transactions contemplated thereunder and the proposed annual cap for 2025 in relation thereto.”

By order of the Board  
**Yankuang Energy Group Company Limited\***  
**Li Wei**  
*Chairman of the Board*

Zoucheng, Shandong, the PRC  
28 September 2023

*As at the date of this announcement, the Directors of the Company are Mr. Li Wei, Mr. Xiao Yaomeng, Mr. Liu Jian, Mr. Liu Qiang, Mr. Zhang Haijun, Mr. Su Li and Mr. Huang Xiaolong, and the independent non-executive Directors of the Company are Mr. Peng Suping, Mr. Zhu Limin, Mr. Woo Kar Tung, Raymond and Ms. Zhu Rui.*

\* For identification purpose only

Notes:

#### **1. Eligibility for attending the EGM**

Holders of the Company’s overseas listed foreign invested shares (in the form of H shares) whose names appear on the Company’s register of members of H shares which is maintained by Hong Kong Registrars Limited at the close of business on Wednesday, 18 October 2023 are entitled to attend the EGM. Further details of the requirements of the instrument appointing the proxies are set out in note 2 below.

#### **2. Proxy**

Each holder of H Shares who has the right to attend and vote at the EGM is entitled to appoint in writing one or more proxies, whether a Shareholder or not, to attend and vote on his behalf at the EGM. The proxies of a Shareholder who has appointed more than one proxy may only vote on a poll. The instrument appointing a proxy must be in writing under the hand of the appointer or his attorney duly authorized in writing, or if the appointer is a legal entity, either under seal or under the hand of a director or a duly authorized attorney. If that instrument is signed by an attorney of the appointer, the power of attorney authorizing that attorney to sign, or other documents of authorization, must be notarized. For holders of H Shares, the power of attorney or other documents of authorization and proxy forms must be delivered to Hong Kong Registrars Limited (17M, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong) no less than 24 hours before the time appointed for the holding of the EGM or any adjournment thereof in order for such documents to be valid.

#### **3. Closure of register of members**

The H Share register of members of the Company will be closed, for the purpose of determining Shareholders’ entitlement to attend the EGM, from Thursday, 19 October 2023 to Friday, 27 October 2023 (both days inclusive), during which period no transfer of the Company’s H Shares will be registered. In order to attend the EGM, all share transfers, accompanied by the relevant share certificates, must be lodged for registration with the Company’s H Share Registrar, Hong Kong Registrars Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong, no later than 4:30 p.m. on Wednesday, 18 October 2023 for registration. H Shareholders whose names appear on the H Share register of members of the Company maintained by Hong Kong Registrars Limited at the close of business on Wednesday, 18 October 2023 will be eligible to attend the EGM.

#### **4. Miscellaneous**

- (1) The EGM is expected to last for a day. Shareholders attending the EGM are responsible for their own transportation and accommodation expenses.
- (2) All voting at the EGM will be conducted by onsite or online poll.
- (3) Details of the Office of the Secretary to the Board are as follows:

949 South Fushan Road  
Zoucheng  
Shandong Province 273500 PRC  
Tel: 86-537-5382319  
Fax: 86-537-5383311