

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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)

Appointments of General Manager, Deputy General Managers, Secretary to the Board, Company Secretary, Authorized Representative and Chief Financial Officer, and Changes of General Manager, Company Secretary and Authorized Representative

The board of directors (the “**Board**”) of Zhengzhou Coal Mining Machinery Group Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) is pleased to announce that:

1. Fu Zugang has been appointed as the general manager of the Company with effect from today;
2. Gao Youjin, Zhang Minglin, Fu Qi, Jia Hao, Wang Yongqiang and Zhang Haibin have been appointed as the deputy general managers of the Company with effect from today;
3. Zhang Haibin has also been appointed as the secretary to the Board with effect from today; Mr. Zhang Haibin has also been appointed as the company secretary and an authorized representative of the Company (The Company is aware that Zhang Haibin does not strictly satisfy the requirements in relation to company secretary under Rules 3.28 and 8.17 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. Hence, the Company has submitted the application for a waiver from strict compliance with Rules 3.28 and 8.17 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited in relation to the appointment of Zhang Haibin as the company secretary of the Company to The Stock Exchange of Hong Kong Limited); and
4. Guo Desheng has been appointed as the chief financial officer of the Company with effect from today.

A) Appointment of general manager and change of general manager

Fu Zugang has been appointed as the general manager of the Company. Fu Zugang, male, was born in November 1965 in Gonggan County, Hubei. He is a member of the Chinese Communist Party and a senior engineer with undergraduate qualification. From September 1981 to July 1985, he studied at Wu Han Technology College (武漢工學院) (now known as Wu Han University of Technology (武漢理工大學)), majoring in casting and obtained a bachelor's degree in engineering. From July 1985 to July 2000, he served as a technician, an assistant engineer, an engineer, a senior engineer, a team leader of technology team, an assistant to the plant manager, a deputy plant manager and a plant manager of the sub-plant of casting Zhengzhou Coal Mining Machinery Factory. From July 2000 to October 2002, he was the deputy plant manager of Zhengzhou Coal Mining Machinery Factory. From October 2002 to November 2006, he was the chairman of labor union of Zhengzhou Coal Mining Machinery Company ("ZCMM"). From November 2006 to December 2008, he was a director and a deputy general manager of ZCMM. From December 2008 to February 2012, he was a deputy general manager of the Company. From February 2012 to February 2015, he was a director and a deputy general manager of the Company.

As at the date of the announcement, Fu Zugang held or was deemed to hold 3,368,960 A shares of the Company, representing approximately 0.245% of the total A shares of the Company and approximately 0.208% of the total number of shares of the Company.

Upon the appointment of Fu Zugang as the general manager of the Company, Xiang Jiayu has ceased to act as the general manager of the Company. Xiang Jiayu will remain as an executive director of the Company. Xiang Jiayu has confirmed that he has no disagreement with the Board and there is no matter relating to his stepping down which needs to be brought to the attention of The Stock Exchange of Hong Kong Limited and the shareholders of the Company.

The term of office of Fu Zugang as general manager of the Company is three years starting from the date of the announcement. The remuneration for Fu Zugang is yet to be confirmed and will be announced in due course.

Save as disclosed herein, Fu Zugang did not hold other positions in the Group as at the date of this announcement; have any other relationship with any directors, senior management or substantial or controlling shareholder of the Company as at the date of this announcement; in the last three years immediately preceding the date of this announcement, hold any directorships in other public companies the securities of which are listed on any securities market in Hong Kong or overseas; or have any other interests in the shares or underlying shares of the Company which is required to be disclosed under Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong. There are no other matters with respect to the appointment of Fu Zugang as the general manager that needs to be brought to the attention of the shareholders of the Company, nor is there any information relating Fu Zugang that is required to be disclosed pursuant to Rule 13.51(2)(h) –13.51(2)(v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

