THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult a stockbroker or other registered dealer in securities, a bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in MIE Holdings Corporation, you should at once hand this circular, together with the enclosed form of proxy, to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this circular, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this circular.

MIE HOLDINGS CORPORATION

MI能源控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1555)

PROPOSALS FOR RE-ELECTION OF DIRECTORS, GENERAL MANDATES TO BUY-BACK SHARES AND TO ISSUE NEW SHARES, RE-APPOINTMENT OF AUDITOR, ADOPTION OF FOURTH AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION AND NOTICE OF ANNUAL GENERAL MEETING

A notice convening the Annual General Meeting of MIE Holdings Corporation to be held at Units 5906–5912, 59th Floor, The Center, 99 Queen's Road Central, Hong Kong on Friday, June 12, 2026 at 10:00 a.m. is set out on pages 26 to 30 of this circular. A form of proxy for use at the Annual General Meeting is also enclosed. Such form of proxy is also published on the websites of Hong Kong Exchanges and Clearing Limited (http://www.hkexnews.hk) and the Company (http://www.mienergy.com.cn).

Whether or not you are able to attend and vote at the Annual General Meeting, please complete and sign the enclosed form of proxy in accordance with the instructions printed thereon and return it to the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible but in any event not later than 10:00 a.m. on Wednesday, June 10, 2026 (Hong Kong time). Completion and return of the form of proxy as instructed will not preclude shareholders from attending and voting in person at the Annual General Meeting if they so wish.

May 20, 2026

CONTENTS

Page

Definitions 1

Letter from the Board

1. Introduction 5
2. Proposed Re-election of Directors 5
3. Proposed Granting of General Mandates to Buy-Back and Issue Shares 6
4. Re-appointment of Auditor 7
5. Proposed Adoption of Fourth Amended and Restated Memorandum and Articles of Association 7
6. Annual General Meeting and Proxy Arrangement 8
7. Responsibility Statement 8
8. Recommendation 9

Appendix I — Details of the Directors Proposed to be Re-elected at the Annual General Meeting 10

Appendix II — Explanatory Statement on the Share Buy-back Mandate 17

Appendix III — Proposed Amendments to the Memorandum and Articles of Association 21

Notice of Annual General Meeting 26

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

"Annual General Meeting" or "AGM"	an annual general meeting of the Company to be held at Units 5906–5912, 59th Floor, The Center, 99 Queen's Road Central, Hong Kong on Friday, June 12, 2026 at 10:00 a.m. to consider and, if appropriate, to approve the resolutions contained in the notice of the meeting which is set out on pages 26 to 30 of this circular, or any adjournment thereof;
"Articles of Association"	the existing amended and restated articles of association of the Company;
"Board"	the board of Directors;
"CCASS"	the Central Clearing and Settlement System established and operated by Hong Kong Securities Clearing Company Limited;
"controlling shareholder(s)"	has the meaning ascribed to such term in the Listing Rules;
"Company"	MIE Holdings Corporation (MI能源控股有限公司), a company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on the Main Board of the Stock Exchange;
"Director(s)"	the director(s) of the Company;
"Fourth Amended and Restated Memorandum and Articles of Association"	the fourth amended and restated memorandum and articles of association of the Company proposed to be adopted with effect from the close of the Annual General Meeting following the passing of the relevant special resolution;
"Group"	the Company and its subsidiaries;
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong;
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC;
"Issuance Mandate"	a general mandate proposed to be granted to the Directors to allot, issue or deal with additional Shares (including any sale or transfer of any treasury shares) of not exceeding 20% of the number of issued shares (excluding any treasury shares) of the Company as at the date of the passing of proposed ordinary resolution contained in item 5 of the notice of the Annual General Meeting as set out on pages 27 to 29 of this circular;

"Latest Practicable Date"	Thursday, May 14, 2026, being the latest practicable date prior to the printing of this circular for ascertaining certain information in this circular;
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange;
"Memorandum"	the existing amended and restated memorandum of association of the Company;
"PRC"	the People's Republic of China, which for the purpose of this circular, shall exclude Hong Kong, the Macau Special Administrative Region of PRC and Taiwan;
"RMB"	Renminbi, the lawful currency of the PRC;
"SFO"	the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong;
"Share(s)"	ordinary share(s) with a par value of US$0.001 each in the capital of the Company or if there has been a subsequent sub-division, consolidation, reclassification or reconstruction of the share capital of the Company, shares forming part of the ordinary equity share capital of the Company;
"Share Buy-back Mandate"	a general mandate proposed to be granted to the Directors to buy-back Shares on the Stock Exchange of not exceeding 10% of the number of issued shares (excluding any treasury shares) of the Company as at the date of the passing of proposed ordinary resolution contained in item 4 of the notice of the Annual General Meeting as set out on pages 26 to 27 of this circular;
"Shareholder(s)"	holder(s) of Share(s);
"Stock Exchange" or "Exchange"	The Stock Exchange of Hong Kong Limited;
"Takeovers Code"	The Codes on Takeovers and Mergers and Share Buy-Backs issued by the Securities and Futures Commission in Hong Kong;

"treasury shares"	shares repurchased and held by a company in treasury, as authorized by the laws of its place of incorporation and its articles of association or equivalent constitutional document, which, for the purpose of the Listing Rules, include shares repurchased by the Company and held or deposited in CCASS for sale on the Stock Exchange; and
"US$"	US dollars, the lawful currency of The United States of America.

MIE HOLDINGS CORPORATION
MI能源控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1555)

Executive Directors:
Mr. Zhao Jiangwei
Mr. Wong Yiu Kui

Non-executive Directors:
Mr. Zhang Ruilin *(Chairman)*
Mr. Han Ye
Mr. Yan Ruibing

Independent Non-executive Directors:
Mr. Mei Jianping
Mr. Liu Ying Shun
Mr. Yeung Yat Chuen
Ms. Peng Ping
Mr. Ai Min

Registered Office:
Maples Corporate Services Limited
P.O. Box 309
Ugland House
Grand Cayman KY1-1104
Cayman Islands

Principal Place of Business in Hong Kong:
Room 1901–1907, 19/F
Sun Hung Kai
30 Harbour Road
Wan Chai
Hong Kong

Beijing Office:
Room 1301–1306
North Star Times Tower
No. 8 North Star East Road
Chaoyang District, Beijing
The People's Republic of China
100101

May 20, 2026

To the Shareholders

Dear Sir/Madam,

PROPOSALS FOR RE-ELECTION OF DIRECTORS, GENERAL MANDATES TO BUY-BACK SHARES AND TO ISSUE NEW SHARES, RE-APPOINTMENT OF AUDITOR, ADOPTION OF FOURTH AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION AND NOTICE OF ANNUAL GENERAL MEETING

1. INTRODUCTION

The purpose of this circular is to provide the Shareholders with information in respect of certain resolutions to be proposed at the Annual General Meeting for (i) the re-election of Directors; (ii) the granting to the Directors of the Share Buy-back Mandate and the Issuance Mandate to buy-back Shares and to issue new Shares; (iii) the re-appointment of auditor; and (iv) the adoption of the Fourth Amended and Restated Memorandum and Articles of Association.

