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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)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 16 JUNE 2025,
CHANGE OF DIRECTORS,
CHANGE OF CHAIRMAN, DEPUTY CHAIRMAN AND
COMPOSITION OF BOARD COMMITTEES,
CHANGE OF SUPERVISORS
AND
CHANGE OF CHIEF EXECUTIVE OFFICER**

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 2024 Annual General Meeting held on 16 June 2025.

The Board further announces the change of Directors, the change of the chairman and deputy chairman of the Board, the changes in composition of the Board committees, the change of Supervisors, and the change of chief executive officer of the Company.

Reference is made to the notice of the annual general meeting (the “**AGM Notice**”), the circular (the “**Circular**”) and the supplemental circular to the Circular (the “**Supplemental Circular**”) of Henan Jinma Energy Company Limited (the “**Company**”) dated 27 May 2025. Unless defined otherwise, the terms used herein shall have the same meanings as those defined in the AGM Notice, the Circular and the Supplemental Circular.

POLL RESULTS OF THE 2024 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 16 June 2025 (the “**2024 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 2024.	402,627,903 (99.92840%)	288,482 (0.07160%)
2.	To consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2024.	402,627,903 (99.92840%)	288,482 (0.07160%)
3.	To consider and receive the audited consolidated financial statements of the Company and the auditors' report for the year ended 31 December 2024.	402,627,903 (99.92840%)	288,482 (0.07160%)
4.	To consider and approve the annual report of the Company for the year ended 31 December 2024.	402,627,903 (99.92840%)	288,482 (0.07160%)
5.	To consider and approve the profit distribution plan of the Company that no payment of the final dividend for the year ended 31 December 2024 will be made.	342,827,385 (85.08648%)	60,089,000 (14.91352%)
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 2025 in its absolute discretion (including, but not limited to, determining whether to distribute interim dividend for the year ending 31 December 2025).	402,710,385 (99.94887%)	206,000 (0.05113%)
7.	(a) To re-elect Ms. Ye Ting as a non-executive director of the Company for a term of three years.	402,352,098 (99.85995%)	564,287 (0.14005%)
	(b) To elect Mr. Liu Liangyu as an executive director of the Company for a term of three years.	349,407,098 (99.83876%)	564,287 (0.16124%)
	(c) To elect Mr. Xu Huaping as an executive director of the Company for a term of three years.	349,407,098 (99.83876%)	564,287 (0.16124%)
	(d) To elect Mr. Wang Lijie as an executive director of the Company for a term of three years.	342,469,098 (97.85631%)	7,502,287 (2.14369%)
	(e) To elect Mr. Xu Fenglei as a non-executive director of the Company for a term of three years.	349,407,098 (99.83876%)	564,287 (0.16124%)
	(f) To elect Ms. Wan Tingting as a non-executive director of the Company for a term of three years.	349,407,098 (99.83876%)	564,287 (0.16124%)
	(g) To elect Mr. Su Jiangang as an independent non-executive director of the Company for a term of three years.	349,672,374 (99.91456%)	299,011 (0.08544%)

Ordinary Resolutions		Number of votes (%)	
		FOR	AGAINST
	(h) To elect Mr. Zhang Xicheng as an independent non-executive director of the Company for a term of three years.	349,672,374 (99.91456%)	299,011 (0.08544%)
	(i) To elect Mr. Man Kwok Leung as an independent non-executive director of the Company for a term of three years.	349,672,374 (99.91456%)	299,011 (0.08544%)
8.	(a) To re-elect Mr. Zhou Tao, David as a supervisor of the Company for a term of three years.	402,617,374 (99.92579%)	299,011 (0.07421%)
	(b) To re-elect Ms. Tian Fangyuan as a supervisor of the Company for a term of three years.	402,617,374 (99.92579%)	299,011 (0.07421%)
	(c) To elect Ms. Lv Hong as a supervisor of the Company for a term of three years.	402,617,374 (99.92579%)	299,011 (0.07421%)
	(d) To elect Ms. Zhu Ziyao as a supervisor of the Company for a term of three years.	402,617,374 (99.92579%)	299,011 (0.07421%)
9.	To consider and approve the remuneration for the directors of the Company.	402,710,385 (99.94887%)	206,000 (0.05113%)
10.	To consider and approve the remuneration for the supervisors of the Company.	402,710,385 (99.94887%)	206,000 (0.05113%)
11.	To consider and approve the appointment of Deloitte Touche Tohmatsu as the auditor of the Company for the period from the conclusion of the 2024 Annual General Meeting to the conclusion of the annual general meeting of the Company for the year ending 31 December 2025, and to authorise the board of directors of the Company to determine its remuneration.	401,464,373 (99.63962%)	1,452,012 (0.36038%)
12.	To consider, confirm and approve the 2025 Maanshan Steel Framework Agreement (as defined in the Supplemental Circular), the transactions contemplated thereunder and the relevant proposed caps, as set out in the Supplemental Circular.	402,710,385 (99.94887%)	206,000 (0.05113%)

Notes:

- (1) The full text of the Resolutions is set out in the AGM Notice.
- (2) 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.
- (3) As at the date of the 2024 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 2024 Annual General Meeting was 535,421,000 shares.

