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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)

NOTICE OF 2025 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting of Henan Jinma Energy Company Limited (the "**Company**") for the year ended 31 December 2025 (the "**AGM**") will be held at 11:00 a.m. on Wednesday, 20 May 2026 at Room 2801, 88 Hing Fat Street, Causeway Bay, Hong Kong for the purposes of considering and, if thought fit, approving the matters set out below.

The Company reminds all shareholders of the Company (the "**Shareholders**") that physical attendance in person at the AGM is not necessary for the purpose of exercising voting rights. As an alternative, by using proxy forms with voting instructions inserted, Shareholders may appoint the Chairman of the AGM as their proxy to vote on the relevant resolutions at the AGM instead of attending the AGM in person.

ORDINARY RESOLUTIONS

1. To consider and approve the report of the board of directors of the Company for the year ended 31 December 2025.

2. To consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2025.

3. To consider and receive the audited consolidated financial statements of the Company and the auditors' report for the year ended 31 December 2025.

4. To consider and approve the annual report of the Company for the year ended 31 December 2025.

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 2025 will be made.

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 2026 in its absolute discretion (including, but not limited to, determining whether to distribute interim dividend for the year ending 31 December 2026).

7. To consider and approve the appointment of Deloitte Touche Tohmatsu as the auditors of the Company for the period from the conclusion of the AGM to the conclusion of the annual general meeting of the Company for the year ending 31 December 2026, and to authorize the board of directors of the Company to determine its remuneration.

SPECIAL RESOLUTION

8. To consider and, if thought fit, approve the following resolution as a special resolution:

"THAT the following amendments (the "**Amendments**") to the articles of association of the Company (the "**Articles of Association**") and the Rules of Procedures for Shareholders' Meetings (the "**General Meeting Rules**") be and are hereby approved, and any director of the Company be and is hereby authorised to modify such amendments as appropriate (such amendments will not be required to be approved by the Shareholders) and to do all such things as necessary in respect of the amendments of the Articles of Association and the General Meeting Rules on behalf of the Company, pursuant to the requirements (if any) of the relevant authorities of the People's Republic of China (including but not limited to all applications, filings and registrations with the relevant authorities):

(1) Article 65 of the Articles of Association:

The existing first and second paragraphs of Article 65 be deleted in its entirety and be replaced by:

"*Shareholders' meetings are divided into annual shareholders' meetings (i.e., annual general meetings) and extraordinary shareholders' meetings. The Company may convene a shareholders' meeting at its place of domicile or any other place designated by the Board of Directors. Such meeting may also be convened by means of video conferencing, telephone conferencing, internet conferencing, or other corresponding communication methods in line with technological developments (collectively, "electronic communication meetings"), or by way of a hybrid approach combining a physical meeting with electronic communication meetings. Shareholders who participate through the aforesaid electronic means shall be deemed to be present in person at the shareholders' meeting. Shareholders may cast their votes by electronic means.*

Shareholders' meetings shall be convened by the Board of Directors. Annual general meetings shall be held once every accounting year, and shall be held within six (6) months after the end of the preceding accounting year."

(2) Article 79 of the Articles of Association:

The existing Article 79 be deleted in its entirety and be replaced by:

"*Shareholders' meetings shall adopt a voting method. When voting at a shareholders' meeting, shareholders (including proxies) shall exercise their voting rights based on the number of voting shares represented by them, with one vote per share. However, shares of the company held by the company itself shall have no voting rights, and such shares shall not be counted in the total number of voting shares present at the shareholders' meeting.*

Shareholders may exercise their voting rights by written form, electronic means or other methods permitted by laws, administrative regulations and the Listing Rules. The company shall provide necessary technical means and facilities to facilitate shareholders' exercise of electronic voting rights."

