

*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.*



河南金馬能源股份有限公司

**HENAN JINMA ENERGY COMPANY LIMITED**

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

**(Stock Code: 6885)**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 23 MAY 2022,  
CHANGE OF NON-EXECUTIVE DIRECTOR,  
CHANGE OF DEPUTY CHAIRMAN AND COMPOSITION  
OF BOARD COMMITTEES  
AND  
CHANGE OF SUPERVISOR**

The Board is pleased to announce that all resolutions set out in the AGM Notice were duly approved by the Shareholders by way of poll at the 2021 Annual General Meeting held on 23 May 2022.

The Board further announces the change of non-executive Director, the change of the deputy chairman of the Board, the changes in composition of the Audit Committee and the Strategic Development Committee, and the change of Supervisor.

Reference is made to the notice of the annual general meeting (the “**AGM Notice**”) and the circular (the “**Circular**”) of Henan Jinma Energy Company Limited (the “**Company**”) both dated 20 April 2022. Unless defined otherwise, the terms used herein shall have the same meanings as those defined in the AGM Notice and the Circular.

## POLL RESULTS OF THE 2021 ANNUAL GENERAL MEETING

The Board is pleased to announce that all resolutions (the “**Resolutions**”, each a “**Resolution**”) as set out in the AGM Notice were approved by the shareholders of the Company (the “**Shareholders**”) at its annual general meeting held on 23 May 2022 (the “**2021 Annual General Meeting**”). All Resolutions were taken by poll and the poll results are set out as follows:

Ordinary Resolutions		Number of votes (%)	
		FOR	AGAINST
1.	To consider and approve the report of the board of directors of the Company for the year ended 31 December 2021.	350,245,919 (99.941%)	207,868 (0.059%)
2.	To consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2021.	350,245,919 (99.941%)	207,868 (0.059%)
3.	To consider and receive the audited consolidated financial statements of the Company and the auditors’ report for the year ended 31 December 2021.	350,245,919 (99.941%)	207,868 (0.059%)
4.	To consider and approve the annual report of the Company for the year ended 31 December 2021.	350,245,919 (99.941%)	207,868 (0.059%)
5.	To consider and approve the payment of the final dividend of RMB0.20 per share for the year ended 31 December 2021.	350,453,787 (100.000%)	0 (0.000%)
6.	To consider and approve the granting of a mandate to the board of directors of the Company to deal with all matters in relation to the Company’s distribution of interim dividend for the year ending 31 December 2022 in its absolute discretion (including, but not limited to, determining whether to distribute interim dividend for the year ending 31 December 2022).	350,453,787 (100.000%)	0 (0.000%)
7.	(a) To re-elect Mr. Yiu Chiu Fai as an executive director of the Company for a term of three years.	348,923,236 (99.563%)	1,530,551 (0.437%)
	(b) To re-elect Mr. Wang Mingzhong as an executive director of the Company for a term of three years.	348,923,236 (99.563%)	1,530,551 (0.437%)
	(c) To re-elect Mr. Li Tianxi as an executive director of the Company for a term of three years.	350,443,069 (99.997%)	10,718 (0.003%)
	(d) To re-elect Mr. Wang Kaibao as a non-executive director of the Company for a term of three years.	350,443,069 (99.997%)	10,718 (0.003%)
	(e) To re-elect Ms. Ye Ting as a non-executive director of the Company for a term of three years.	350,443,069 (99.997%)	10,718 (0.003%)
	(f) To re-elect Mr. Cao Hongbin as an independent non-executive director of the Company for a term of three years.	350,443,069 (99.997%)	10,718 (0.003%)