2. PROPOSED RE-ELECTION OF DIRECTORS

In accordance with Article 16.2 and 16.18 of the Articles of Association, Mr. Zhao Jiangwei, Mr. Wong Yiu Kui, Mr. Yeung Yat Chuen and Ms. Peng Ping, shall retire at the Annual General Meeting. All of the above Directors, being eligible, will offer themselves for re-election at the Annual General Meeting.

Mr. Yeung Yat Chuen and Ms. Peng Ping who being independent non-executive Director of the Company, during their period of appointment as the independent non-executive Directors of the Company, each of them has not engaged in any executive management of the Group and has demonstrated their abilities to provide independent view on the Company's matters. In addition, they have declared their independence by submitting a written confirmation of independence to the Board pursuant to Rule 3.13 of the Listing Rules.

The nomination committee of the Company has reviewed the structure and composition of the Board, the confirmations and disclosures given by the Directors, the qualifications, skills and experience, time commitment and contribution of the retiring Directors with reference to the nomination principles and criteria set out in the Company's Board Diversity Policy and Director Nomination Policy and the Company's corporate strategy, and the independence of all independent non-executive Directors. The nomination committee of the Company is of the view that (i) Mr. Yeung Yat Chuen has over 21 years of experience in corporate finance and listed companies management, and the re-election of Mr. Yeung Yat Chuen may replenish the knowledge of the Board in capital market operations; and (ii) Ms. Peng Ping has more than 15 years of experience in business management and development in various fields, the re-election of Ms. Peng Ping may bring valuable business management experience to the Board. The nomination committee of the Company has recommended to the Board on the re-election of all the retiring Directors including the aforesaid independent non-executive Directors who are due to retire at the Annual General Meeting. The Company considers that the retiring independent non-executive Directors are independent in accordance with the independence guidelines set out in the Listing Rules and will continue to bring valuable business experience, knowledge relating to capital market and business management and professionalism to the Board for its efficient and effective functioning and diversity.

Details of the Directors proposed for re-election at the Annual General Meeting are set out in Appendix I to this circular.

3. PROPOSED GRANTING OF GENERAL MANDATES TO BUY-BACK AND ISSUE SHARES

At the annual general meeting of the Company held on June 13, 2025, general mandates were granted to the Directors to buy-back and issue Shares respectively. Such mandates will lapse at the conclusion of the Annual General Meeting. In order to give the Company the flexibility to buy-back and issue Shares if and when appropriate, the following ordinary resolutions will be proposed at the Annual General Meeting to approve:

(a) the granting of the Share Buy-back Mandate to the Directors to buy-back Shares on the Stock Exchange of not exceeding 10% of the number of issued shares of the Company (excluding any treasury shares) as at the date of the passing of the proposed ordinary resolution contained in item 4 of the notice of the Annual General Meeting as set out on pages 26 to 27 of this circular (i.e. equivalent to 338,652,551 Shares on the basis that the issued share capital of the Company remains unchanged on the date of the Annual General Meeting);

(b) the granting of the Issuance Mandate to the Directors to allot, issue and deal with additional Shares of not exceeding 20% of the number of issued shares of the Company (excluding any treasury shares) as at the date of the passing of the proposed ordinary resolution contained in item 5 of the notice of the Annual General Meeting as set out on pages 27 to 29 of this circular (i.e. equivalent to 677,305,102 Shares on the basis that the issued share capital of the Company remains unchanged on the date of the Annual General Meeting); and

(c) the extension of the Issuance Mandate by adding the aggregate number of issued shares bought back by the Company pursuant to the Share Buy-back Mandate.

With reference to the Share Buy-back Mandate and the Issuance Mandate, the Directors wish to state that they have no immediate plan to buy-back any Shares or issue any new Shares pursuant thereto.

The Board notes that with effect from June 11, 2024, the Listing Rules have been amended to introduce flexibility for listed companies to cancel shares repurchased and/or to adopt a framework to (i) allow repurchased shares to be held in treasury; and (ii) govern the resale of treasury shares. Following such changes to the Listing Rules, if the Company repurchases Shares pursuant to the Share Buy-back Mandate, the Company may (i) cancel the repurchased Shares and/or (ii) hold such Shares in treasury, subject to market conditions and the capital management needs of the Company at the relevant time such repurchases of Shares are made. If the Company holds Shares in treasury, any resale of Shares held in treasury will be subject to the ordinary resolution contained in item 5 of the notice of the Annual General Meeting and made in accordance with the Listing Rules and applicable laws and regulations of the Cayman Islands.

An explanatory statement required by the Listing Rules to provide the Shareholders with requisite information reasonably necessary for them to make an informed decision on whether to vote for or against the granting of the Share Buy-back Mandate is set out in Appendix II to this circular.

4. RE-APPOINTMENT OF AUDITOR

The Board, on the recommendation of the audit committee of the Company, resolved to propose the re-appointment of BDO Limited for the audit of the consolidated financial statements of the Company and its subsidiaries for the financial year ending 31 December 2026. The estimated audit fee payable to BDO Limited is expected to be approximately RMB3.1 million.

The estimate audit fee has taken into account, amongst other things, the size, nature and complexity of the Group's business operations, the expected scope of the audit, the historic fees of the auditor, the audit timetable and the level and mix of professional staff to be deployed by the auditor, and remains subject to the mutual agreement of the actual audit fees between the auditor and the Company. Subject to the authorisation by the Shareholders in the Annual General Meeting, the Board will be authorized to fix the remuneration of the auditor.

As BDO Limited is relatively familiar with the Group's financial position and affairs, the Board considers that the estimated audit fee is fair and reasonable, taking into account the facts and circumstances known as at the Latest Practicable Date, and that the audit related work in respect of the Group for the year ending 31 December 2026 will be performed more efficiently by BDO Limited, which is in the best interests of the Company and the Shareholders as a whole.

Unless there is a material change in the basis or assumptions set out above, the final audit fee should not deviate materially from the estimated amount initially disclosed. In the event of any material change, the Company will make further disclosure as appropriate.

5. PROPOSED ADOPTION OF FOURTH AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION

Reference is made to the announcement of the Company dated May 13, 2026 in relation to the proposed amendments to the Memorandum and Articles of Association for the purposes of (i) reflecting and aligning with the latest regulatory requirements, including the relevant requirements of the Listing Rules in connection with hybrid meetings and electronic voting requirements and the electronic dissemination of corporate communications by listed issuers; (ii) modernising and providing flexibility to the Company in relation to the conduct of general meetings; and (iii) making certain other housekeeping changes. The Board also proposes to adopt the Fourth Amended and Restated Memorandum and Articles of Association as the new memorandum and articles of association of the Company in substitution for, and to the exclusion of, the existing Memorandum and Articles of Association.

Details of the proposed amendments to the Memorandum and Articles of Association are set out in Appendix III to this circular. A special resolution will be proposed at the AGM to approve the proposed amendments to the Memorandum and Articles of Association and the adoption of the Fourth Amended and Restated Memorandum and Articles of Association.