(3) Article 4 of the General Meeting Rules:

The existing first sentence of Rule 4 (which reads "Shareholders' meetings are divided into annual shareholders' general meetings and extraordinary shareholders' general meetings. An annual shareholders' general meeting shall be held once a year and shall be convened within six months after the end of the previous fiscal year.") is deleted and replaced by the following:

"Shareholders' meetings are divided into annual shareholders' meetings (i.e., annual general meetings) and extraordinary shareholders' meetings. An annual shareholders' meeting shall be held once a year and shall be convened within six (6) months after the end of the previous fiscal year."

(4) Article 18 of the General Meeting Rules:

The existing first two sentences of Rule 18 (which read "The company shall convene the shareholders' meeting at its registered office or at another location designated by the board of directors. The shareholders' meeting shall be convened in the form of an on-site meeting with a meeting venue set up.") are deleted and replaced by the following:

"The company may convene the shareholders' meeting at its registered office or at another location designated by the board of directors. Such meeting may also be convened by means of video conferencing, telephone conferencing, internet conferencing, or other communication methods in line with technological developments (collectively, 'electronic communication meetings'), or by way of a hybrid approach combining an on-site meeting with electronic communication meetings. Shareholders who participate through the aforesaid electronic means shall be deemed to be present in person at the shareholders' meeting. Shareholders may cast their votes by electronic means."

(5) Articles 26, 28 and 35 of the General Meeting Rules:

The term "present at the meeting" in the original provisions of Articles 26, 28 and 35 be amended to "present".

(6) Article 31 of the General Meeting Rules:

A new sub-paragraph (5) is added after the existing sub-paragraphs of Article 31, which reads as follows:

"(5) Shareholders participating in the meeting by means of electronic communication meetings or other methods may submit requests to speak to the chairperson by using the raise hand, voice request and text request functions provided by the meeting system. Electronic participants who speak through the aforesaid methods shall have the same rights to speak as those of shareholders attending the meeting on-site."

(7) Article 40 of the General Meeting Rules:

The existing first sentence of Article 40 (which reads "The shareholders' meeting shall adopt a voting method of in-person, named voting.") is deleted and replaced by the following:

"*Shareholders' meetings shall adopt a voting method. When voting at a shareholders' meeting, shareholders (including proxies) shall exercise their voting rights based on the number of voting shares represented by them, with one vote per share. However, shares of the company held by the company itself shall have no voting rights, and such shares shall not be counted in the total number of voting shares present at the shareholders' meeting. In the event of duplicate voting by the same shareholder, the vote shall be determined by the result of the result of the first vote.*

Shareholders may exercise their voting rights by written form, electronic means or other methods permitted by laws, administrative regulations and the Listing Rules. The company shall provide necessary technical conditions and facilities to facilitate shareholders' exercise of electronic voting rights."

(8) Article 45 of the General Meeting Rules:

After the existing sub-paragraph (3) which reads "the proportion of such shares to the total number of shares of the company", the following phrase is added: ", the method of attendance and method of voting of shareholders or their proxies".

After the existing sub-paragraphs of Article 45, a new paragraph is added as follows:

"For a shareholders' meeting convened by means of electronic communication meetings etc., the attendance and voting of shareholders participating electronically shall be recorded in the meeting minutes based on the login, online presence, check-in, speech and voting data recorded by the electronic meeting system. The meeting minutes and relevant valid records such as electronic check-in and voting records of shareholders participating electronically shall be archived in accordance with the provisions of the preceding paragraph."

(9) Article 51 of the General Meeting Rules:

A new Article 51 is added as set out below, and the existing Articles 51 and 52 are renumbered as Articles 52 and 53 respectively. The new Article 51 reads as follows:

"In these rules and the articles of association of the company, the term 'shareholders' meeting' is sometimes abbreviated as 'shareholders' meeting' (i.e., using the same term without the word 'meeting') – this is a matter of legislative drafting convention. In the context provided by these rules and the articles of association of the company, where no ambiguity arises, 'shareholders' meeting' (abbreviated form) and 'shareholders' meeting' (full form) have the same meaning, each referring to the various types of shareholders' meetings (including annual shareholders' meetings and extraordinary shareholders' meetings) convened in accordance with the provisions of the Company Law of the People's Republic of China and the Articles of Association of Henan Jinma Energy Company Limited. The relevant provisions in these rules and the articles of association of the company involving the above terminology shall be interpreted and applied consistently in light of the context."

