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ZMJ

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)

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Zhengzhou Coal Mining Machinery Group Company Limited (the “**Company**”) is pleased to announce that at the meeting of the board of directors and the meeting of the supervisory committee held on 15 November 2023, the resolutions in relation to, among other things, the amendments to the Articles of Association of Zhengzhou Coal Mining Machinery Group Company Limited (the “**Articles of Association**”) were approved. In order to improve the operational efficiency and supervision level of the supervisory committee of the Company, it is proposed to amend the relevant articles of the Articles of Association to adjust the number of members of the supervisory committee of the Company from 7 to 3, and taking into account the actual situation of the Company, it is also proposed to make appropriate amendments to other provisions of the Articles of Association (the “**Proposed Amendments**”), details of the Proposed Amendments are set out below:

Original	Proposed amend to
<p>Article 218 The Company shall have a Board of Supervisors. The Board of Supervisors shall be composed of seven (7) supervisors. One of the members of the Board of Supervisors shall act as the chairman. The election or removal of the chairman of the Board of Supervisors shall be determined by two-thirds or more of the members of the Board of Supervisors. The meetings of the Board of Supervisors convened by the Board of Supervisors on its own initiative shall be presided over and chaired by the chairman of the Board of Supervisors. If the chairman of the Board of Supervisors is unable or fails to perform his duties, such meeting shall be convened and presided over by a supervisor nominated by more than half of the supervisors.</p> <p>The Board of Supervisors shall comprise supervisors who represent the shareholders and a proper proportion of supervisors who represent the employees, and the proportion accounted for by the later shall be 1/3 or more. The supervisors who represent the employees shall be democratically elected and removed by employees of the Company via the workers conference, general membership meeting or other means.</p>	<p>Article 218 The Company shall have a Board of Supervisors. The Board of Supervisors shall be composed of <u>three (3)</u> supervisors. One of the members of the Board of Supervisors shall act as the chairman. The election or removal of the chairman of the Board of Supervisors shall be determined by two-thirds or more of the members of the Board of Supervisors. The meetings of the Board of Supervisors convened by the Board of Supervisors on its own initiative shall be presided over and chaired by the chairman of the Board of Supervisors. If the chairman of the Board of Supervisors is unable or fails to perform his duties, such meeting shall be convened and presided over by a supervisor nominated by more than half of the supervisors.</p> <p>The Board of Supervisors shall comprise supervisors who represent the shareholders and a proper proportion of supervisors who represent the employees, and the proportion accounted for by the later shall be 1/3 or more. The supervisors who represent the employees shall be democratically elected and removed by employees of the Company via the workers conference, general membership meeting or other means.</p>
<p>Article 275 The Company designates Shanghai Securities News, China Securities Journal and the information disclosure website designated by China Securities Regulatory Commission as the medias to publish announcements and other information to be disclosed.</p>	<p>Article 275 <u>The Company shall publish announcements and disclose information to the holders of Domestic Shares through the media and the websites of the stock exchanges that comply with the laws and regulations or the conditions prescribed by the securities regulatory authorities of the PRC.</u></p>

Article 283 The Company must prepare a balance sheet and an inventory list of its assets when it reduces its registered capital.

The Company shall notify its creditors within ten (10) days of the date of the Company's resolution for reduction of capital and shall publish an announcement in Shanghai Securities News and China Securities Journal for at least three (3) times within thirty (30) days of the date of such resolution. A creditor has the right within thirty (30) days of receipt of the notice from the Company or, in the case of creditor who does not receive such notice, within forty-five (45) days of the date of announcement, to require the Company to repay its debts or to provide a corresponding guarantee for such debt.

The Company's registered capital must not, after the reduction in capital, be less than the minimum amount required by law.

Article 283 The Company must prepare a balance sheet and an inventory list of its assets when it reduces its registered capital.

The Company shall notify its creditors within ten (10) days of the date of the Company's resolution for reduction of capital and shall publish an announcement in the newspapers and magazines designated by laws, regulations or the securities regulatory authorities of the PRC for at least three (3) times within thirty (30) days of the date of such resolution. A creditor has the right within thirty (30) days of receipt of the notice from the Company or, in the case of creditor who does not receive such notice, within forty-five (45) days of the date of announcement, to require the Company to repay its debts or to provide a corresponding guarantee for such debt.

The Company's registered capital must not, after the reduction in capital, be less than the minimum amount required by law.

The Proposed Amendments shall be submitted to the general meeting of the Company for consideration and approval.

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

Zhengzhou, PRC, 15 November 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 Directors are Mr. CUI Kai and Mr. YUE Taiyu, and the independent non-executive Directors are Mr. CHENG Jinglei, Mr. JI Feng, Ms. GUO Wenqing and Mr. FANG Yuan.