- (4) There were no shares entitling the holder to attend and abstain from voting in favour of the Resolutions proposed at the 2024 Annual General Meeting as set out in Rule 13.40 of the Listing Rules.
- (5) No Shareholder was required under the Listing Rules to abstain from voting on the Resolutions numbered 1 to 11 proposed at the 2024 Annual General Meeting.
- (6) As disclosed in the Supplemental Circular dated 27 May 2025, 馬鞍山鋼鐵股份有限公司(Maanshan Iron & Steel Company Limited) (“**Maanshan Steel**”) which held 144,000,000 shares (representing approximately 26.89% of the total issued share capital of the Company), was required to abstain from voting in respect of resolution numbered 12 at the 2024 Annual General Meeting. According to the scrutineers’ certificate issued by Computershare Hong Kong Investor Services Limited, the total number of Shares held by the Shareholders or their proxies who have attended the 2024 Annual General Meeting and were entitled to vote was 402,916,385 shares, and the total number of votes cast in respect of resolution numbered 12 was 402,916,385, accordingly, it was noted that none of the Shareholders or their proxies who have attended the 2024 Annual General Meeting abstained from voting in respect of resolution numbered 12, although the Company has confirmed with Maanshan Steel that it had instructed its broker that all 144,000,000 shares should abstain from voting in respect of resolution numbered 12. Pursuant to the articles of association of the Company, if any shareholder is required to abstain from voting on any particular resolution, any votes given by or on behalf of such shareholder in contravention of such requirement or restriction shall not be counted. Accordingly, from a prudent perspective, presuming all of the 144,000,000 shares held by Maanshan Steel were voted in favour of resolution numbered 12, after not counting all such votes, the votes cast in favour of resolution numbered 12 would have totalled 258,710,385 (representing approximately 99.92044% of the shares voted for such resolution), and the votes cast in against resolution numbered 12 would have totalled 206,000 (representing approximately 0.07956% of the shares voted for such resolution), resolution numbered 12 would still have been duly approved by the Shareholders.
- (7) The total number of Shares held by the Shareholders or their proxies who have attended the 2024 Annual General Meeting and were entitled to vote was 402,916,385 shares, which represents approximately 75.252% of the total issued shares of the Company. Save as disclosed above, there was no share actually voted but excluded from calculating the poll results.
- (8) Computershare Hong Kong Investor Services Limited, the share registrar for the H Shares, acted as the scrutineer at the 2024 Annual General Meeting.

The Company had nine Directors upon the convening of the 2024 Annual General Meeting. Mr. YIU Chiu Fai, Mr. WANG Mingzhong and Mr. LI Tianxi, the executive Directors, Ms. YE Ting, a non-executive Director, and Mr. WU Tak Lung, Mr. MENG Zhihe and Mr. CAO Hongbin, the independent non-executive Directors, attended the 2024 Annual General Meeting in person or by electronic means, whereas the remaining Directors were unable to attend the 2024 Annual General Meeting due to their other business commitments.

CHANGE OF DIRECTORS, CHAIRMAN AND DEPUTY CHAIRMAN OF THE BOARD AND COMPOSITION OF THE BOARD COMMITTEES

Mr. Yiu Chiu Fai (executive Director), Mr. Wang Mingzhong (executive Director), Mr. Li Tianxi (executive Director), Mr. Xu Baochun (non-executive Director), Mr. Wang Kaibao (non-executive Director), Mr. Wu Tak Lung (independent non-executive Director), Mr. Meng Zhihe (independent non-executive Director) and Mr. Cao Hongbin (independent non-executive Director) did not seek for re-election as a Director and has each 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 the abovementioned Directors for their valuable contributions to the Company during the tenure of their office. Upon the retirement of the abovementioned Directors, they ceased to hold their respective roles as the chairman of the Board, the authorised representative of the Company as required under Rule 3.05 of the Listing Rules (the “**Authorised Representative**”), the deputy chairman of the Board, and members of the relevant Board committees.

