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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)

ANNOUNCEMENT

**ADJUSTMENT TO THE EXERCISE PRICE OF THE 2019 SHARE
OPTION INCENTIVE SCHEME**

References are made to the announcements dated 26 July 2019, 9 August 2019, 21 October 2019 and 4 November 2019 and the circular dated 23 September 2019 of Zhengzhou Coal Mining Machinery Group Company Limited (the “**Company**”) in relation to, amongst others, the 2019 A share option incentive scheme of the Company; and the announcements dated 31 July 2020, 3 August 2021, 21 December 2022 and 9 June 2023 of the Company in relation to adjustment to the exercise price of the 2019 share option incentive scheme.

I. DESCRIPTION OF THE ADJUSTMENT

According to the provisions under Chapter 9 “Methods and Procedures for Adjustment of the Scheme” of the *2019 Share Option Incentive Scheme (Revised Draft) of Zhengzhou Coal Mining Machinery Group Company Limited*, the adjustment method of the exercise price shall be as follows:

In the event of distribution of dividends, capitalisation of capital reserves, bonus issue, share sub-division, rights issue, share consolidation and other issues by the Company after announcement of the share option incentive scheme and prior to the exercise of share options by the participants, the exercise price of the share options shall be adjusted accordingly.

Where, the adjustment method in event of dividend distribution shall be as follows:

$$P = P_0 - V$$

Where: P_0 represents the exercise price prior to the adjustment; V represents the distribution amount per share; and P represents the exercise price after the adjustment. After adjustment for distribution of dividends, P shall still be higher than 1.

The Company has published the announcement in respect of the implementation of the 2023 equity interest distribution plan on 19 June 2024. The 2023 profit distribution plan is to pay a cash dividend of RMB0.84 per share (tax inclusive), and the date of distribution of the dividends was 26 June 2024.

Based on the aforementioned adjustment method, the exercise price under the share option incentive scheme has been adjusted as follows: Adjusted exercise price = RMB4.5901 per share – RMB0.84 per share = RMB3.7501 per share.

II. IMPACT OF THE ADJUSTMENT ON THE COMPANY

The reason for the Company to adjust the exercise price of the share options is the implementation of the 2023 profit distribution plan by the Company, which will not have any substantial impact on the financial position and operating performance of the Company.

The adjustment made to the exercise price of the share options falls within the authority granted to the board of directors at the shareholder's general meeting, and it is not required to be submitted for consideration at the shareholder's general meeting of the Company.

By Order of the Board of Directors
Zhengzhou Coal Mining Machinery Group Company Limited
JIAO Chengyao
Chairman

Zhengzhou, PRC, 1 July 2024

As at the date of this announcement, the executive Directors of the Company are Mr. JIAO Chengyao, Mr. JIA Hao, Mr. FU Zugang, Mr. MENG Hechao and Mr. LI Kaishun, 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, Mr. FANG Yuan and Ms. YAO Yanqiu.