The Company's legal advisers have confirmed that the proposed amendments conform with the requirements of the Listing Rules, where applicable, and the Cayman Islands laws.

The Shareholders are advised that the Fourth Amended and Restated Memorandum and Articles of Association are available only in English and the Chinese translation of the Fourth Amended and Restated Memorandum and Articles of Association provided in Appendix III of this circular is for reference only. In case of any inconsistency, the English version shall prevail.

6. ANNUAL GENERAL MEETING AND PROXY ARRANGEMENT

The notice of the Annual General Meeting is set out on pages 26 to 30 of this circular.

Pursuant to the Listing Rules and the Articles of Association, any vote of Shareholders at a general meeting must be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. An announcement on the poll vote results will be published by the Company after the Annual General Meeting in the manner prescribed under Rule 13.39(5) of the Listing Rules.

A form of proxy for use at the Annual General Meeting is enclosed with this circular and such form of proxy is also published on the websites of Hong Kong Exchanges and Clearing Limited (http://www.hkexnews.hk) and the Company (http://www.mienergy.com.cn). Whether or not Shareholders are able to attend and vote at the Annual General Meeting, the form of proxy must be completed and signed in accordance with the instructions printed thereon and deposited, together with the power of attorney or other authority (if any) under which it is signed or a certified copy of that power of attorney or authority at the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong as soon as possible but in any event not later than 10: 00 a.m. on Wednesday, June 10, 2026 (Hong Kong time). Completion and delivery of the form of proxy as instructed will not preclude you from attending and voting at the Annual General Meeting if you so wish.

7. RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

8. RECOMMENDATION

The Directors consider that (i) the proposed re-election of Directors; (ii) the granting of the Share Buy-back Mandate and the granting and extension of the Issuance Mandate; (iii) the re-appointment of auditor; and (iv) the adoption of the Fourth Amended and Restated Memorandum and Articles of Association are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend the Shareholders to vote in favour of the relevant resolutions to be proposed at the Annual General Meeting.

Yours faithfully,
For and on behalf of the Board
Zhao Jiangwei
Executive Director

The following are details of the Directors who are proposed to be re-elected at the Annual General Meeting.

(1) MR. ZHAO JIANGWEI

Mr. Zhao Jiangwei ("**Mr. Zhao**"), aged 54, has been an executive Director and the senior vice president of the Company since December 19, 2008.

Experience

Mr. Zhao has over 33 years of experience in the oil and gas industry. Following the takeover of the Company by Far East Energy Limited ("**FEEL**") in August 2003, Mr. Zhao joined the Company in September 2003 and has since been a Director of the Company. He is and will continue to be primarily responsible for assisting the Chairman in overseeing the operations at oilfields in the PRC. Mr. Zhao obtained a bachelor of arts degree from Daqing Petroleum College in 1999.

Length of service and emoluments

A service contract has been entered into (and amended from time to time) between the Company and Mr. Zhao, as an executive Director, for a term of three years, commencing from January 1, 2025.

The service contract is renewable and may be terminated (i) with twelve months' notice by either party, or (ii) by the Company upon certain events such as the Director having committed serious or persistent breaches of the service contract. Should the Company terminate the service contract, Mr. Zhao will be entitled to receive a severance payment equivalent to one year's basic pay under the service contract, save for circumstances described in item (ii) above.

Save as disclosed above, as at the Latest Practicable Date, none of Mr. Zhao had any existing or proposed service contract with any member of the Group which is not determinable by such member of the Group within one year without payment of compensation other than statutory compensation.

Relationships

Mr. Zhao, who is an executive Director, senior vice president and controlling Shareholder of the Company, is (i) the brother of Ms. Zhao Jiangbo ("**Mrs. Zhang**"), a controlling Shareholder (as defined in the Listing Rules) of the Company; and (ii) the brother-in-law of Mr. Zhang Ruilin ("**Mr. Zhang**"), the non-executive Director, Chairman and controlling Shareholder of the Company.

Save as disclosed above, Mr. Zhao did not hold any other directorship in other listed public companies in Hong Kong or overseas in the last three years, and Mr. Zhao is not related to any Directors, senior management, other substantial or controlling Shareholders (as defined in the Listing Rules) of the Company, nor does Mr. Zhao hold any other positions with the Company or any of its subsidiaries.

Interests in Shares

As at the Latest Practicable Date, Mr. Zhao had the following interests in Shares/underlying Shares of the Company and its associated corporations pursuant to Part XV of the SFO:

Name	Name of corporation	Capacity	Total interests in Shares *(Note 1)*	Approx. percentage of the issued Shares
Mr. Zhao	The Company	Interest of controlled corporation *(Note 2)*	1,566,108,234 (L)	46.24%
		Interest of controlled corporation *(Note 3)*	88,521,234 (S)	2.61%
		Beneficial owner	7,987,000 (L)	0.24%
	FEEL	Interest of controlled corporation *(Note 2)*	9,000	10.00%

Note 1: The letter "**L**" denotes the person's long position in the Shares of the Company. The letter "**S**" denotes the person's short position in the Shares of the Company.

Note 2: FEEL is held by Mrs. Zhang, Mr. Zhang and Mr. Zhao as to 80%, 10% and 10%, respectively. On May 24, 2013, 72,000 Shares in FEEL were issued to Mrs. Zhang, 399,070,000 Shares in the Company were transferred from FEEL to Champion International Energy Limited ("**Champion**"), 399,070,000 Shares in the Company were transferred from FEEL to Orient International Energy Limited ("**Orient**"), 475,000,000 Shares in the Company were transferred from FEEL to New Sun International Energy Limited ("**New Sun**") and 141,460,000 Shares in the Company were transferred from FEEL to Power International Energy Limited ("**Power**"). Each of Champion, Orient, New Sun and Power is a wholly-owned subsidiary of Sunrise Glory Holdings Limited, which is itself a wholly-owned subsidiary of FEEL. Mrs. Zhang, Mr. Zhang and Mr. Zhao had entered into an Acting-in-Concert Agreement under which they agreed to act in concert in relation to all matters that require the decisions of the shareholders of FEEL. Pursuant to the Acting-in-Concert Agreement, if a unanimous opinion in relation to the matters that require action in concert is unable to be reached, Mr. Zhang shall be allowed to vote on his, Mrs. Zhang's and Mr. Zhao's shares.

The long interests which FEEL, Mr. Zhang and Mr. Zhao have in the 1,566,108,234 Shares in the Company include (i) the beneficial interests which FEEL has (and in the case of Mr. Zhang and Mr. Zhao, the indirect beneficial interests which they have (through their shareholdings in FEEL)) in the 1,469,600,000 Shares in the Company held by FEEL through its subsidiaries; (ii) the put option granted by FEEL, Mr. Zhang and Mr. Zhao, pursuant to a

put and call option agreement, over the 88,521,234 Shares in the Company held by Mr. Ho Chi Sing through Celestial Energy Limited ("**Celestial**"), as further described in note (3) below; and (iii) the 7,987,000 Shares owned by Mr. Zhang himself.

