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(a joint stock limited company established in the People's Republic of China) (Stock code: 1033)

## PROPOSED AMENDMENTS TO ARTICLES OF ASSOCIATION AND ITS RELEVANT APPENDICES

The board of directors of the Company and all its directors guarantee that, this announcement does not contain any false information, misleading statement or material omission, and severally and jointly accept responsibility for the authenticity, accuracy and completeness of the contents of this announcement.

As amendments were made to the Company Law of the People's Republic of China, Guidelines on the Bylaws of Listed Companies and relevant laws and regulations, to further improve corporate governance, and taking into account its actual situation, Sinopec Oilfield Service Corporation (the "**Company**") proposes to make amendments to relevant contents of the articles of association of Sinopec Oilfield Service Corporation (the "**Articles of Association**") and its appendices, including the rules of procedure for the shareholders' meeting of Sinopec Oilfield Service Corporation (the "**Rules of Procedure for the Shareholders' Meeting**") and the rules of procedures for the board of directors of Sinopec Oilfield Service Corporation (the "**Rules of Procedure for the Board of Directors**").

The 16th meeting of the ninth session of the board of directors of the Company was convened on 19 September 2019 and the resolution in relation to the amendments to the Articles of Association and its relevant appendices was considered and approved. The Company proposes to amend the Articles of Association and its appendices, including the Rules of Procedure for the Shareholders' Meeting and the Rules of Procedure for the Board of Directors as follows:

## Proposed amendments to Articles of Association

No.	Original Article	Revised Article
1	Article 31	Article 31
	The Company may, in the following	The Company may, in the following circumstances,
	circumstances, repurchase its own issued	repurchase its own issued and outstanding shares

No.	Original Article	Revised Article
	and outstanding shares following internal	following internal approval in accordance with the
	approval in accordance with the procedures	procedures provided for in these Articles of
	provided for in these Articles of	Association and approval by the relevant State
	Association and approval by the relevant	authorities:
	State authorities:	
		(1) cancelling shares in order to reduce its capital;
	(1) cancelling shares in order to reduce its	
	capital;	(2) merging with another company holding shares in the Company;
	(2) merging with another company holding	
	shares in the Company;	(3) <u>using the shares to set up the share option</u>
		scheme for employees or as equity incentives;
	(3) granting shares to the employees of the	
	Company as rewards;	(4) at the request of any shareholder who objects to
	(4) at the request of any shareholder whe	any resolution made at the shareholders' meeting on
	(4) at the request of any shareholder who objects to any resolution made at the	the merger or division of the Company;
	shareholders' meeting on the merger or	(5) for the purpose of converting the corporate
	division of the Company;	bonds issued by the listed company which are
	division of the company,	<u>convertible into the shares of the Company;</u>
	(5) other circumstances permitted by the	<u>convertible into the shares of the Company</u> ,
	laws and administrative regulations or	(6) for the purpose of maintaining the corporate
	approved by the relevant State authorities.	value and safeguarding the shareholders' interests
	approved by the relevant state authorntes.	of the listed company.
	Apart from the foregoing, the Company	or the liberal company.
	shall not purchase its own shares.	(7) other circumstances permitted by the laws and
	I I I I I I I I I I I I I I I I I I I	administrative regulations or approved by the relevant
	The Company shall deal with any	State authorities.
	repurchase of its issued and outstanding	
	shares in accordance with Articles 32 to 35.	Apart from the foregoing, the Company shall not
		purchase its own shares.
		The Company shall deal with any repurchase of its
		issued and outstanding shares in accordance with
		Articles 32 to 35.
2	Article 32	Article 32
	After the Company is approved by the	After the Company is approved by the relevant State
	relevant State authorities to repurchase its	authorities to repurchase its own shares, it may proceed
	own shares, it may proceed in any of the	in any of the following manners:
	following manners:	
	-	(1) offering to buy a same proportion of shares from all
	(1) offering to buy a same proportion of	of its shareholders;
	shares from all of its shareholders;	
		(2) repurchasing through open transactions on a
	(2) repurchasing through open transactions	securities exchange;
	on a securities exchange;	~
		(3) repurchasing by an agreement outside a securities
	(3) repurchasing by an agreement outside a	exchange;
	securities exchange;	

