

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, 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 announcement.



ZMJ

Zhengzhou Coal Mining Machinery Group Company Limited
鄭州煤礦機械集團股份有限公司

(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock code: 00564)

OVERSEAS REGULATORY ANNOUNCEMENT

This announcement is made pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The following is the full text of the information of Announcement on the Progress of the Material Asset Reorganization of Zhengzhou Coal Mining Machinery Group Company Limited published by Zhengzhou Coal Mining Machinery Group Company Limited on the website of the Shanghai Stock Exchange and newspapers in Chinese for information purpose only.

By order of the Board

Zhengzhou Coal Mining Machinery Group Company Limited

Jiao Chengyao

Chairman

Zhengzhou, PRC, 5 February 2016

As at the date of this announcement, the executive directors of the Company are Mr. JIAO Chengyao, Mr. XIANG Jiayu, Mr. WANG Xinying, Mr. GUO Haofeng and Mr. LIU Qiang and the independent non-executive directors are Ms. LIU Yao, Mr. JIANG Hua, Mr. LI Xudong and Mr. WU Guangming.

Zhengzhou Coal Mining Machinery Group Company Limited Announcement on the Progress of the Material Asset Reorganization

The Board of Directors and all directors of the Company warrant that there are no false representations, misleading statement contained in, or material omissions from, this announcement, and jointly and severally accept responsibility for the truthfulness, accuracy and completeness of the contents in this announcement.

Zhengzhou Coal Mining Machinery Group Company Limited (the “Company”) is in the process of planning certain material matters. Trading in the shares of the Company has been suspended since 18 December 2015 at the request of the Company. (For details, please refer to the Announcement on Suspension of Trading due to Material Matters of Zhengzhou Coal Mining Machinery Group Company Limited dated 18 December 2015, Notice No.: Lin 2015-048).

After discussion and negotiation among the relevant parties, the aforesaid matters constitute a material asset reorganization of the Company. The Company published the Announcement on Suspension of Trading due to Material Asset Reorganization on 25 December 2015. It was expected that the trading suspension would not last more than one month since 25 December 2015. (For details, please refer to the Announcement on Suspension of Trading due to Material Asset Reorganization of Zhengzhou Coal Mining Machinery Group Company Limited dated 25 December 2015, Notice No.: Lin 2015-050). The Company made an application for the continued suspension of trading in the shares to the Shanghai Stock Exchange on 18 January 2016, and issued the Announcement on the Continued Suspension of Trading due to the Material Asset Reorganization on 23 January 2016. Trading of the A shares of the Company would continue to be suspended since the market opened on 25 January 2016. It was expected that the continued suspension of trading would last for no more than one month since that date. (For details, please refer to the Announcement on the Continued Suspension of Trading due to the Material Asset Reorganization of Zhengzhou Coal Mining Machinery Group Company Limited dated 23 January 2016, Notice No.: Lin 2016-006). During the period of suspension, the Company will release an announcement on the progress of the material asset reorganization at the interval of at least every five trading days.

As at the date of this announcement, the material asset reorganization of the Company is still under planning. Given the significant uncertainties associated with the material asset reorganization and in order to ensure fair disclosure of information, protect the interests of investors, and avoid unusual movements in share price of the Company, trading in the A shares of the Company will continue to be suspended. During the period of suspension, the Company will, based on the progress of the material asset reorganization, fulfill its obligations of information disclosure in a timely manner and release an announcement in relation to the progress of such matters at the interval of every five trading days.

Investors are reminded to be cautious of risks associated with their investment.

Notice is hereby given.

The Board of Directors of
Zhengzhou Coal Mining Machinery Group Company Limited
5 February 2016