Ordinary Resolutions		Number of votes (%)	
		FOR	AGAINST
	(g) To re-elect Mr. Meng Zhihe as an independent non-executive director of the Company for a term of three years.	350,443,069 (99.997%)	10,718 (0.003%)
	(h) To re-elect Mr. Wu Tak Lung as an independent non-executive director of the Company for a term of three years.	349,060,192 (99.602%)	1,393,595 (0.398%)
	(i) To elect Mr. Xu Baochun as a non-executive director of the Company for a term of three years.	350,443,069 (99.997%)	10,718 (0.003%)
8.	(a) To re-elect Mr. Wong Tsz Leung as a supervisor of the Company for a term of three years.	350,443,069 (99.997%)	10,718 (0.003%)
	(b) To re-elect Mr. Zhou Tao, David as a supervisor of the Company for a term of three years.	350,443,069 (99.997%)	10,718 (0.003%)
	(c) To re-elect Ms. Tian Fangyuan as a supervisor of the Company for a term of three years.	350,443,069 (99.997%)	10,718 (0.003%)
	(d) To elect Mr. Wu Jiacun as a supervisor of the Company for a term of three years.	350,443,069 (99.997%)	10,718 (0.003%)
9.	To consider and approve the remuneration for the directors of the Company.	350,453,787 (100.000%)	0 (0.000%)
10.	To consider and approve the remuneration for the supervisors of the Company.	350,453,787 (100.000%)	0 (0.000%)
11.	To consider and approve the appointment of Deloitte Touche Tohmatsu as the auditors of the Company for the period from the conclusion of the 2021 Annual General Meeting to the conclusion of the annual general meeting of the Company for the year ending 31 December 2022, and to authorise the board of directors of the Company to determine its remuneration.	350,453,787 (100.000%)	0 (0.000%)
12.	To consider and approve the unutilised proceeds and the interests in the aggregate amount of RMB25,295,608.24 be used as general working capital of the Group.	350,453,787 (100.000%)	0 (0.000%)

*Notes:*

- (1) As more than 50% of the votes were cast in favour of each of the Resolutions numbered 1 to 12, all the aforementioned Resolutions were duly passed as ordinary resolutions.
- (2) As at the date of the 2021 Annual General Meeting, the Company had an aggregate of 535,421,000 shares in issue of which all are H shares. The total number of shares entitling the Shareholders to attend and vote for or against the Resolutions proposed at the 2021 Annual General Meeting was 535,421,000 shares.
- (3) There were no shares entitling the holder to attend and abstain from voting in favour of the Resolutions proposed at the 2021 Annual General Meeting as set out in Rule 13.40 of the Listing Rules. No Shareholder was required under the Listing Rules to abstain from voting on the Resolutions proposed at the 2021 Annual General Meeting.
- (4) The total number of Shares held by the Shareholders or their proxies who have attended the 2021 Annual General Meeting and are entitled to vote is 350,453,787 shares, which represents approximately 65.45% of the total issued shares of the Company.
- (5) Computershare Hong Kong Investor Services Limited, the share registrar for the H Shares, acted as the scrutineer at the 2021 Annual General Meeting.

The Company had nine Directors upon the convening of the 2021 Annual General Meeting. Mr. YIU Chiu Fai, Mr. WANG Mingzhong and Mr. LI Tianxi, the executive Directors, and Mr. MENG Zhihe, Mr. WU Tak Lung and Mr. CAO Hongbin, the independent non-executive Directors, attended the 2021 Annual General Meeting in person or by electronic means, whereas the remaining Directors were unable to attend the 2021 Annual General Meeting due to their other business commitments.

## **PAYMENT OF FINAL DIVIDEND**

The Board wishes to inform the Shareholders that the payment of the final dividend for the year ended 31 December 2021 was approved at the 2021 Annual General Meeting. The Company will pay a final dividend of RMB0.20 per share (tax inclusive) for the year ended 31 December 2021 in cash to shareholders whose names appear on the register of members of the Company on Wednesday, 1 June 2022, and the relevant payment date is expected to be on or before Friday, 29 July 2022.