No.	Original Article	Revised Article
	(4) by any other means provided by laws	administrative regulations and approved by competent
	and administrative regulations and	securities regulatory authorities under the State
	approved by competent securities	Council.
	regulatory authorities under the State	
	Council.	For repurchase of the shares of the Company as
		provided in the above Item (3), (5) and (6) of Article
		31, it shall be conducted through open centralized
		trading.
3	Article 34	Article 34
	If the Company repurchases shares of the	If the Company repurchases shares of the Company
	Company due to reasons provided in	due to reasons provided in Articles 31 (1) to $(2)$ of
	Articles 31 (1) to (3) of these Articles of	these Articles of Association, such purchase shall be
	Association, such purchase shall be	approved by resolutions at the shareholders' meetings:
	approved by resolutions at the shareholders'	for repurchase of the shares of the Company as
	meetings.	provided in the above items (3), (5) and (6) of
		Article 31, it shall be approved by resolutions of the
	Where shares of the Company are	meeting of the board of directors attended by more
	repurchased in the circumstance described	than two thirds of the directors in accordance with
	in item (1) of Article 31 of these Articles of	the authorization of the shareholders' meeting.
	Association, the shares purchased shall be	me authorization of the shareholders' meeting.
	canceled within 10 days of the date of	Where shares of the Company are repurchased in the
	purchase; where shares of the Company are	circumstance described in item (1) of Article 31 of
	repurchased in the circumstances described	these Articles of Association, the shares purchased
	in item (2) or (4) of Article 31, the shares	shall be canceled within 10 days of the date of
	purchased shall be transferred or canceled	purchase; where shares of the Company are
	within six months.	repurchased in the circumstances described in item (2)
	within six months.	or (4) of Article 31, the shares purchased shall be
	Shares repurchased in line with Item (3) of	transferred or canceled within six months; for the
	Article 31 shall not exceed 5% of the total	<u>circumstances provided in the above items (3), (5)</u>
	number of issued shares of the Company;	and (6) of Article 31, the total number of shares
	the capital used for its repurchase shall	held by the Company shall not exceed 10% of the
	come from the after-tax profit of the	total issued shares of the Company and shall be
	Company; the repurchased shares shall be	transferred or cancelled within 3 years.
		transferred of cancelled within 5 years.
	transferred to the staff of the Company	In the event of shores concellation, the Company shall
	within 1 year.	In the event of shares cancellation, the Company shall apply to the original companies registry authority for
	In the event of shares cancellation, the	
		registration of the change in its registered capital.
	Company shall apply to the original	The aggregate per value of the series lied shores shall
	companies registry authority for registration	The aggregate par value of the cancelled shares shall
	of the change in its registered capital.	be deducted from the Company's registered capital.
	The economic non-value of the event lie 1	
	The aggregate par value of the cancelled	
	shares shall be deducted from the	
4	Company's registered capital.	
4	Article 61	Article 61
	The shareholders' meeting exercises the	The shareholders' meeting exercises the following
	following functions and powers:	functions and powers:
	(1) to decide on the business policies and	(1) to decide on the business policies and investment
	investment plans of the Company;	plans of the Company;