Note 3: The Company was informed on November 8, 2014 that TPG Star Energy Ltd. and Celestial had entered into a sale and purchase agreement pursuant to which Celestial had acquired and TPG Star Energy Ltd. has sold 211,855,234 ordinary shares in the Company.

On November 8, 2014, FEEL, Mr. Zhang, Mr. Zhao, Mrs. Zhang and Celestial entered into a put and call option agreement in relation to certain of shares (the "**PCA**"), pursuant to which the parties to the PCA have agreed to grant each other certain rights in relation to their shares, and Section 317(1)(a) of the SFO applies.

On January 18, 2017, February 23, 2017 and March 7, 2017, Celestial had ceased to have 53,334,000 shares, 40,000,000 shares and 30,000,000 shares in long and short positions, respectively.

Matters that need to be brought to the attention of the Shareholders

There is no information that needs to be disclosed pursuant to any of the requirements of the provisions under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, and there are no other matters concerning Mr. Zhao that need to be brought to the attention of the Shareholders.

(2) MR. WONG YIU KUI

Mr. Wong Yiu Kui ("**Mr. Wong**"), aged 47, has been an executive Director of the Company since May 1, 2025.

Experience

Mr. Wong has been engaged in securities industry for over a decade with extensive knowledge and experience in securities investment as well as regulatory compliance. He worked as responsible officer of China Securities Limited where he was responsible for monitoring credit risks, trading/dealing activities of the licensed firm to ensure the firm is fully complied with latest rules and regulations of the Securities and Futures Commission. Prior to joining China Securities Limited, he also worked as responsible officer of Sun Securities Limited, and he facilitated the completion of both compliance and risk control plan for the company to stock exchange for the application as participant. He also participated in the management of sales team, and oversaw the workflow of various departments. Before his tenure with Sun Securities Limited, he worked in Quam Securities Company limited and Lippo Securities Limited respectively, and he managed a team to provide investment services to both local and mainland clients.

Mr. Wong previously served as an independent non-executive director of GTI Holdings Limited, a company listed on the Main Board of the Stock Exchange (stock code: 3344), an investment holding company principally engaged in the (i) trading of petroleum, (ii) production, sale and trading of textile products, (iii) provision of financial services, and (iv) provision of asset management services, from February 2020 to March 2020.

Length of service and emoluments

The Company has entered into an appointment letter with Mr. Wong on May 1, 2025, pursuant to which he has been appointed as an executive Director for an initial term of two years, subject to retirement by rotation and re-election at general meetings in accordance with the Company's Articles of Association. Pursuant to the appointment letter, Mr. Wong is entitled to a director's fee of US$40,000 per annum. Such remuneration has been determined by the Board, under the recommendation from the remuneration committee of the Board, with reference to Mr. Wong's background, qualifications and experience, level of duties and responsibilities undertaken and prevailing market conditions.

Relationships

Save as disclosed above, Mr. Wong did not hold any directorship in other listed public companies in Hong Kong or overseas in the last three years, and Mr. Wong is not related to any Directors, senior management, other substantial or controlling Shareholders (as defined in the Listing Rules) of the Company, nor does Mr. Wong hold any other positions with the Company or any of its subsidiaries.

Interests in Shares

As at the Latest Practicable Date, Mr. Wong did not have or was not deemed to have any interests or short positions in the Shares or underlying Shares of the Company or its associated corporations pursuant to the Part XV of the SFO.

Matters that need to be brought to the attention of the Shareholders

There is no information that needs to be disclosed pursuant to any of the requirements of the provisions under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, and there are no other matters concerning Mr. Wong that need to be brought to the attention of the Shareholders.

(3) MR. YEUNG YAT CHUEN

Mr. Yeung Yat Chuen ("**Mr. Yeung**"), aged 43, has been an independent non-executive Director and a member of the audit committee of the Company since April 4, 2022.

Experience

Mr. Yeung has over 21 years of experience in corporate finance and listed companies management. He has been an independent non-executive Director of Hong Kong Chaoshang Group Limited (a company listed on the Stock Exchange (stock code:2322)) ("**Chaoshang**") since December 2023, and the chief financial officer of Changyou Alliance Group Limited (a company listed on the Main Board of the Stock Exchange) (stock code: 1039) since November 2020. Prior to joining the Group, from May 2022 to September 2022, he has been an independent non-executive director of Shunten

International (Holdings) Limited (a company listed on the Stock Exchange (stock code:932)) ("**Shunten**"). Also from September 2022 to January 2024, he was the chief operating officer of Shunten. Between June 2019 to November 2020, he was the chief financial officer of a private Hong Kong company where he was in charge of pre-IPO group restructuring and fundraising. He was the financial controller of Creation Chance Limited, a wholly-owned subsidiary of Shunten from December 2018 to June 2019, where he was mainly in charge of monitoring financial and development of its Hong Kong business. From September 2014 to August 2018, he was the chief financial officer of PPS International (Holdings) Limited (a company listed on the Growth Enterprise Market of the Stock Exchange (stock code: 8201)) ("**PPS**"), and was further appointed as an executive director of PPS during the period from February 2018 to July 2018, where he was responsible for the diversification of the group's business and establishment of the PRC branch. Mr. Yeung was an independent non-executive director of North Mining Shares Company Limited (a company listed on the Main Board of the Stock Exchange, stock code: 433) for the period from July 2019 to June 2020. From November 2005 to September 2014, Mr. Yeung was engaged by several corporate finance companies including but not limited to Athens Capital Limited, Optima Capital Limited, CLC International Limited, Cinda International Capital Limited and Shenyin Wanguo Capital (H.K.) Limited, where he was responsible for several IPO projects and acted as the financial adviser, independent financial adviser and compliance advisers to a large number of listed companies. Mr. Yeung obtained a bachelor's degree in mathematics from The Hong Kong University of Science and Technology.

Length of service and emoluments

The Company has entered into an appointment letter with Mr. Yeung, pursuant to which he has been appointed as an independent non-executive Director for an initial term of two years, subject to re-election at general meetings in accordance with the Articles of Association. Pursuant to the appointment letter, Mr. Yeung is entitled to a director's fee of US$40,000 per annum. Such remuneration has been determined by the Board, under the recommendation from the remuneration committee of the Board, with reference to Mr. Yeung's background, qualifications and experience, level of duties and responsibilities undertaken and prevailing market conditions.

Relationships

Save as disclosed above, Mr. Yeung did not hold any directorship in other listed public companies in Hong Kong or overseas in the last three years, and Mr. Yeung is not related to any Directors, senior management, other substantial or controlling Shareholders (as defined in the Listing Rules) of the Company, nor does Mr. Yeung hold any other positions with the Company or any of its subsidiaries.

Interests in Shares

As at the Latest Practicable Date, Mr. Yeung did not have or was not deemed to have any interests or short positions in the Shares or underlying Shares of the Company or its associated corporations pursuant to the Part XV of the SFO.