The Board is pleased to announce that Mr. Liu Liangyu (“**Mr. Liu**”), Mr. Xu Huaping and Mr. Wang Lijie (“**Mr. Wang**”) have been elected as executive Directors, Mr. Xu Fenglei (“**Mr. Xu**”), Ms. Wan Tingting (“**Ms. Wan**”) and Ms. Ye Ting have been elected as non-executive Directors, and Mr. Su Jiangang (“**Mr. Su**”), Mr. Zhang Xicheng (“**Mr. Zhang**”) and Mr. Man Kwok Leung (“**Mr. Man**”) have been elected as independent non-executive Directors, for a term of three years from the conclusion of the 2024 Annual General Meeting to the conclusion of the annual general meeting of the Company for the year ending 31 December 2027 (both days inclusive). For the biographical details of the re-elected or newly elected Directors, please refer to Appendix I of the Circular.

Each of the independent non-executive Directors elected at the 2024 Annual General Meeting, namely Mr. Su Jiangang, Mr. Zhang Xicheng and Mr. Man Kwok Leung, has made a confirmation of independence pursuant to Rule 3.13 of the Listing Rules that (i) he has satisfied all the criteria for independence as set out in Rule 3.13(1) to (8) of the Listing Rules; (ii) he had no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected persons (as defined in the Listing Rules) of the Company; and (iii) there are no other factors that may affect his independence. The Company is of the view that each of Mr. Su Jiangang, Mr. Zhang Xicheng and Mr. Man Kwok Leung meets the independence guidelines set out in Rule 3.13 of the Listing Rules and is independent in accordance with the terms of the guidelines.

With effect from 16 June 2025:

- (i) Mr. Liu has been appointed as the chairman of the Board and the Authorised Representative, while Mr. Xu has been appointed as the deputy chairman of the Board.
- (ii) The Audit Committee of the Company consists of Mr. Man as the chairman, and Mr. Su and Mr. Zhang Xicheng as members.
- (iii) The Remuneration Committee of the Company consists of Mr. Zhang as the chairman, and Mr. Xu Huaping and Mr. Su as members.
- (iv) The Nomination Committee of the Company consists of Mr. Liu as the chairman, and Ms. Wan, Mr. Su, Mr. Zhang and Mr. Man as members.
- (v) The Strategic Development Committee of the Company consists of Mr. Xu as the chairman, and Mr. Liu and Mr. Wang as members.

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 the abovementioned Directors 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 SUPERVISORS

Mr. Wong Tsz Leung (“**Mr. Wong**”) and Mr. Wu Jiacun (“**Mr. Wu**”), both being Shareholder representative Supervisors, did not seek for re-election as a Supervisor and has each 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. Wong and Mr. Wu for their valuable contributions to the Company during the tenure of their office.

The Board is pleased to announce that Ms. Lv Hong (“**Ms. Lv**”), Ms. Zhu Ziyao (“**Ms. Zhu**”), Mr. Zhou Tao David (“**Mr. Zhou**”) and Ms. Tian Fangyuan (“**Ms. Tian**”) have been elected as Supervisors for a term of three years from the conclusion of the 2024 Annual General Meeting to the conclusion of the annual general meeting of the Company for the year ending 31 December 2027 (both days inclusive). Ms. Hao Yali (“**Ms. Hao**”) and Mr. Fan Xiaozhu (“**Mr. Fan**”) have been elected by the employees of the Company as employee representative Supervisors for a term of three years from the conclusion of the 2024 Annual General Meeting to the conclusion of the annual general meeting of the Company for the year ending 31 December 2027 (both days inclusive). For the biographical details of Ms. Lv, Ms. Zhu, Mr. Zhou and Ms. Tian, please refer to Appendix I of the Circular.

The biographical details of the employee representative Supervisors elected by the employees of the Company are as follows:

Ms. Hao Yali

Ms. Hao Yali (郝亞莉), aged 51, was elected as an employee representative Supervisor of the Company in September 2017. Ms. Hao joined the Group in September 2004, and was promoted to the position of the deputy manager of the materials procurement department of the Company’s predecessor in July 2005, and was promoted to the position of the manager of the materials procurement department of the Company in 2018. Since December 2009, Ms. Hao has also served as a member of the labor union committee and the head of the female employee committee and was appointed as the deputy chairman of the labor union in April 2018. In January 2025, Ms. Hao was appointed as chairman of the third session of labor union. She is mainly responsible for supervising the Group’s operations and financial activities. Prior to joining the Group, Ms. Hao worked in the finance, enterprise management, operations and supply divisions of Yugang Coking from November 1996 to September 2004.

Ms. Hao was certified as a senior professional manager by China Enterprise Confederation and the China Enterprise Directors Association in August 2008. Ms. Hao graduated from the finance postgraduate program from Henan University in June 2015.