No.	Original Article	Revised Article
	(2) to elect and replace directors and	(2) to elect and replace directors and decide on the
	decide on the remuneration of directors;	remuneration of directors;
	<ul><li>(3) to elect and replace the supervisors not served by representatives of the employees of the Company and to</li></ul>	(3) to elect and replace the supervisors not served by representatives of the employees of the Company and to decide on the remuneration of supervisors;
	decide on the remuneration of supervisors;	<ul><li>(4) to examine and approve the report of the board of directors;</li></ul>
	<ul><li>(4) to examine and approve the report of the board of directors;</li></ul>	<ul><li>(5) to examine and approve the report of the supervisory board;</li></ul>
	(5) to examine and approve the report of the supervisory board;	<ul><li>(6) to examine and approve the Company's annual financial budgets and final account proposals (including the balance sheets, profit statements</li></ul>
	(6) to examine and approve the Company's annual financial budgets	and other financial statements);
	and final account proposals (including the balance sheets, profit statements and other financial statements);	<ul><li>(7) to examine and approve the Company's plans for profit distribution and making up losses;</li></ul>
	<ul><li>(7) to examine and approve the Company's plans for profit distribution and making up losses;</li></ul>	<ul> <li>(8) to pass resolutions on the increase or reduction of the Company's registered capital, the issue of any kind of shares, warrants and other similar securities;</li> </ul>
	(8) to pass resolutions on the increase or reduction of the Company's registered capital, the issue of any kind of shares, warrants and other similar securities;	<ul><li>(9) to pass resolutions on matters such as the merger, division, dissolution and liquidation of the Company or change of the corporate form of the Company;</li></ul>
	(9) to pass resolutions on matters such as the merger, division, dissolution and	<ul><li>(10) to pass resolutions on the issuance of corporate bonds by the Company;</li></ul>
	liquidation of the Company or change of the corporate form of the Company;	(11) to pass resolutions or make authorization on the Company's repurchase of its shares in
	(10) to pass resolutions on the issuance of corporate bonds by the Company;	accordance with Article 34;
	(11) to pass resolutions on any engagement, dismissal or non-renewal of	(12) to pass resolutions on any engagement, dismissal or non-renewal of engagement of an accounting firm;
	engagement of an accounting firm; (12) to amend these Articles of Association and its appendices, including the <i>Rules</i> of Procedures for the Shareholders' meeting, the <i>Rules of Procedures for</i> the Board of Directors and the <i>Rules of</i>	<ul> <li>(13) to amend these Articles of Association and its appendices, including the <i>Rules of Procedures for the Shareholders' meeting</i>, the <i>Rules of Procedures for the Board of Directors</i> and the <i>Rules of Procedures for the Supervisory Board</i>;</li> </ul>
	Procedures for the Supervisory Board;	(14) to examine proposals raised by the board of

No.	Original Article	Revised Article
		directors, the supervisory board or the
	(13) to examine proposals raised by the	shareholders holding 3% or more of the total
	board of directors, the supervisory	number of voting shares of the Company;
	board or the shareholders holding 3%	
	or more of the total number of voting	(15) to examine and approve the guarantee matters
	shares of the Company;	prescribed in Article 62 of these Articles of Association;
	(14) to examine and approve the guarantee	
	matters prescribed in Article 62 of these Articles of Association; (15) to examine matters relating to the	(16) to examine matters relating to the purchase or disposal of the Company's material assets within one year, which exceeds 30% of the Company's latest audited total assets;
	purchase or disposal of the Company's	······································
	material assets within one year, which exceeds 30% of the Company's latest audited total assets;	(17) to examine and approve matters relating to the change of use of the funds raised;
		(18) to examine share incentive plans; and
	(16) to examine and approve matters	(
	relating to the change of use of the funds raised;	(19) to decide on other matters which, according to the laws, administrative regulations, regulations of the competent authorities or these Articles of
	(17) to examine share incentive plans; and	Association and its appendices, need to be resolved by the shareholders' meeting.
	(18) to decide on other matters which, according to the laws, administrative regulations, regulations of the competent authorities or these Articles of Association and its appendices, need to be resolved by the shareholders' meeting.	
5	Article 128	Article 128
	Article 128 The shareholders' meeting shall not dismiss without reason a director from his position prior to the expiry of his term of office, but the shareholders' meeting may, subject to the provisions of the relevant laws and administrative regulations, dismiss a director whose term of office has not yet expired by an ordinary resolution (without prejudice to any potential claim which may be raised under any contract).	Article 128 <u>The shareholders' meeting may dismiss a director</u> <u>from his position prior to the expiry of his term of</u> <u>office</u> . The shareholders' meeting may, subject to the provisions of the relevant laws and administrative regulations, dismiss a director whose term of office has not yet expired by an ordinary resolution (without prejudice to any potential claim which may be raised under any contract). Article 135
6	Article 155 The board of directors shall be accountable to the shareholder's shareholders' meeting and shall exercise the following functions and powers:	Article 155 The board of directors shall be accountable to the shareholder's shareholders' meeting and shall exercise the following functions and powers:
		Other than the board of directors' resolutions in respect
	Other than the board of directors'	of the matters specified in sub-paragraphs (6), (7) and