Matters that need to be brought to the attention of the Shareholders

There is no information that needs to be disclosed pursuant to any of the requirements of the provisions under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, and there are no other matters concerning Mr. Yeung that need to be brought to the attention of the Shareholders.

(4) MS. PENG PING

Ms. Peng Ping ("**Ms. Peng**"), aged 52, has been an independent non-executive Director, and a member of the audit committee, remuneration committee and nomination committee of the Company since October 23, 2024.

Experience

Ms. Peng has worked in the media and e-commerce sector for years. She was the co-founder of KNOWHOW Korea Co., Ltd., a Korean e-commerce platform. From 2016 to 2019, she was the founder and chief executive officer of Beijing Jiachang Technology Company Limited. From 2003 to 2016, she was the vice president of Focus Media (China) Holding Ltd.

Ms. Peng graduated from Hunan Normal University in with a Bachelor's degree in Music. She also holds an executive Master's degree in Business Administration from Cheung Kong Graduate School of Business in China.

Length of service and emoluments

The Company has entered into an appointment letter with Ms. Peng on October 23, 2024, pursuant to which she has been appointed as an independent non-executive Director for an initial term of two years, subject to re-election at general meetings in accordance with the Articles of Association. Pursuant to the appointment letter, Ms. Peng is entitled to a director's fee of US$40,000 per annum. Such remuneration has been determined by the Board, under the recommendation from the remuneration committee of the Board, with reference to Ms. Peng's background, qualifications and experience, level of duties and responsibilities undertaken and prevailing market conditions.

Relationships

Save as disclosed above, Ms. Peng did not hold any directorship in other listed public companies in Hong Kong or overseas in the last three years, and Ms. Peng is not related to any Directors, senior management, other substantial or controlling Shareholders (as defined in the Listing Rules) of the Company, nor does Ms. Peng hold any other positions with the Company or any of its subsidiaries.

Interests in Shares

As at the Latest Practicable Date, Ms. Peng did not have or was not deemed to have any interests or short positions in the Shares or underlying Shares of the Company or its associated corporations pursuant to the Part XV of the SFO.

Matters that need to be brought to the attention of the Shareholders

There is no information that needs to be disclosed pursuant to any of the requirements of the provisions under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, and there are no other matters concerning Ms. Peng that need to be brought to the attention of the Shareholders.

The following is an explanatory statement required by the Listing Rules to provide the Shareholders with requisite information reasonably necessary for them to make an informed decision on whether to vote for or against the ordinary resolution to be proposed at the Annual General Meeting in relation to the granting of the Share Buy-back Mandate.

1. SHARE CAPITAL

As at the Latest Practicable Date, the issued share capital of the Company comprised 3,386,525,510 Shares.

Subject to the passing of the ordinary resolution set out in item 4 of the notice of the Annual General Meeting in respect of the granting of the Share Buy-back Mandate and on the basis that the issued share capital of the Company remains unchanged on the date of the Annual General Meeting, i.e. being 3,386,525,510 Shares, the Directors would be authorized under the Share Buy-back Mandate to buy-back, during the period in which the Share Buy-back Mandate remains in force (equivalent to 338,652,551 Shares, representing 10% of the number of issued shares of the Company as at the date of the Annual General Meeting).

2. REASONS FOR BUY-BACK OF SHARES

As stated in the Letter from the Board, with effect from June 11, 2024, the Listing Rules have been amended to introduce flexibility for listed companies to cancel shares repurchased and/or to adopt a framework to (i) allow repurchased shares to be held in treasury; and (ii) govern the resale of treasury shares. Following such changes to the Listing Rules, if the Company repurchases Shares pursuant to the Share Buy-back Mandate, the Company may (i) cancel the repurchased Shares and/or (ii) hold such Shares in treasury, subject to market conditions and the capital management needs of the Company at the relevant time such repurchases of Shares are made. If the Company holds Shares in treasury, any resale of Shares held in treasury will be subject to the ordinary resolution contained in item 5 of the notice of the Annual General Meeting and made in accordance with the Listing Rules and applicable laws and regulations of the Cayman Islands.

To the extent that any treasury shares are deposited with CCASS pending release, the Company will adopt appropriate measures to ensure that it does not exercise any shareholders' rights or receive any entitlements which would otherwise be suspended under the applicable laws if those shares were registered in the Company's own name as treasury shares. These measures may include approval by the Board that (i) the Company will not (or will procure its broker not to) give any instructions to Hong Kong Securities Clearing Company Limited to vote at general meetings for the treasury shares deposited with CCASS; and (ii) in the case of dividends or distributions, the Company will withdraw the treasury shares from CCASS, and either re-register them in its own name as treasury shares or cancel them, in each case before the record date for the dividends or distributions.

The Directors believe that the granting of the Share Buy-back Mandate is in the best interests of the Company and the Shareholders as a whole.

Buy-back of Shares may, depending on the market conditions and funding arrangements at the time, lead to an enhancement of the net asset value per Share and/or earnings per Share and will only be made when the Directors believe that such a buy-back will benefit the Company and the Shareholders as a whole.

3. FUNDING OF BUY-BACK

In buying back Shares, the Company will only apply funds legally available for such purpose in accordance with its Articles of Association and the laws of the Cayman Islands from internal resources of the Group.

4. IMPACT OF BUY-BACK

There might be a material adverse impact on the working capital or gearing position of the Company (as compared with the position disclosed in the audited consolidated financial statements of the Company for the year ended December 31, 2025) in the event that the Share Buy-back Mandate was to be carried out in full at any time during the proposed buy-back period. However, the Directors do not intend to exercise the Share Buy-back Mandate to such extent as would, in the circumstances, have a material adverse effect on the working capital requirements of the Company or the gearing levels which in the opinion of the Directors are from time to time appropriate for the Company.

5. MARKET PRICES OF SHARES

The highest and lowest prices per Share at which Shares Exchange have traded on the Stock during each of the previous 12 months were as follows:

Month	**Highest** *HK$*	**Lowest** *HK$*
2025		
May	0.023	0.020
June	0.077	0.019
July	0.050	0.030
August	0.046	0.036
September	0.039	0.032
October	0.038	0.030
November	0.036	0.028
December	0.033	0.027
2026		
January	0.034	0.026
February	0.035	0.027
March	0.076	0.036
April	0.041	0.030
May *(up to the Latest Practicable Date)*	0.034	0.025

6. GENERAL

To the best of their knowledge and having made all reasonable enquiries, none of the Directors nor any of their respective close associates (as defined in the Listing Rules) have any present intention to sell any Shares to the Company in the event that the granting of the Share Buy-back Mandate is approved by the Shareholders.

The Company has not been notified by any core connected persons (as defined in the Listing Rules) of the Company that they have a present intention to sell any Shares to the Company, or that they have undertaken not to sell any Shares held by them to the Company in the event that the granting of the Share Buy-back Mandate is approved by the Shareholders.

The Directors will exercise the power of the Company to buy-back Shares pursuant to the Share Buy-back Mandate in accordance with the Listing Rules and the applicable laws of the Cayman Islands. Neither the explanatory statement nor the proposed share buy-back has any unusual features.

