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CHINA COAL ENERGY COMPANY LIMITED*
中國中煤能源股份有限公司

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

(Stock Code: 01898)

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2024 first extraordinary general meeting (the “**Meeting**”) of China Coal Energy Company Limited (the “**Company**”) will be held at 3:00 p.m. on Friday, 23 August 2024 at China Coal Building, No. 1 Huangsidajie, Chaoyang District, Beijing, the People’s Republic of China (the “**PRC**”), for the purpose of considering and, if thought fit, approving the following ordinary resolutions:

AS ORDINARY RESOLUTIONS (BY CUMULATIVE VOTING METHOD)

- 1.00 To consider and, if thought fit, approve the election of independent non-executive directors of the fifth session of the board of directors of the Company:
 - 1.01 To approve the election of Ms. Zhan Yanjing as an independent non-executive director of the Company
 - 1.02 To approve the election of Mr. James Kong Tin Wong as an independent non-executive director of the Company

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

Beijing, the PRC
2 August 2024

As at the date of this notice, the Company’s executive directors are Wang Shudong, Liao Huajun and Zhao Rongzhe; non-executive director is Xu Qian; independent non-executive directors are Zhang Chengjie, Jing Fengru and Hung Lo Shan Lusan.

* For identification purpose only

Notes:

1. ELIGIBILITY FOR ATTENDING THE MEETING

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, 20 August 2024 shall be entitled to attend the Meeting.

To qualify for attendance and vote at the Meeting to be held on Friday, 23 August 2024, 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, Wanchai, Hong Kong, no later than 4:30 p.m. on Monday, 19 August 2024.

2. PROXY

- (1) Shareholders entitled to attend and vote at the Meeting 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 notarized.
- (3) To be valid, the notarized 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 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 Meeting 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 MEETING

A shareholder or his proxy shall produce his identification document when attending the Meeting. 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 resolution of the board of directors or other governing body of such shareholder appointing such person to attend the Meeting.

4. CLOSURE OF REGISTER OF MEMBERS

The Register of Members will be closed from Tuesday, 20 August 2024 to Friday, 23 August 2024 (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 Meeting to be held on Friday, 23 August 2024, 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, Wanchai, Hong Kong, no later than 4:30 p.m. on Monday, 19 August 2024.

5. METHOD OF VOTING AT THE MEETING

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 must be taken by way of poll. Accordingly, the chairman of the Meeting will demand a poll in relation to the resolutions to be proposed at the Meeting.

6. CUMULATIVE VOTING METHOD

Cumulative voting method is adopted for voting on ordinary resolution at the Meeting in relation to the election of independent non-executive directors (namely Ordinary Resolution No. 1.00 above). Pursuant to the cumulative voting method, each of the shares held by each shareholder shall carry the same number of votes corresponding to the number of candidates to be appointed under the same resolution, which means the total number of the votes each shareholder is entitled to cast in respect of such resolution equals to the number of shares held by the shareholder multiplied by the number of candidates to be appointed under such resolution. Each shareholder may cast all his votes for one candidate, or split his votes for several candidates. Where the total number of votes cast by a shareholder is in excess of the number of votes carried by the total number of shares held by him, the votes cast by such shareholder on such resolution shall be invalid; where the total number of votes cast by a shareholder is less than the number of votes carried by the total number of shares held by such shareholder, the votes cast by the shareholder shall be valid, but the voting rights attached to the shortfall between the votes actually cast and the votes which the shareholder is entitled to cast shall be deemed to have been waived by the shareholder and excluded from the number of actual valid votes. The resolution is passed when the votes obtained exceed half of the number of shares (on the basis of non-cumulative number of shares) held by the shareholders (including their proxies) attending this general meeting.

7. MISCELLANEOUS

- (1) The Meeting of the Company is expected to be held for less than half a day. Shareholders attending the Meeting shall be responsible for their own travelling and accommodation expenses.
- (2) The Meeting will be held during a sensitive period for the disclosure of periodic report, and only the topics relevant to the Meeting will be exchanged at the conference site.
- (3) The address of the 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, Wanchai, Hong Kong.
- (4) The registered office and the contact details of the Company are:

No. 1 Huangsidajie
Chaoyang District
Beijing, 100120
the PRC
Telephone: (+8610)82236028
Fax: (+8610)82256484

DETAILS OF ORDINARY RESOLUTION NO. 1.00

In respect of the proposed nomination of candidates for independent non-executive directors of the fifth session of the board of directors of the Company (the “**Board**”), the Nomination Committee of the Board and the Board have complied with the qualification and election procedures for directors as stipulated in the articles of association of the Company. When making recommendations to the Board on the candidates for independent non-executive directors of the fifth session of the Board, the Nomination Committee has fully considered factors such as professional structure, working experience, qualifications and independence of each candidate to measure the potential contributions of such candidates to the Company, so as to achieve the purpose of forming the best composition of the Board in line with the business characteristics of the Company and improving the efficiency and performance of the Board.