No.	Original Article	Revised Article
	resolutions in respect of the matters	(12) of this Article which shall be passed by the
	specified in sub-paragraphs (6), (7) and (12)	affirmative votes of more than two thirds of all the
	of this Article which shall be passed by the	directors, resolutions in respect of all other matters
	affirmative votes of more than two thirds of	may be passed by the affirmative votes of over half of
	all the directors, resolutions in respect of all	the directors (matters specified in sub-paragraph (15)
	other matters may be passed by the	should be approved by more than two thirds of the
	affirmative votes of over half of the	directors attending the meeting).
	directors (matters specified in sub-	
	paragraph (15) should be approved by more	The board of directors of the Company shall set up
	than two thirds of the directors attending	special committees such as the Audit Committee,
	the meeting).	Strategy Committee, and Remuneration
		Committee. The special committees are responsible
		to the board of directors, and shall perform their
		duties in accordance with the Articles of
		Association and within the authorization of the
		board of directors, with their proposals submitted
		to the board of directors for consideration and
		approval. The special committees shall be composed
		of directors, among which, independent directors
		shall constitute the majority of the members of the
		Audit Committee and Remuneration Committee
		and serve as the convener, while the convener of the
		Audit Committee shall be an accounting
		professional. The board of directors is responsible
		for formulating the work procedures and
7	A	regulating the operation of the special committees.
7	Article 138	Article 138
	The board of directors shall determine the	The board of directors shall determine the extent of
	extent of authority for external investments,	authority for external investments, purchase or sale of
	purchase or sale of assets, mortgage of	assets, mortgage of assets, external guarantees,
	assets, external guarantees, entrusted wealth	entrusted wealth management and connected
	management and connected transactions of the Company, and establish strict	transactions of the Company, which shall be clearly provided in the Rules of Procedures for the Meeting
	procedures for examination and decision-	of the Board of Directors, and establish strict
	making in respect of the aforesaid matters.	procedures for examination and decision-making in
	For major investment projects, it shall	respect of the aforesaid matters. For major investment
	organize the relevant experts and	projects, it shall organize the relevant experts and
	professionals to conduct assessment of such	professionals to conduct assessment of such project
	project and submit the same to the	and submit the same to the shareholders' meeting for
	shareholders' meeting for approval.	approval.
8	Article 178	Article 178
0	A person holding positions other than	A person holding <b>administrative</b> positions other than
	directors in the Company's controlling	directors or <u>supervisors</u> in the Company's controlling
	shareholder or <i>de facto</i> controller shall not	shareholder or <i>de facto</i> controller shall not act as senior
	act as senior management personnel of the	management personnel of the Company.
	Company.	management personner of the company.
l	Company.	

## Proposed amendments to the appendices to the Articles of Association

No.	The original rules	The revised rules
1	Rule 9 The powers and authority of the	Rule 9 The powers and authority of the board of
	board of directors on asset disposals shall	directors on asset disposals shall include the following:
	include the following:	
		(i) When the Company acquires or sells assets, it has to
	(i) When the Company acquires or sells	take into account of the following 5 testing indices: 1.
	assets, it has to take into account of the	total asset ratio: the total amount of the assets in
	following 5 testing indices: 1. total asset	relation to the transaction (if both book value and
	ratio: the total amount of the assets in	valuation value exist, the higher one shall be applied)
	relation to the transaction (if both book	divided by the latest audited total asset value of the
	value and valuation value exist, the higher	Company; 2. transaction amount ratio: the transaction
	one shall be applied) divided by the latest	amount (taking into account of the assumed liabilities
	audited total asset value of the Company; 2.	and costs) of the acquired assets divided by the total
	transaction amount ratio: the transaction	amount of the latest audited net asset value of the
	amount (taking into account of the assumed	Company; 3. transaction net profit (loss) ratio: the
	liabilities and costs) of the acquired assets	absolute value of the net profit or loss relating to the
	divided by the total amount of the latest	assets of the transaction divided by the absolute value
	audited net asset value of the Company; 3.	of the audited net profit or loss of the Company for the
	transaction net profit (loss) ratio: the	preceding financial year; 4. revenue ratio: the revenue
	absolute value of the net profit or loss	for the preceding financial year relating to the subject
	relating to the assets of the transaction	matter of the transaction divided by the audited
	divided by the absolute value of the audited	revenue of the Company for the preceding financial
	net profit or loss of the Company for the	year; 5. object net profit (loss) ratio: the absolute value
	preceding financial year; 4. revenue ratio:	of the net profit or loss for the preceding financial year
	the revenue for the preceding financial year	relating to the object of the transaction divided by the
	relating to the subject matter of the	absolute value of the audited net profit or loss of the
	transaction divided by the audited revenue	Company for the preceding financial year.
	of the Company for the preceding financial	
	year; 5. object net profit (loss) ratio: the	The board of directors shall examine and approve
	absolute value of the net profit or loss for	projects with a ratio of less than 50 per cent according
	the preceding financial year relating to the	to all the above 5 testing indices. The chairman of the
	object of the transaction divided by the	board of directors is authorised to examine and
	absolute value of the audited net profit or	approve projects with a ratio of less than 10 per cent
	loss of the Company for the preceding	according to all the above 5 testing indices.
	financial year.	
		(ii) In disposing of fixed assets, where the aggregate
	The board of directors shall examine and	amount of the expected value of the fixed assets to be
1		