Mr. Fan Xiaozhu

Mr. Fan Xiaozhu (范小柱), aged 37. Mr. Fan joined the Group in 2016 as a safety officer and served as the deputy manager of the production department of the Company since 2021 and was elected as an employee representative Supervisor on 23 April 2021. He is mainly responsible for planning and supervising the implementation of safe production.

Mr. Fan is qualified as an assistant engineer in chemical engineering and an intermediate certified safety engineer in chemical safety in the PRC. Mr. Fan graduated from the program of applied chemical technology in the Chemical Technology Vocational College of Henan University of Technology in 2009 and further graduated from the junior college to bachelor degree transfer program of chemical engineering and technology in Henan Institute of Science and Technology in 2017.

Upon consideration by the Remuneration Committee and the Board having considered their respective duties and responsibilities within the Company, the Company’s remuneration policy and the market salary range for the position, the abovementioned Supervisors will not receive remuneration for being Supervisors. However, they will receive remuneration determined by the Board upon the recommendations of the Remuneration Committee.

Save as disclosed above, as of the date of this announcement, none of the abovementioned Supervisors (i) had held any directorship in any public companies the securities of which were listed on any securities market in Hong Kong or overseas in the last three years; (ii) had any relationship with any other Directors, Supervisors, senior management of the Company, substantial or controlling Shareholders; and (iii) had any interests in the Shares within the meaning of Part XV of the SFO.

Save as disclosed herein, there is no other matter relating to Ms. Hao and Mr. Fan that is needed to be brought to the attention of the Shareholders and there is no other information which is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

CHANGE OF CHIEF EXECUTIVE OFFICER

The Board further announces that, due to changes in work arrangement, Mr. Wang Mingzhong has resigned as the chief executive officer of the Company with effect from 16 June 2025. Mr. Wang Mingzhong confirmed that he has no disagreement with the Board and there is no matter relating to his resignation that will need to be brought to the attention of the Shareholders. The Board would like to express its sincere gratitude to Mr. Wang Mingzhong for his valuable contributions to the Company during the tenure of his office.

Mr. Du Yi Feng (杜軼峰) (“**Mr. Du**”), was appointed by the Board as the chief executive officer of the Company with effect from 16 June 2025.

The details of Mr. Du are as follows:

Mr. Du Yi Feng, aged 49, joined Maanshan Iron & Steel Company Limited (“**Maanshan Steel**”) in July 1997 and has since held key positions across multiple important departments, including the Ironmaking Plant, Procurement Center, and Manufacturing Management Department. His former roles include Deputy General Manager of the Raw Material Procurement Center and Deputy Head of the Manufacturing Management Department and as of 15 June 2025, he has no roles within Maanshan Steel. Mr. Du possesses extensive expertise in full-process steel-related technologies, including coking, as well as a thorough understanding of international trade and in bulk commodity procurement management. He has accumulated comprehensive experience in plant operations and operation management, and has demonstrated outstanding leadership capabilities.

Mr. Du holds a professional qualification as a Senior Ironmaking Engineer. He graduated from the University of Science and Technology Beijing in July 1997 with a degree in Iron and Steel Metallurgy from the School of Metallurgical Engineering. Additionally, he completed the Executive Management Training (EMT) program for state-owned enterprise executives at the China Business Executives Academy, Dalian. He was awarded the Anhui Provincial State-Owned Enterprise Youth May Fourth Medal.

Upon the Board considering the duties and responsibilities of Mr. Du within the Company, the Company's remuneration policy and the market salary range for the position, his annual remuneration will be approved.

Save as disclosed above, as of the date of this announcement, Mr. Du (i) had not held any directorship in any public companies the securities of which were listed on any securities market in Hong Kong or overseas in the last three years; (ii) did not have any work relationship with any other Directors, Supervisors, senior management of the Company, substantial or controlling Shareholders; and (iii) did not have any interests in the shares of the Company within the meaning of Part XV of the SFO.

Save as disclosed herein, there is no other matter relating to the appointment of the chief executive officer of the Company that is needed to be brought to the attention of the Shareholders and there is no other information which is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules.

The Board would like to express its warm welcome to Mr. Du on his new role as the chief executive officer of the Company.

By order of the Board
Henan Jinma Energy Company Limited
Liu Liangyu
Chairman

Hong Kong, 16 June 2025

As at the date of this announcement, the executive directors of the Company are Mr. LIU Liangyu, Mr. XU Huaping and Mr. WANG Lijie; the non-executive directors of the Company are Mr. XU Fenglei, Ms. WAN Tingting and Ms. YE Ting; and the independent non-executive directors of the Company are Mr. SU Jiangang, Mr. ZHANG Xicheng and Mr. MAN Kwok Leung.