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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)

**THE PROPOSED SPIN-OFF AND LISTING OF
JINYUAN HYDROGENATED CHEMICALS ON THE MAIN BOARD
OF THE STOCK EXCHANGE**

**RECORD DATE FOR ASSURED ENTITLEMENT AND CLOSURE OF
REGISTER OF MEMBERS**

The Record Date for the purpose of determining the Assured Entitlement will be Friday, 1 December 2023. The register of members of the Company will be closed on Friday, 1 December 2023 and no transfer of the H Shares will be registered on that date. The last day for dealing in the H Shares cum-entitlement to the Assured Entitlement will be Tuesday, 28 November 2023.

As the final dates of registration and issue of the Prospectus of Jinyuan Hydrogenated Chemicals have not yet been finalised, the Record Date and the closure of the register of members of the Company for the purpose of determining the Assured Entitlement set out in this announcement are subject to change depending on the final timetable of the Proposed Spin-off and Listing.

As the Proposed Spin-off and Listing is conditional upon, among other things, the approval of the Listing Committee, the final decision of the board of directors of Jinyuan Hydrogenated Chemicals, market conditions and other considerations, the Proposed Spin-off and Listing may or may not materialise. Shareholders and potential investors should be aware that there is no assurance that the Proposed Spin-off and Listing will take place or as to when it may take place. If the Proposed Spin-off and Listing does not proceed for any reason, the Preferential Offering will not proceed. Shareholders and potential investors are reminded to exercise caution when dealing in the securities of the Company. Persons who are in doubt about their position or any action to be taken are recommended to consult their own professional advisers.

INTRODUCTION

References are made to the announcements of the Company dated 28 June 2023, 28 August 2023 and 18 October 2023 and the circular of the Company dated 26 October 2023 in relation to the Proposed Spin-off and Listing.

As disclosed in the abovementioned announcements and circular, the Company intends to spin-off Jinyuan Hydrogenated Chemicals by way of Global Offering and separately list the Jinyuan H Shares on the Main Board of the Stock Exchange.

In accordance with the requirements of PN15, the Board proposes to give due regard to the interests of the Shareholders by providing Qualifying Shareholders with the Assured Entitlement by way of the Preferential Offering, if the Proposed Spin-off and Listing proceeds.

It is currently intended that, if the Proposed Spin-off and Listing proceeds, an Assured Entitlement of approximately 5.6% of the Jinyuan H Shares initially being offered under the Global Offering will be offered to the Qualifying Shareholders by way of the Preferential Offering. The purpose of this announcement is to inform the Shareholders of the Record Date for the purpose of determining the Assured Entitlement.

Shareholders whose names appear in the register of members of the Company on the Record Date (excluding the Non-Qualifying Shareholders) will be entitled to apply for Jinyuan H Shares on an assured basis pursuant to the Preferential Offering, and the basis of such Assured Entitlement will be determined based on their respective shareholdings in the Company on the Record Date, the details of which will be separately announced as and when appropriate.

RECORD DATE AND CLOSURE OF REGISTER OF MEMBERS

The Record Date for the purpose of determining the Assured Entitlement will be Friday, 1 December 2023. The register of members of the Company will be closed on Friday, 1 December 2023 and no transfer of the H Shares will be registered on such day.

In order to qualify for the Assured Entitlement, all transfer documents accompanied by the relevant share certificates must be lodged for registration with the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong not later than 4:30 p.m. on Thursday, 30 November 2023. The last day for dealing in the H Shares cum-entitlement to the Assured Entitlement will be Tuesday, 28 November 2023.

As the final dates of registration and issue of the Prospectus of Jinyuan Hydrogenated Chemicals have not yet been finalised, the Record Date and the closure of the register of members of the Company for the purpose of determining the Assured Entitlement set out in this announcement are subject to change depending on the final timetable of the Proposed Spin-off and Listing.

In the event that there is any change to the Record Date and the date of the closure of the register of members of the Company for determining the Assured Entitlement, a further announcement will be made by the Company and such revised Record Date and date of the closure of the register of members of the Company will supersede and replace the Record Date and the date of the closure of the register of members of the Company for determining the Assured Entitlement set out in this announcement.

GENERAL

Details in respect of the Proposed Spin-off and Listing, including the size, structure, expected timetable and terms of the Assured Entitlement have not yet been finalised. Further announcement(s) will also be made by the Company in respect of the Proposed Spin-off and Listing as and when appropriate.