## 1. Amendments to the Rules of Procedure for the Board of Directors

disposed of and the value of the fixed assets having

approve projects with a ratio of less than 50

No.	The original rules	The revised rules
	per cent according to all the above 5 testing	been disposed of in the four months prior to such
	indices. The chairman of the board of	proposed disposal does not exceed 33 per cent of the
	directors is authorised to examine and	value of the fixed assets as shown in the latest balance
	approve projects with a ratio of less than 10	sheet examined by the shareholders' general meeting,
	per cent according to all the above 5 testing	the board of directors shall examine and approve such
	indices.	disposal, and the Chairman of the board of directors is
		authorised to examine and approve those fixed asset
	(ii) In disposing of fixed assets, where the	disposals of less than 10 per cent.
	aggregate amount of the expected value of	
	the fixed assets to be disposed of and the	Notwithstanding the above, matters relating to the
	value of the fixed assets having been	purchase or disposal of the Company's material
	disposed of in the four months prior to such	assets within one year, which exceeds 30% of the
	proposed disposal does not exceed 33 per	Company's latest audited total assets shall be
	cent of the value of the fixed assets as	submitted to the shareholders' meeting for
	shown in the latest balance sheet examined	consideration in accordance with the provisions of
	by the shareholders' general meeting, the	the Articles of Association.
	board of directors shall examine and	
	approve such disposal, and the Chairman of	
	the board of directors is authorised to	
	examine and approve those fixed asset	
	disposals of less than 10 per cent.	

2. Amendments to the Rules of Procedure for the Shareholders' Meeting

No.	The original rules	The revised rules
1	Rule 6 The shareholders' meeting exercises the following functions and powers:	Rule 6 The shareholders' meeting exercises the following functions and powers:
	<ul><li>(i) to decide on the business policies and investment plans of the Company;</li></ul>	<ul><li>(i) to decide on the business policies and investment plans of the Company;</li></ul>
	<ul><li>(ii) to elect and replace directors and decide on the remuneration of directors;</li></ul>	<ul><li>(ii) to elect and replace directors and decide on the remuneration of directors;</li></ul>
	<ul><li>(iii) to elect and replace the supervisors not served by representatives of the employees of the Company and to</li></ul>	<ul><li>(iii) to elect and replace the supervisors not served by representatives of the employees of the Company and to decide on the remuneration of supervisors;</li></ul>
	decide on the remuneration of supervisors;	<ul><li>(iv) to examine and approve the report of the board of directors;</li></ul>
	(iv) to examine and approve the report of	(v) to examine and approve the report of the

