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**JX Energy Ltd.**

**( 吉星新能源有限責任公司 ) \***

*(incorporated under the laws of Alberta with limited liability)*

**(Stock Code: 3395)**

**NOTICE OF SPECIAL MEETING OF SHAREHOLDERS  
TO BE HELD ON FEBRUARY 12, 2026 AT 6:00 P.M. (CALGARY TIME)/  
FEBRUARY 13, 2026 AT 9:00 A.M. (Hong Kong time)**

**NOTICE IS HEREBY GIVEN** that a special meeting (the “**Meeting**”) of the holders (the “**Shareholders**”) of common shares (the “**Common Shares**”) of JX Energy Ltd. (the “**Company**”) will be held at Suite 900, 717 7th Avenue SW, Calgary, Alberta T2P 0Z3, Canada, on February 12, 2026 at 6:00 p.m. (Calgary time)/February 13, 2026 at 9:00 a.m. (Hong Kong time) for the following purposes:

1. to consider, and if thought advisable, approve, confirm and ratify the loan capitalization agreement dated October 31, 2025 (the “**Loan Capitalization Agreement**”) entered into between the Company, Jixing Energy (Canada) Ltd. (“**Jixing Energy**”) and Mr. Yongtan Liu (“**Mr. Liu**”), pursuant to which the parties thereto have agreed that (i) the aggregated amount of C\$3,838,150 due from the Company to Mr. Liu as at the date of the Loan Capitalization Agreement (the “**Shareholder’s Loan**”) will be settled in full; and (ii) C\$7,494,290 out of the C\$33,157,677.72 payable by the Company to Jixing Energy (the “**Debt**”) will be settled, through the allotment and issue of 210,000,000 new Common Shares at HK\$0.30 per Common Share (the “**Capitalization Shares**”) to Mr. Liu (a copy of the Loan Capitalization Agreement having been produced to this Meeting and marked “A” and initialed by the chairman of this Meeting for identification purpose), the capitalization of the aggregated amount of C\$3,838,150 under the Shareholder’s Loan and C\$7,494,290 out of the Debt through the allotment and issue of the Capitalization Shares to Mr. Liu, and the transactions contemplated thereunder, as more particularly described in the accompanying management information circular (the “**Circular**”);

*\* For identification purpose only*

2. conditional upon the Stock Exchange granting the listing of and permission to deal in the Capitalization Shares on the Stock Exchange, to consider, and if thought advisable, pass, with or without variation, an ordinary resolution granting the board of directors of the Company a specific mandate from the Shareholders approving the allotment and issuance of the Capitalization Shares (the “**Specific Mandate**”), provided that the Specific Mandate shall be in addition to, and shall not prejudice nor revoke any existing or such other general or specific mandates which may from time to time be granted to the directors of the Company prior to the Meeting; and
3. to transact such further or other business as may properly come before the Meeting or any adjournment or adjournments thereof.

The Circular which provides additional information relating to the matters to be dealt with at the Meeting will be despatched to Shareholders on or before January 29, 2026.

An explanatory statement as required by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), providing the requisite information regarding the grant of the Specific Mandate reasonably necessary to enable the Shareholders to make an informed decision on whether to vote for or against the resolution relating to the Specific Mandate at the Meeting is set forth in the Circular.

Only Shareholders of record as at 4:30 p.m. (Hong Kong time) and 1:30 a.m. (Calgary time) on February 9, 2026 (the “**Record Date**”) will be entitled to vote at the Meeting, unless that Shareholder has transferred any Common Shares subsequent to that date and the transferee Shareholder, not later than 10 days before the Meeting, establishes ownership of the Common Shares and demands that the transferee’s name be included on the list of Shareholders entitled to vote at the Meeting, in which case such transferee shall be entitled to vote such Common Shares at the Meeting. To ensure that there is no risk that any of the Common Shares will be voted twice, the transferee must provide written evidence to the Company including, without limitation, providing properly endorsed certificates evidencing the transfer of such Common Shares or having otherwise established ownership of such Common Shares, written evidence of the identification of the relevant transferor and written evidence that the relevant transferor has not exercised and will not exercise their right to vote either by proxy or in person at the Meeting. The Company may refuse the demand by a transferee to be included in the list of Shareholders entitled to vote at the Meeting if the transferee cannot demonstrate to the Company with sufficient certainty that the relevant Common Shares have not already been voted by proxy or will be voted by the relevant transferor at the Meeting.

Shareholders who receive the Circular and other accompanying Meeting materials from the Company's branch share registrar in Hong Kong, being Computershare Hong Kong Investor Services Limited, and who are unable to be present at the Meeting are requested to date and sign the form of proxy enclosed in the Circular and return it to Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, in the enclosed envelope provided for that purpose, so that it is received during regular business hours no later than 48 hours (excluding Saturdays, Sundays and public holidays in Hong Kong) prior to the time of the Meeting, or any adjournment thereof. If a Shareholder is registered as a member of the Company on the register of members in Hong Kong on the Record Date, such Shareholder's records are currently maintained on the Hong Kong register and such Shareholder's proxy should be deposited in accordance with the instructions set out in this paragraph.

Shareholders who receive the Circular and other accompanying Meeting materials from the Company's principal share registrar in Canada, being Computershare Trust Company of Canada, and who are unable to be present at the Meeting, are requested to date and sign the form of proxy enclosed in the Circular and return it to Computershare Trust Company of Canada, Proxy Department, 100 University Avenue, 8th Floor, Toronto, Ontario M5J 2Y1, Canada, in the envelope provided for that purpose, so that it is received no later than 48 hours (excluding Saturdays, Sundays and holidays in Canada) prior to the time of the Meeting or any adjournment thereof. Registered shareholders may submit their voting instructions online at [www.investorvote.com](http://www.investorvote.com) or by phone at 1-866-732-VOTE (8683) (toll free within North America) or 1-312-588-4290 (outside North America). Shareholders are cautioned that the use of mail to transmit proxies is at each Shareholder's risk. If a Shareholder acquired its Common Shares prior to the Record Date and is registered as a Shareholder on the register of Shareholders in Canada on the Record Date, such Shareholder's records are currently maintained on the Canadian register and such Shareholder's proxy should be deposited in accordance with the instructions set out in this paragraph.

In order to be valid, your proxy or voting instructions must be received in each case no later than 48 hours (excluding Saturdays, Sundays and holidays) before the Meeting or any adjournment thereof.

DATED at Calgary, Alberta, as of January 29, 2026.

**BY ORDER OF THE BOARD**

Signed: "Yongtan Liu"

**Yongtan Liu**

*Chairman of the Board*

*As at the date of this notice, the Board comprises of two executive Directors, being Mr. Yongtan Liu and Mr. Binyou Dai; and three independent non-executive directors, namely Mr. Zhanpeng Kong, Ms. Kit Man To and Ms. Jia Wei.*