7. TAKEOVERS CODE

If, as a result of a buy-back of Shares pursuant to the Share Buy-back Mandate, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition of voting rights for the purposes of the Takeovers Code. Accordingly, a Shareholder or a group of Shareholders acting in concert (within the meaning under the Takeovers Code), depending on the level of increase in the Shareholders' interest, could obtain or consolidate control of the Company and thereby become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code.

To the best knowledge of the Company and as recorded in the register required to be kept by the Company under Section 336 of the SFO, as at the Latest Practicable Date, Mr. Zhang Ruilin, Mr. Zhao Jiangwei, together with Ms. Zhao Jiangbo ("**Mrs. Zhang**") (party acting in concert with them) (the "**Parties**"), and Far East Energy Limited ("**FEEL**"), a controlling Shareholder (as defined in the Listing Rules) of the Company, were beneficially interested in 1,566,108,234 (including share options to be exercised) Shares representing approximately 46.24% of the total issued share capital of the Company. Mrs. Zhang, Mr. Zhang Ruilin and Mr. Zhao Jiangwei are respectively holding 80%, 10% and 10% of the issued share capital of FEEL. In the event that the Directors exercise the proposed Share Buy-back Mandate in full, the interests of the Parties and parties acting in concert with them would be increased to approximately 51.38% of the issued share capital of the Company on the basis that no further Shares are issued or bought back after the Latest Practicable Date. Accordingly, the exercise of the Share Buy-back Mandate in full may result in a mandatory offer obligation under Rule 26 of the Takeovers Code arising.

The Directors do not propose to exercise the Share Buy-back Mandate to such an extent as would, in the circumstances, give rise to an obligation to make a mandatory offer in accordance with Rule 26 of the Takeovers Code and would result in the aggregate number of Shares held by the public Shareholders falling below the prescribed minimum percentage required by the Stock Exchange.

8. BUY-BACK OF SHARES MADE BY THE COMPANY

During the six months prior to the Latest Practicable Date, the Company had not bought back any of the Shares (whether on the Stock Exchange or otherwise).

The following are details of the proposed amendments to the Memorandum and Articles of Association to be introduced by the Fourth Amended and Restated Memorandum and Articles of Association. Unless otherwise specified, clauses, paragraphs and article numbers referred to herein are clauses, paragraphs and article numbers of the Memorandum and Articles of Association.

Article No.	**Proposed amendments (showing changes to the existing Articles of Association with strikethrough to denote text to be deleted and underline to denote text to be added)**	
2.2	"Communications Facilities"	shall mean video, video-conferencing, internet or online conferencing applications, telephone or tele-conferencing and/or any other video-communication, internet or online conferencing application or telecommunications facilities by means of which all Persons participating in a meeting are capable of hearing and be heard by each other <u>and all members' rights to speak and vote at the meeting are maintained.</u>
	<u>"Hybrid Meeting"</u>	<u>shall mean any general meeting of members convened for the (i) physical attendance and participation by members and/or proxies at the time and a place or location and at the same time (ii) virtual attendance and participation by members and/or proxies by means of Communication Facilities.</u>
	"Present"	shall mean, in respect of any Person, such Person's presence at a general meeting of members, which may be satisfied by means of such Person or, if a corporation or other non-natural Person, its duly authorised representative (or, in the case of any member, a proxy which has been validly appointed by such member in accordance with these Articles), being: (a) physically present at the meeting; or (b) in the case of any meeting at which Communication Facilities are permitted in accordance with these Articles, including any Virtual Meeting <u>or Hybrid Meeting</u>, connected by means of the use of such Communications Facilities.

Article No.	**Proposed amendments (showing changes to the existing Articles of Association with strikethrough to denote text to be deleted and underline to denote text to be added)**
12.1	The Company shall in each financial year hold a general meeting as its annual general meeting in addition to any other meeting in that year and shall specify the meeting as such in the notices calling it and such annual general meeting must be held within six (6) months (or such other longer period as may be permitted by the Listing Rules or the Exchange) after the end of the Company's financial year. The annual general meeting shall be held at such time and place (~~if applicable~~ which, in the case of a Virtual Meeting or a Hybrid Meeting, includes a virtual place) as the Board shall appoint.
12.4	(A) The Directors may make Communication Facilities available for a specific general meeting or all general meetings of the Company so that members and other participants may attend and participate at such general meetings by means of such Communication Facilities. Without limiting the generality of the foregoing, the Directors may determine that any general meeting may be held as a Virtual Meeting or a Hybrid Meeting. The Persons' participation in such a meeting shall constitute presence at such meetings and shall be counted in the quorum of the meeting and entitled to vote at the meeting in question; and that meeting shall be duly constituted and its proceedings valid provided that the Chairman is satisfied that adequate Communication Facilities are available throughout the meeting to ensure that members are able to participate in the business for which the meeting has been convened.
12.5	annual general meeting and any extraordinary general meeting called for the passing of a special resolution shall be called by not less than 21 days' notice in writing and any other extraordinary general meeting shall be called by not less than 14 days' notice in writing. Subject to the requirement under the Listing Rules, the notice shall be inclusive of the day on which it is served or deemed to be served and of the day for which it is given, and shall specify the time, place (if applicable), and agenda of the meeting, particulars of the resolutions to be considered at the meeting and in the case of special business (as defined in Article 13.1) the general nature of that business. The notice convening an annual general meeting shall specify the meeting as such, and the notice convening a meeting to pass a special resolution shall specify the intention to propose the resolution as a special resolution. The notice of any general meeting at which Communication Facilities will be utilised (including any Virtual Meeting or any Hybrid Meeting) must disclose the Communication Facilities that will be utilised, including the procedures to be followed by any member or other participant of the general meeting who wishes to utilise such Communication Facilities for the purpose of attending, participating and voting at such meeting. Notice of every general meeting shall be given to the Auditors and to all members other than such as, under the provisions hereof or the terms of issue of the shares they hold, are not entitled to receive such notice from the Company.