The final dividend in respect of H Shares will be declared in Renminbi and payable in Hong Kong dollars. The applicable exchange rate will be the average of the exchange rates for Renminbi to Hong Kong dollars as announced by the People's Bank of China for the seven calendar days prior to 23 May 2022, the date of convening the 2021 Annual General Meeting, i.e. HKD100:RMB86.149571. The final dividend payable per H Share will be HKD0.232154 (inclusive of the applicable tax).

For information on the requirements on the withholding and payment of the relevant tax in respect of the final dividend, please refer to the section headed "Directors' Report – Tax on Dividends for H Shareholders" of the Company's annual report for the year ended 31 December 2021.

## **CHANGE OF NON-EXECUTIVE DIRECTOR, DEPUTY CHAIRMAN OF THE BOARD AND COMPOSITION OF THE AUDIT COMMITTEE AND THE STRATEGIC DEVELOPMENT COMMITTEE**

As Mr. Hu Xiayu did not offer himself for re-election as a non-executive Director at the 2021 Annual General Meeting following the expiry of his term of office, he has retired as a non-executive Director with effect from the conclusion of the 2021 Annual General Meeting. Upon Mr. Hu's retirement, he ceased to be the deputy chairman of the Board, a member of the Audit Committee and the chairman of the strategic development committee of the Company (the "**Strategic Development Committee**").

Mr. Hu has confirmed that he has no disagreement with the Board and there is no matter relating to his retirement that will need to be brought to the attention of the Shareholders. The Board would like to express its sincere gratitude to Mr. Hu for his valuable contributions to the Company during the tenure of his office.

The Board is pleased to announce that Mr. Xu Baochun ("**Mr. Xu**") has been appointed as a non-executive Director for a term of three years from the date of the 2021 Annual General Meeting to the conclusion of the annual general meeting of the Company for the year ending 31 December 2024 (both days inclusive). Mr. Xu has also been appointed as the deputy chairman of the Board, a member of the Audit Committee and the chairman of the Strategic Development Committee. For the biographical details of Mr. Xu, please refer to Appendix I of the Circular.

Save as disclosed in this announcement and the Circular, there are no other matters which need to be brought to the attention of the Shareholders regarding the appointment of Mr. Xu as a non-executive Director or any other information that needs to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

## **CHANGE OF SUPERVISOR**

As Ms. Li Lijuan ("**Ms. Li**"), a Shareholder representative Supervisor, did not seek for re-election as a Supervisor, following the expiry of her term of office, she has retired as a Supervisor with effect from the conclusion of the 2021 Annual General Meeting. Ms. Li has confirmed that she has no disagreement with the Board and there is no matter relating to her retirement that will need to be brought to the attention of the Shareholders. The Board would like to express its sincere gratitude to Ms. Li for her valuable contributions to the Company during the tenure of her office.

The Board is pleased to announce that Mr. Wu Jiacun ("**Mr. Wu**") has been appointed as a Supervisor for a term of three years from the date of the 2021 Annual General Meeting to the conclusion of the annual general meeting of the Company for the year ending 31 December 2024 (both days inclusive). For the biographical details of Mr. Wu Jiacun, please refer to Appendix I of the Circular.

Save as disclosed in this announcement and in the Circular, there are no other matters which need to be brought to the attention of the Shareholders regarding the appointment of Mr. Wu as a Supervisor or any other information that needs to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

By order of the Board  
**Henan Jinma Energy Company Limited**  
**Yiu Chiu Fai**  
*Chairman*

Hong Kong, 23 May 2022

*As at the date of this announcement, the executive directors of the Company are Mr. YIU Chiu Fai, Mr. WANG Mingzhong and Mr. LI Tianxi; the non-executive directors of the Company are Mr. Xu Baochun, Mr. WANG Kaibao and Ms. YE Ting; and the independent non-executive directors of the Company are Mr. MENG Zhihe, Mr. WU Tak Lung and Mr. CAO Hongbin.*