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

Hong Kong, 30 April 2026

Notes:

(A) The Amendments are proposed to align the Articles of Association and the General Meeting Rules with the relevant amendments made to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited in respect of the expanded paperless listing regime as disclosed in the Company's announcement dated 29 April 2026. For the avoidance of doubt, the details of the Amendments to the Articles of Association and the General Meeting Rules are already set out in this notice and that no circular will be despatched to the Shareholders in this regard. Since the Company is incorporated in the People's Republic of China and the official Articles of Association and the General Meeting Rules of the Company are in the Chinese language, the above proposed amendments are an unofficial English language translation (the "**English Translation**") of the official proposed amendments in the Chinese language (the "**Official Amendments**"), which are set out in the Chinese language version of this notice. Accordingly, in the event of any inconsistency between the English Translation and the Official Amendments, the Official Amendments shall prevail.

(B) The Company will not process registration of transfers of the H shares of the Company (the "**H Shares**") from Friday, 15 May 2026 to Wednesday, 20 May 2026 (both days inclusive). Holders of H Shares whose names appear on the register of H Shares kept at the Company's H-share Registrar and Transfer Office, Computershare Hong Kong Investor Services Limited (the "**Company's H-Share Registrar**") on Wednesday, 20 May 2025 are entitled to attend and vote at the AGM following completion of the registration procedures.

To qualify for attendance and voting at the AGM, documents on transfers of H Shares, accompanied by the relevant share certificates, must be lodged with the Company's H-Share Registrar, not later than 4:30 p.m. on Thursday, 14 May 2026. The address of the Company's H-Share Registrar is as follows:

Computershare Hong Kong Investor Services Limited
Shops 1712-16, 17th Floor, Hopewell Centre
183 Queen's Road East
Wanchai
Hong Kong

(C) Each holder of H Shares entitled to attend and vote at the AGM may, by completing the proxy form of the Company, appoint one or more proxies to attend and vote at the AGM on his/her behalf. A proxy need not be a shareholder of the Company (the "**Shareholder**"). With respect to any Shareholder who has appointed more than one proxy, the proxy holders may only vote on a poll.

(D) Holders of H Shares must use the proxy form of the Company for appointing a proxy and the appointment must be in writing. The proxy form must be signed by the relevant Shareholder or by a person duly authorised by the relevant Shareholder in writing (a "**power of attorney**"). If the proxy form is signed by the person authorised by the relevant Shareholder as aforesaid, the relevant power of attorney and other relevant documents of authorisation (if any) must be notarised. If a corporate Shareholder appoints a person other than its legal representative to attend the AGM on its behalf, the relevant proxy form must be affixed with the company seal/chop of the corporate Shareholder or duly signed by its director or any other person duly authorised by that corporate shareholder as required by the articles of association of the Company.

(E) To be valid, the proxy form and the relevant notarised power of attorney (if any) and other relevant documents of authorisation (if any) as mentioned in note (D) above must be delivered to the Company's H-Share Registrar, Computershare Hong Kong Investor Services Limited (address: 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong), such that the same shall be received by the Company's H-Share Registrar not less than 24 hours before the time appointed for the AGM.

(F) A Shareholder or his/her proxy should produce proof of identity when attending the AGM. If a corporate Shareholder's legal representative or any other person authorised by the board of directors or other governing body of such corporate Shareholder attends the AGM, such legal representative or other person shall produce his/her proof of identity, and proof of designation as legal representative and the valid resolution or authorisation document of the board of directors or other governing body of such corporate Shareholder (as the case may be) to prove the identity and authorisation of that legal representative or other person.

(G) The AGM is expected to last for not more than half a day. Shareholders who attend the AGM shall bear their own travelling and accommodation expenses.

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