B) Appointments of deputy general managers and chief financial officer

Gao Youjin has been appointed as a deputy general manager of the Company. Gao Youjin, male, was born in September 1963. He is a member of the Chinese Communist Party and a senior engineer. From September 1981 to July 1985, he studied at Jiaozuo Mining Institute (焦作礦業學院) (now known as Henan Polytechnic University), majoring in mining machinery. From July 1985 to December 1985, he was a technician of the sub-plant of installation of Zhengzhou Coal Mining Machinery Factory. From January 1986 to July 1993, he served as a designer, an officer and the deputy director of the research institute of Zhengzhou Coal Mining Machinery Factory. From August 1993 to August 1994, he was the deputy director of the planned sales division of Zhengzhou Coal Mining Machinery Factory. From September 1994 to November 1995, he served as the deputy director and the director of sales development No.1 division of Zhengzhou Coal Mining Machinery Factory. From November 1995 to July 2000 and from July 2000 to October 2002, he served as the deputy plant manager and the chief engineer of Zhengzhou Coal Mining Machinery Factory, respectively. From October 2002 to December 2008, he was the deputy general manager and the chief engineer of ZCMM. Since December 2008, he has been the deputy general manager and the chief engineer of the Company.

Zhang Minglin has been appointed as a deputy general manager of the Company. Zhang Minglin, male, was born in January 1963. He is a member of the Chinese Communist Party and a senior engineer. From September 1979 to July 1983, he studied at Huainan Mining Institute (淮南礦業學院), majoring in mining. From August 1983 to August 1987, he was a section member of Henan Coal Mine Supply Company (河南省煤礦供應公司). From August 1987 to May 1996, he worked as a section member, a deputy senior section member and a senior section member of Henan Coal Industrial Department. From August 1995 to February 1996, he went to Zhengqiao Village, Huzu Town, Gushi County in Xinyang District to participate in the party construction in rural areas which was organized by Henan Province Committee of Chinese Communist Party. From May 1996 to May 1999, he was the deputy general manager of Henan Coal Mine Supply Company. From May 1999 to April 2004, he served as the general manager and the secretary of the Party Committee of Henan Coal Mine Supply Company. From October 2000 to November 2004, he served as the general manager of Henan Coal Sales Company Limited (河南省煤炭銷售有限責任公司). From November 2004 to December 2008, he was the deputy general manager of ZCMM. Since December 2008, he has been the deputy general manager of the Company.

Fu Qi has been appointed as a deputy general manager of the Company. Fu Qi, male, was born in November 1969 in Biyang County, Henan. He is a member of the Chinese Communist Party and a senior engineer. From September 1988 to July 1992, he studied at China University of Mining and Technology, majoring in mechanical design and theories. From July 1992 to September 1995, he was a section member of the first development division of Zhengzhou Coal Mining Machinery Factory. From September 1995 to May 1996 and from May 1996 to December 1996, he was a senior section member and the deputy head of the first development division, respectively. From December 1996 to January 2006, he was a section officer and the deputy head of the planned sales division, the deputy head of the marketing and sales department, and the deputy head of the sub-plant of installation. From January 2006 to March 2008, he was the head of the production and manufactory department. From April 2010 to February 2012, he was the chairman and the secretary to the office of the Party Committee of Huainan ZMJ Shun Li Machinery Co., Ltd. Since February 2012, he has been the deputy general manager of the Company.

Jia Hao has been appointed as a deputy general manager of the Company. Jia Hao was born in March 1970 in Chongqing. He graduated from University of Shanghai for Science and Technology in 1991, majoring in mechanical engineering. In the 1990s, he worked at Guangzhou Electrical and Mechanical Scientific Research Institute of China National Machinery Industry Corporation and was responsible for design and research. He also worked at Parker Hannifin Motion & Control (Shanghai) Co., Ltd., a foreign company, and was responsible for sales. In April 2001, he obtained an Executive Master of Business Administration (EMBA) degree from China Europe International Business School. He then worked as the general manager of the investment department of Salim Group (China) Company Limited, a foreign company. In March 2006, he began to serve as the president of Shanghai Huili Group Company Limited and a director of Shanghai Huili Company Limited, both of which are the subsidiaries of Salim Group, a listed company. Since March 2014, he has been the deputy general manager of the Company.