As the Proposed Spin-off and Listing is conditional upon, among other things, the approval of the Listing Committee, the final decision of the board of directors of Jinyuan Hydrogenated Chemicals, market conditions and other considerations, the Proposed Spin-off and Listing may or may not materialise. Shareholders and potential investors should be aware that there is no assurance that the Proposed Spin-off and Listing will take place or as to when it may take place. If the Proposed Spin-off and Listing does not proceed for any reason, the Preferential Offering will not proceed. Shareholders and potential investors are reminded to exercise caution when dealing in the securities of the Company. Persons who are in doubt about their position or any action to be taken are recommended to consult their own professional advisers.

DEFINITIONS

In this announcement, the following expressions shall have the following meanings, unless the context requires otherwise:

“Assured Entitlement”	the entitlement of the Qualifying Shareholders to apply for Jinyuan H Shares on an assured basis pursuant to the Preferential Offering determined on the basis of their respective shareholdings in the Company on the Record Date;
“Board”	the board of Directors;
“Company”	Henan Jinma Energy Company Limited (河南金馬能源股份有限公司), a joint stock company established in the PRC with limited liability;
“Director(s)”	the director(s) of the Company;
“Global Offering”	the Hong Kong public offering and the international offering of Jinyuan H Shares;
“H Shares”	overseas listed foreign share(s) in the share capital of the Company with a nominal value of RMB1.00 each and are listed on the Main Board of the Stock Exchange;
“Hong Kong”	Hong Kong Special Administrative Region of the PRC;
“Jinyuan H Shares”	overseas listed foreign share(s) in the share capital of Jinyuan Hydrogenated Chemicals with a nominal value of RMB1.00 each, which are to be subscribed for and traded in Hong Kong dollars for which an application has been made for listing and permission to trade on the Stock Exchange;

“Jinyuan Hydrogenated Chemicals”	Henan Jinyuan Hydrogenated Chemicals Co., Ltd.* (河南金源氢化化工股份有限公司) (formerly known as Henan Jinyuan Hydrogen Energy Technology Co., Ltd.* (河南金源氢能科技股份有限公司) and Henan Jinyuan Hydrogenated Chemicals & Energy Co., Ltd.* (河南金源氢化能源股份有限公司)), a joint stock company established in the PRC with limited liability and a wholly-owned subsidiary of the Company;
“Listing Committee”	the Listing Committee of the Stock Exchange;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange;
“Main Board”	the stock exchange (excluding the option market) operated by the Stock Exchange which is independent from and operates in parallel with the Growth Enterprise Market of the Stock Exchange;
“Non-Qualifying Shareholder(s)”	Shareholder(s) with registered addresses in, or who are otherwise known by the Company to be residents of, jurisdictions outside Hong Kong on the Record Date, in respect of whom the directors of the Company and Jinyuan Hydrogenated Chemicals, based on the enquiries made by them, consider it necessary or expedient to exclude from the Preferential Offering on account either of the legal restrictions under the laws of the relevant jurisdiction in which the relevant Shareholder is resident or the requirements of the relevant regulatory body or stock exchange in that jurisdiction;
“PN15”	Practice Note 15 of the Listing Rules;
“PRC”	the People’s Republic of China;
“Preferential Offering”	the preferential offering of the Jinyuan H Shares to the Qualifying Shareholders as Assured Entitlement in the Global Offering;
“Proposed Spin-off and Listing”	the proposed separate listing of the Jinyuan H Shares on the Main Board of the Stock Exchange;
“Prospectus”	the prospectus to be issued by Jinyuan Hydrogenated Chemicals in relation to the Global Offering;
“Qualifying Shareholder(s)”	Shareholder(s) whose name(s) appear on the register of members of the Company at 4:30 p.m. on the Record Date, excluding Non-Qualifying Shareholders;
“Record Date”	1 December 2023, being the record date on which the entitlement of the Qualifying Shareholders to apply for the Jinyuan H Shares is determined;

“RMB” Renminbi, the lawful currency of the PRC;
“Shareholder(s)” the shareholder(s) of the Company; and
“Stock Exchange” The Stock Exchange of Hong Kong Limited.

* *For identification purposes only*

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

Hong Kong, 17 November 2023

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 are Mr. XU Baochun, Mr. WANG Kaibao and Ms. YE Ting; and the independent non-executive Directors of the Company are Mr. WU Tak Lung, Mr. MENG Zhihe and Mr. CAO Hongbin.