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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 REPURCHASE PRICE
UNDER THE 2021 RESTRICTED SHARE INCENTIVE SCHEME**

References are made to the announcements dated 18 April 2021, 4 June 2021, 15 June 2021, 15 June 2022 and 9 June 2023, the notice dated 5 May 2021 and the circular dated 14 May 2021 (the “**Circular**”) of Zhengzhou Coal Mining Machinery Group Company Limited (the “**Company**”) in relation to, among other things, the 2021 Restricted Share Incentive Scheme of the Company and adjustment to the repurchase price under the 2021 Restricted Share Incentive Scheme. Unless otherwise defined herein, the terms used in this announcement shall have the same meanings as defined in the Circular.

I. DESCRIPTION OF THE ADJUSTMENT

In accordance with the provisions under “Chapter 14 Principles of Repurchase and Cancellation of Restricted Shares” of the *2021 Restricted Share Incentive Scheme (Draft) of Zhengzhou Coal Mining Machinery Group Company Limited* (the “**Incentive Scheme**”), in the event of conversion from capital reserve to share capital, bonus issue, share sub-division, rights issue, share consolidation or dividend distribution of the Company after the completion of registration of the Restricted Shares granted to the Participants, the Company shall make corresponding adjustments to the repurchase price of the Restricted Shares that have not been unlocked.

On 12 June 2024, the Company has considered and approved the *Resolution on the Profit Distribution Plan for the Year 2023* at the 2023 annual general meeting and resolved to pay a cash dividend of RMB0.84 per share (tax inclusive) under the profit distribution plan for the year 2023.

In accordance with the provisions under the Incentive Scheme, the Company shall adjust the repurchase price of the Restricted Shares in light of the implementation of the Company's dividend distribution. The adjustment method is as follows:

Dividend distribution: $P = P_0 - V$

Where: P represents the repurchase price per Restricted Share after the adjustment; P_0 represents the grant price per Restricted Share; V represents the dividend amount per share; P shall remain higher than 1 after the adjustment for dividend distribution.

Based on the aforesaid, the repurchase price of the Restricted Shares under the Incentive Scheme was adjusted from RMB4.6751 per share to RMB3.8351 per share.

II. IMPACT OF THE ADJUSTMENT ON THE COMPANY

The Company's adjustment to the repurchase price of the Restricted Shares is in line with the *Measures for the Administration of Equity Incentives of Listed Companies* and other laws and regulations, regulatory documents and the provisions on relevant adjustment items in the Incentive Scheme, and will not affect in substance the Company's financial condition and results of operations or prejudice the interests of the Company and all shareholders.

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.