Article No.	Proposed amendments (showing changes to the existing Articles of Association with strikethrough to denote text to be deleted and underline to denote text to be added)
12.10	If, after the notice of a general meeting has been sent but before the meeting is held, or after the adjournment of a general meeting but before the adjourned meeting is held (whether or not notice of the adjourned meeting is required), the Board, in its absolute discretion, considers that it is impractical or unreasonable for any reason to hold a general meeting on the date or at the time and place (whether physical or virtual) specified in the notice calling such meeting, it may change or postpone the meeting to another date, time and place (whether physical or virtual) in accordance with Article 12.11.
12.11	The Board shall also have the power to provide in every notice calling a general meeting that, in the event a gale warning or a black rainstorm warning (or the equivalent in the location of the relevant meeting) is in force at any time on the day of the general meeting (unless such warning has been cancelled at least a minimum period of time prior to the general meeting as the Board may specify in the relevant notice), the meeting shall be postponed without further notice to be reconvened on a later date in accordance with Article 12.11.
12.12	Where a general meeting is postponed in accordance with Article 12.10 or Article 12.11: (a) the Company shall endeavour to cause a notice of such postponement, which shall set out the reason for the postponement in accordance with the Listing Rules, to be placed on the Company's Website and published on the Exchange's website as soon as practicable, provided that failure to place or publish such notice shall not affect the automatic postponement of a general meeting pursuant to Article 12.11; (b) the Board shall fix the date, time and place (whether physical or virtual) for the reconvened meeting and at least seven clear days' notice shall be given for the reconvened meeting in the manner specified in Article 30.1, and such notice shall specify the date, time and place (which, in the case of a Virtual Meeting, includes a virtual place) at which the postponed meeting will be reconvened, and the date and time by which proxies shall be submitted in order to be valid at such reconvened meeting (provided that any proxy submitted for the original meeting shall continue to be valid for the reconvened meeting unless revoked or replaced by a new proxy); and (c) only the business set out in the notice of the original meeting shall be transacted at the reconvened meeting, and notice given for the reconvened meeting does not need to specify the business to be transacted at the reconvened meeting, nor shall any accompanying documents be required to be recirculated. Where any new business is to be transacted at such reconvened meeting, the Company shall give a fresh notice for such reconvened meeting in accordance with Article 12.5.

Article No.	**Proposed amendments (showing changes to the existing Articles of Association with strikethrough to denote text to be deleted and underline to denote text to be added)**
13.3	If within 15 minutes from the time appointed for the meeting a quorum is not Present, the meeting, if convened upon the requisition of members, shall be dissolved, but in any other case it shall stand adjourned to the same day in the next week and at such time and place (~~if applicable~~ whether physical or virtual) as shall be decided by the Board, and if at such adjourned meeting a quorum is not Present within 15 minutes from the time appointed for holding the meeting, the member or members Present shall be a quorum and may transact the business for which the meeting was called.
13.5	The Chairman of any general meeting shall be entitled to attend and participate at such general meeting by means of Communication Facilities, and to act as the Chairman, in which event: (a) the Chairman shall be deemed to be Present at the meeting; and (b) if the Communication Facilities are interrupted or fail for any reason to enable the Chairman to hear and be heard by all other Persons attending and participating at the meeting, then the other Directors Present at the meeting shall choose another Director Present to act as Chairman of the meeting for the remainder of the meeting; provided that (i) if no other Director is Present at the meeting, or (ii) if all the Directors Present decline to take the chair, then the meeting shall be automatically adjourned to the same day in the next week and at such time and place (~~if applicable~~ whether physical or virtual) as shall be decided by the Board.
13.6	The Chairman may, with the consent of any general meeting at which a quorum is Present, and shall, if so directed by the meeting, adjourn any meeting from time to time and from place to place (~~if applicable~~ whether physical or virtual) as the meeting shall determine. Whenever a meeting is adjourned for 14 days or more, at least seven clear days' notice, specifying the place (~~if applicable~~ which, in the case of a Virtual Meeting or a Hybrid Meeting, includes a virtual place), the day and the hour of the adjourned meeting shall be given in the same manner as in the case of an original meeting but it shall not be necessary to specify in such notice the nature of the business to be transacted at the adjourned meeting. Save as aforesaid, no member shall be entitled to any notice of an adjournment or of the business to be transacted at any adjourned meeting. No business shall be transacted at any adjourned meeting other than the business which might have been transacted at the meeting from which the adjournment took place.

Article No.	**Proposed amendments (showing changes to the existing Articles of Association with strikethrough to denote text to be deleted and underline to denote text to be added)**
13.9	A poll shall be taken in such manner (including the use of ballot or voting papers or tickets or by electronic voting or Communications Facilities) and at such time and place (~~if applicable~~including, where applicable, any such electronic address), not being more than 30 days from the date of the meeting or adjourned meeting at which the poll was taken as the Chairman directs. No notice need be given of a poll not taken immediately. The result of the poll shall be deemed to be the resolution of the meeting at which the poll was taken.
14.9	The instrument appointing a proxy shall be in writing (which may include electronic writing) under the hand of the appointor or of his attorney authorised in writing, or if the appointor is a corporation, either under its seal or under the hand of an officer, attorney or other person duly authorised to sign the same.
14.10	The instrument appointing a proxy and (if required by the Board) the power of attorney or other authority, (if any) under which it is signed, or a notarially certified copy of such power or authority, shall be delivered at the registered office of the Company (or at such other place or in such other manner (including by electronic means) as may be specified in the notice convening the meeting or in any notice of any adjournment or, in either case, in any document sent therewith) not less than 48 hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll taken subsequently to the date of a meeting or adjourned meeting, not less than 48 hours before the time appointed for the taking of the poll, and in default the instrument of proxy shall not be treated as valid provided always that the Chairman of the meeting may at his discretion direct that an instrument of proxy shall be deemed to have been duly deposited upon receipt of telex or cable or facsimile confirmation from the appointor that the instrument of proxy duly signed is in the course of transmission to the Company. No instrument appointing a proxy shall be valid after the expiration of 12 months from the date named in it as the date of its execution. Delivery of any instrument appointing a proxy shall not preclude a member from attending and voting in person at the meeting or poll concerned and, in such event, the instrument appointing a proxy shall be deemed to be revoked.

MIE HOLDINGS CORPORATION
MI能源控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1555)

NOTICE IS HEREBY GIVEN THAT an Annual General Meeting ("**AGM**") of MIE Holdings Corporation (the "**Company**") will be held at Units 5906–5912, 59th Floor, The Center, 99 Queen's Road Central, Hong Kong on Friday, June 12, 2026 at 10:00 a.m. for the following purposes:

1. To consider and adopt the audited consolidated financial statements of the Company and the reports of the directors and auditors for the year ended December 31, 2025.

2. (a) To re-elect Mr. Zhao Jiangwei as an executive Director of the Company.

   (b) To re-elect Mr. Wong Yiu Kui as an executive Director of the Company.

   (c) To re-elect Mr. Yeung Yat Chuen as an independent non-executive Director of the Company.

   (d) To re-elect Ms. Peng Ping as an independent non-executive Director of the Company.

   (e) To authorize the board of directors to fix the respective directors' remuneration.

3. To re-appoint auditors and to authorize the board of directors to fix their remuneration.

4. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

   "**THAT**:

   (a) subject to paragraph (b) below, a general mandate be and is hereby generally and unconditionally given to the directors of the Company to exercise during the Relevant Period (as defined below) all the powers of the Company to buy-back its shares in accordance with all applicable laws, rules and regulations of The Stock Exchange of Hong Kong Limited or of any other stock exchange as amended from time to time;

(b) the total number of shares of the Company to be bought back pursuant to the mandate in paragraph (a) above shall not exceed 10% of the total number of issued shares of the Company as at the date of passing of this resolution (excluding any treasury shares and such total number to be subject to adjustment in the case of any conversion of any or all of the shares of the Company into a larger or smaller number of shares of the Company after the passing of this resolution); and

(c) for the purposes of this resolution:

"**Relevant Period**" means the period from the passing of this resolution until whichever is the earliest of:

(i) the conclusion of the next annual general meeting of the Company;

(ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or any applicable laws to be held; and

(iii) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the shareholders in general meeting."

5. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

"**THAT**:

(a) subject to paragraph (c) below, a general mandate be and is hereby generally and unconditionally given to the directors of the Company during the Relevant Period (as defined below) to allot, issue and deal with additional shares of the Company and to make or grant offers, options, warrants or rights to subscribe for, or to convert any securities (including bonds and convertible debentures) into, shares of the Company which might require the exercise of such powers;

(b) the mandate in paragraph (a) above shall authorize the directors of the Company to make or grant offers, options, warrants or rights to subscribe for, or to convert any securities (including bonds and convertible debentures) into, shares of the Company during the Relevant Period which would or might require the exercise of such powers after the end of the Relevant Period;

(c) the aggregate number of shares allotted or agreed conditionally or unconditionally to be allotted by the directors pursuant to the mandate in paragraph (a) above, otherwise than pursuant to:

(i) a Rights Issue (as defined below);

(ii) the exercise of rights of subscription or conversion under the terms of any warrants issued by the Company or any securities which are convertible into shares;

(iii) the exercise of options under a share option scheme of the Company or similar arrangement for the time being adopted for the grant or issue to officers and/or employees of the Company and/or any of its subsidiaries of shares or right to acquire shares; or

(iv) any scrip dividend scheme or similar arrangement providing for the allotment of shares in lieu of the whole or part of a dividend on shares of the Company in accordance with the articles of association of the Company,

shall not exceed 20% of the total number of issued shares of the Company as at the date of passing of this resolution (excluding any treasury shares and such total number to be subject to adjustment in the case of any conversion of any or all of the shares of the Company into a larger or smaller number of shares of the Company after the passing of this resolution); and

(d) for the purposes of this resolution:

"**Relevant Period**" means the period from the passing of this resolution until whichever is the earliest of:

(i) the conclusion of the next annual general meeting of the Company;

(ii) the expiration of the period within which the next annual general meeting of the Company is required by the articles of association of the Company or any applicable laws to be held; and

(iii) the date on which the authority set out in this resolution is revoked or varied by an ordinary resolution of the shareholders in general meeting.

"**Right Issue**" means an offer of shares of the Company open for a period fixed by the directors to holders of shares of the Company or any class thereof on the register on a fixed record date in proportion to their then holdings of such shares of the Company or class thereof (subject to such exclusions or other arrangements as the directors may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of any relevant jurisdiction or the requirements of any recognized regulatory body or any stock exchange).

Any reference to an allotment, issue, grant, offer or disposal of shares of the Company shall include the sale or transfer of treasury shares in the capital of the Company (including to satisfy any obligation upon the conversion or exercise of any convertible securities, options, warrants or similar rights to

subscribe for shares of the Company) to the extent permitted by, and subject to, the provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and applicable laws and regulations.''

6. To consider and, if thought fit, pass with or without amendments, the following resolution as an ordinary resolution:

''**THAT** conditional upon the passing of the resolutions set out in items 4 and 5 of the notice convening this meeting (the ''**Notice**''), the general mandate referred to in the resolution set out in item 5 of the Notice be and is hereby extended by the addition to the aggregate number of shares of the Company which may be allotted and issued or agreed conditionally or unconditionally to be allotted and issued by the directors pursuant to such general mandate of the number of shares of the Company bought back by the Company pursuant to the mandate referred to in the resolution set out in item 4 of the Notice, provided that such amount shall not exceed 10% of the total number of issued shares of the Company as at the date of passing of this resolution (excluding any treasury shares).''

7. To consider and, if thought fit, pass with or without amendments, the following resolution as a special resolution:

''**THAT** the proposed amendments to the existing amended and restated memorandum and articles of association of the Company set out in Appendix III to the circular of the Company dated May 20, 2026 (the ''**Circular**'') be and are hereby approved; the fourth amended and restated memorandum and articles of association of the Company (a copy of which has been produced before the meeting and signed by the chairman of the meeting for the purpose of identification), which consolidates all the proposed amendments mentioned in the Circular, be and are hereby approved and adopted in substitution for and to the exclusion of the existing amended and restated memorandum and articles of association of the Company in their entirety with immediate effect after the close of the meeting; and that any one of the Directors be and is hereby authorised to do all things necessary to implement the adoption of the fourth amended and restated memorandum and articles of association of the Company, including without limitation attending to the necessary filings with the Registrar of Companies in Hong Kong and the Cayman Islands.''

By Order of the Board
MIE HOLDINGS CORPORATION
Zhao Jiangwei
Executive Director

Hong Kong, May 20, 2026

Notes:

1. All resolutions at the meeting will be taken by poll pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") and the results of the poll will be published on the websites of Hong Kong Exchanges and Clearing Limited and the Company in accordance with the Listing Rules.

2. Any shareholder of the Company entitled to attend and vote at the above meeting is entitled to appoint more than one proxy to attend and on a poll, vote instead of him. A proxy need not be a shareholder of the Company.

3. In order to be valid, the form of proxy together with the power of attorney or other authority, if any, under which it is signed or a certified copy of that power of attorney or authority, must be deposited at the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 10:00 a.m. on Wednesday, June 10, 2026 (Hong Kong time). Delivery of the form of proxy shall not preclude a shareholder of the Company from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.

4. Where there are joint holders of any share of the Company, any one of such holders may vote at the meeting, either personally or by proxy, in respect of such share as if he was solely entitled thereto, but if more than one of such holders be present at the meeting personally or by proxy, that one of such holders so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.

5. For determining the entitlement to attend and vote at the AGM, the register of members of the Company will be closed from Tuesday, June 9, 2026 to Friday, June 12, 2026, both days inclusive, during which period no transfer of shares will be registered. In order to be eligible to attend and vote at the AGM, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, for registration not later than 4:30 p.m. on Monday, June 8, 2026 (Hong Kong time), being the last registration date.

6. If Typhoon Warning Signal No. 8 or above remains hoisted or "extreme conditions" caused by a super typhoon or a Black Rainstorm Warning Signal is in force at or at any time after 8:00 a.m. on the date of the AGM, the AGM will be postponed or adjourned. The Company will post an announcement on the Company's website at www.mienergy.com.cn and the website of Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk to notify shareholders of the date, time and place of the rescheduled meeting. The meeting will be held as scheduled when an Amber or a Red Rainstorm Warning Signal is in force. Shareholders should decide on their own whether they would attend the meeting under bad weather condition bearing in mind their own situations.

As at the date of this announcement, the Board comprises (1) the executive Directors namely Mr. Zhao Jiangwei and Mr. Wong Yiu Kui; (2) the non-executive Directors namely Mr. Zhang Ruilin, Mr. Han Ye and Mr. Yan Ruibing; and (3) the independent non-executive Directors namely Mr. Mei Jianping, Mr. Liu Ying Shun, Mr. Yeung Yat Chuen, Ms. Peng Ping and Mr. Ai Min.