No.	The original rules	The revised rules
	the board of directors;	supervisory board;
	<ul> <li>(v) to examine and approve the report of the supervisory board;</li> <li>(vi) to examine and approve the Company's annual financial budgets and final account proposals (including the balance sheets, profit statements)</li> </ul>	<ul> <li>(vi) to examine and approve the Company's annual financial budgets and final account proposals (including the balance sheets, profit statements and other financial statements);</li> <li>(vii) to examine and approve the Company's plans for profit distribution and making up losses;</li> </ul>
	and other financial statements); (vii)to examine and approve the Company's plans for profit distribution and making up losses;	<ul> <li>(viii) to pass resolutions on the increase or reduction of the Company's registered capital, the issue of any kind of shares, warrants and other similar securities;</li> </ul>
	<ul> <li>(viii) to pass resolutions on the increase or reduction of the Company's registered capital, the issue of any kind of shares, warrants and other similar securities;</li> </ul>	<ul> <li>(ix) to pass resolutions on matters such as the merger, division, dissolution and liquidation of the Company or change of the corporate form of the Company;</li> </ul>
	<ul><li>(ix) to pass resolutions on matters such as the merger, division, dissolution and liquidation of the Company or change of the corporate form of the Company;</li></ul>	<ul> <li>(x) to pass resolutions on the issuance of corporate bonds by the Company;</li> <li>(xi) to pass resolutions or make authorization on the Company's repurchase of its shares in</li> </ul>
	<ul><li>(x) to pass resolutions on the issuance of corporate bonds by the Company;</li><li>(xi) to pass resolutions on any angegement</li></ul>	accordance with Article 34; (xii)to pass resolutions on any engagement, dismissal or non-renewal of engagement of an accounting
	<ul> <li>(xi) to pass resolutions on any engagement, dismissal or non-renewal of engagement of an accounting firm;</li> <li>(xii) to amend these Articles of Association</li> </ul>	<ul> <li>firm;</li> <li>(xiii) to amend these Articles of Association and its appendices, including the Rules of Procedures for the Shareholders' meeting, the Rules of Procedures</li> </ul>
	and its appendices, including the <i>Rules</i> of <i>Procedures for the Shareholders'</i> meeting, the <i>Rules of Procedures for</i> the Board of Directors and the <i>Rules of</i> <i>Procedures for the Supervisory Board</i> ;	for the Board of Directors and the Rules of Procedures for the Supervisory Board; (xiv) to examine proposals raised by the board of
	<ul><li>(xiii) to examine proposals raised by the board of directors, the supervisory board or the shareholders holding 3%</li></ul>	directors, the supervisory board or the shareholders holding 3% or more of the total number of voting shares of the Company;
	or more of the total number of voting shares of the Company;	(xv) to examine and approve the guarantee matters prescribed in Article 61 of these Articles of Association;
	(xiv) to examine and approve the guarantee matters prescribed in Article 61 of these Articles of Association;	<ul><li>(xvi) to examine matters relating to the purchase or disposal of the Company's material assets within one year, which exceeds 30% of the Company's</li></ul>

No.	The original rules	The revised rules
	<ul> <li>(xv) to examine matters relating to the purchase or disposal of the Company's material assets within one year, which exceeds 30% of the Company's latest audited total assets;</li> <li>(xvi) to examine and approve matters relating to the change of use of the</li> </ul>	<ul> <li>latest audited total assets;</li> <li>(xvii) to examine and approve matters relating to the change of use of the funds raised;</li> <li>(xviii) to examine share incentive plans; and</li> <li>(xix) to decide on other matters which, according to the laws, administrative regulations, regulations of</li> </ul>
	<ul><li>(xvii) to examine share incentive plans; and</li></ul>	the competent authorities or these Articles of Association and its appendices, need to be resolved by the shareholders' meeting.
	(xviii) to decide on other matters which, according to the laws, administrative regulations, regulations of the competent authorities or these Articles of Association and its appendices, need to be resolved by the shareholders' meeting.	

The proposed amendments to Articles of Association and its appendices, including the Rules of Procedure for the Shareholders' Meeting and the Rules of Procedure for the Board of Directors are subject to, and shall take effect only upon, the passing of a special resolution at the first extraordinary general meeting for 2019 of the Company (the "**EGM**"). The notice and circular of EGM will be dispatched to the H shareholders of the Company in due course.

By Order of the Board *Li Honghai Company Secretary* 

Beijing, the PRC, 19 September 2019

As at the date of this announcement, the Board of Directors comprises Mr. Liu Zhongyun+, Mr. Chen Xikun#, Mr. Yuan Jianqiang#, Mr. Lu Baoping+, Mr. Fan Zhonghai+, Mr. Wei Ran+, Mr. Xiao Yi+, Ms. Jiang Bo\*, Mr. Pan

Ying\*, Mr. Chen Weidong\* and Mr. Dong Xiucheng\*.

+ Non-Executive Director

# Executive Director

\* Independent Non-Executive Director