Wang Yongqiang has been appointed as a deputy general manager of the Company. Wang Yongqiang, male, was born in September 1971 in Hebei and is a member of the Chinese Communist Party. He graduated from Zhengzhou University and obtained a master degree in mechanical engineering in June 2007. He started his career in August 1993. From February 2003 to June 2007, he was the deputy executive officer of hydraulic project center of ZCMM. From June 2007 to December 2007, he served as full-time deputy executive officer of research and development centre for hydraulic control of ZCMM. From December 2007 to February 2010, he was the executive officer of hydraulic project center of the Company. From February 2010 to February 2014, he served as a manager and secretary of the party branch of hydraulic control company. From February 2014 to February 2015, he was the head of human resources department of the Company.

Guo Desheng has been appointed as the chief financial officer of the Company. Guo Desheng, male, was born in October 1961 in Zhengzhou, Henan. He is a member of the Chinese Communist Party and a senior accountant. From February 1981 to October 1994, he was a section member of the finance division of Zhengzhou Coal Mining Machinery Factory. From October 1994 to October 2001 and from October 2001 to October 2002, he was the deputy division head and the division head of the finance division of Zhengzhou Coal Mining Machinery Factory, respectively. From January 2002 to December 2008, he served as head of the finance department of ZCMM. Since December 2008, he has been the chief financial officer of the Company.

C) Appointment of deputy general manager, secretary to the Board, company secretary and authorized representative; change of company secretary and authorized representative

Zhang Haibin has been appointed as a deputy general manager, the secretary to the Board, the company secretary and an authorized representative of the Company, and Ms. Chan Yin Wah continues to act as the assistant to the company secretary of the Company.

Zhang Haibin, male, was born in September 1981 in Xinmi, Henan and is a member of the Chinese Communist Party. He graduated from China University of Mining and Technology and obtained a bachelor's degree in law in July 2005. From July 2005 to March 2007, he was a secretary of the general office of ZCMM. From March 2007 to December 2008, he served as the chief secretary of the general office of ZCMM. From December 2008 to March 2010, he was the chief secretary of the general office of the Company. From March 2010 to September 2010, he served as an assistant to the head of the general office of the Company. From September 2010 to January 2012, he served as the deputy head of capital operation department and representative for securities affairs of the Company. From January 2012 to February 2015, he was the head of general office, head of capital operation department and representative for securities affairs of the Company. From July 2012 to February 2015, he was the head of division of party and masses' affairs.

The Company is aware that Zhang Haibin does not strictly satisfy the requirements in relation to company secretary under Rules 3.28 and 8.17 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. Hence, the Company has submitted the application for a waiver from strict compliance with Rules 3.28 and 8.17 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited in relation to the appointment of Zhang Haibin as the company secretary of the Company to The Stock Exchange of Hong Kong Limited.

The effective date of the appointment of the company secretary will be the date when the Company receives the grant of the said waiver from The Stock Exchange of Hong Kong Limited, which will also be the effective date of appointment of authorised representative. Accordingly, the cessation of Bao Xueliang to act as company secretary and authorised representative of the Company will become effective on such even date. Bao Xueliang has confirmed that he has no disagreement with the Board and there is no matter relating to his stepping down which needs to be brought to the attention of The Stock Exchange of Hong Kong Limited and the shareholders of the Company.

The Board would like to take this opportunity to welcome the sirs mentioned above for joining the senior management of the Company.

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

Zhengzhou, PRC, 16 February 2015

As at the date of this announcement, the executive directors of the Company are Mr. JIAO Chengyao, Mr. XIANG Jiayu, Mr. WANG Xinying, Mr. GUO Haofeng and Mr. LIU Qiang and the independent non-executive directors are Ms. LIU Yao, Mr. JIANG Hua, Mr. LI Xudong and Mr. WU Guangming.