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)

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND SUPERVISOR AND NON-COMPLIANCE WITH THE ARTICLES OF ASSOCIATION, LISTING RULES AND TERMS OF REFERENCE OF BOARD COMMITTEES

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the "**Board**") of directors (the "**Director(s)**") of Henan Jinma Energy Company Limited (the "**Company**", together with its subsidiaries, the "**Group**") hereby announces that Mr. Zhang Xicheng ("**Mr. Zhang**"), an independent non-executive Director, has tendered a resignation letter that he would resign as an independent non-executive Director due to changes in work arrangements, effective as at the date hereof.

Upon his resignation being effective, Mr. Zhang will cease to be the chairman of the remuneration committee of the Board (the "**Remuneration Committee**"), a member of the nomination committee of the Board (the "**Nomination Committee**") and a member of the audit committee of the Board (the "**Audit Committee**").

Mr. Zhang has confirmed that he has no disagreement with the Board, and there is no matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company (the "**Shareholders**") or The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**").

The Board would like to express its sincere gratitude to Mr. Zhang for his contribution to the Company during his tenure of service.

RESIGNATION OF SUPERVISOR

Ms. Lyu Hong ("**Ms. Lyu**"), a supervisor of the Company (the "**Supervisor**"), has tendered a resignation letter that she would resign as a Supervisor due to changes in work arrangements, effective as at the date hereof.

Ms. Lyu has confirmed that she has no disagreement with the Board and the Supervisory Committee of the Company (the "**Supervisory Committee**"), and there is no matter relating to her resignation that needs to be brought to the attention of the Shareholders or the Stock Exchange.

The Board would like to express its sincere gratitude to Ms. Lyu for her contribution to the Company during her tenure of service.

NON-COMPLIANCE WITH THE ARTICLES OF ASSOCIATION, LISTING RULES AND TERMS OF REFERENCE OF BOARD COMMITTEES

Following the resignation of Mr. Zhang and Ms. Lyu, the following requirements are not fulfilled:

(a) the Board shall consist of nine Directors under Article 89 of the articles of association of the Company (the "**Articles**");

(b) the Supervisory Committee shall consist of six Supervisors under Article 123 of the Articles;

(c) the Board shall consist of at least three independent non-executive Directors, which shall comprise at least one-third of the Board under Rules 3.10(1) and 3.10A of the Rules Governing the Listing of Securities on The Stock of Exchange of Hong Kong Limited (the "**Listing Rules**");

(d) the composition of the Audit Committee shall consist of at least three non-executive Directors with a majority being independent non-executive Directors under Article 109 of the Articles, Rule 3.21 of the Listing Rules and paragraphs 2.1 and 2.2 of the terms of reference of the Audit Committee;

(e) the composition of the Remuneration Committee shall consist of three Directors with a majority being independent non-executive Directors under Article 110 of the Articles, Rule 3.25 of the Listing Rules and paragraphs 2.1 and 2.2 of the terms of reference of the Remuneration Committee; and

(f) the composition of the Nomination Committee shall consist of a majority of independent non-executive Directors under Article 111 of the Articles, Rule 3.27A of the Listing Rules and paragraphs 2.1 and 2.2 of the terms of reference of the Nomination Committee.

In order to comply with the relevant requirements under the Articles, the Listing Rules and the terms of reference of the Audit Committee, the Nomination Committee and the Remuneration Committee, the Board and the supervisory committee of the Company are in the process of identifying suitable candidates to fill the abovementioned vacancies as soon as practicable and, in any event, within three months from the date hereof.

An announcement containing relevant details of the proposed appointment of independent non-executive Director and Supervisor will be made by the Company as and when appropriate, and a notice convening the extraordinary general meeting of the Company to approve the said appointments will be despatched to the Shareholders in due course pursuant to the Listing Rules.

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

Hong Kong, 2 September 2026

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, and Mr. MAN Kwok Leung.