Ms. Zhan Yanjing and Mr. James Kong Tin Wong have extensive experience in different fields, including corporate management, financial management, compliance risk management, legal profession, etc. In addition, Ms. Zhan Yanjing and Mr. James Kong Tin Wong’s respective educational background and professional experience enable them to bring valuable diversity of perspectives to the Board and contribute to the diversity of the Board. Neither Ms. Zhan Yanjing nor Mr. James Kong Tin Wong serves as a director of seven or more listed companies, and can devote sufficient time to perform the duties of independent non-executive directors of the Company. Each of Ms. Zhan Yanjing and Mr. James Kong Tin Wong has provided a confirmation of independence to the Company pursuant to Rule 3.13 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). The Board is of the view that all of them meet the independence requirements set out in Rule 3.13 of the Listing Rules.

Biographical details of candidates for the independent and non-executive directors of the fifth session of the Board are set out below:

Zhan Yanjing, born in 1963, is the former Standing Committee Member of the Party Committee and Chief Accountant of China National Building Material Group Co., Ltd. (CNBM). In August 1983, Ms. Zhan obtained a Bachelor’s Degree of Engineering from Huazhong Institute of Technology, majoring in detection technology and automated instrumentation of Automatic Control and Computer Department. In May 2005, she obtained an EMBA Degree from Guanghua School of Management of Peking University. She is a senior accountant, senior economist and engineer. Ms. Zhan has served as Chief Economist, Director and Deputy General Manager in Henan Diesel Engine Plant of China State Shipbuilding Corporation; Assistant to the General Manager and Manager of the Financial Planning Department of Beijing Foton Motor Co., Ltd.; the Standing Committee Member of the Party Committee and Chief Accountant of CSR Corporation Limited (CSR); the Standing Committee Member of the Party Committee of the CSR and the Standing Committee Member of the Party Committee of the Committee, Vice President and Chief Financial Officer of CSR; Member of the Standing Committee of the Party Committee of CRRC Corporation Limited; the Standing Committee Member of the Party Committee, Vice President and Chief Financial Officer of CRRC Corporation Limited; Member of the Standing Committee of the Party Committee and Chief Accountant of CNBM. Ms. Zhan has extensive working experience in the state-owned enterprise system, with over 20 years of experience in listed companies. She is familiar with corporate governance and possesses a wealth of expertise in corporate management and financial management.

James Kong Tin Wong, born in 1966, is the person-in-charge of China Practices Department of Philip K H Wong, Kennedy Y H Wong & Co. In July 1992, Mr. Wong obtained a Bachelor of Laws from Peking University; in July 1995, he obtained a Master of Laws from Peking University; in July 2001, he obtained a Doctor of Laws degree from Renmin University of China as well as a master's diploma in British and Hong Kong Laws from the Manchester Metropolitan University, UK. Mr. Wong has held various social positions, including Honorary Aide-de-Camp to the Chief Executive of the Hong Kong Special Administrative Region, Chairman of the Hong Kong Liquor Licensing Board, Chairman of the Property Management Services Appeal Board, a member of the Shanghai CPPCC, and a member of the All-China Youth Federation. He currently serves as Chairman of the Hong Kong Property Management Services Authority, Convener of the Citizen's Advisory Committee on Community Relations and the Community Education Committee of the Independent Commission Against Corruption, a member of the Advisory Committee on Post-service Employment of Civil Servants of the Hong Kong Special Administrative Region Government, Vice Chairman of the Association of Hong Kong Professionals, Vice Chairman of the Greater China Legal Affairs Committee of the Law Society of Hong Kong, Vice Chairman of the Agency for Volunteer Service, Vice Chairman of the Joint Committee for the Promotion of the Constitution and Hong Kong Basic Law, Honorary Advisor of the Hong Kong Customs College and an accreditation expert for the Hong Kong Council for Accreditation of Academic and Vocational Qualifications. At the same time, he serves as an arbitrator at the South China International Arbitration Center (HK), Shenzhen Court of International Arbitration, Shanghai Arbitration Commission, Zhuhai Court of International Arbitration, Hainan International Arbitration Court and other arbitration committees. Mr. Wong has long been engaged in legal affairs and public administration, familiar with compliance and risk management, and possesses extensive legal expertise and practical experience.

Save as disclosed above, as at the Latest Practicable Date (i.e. 26 July 2024, being the latest practicable date before the printing of this notice), Ms. Zhan Yanjing and Mr. James Kong Tin Wong do not have any relationship with any of the directors, supervisors, senior management, substantial shareholders or controlling shareholders of the Company, they did not hold any other positions with the Company or any of its subsidiaries, nor did they hold any directorships in other listed companies in the past three years.

As at the Latest Practicable Date, Ms. Zhan Yanjing and Mr. James Kong Tin Wong do not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Upon the approval of the election of Ms. Zhan Yanjing and Mr. James Kong Tin Wong at the general meeting, each of them will enter into a service contract with the Company for a term from the date of approval of their appointments by the Shareholders at the general meeting until the date of the constitution of the next session of the Board. The remuneration of Ms. Zhan Yanjing and Mr. James Kong Tin Wong is not fixed in the service contract and will be at the standard determined by the Shareholders at the annual general meeting of the Company pursuant to the Articles of Association of the Company, with reference to recommendation of the Remuneration Committee of the Board in accordance with its terms of reference, taking into account, among other matters, their duties and responsibilities.

Save as disclosed above, as at the Latest Practicable Date, the Company is not aware of any other matters in relation to the appointments of Ms. Zhan Yanjing and Mr. James Kong Tin Wong as the independent non-executive directors of the Company that need to be brought to the attention of the Shareholders and creditors of the Company or any information that is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.