

**Terms of References of Nomination Committee
under the Board of Directors of
Sinopec Oilfield Service Corporation**

**Reviewed and adopted by the 8th Meeting of the 10th Session of the Board
on 29 March 2022**

**Reviewed and adopted by the 19th Meeting of the 10th Session of the Board
on 26 March 2024**

Chapter 1 General Provisions

Article 1 In order to clarify the composition and duties of the Nomination Committee for the Board of Directors of Sinopec Oilfield Service Corporation (the “**Company**”) and regulate the working procedures, these terms of references (the “**Terms of References**”) are hereby formulated in combination with the Company’s practical situation and in accordance with the relevant provisions of *Articles of Association of Sinopec Oilfield Service Corporation* (the “**Articles of Association**”) and the *Code of Corporate Governance for Listed Companies* of China Securities Regulatory Commission and relevant laws, regulations, normative documents and the securities regulations of the listed jurisdictions of the Company.

Article 2 The Nomination Committee is a special committee under the Board of Directors of the Company (the “**Board**”) and is responsible to the Board.

Chapter 2 Composition of the Nomination Committee

Article 3 The Nomination Committee shall consist of at least three (3) directors, and independent directors shall be in the majority. There shall be one (1) chairman of the Nomination Committee, who shall take charge of the work of the Nomination Committee. The chairman shall be an independent director designated by the Board.

The office of the Nomination Committee shall be in the Human Resources Department of the Company, which shall take charge of the relevant detailed matters of the Nomination Committee.

Article 4 The members of the Nomination Committee shall be nominated by the chairman of the Board, more than half of the independent directors or more than one third of all the directors, and shall be appointed by the Board.

Article 5 The term of a member of the Nomination Committee shall be concurrent with the term of a director. If a member ceases to be a director of the Company during the term, such member shall in the meantime cease to be a member, and the Company shall make up the number in accordance with Articles 3 and 4 above, if necessary.

Article 6 A member of the Nomination Committee may apply to the Board for resignation before the term expires, and the resignation report shall make necessary

explanations on the reason for resignation and the matters which require the attention of the Board of the Company. Where the number of members falls below the number required by these Terms of References, the Board shall make up the number in accordance with Articles 3 and 4 above, if necessary.

Article 7 The Nomination Committee may appoint a consulting member where necessary, who shall provide consulting opinions to the Nomination Committee as required by the Nomination Committee.

Chapter 3 Responsibilities and Duties of the Nomination Committee

Article 8 The responsibilities and duties of the Nomination Committee shall be:

1. To review, study and determine at least once every year the structure, number of members and composition (including the skills, knowledge, experience and diversity) of the Board based on the Company's operation activities, asset scale and shareholding structure, and to make recommendations on any proposed changes to the Board to complement the Company's corporate strategy;

2. To study the standards and procedures for selection of directors and senior management

Personnel (including issues on appointment, removal, employment and dismissal), and make suggestions to the Board; the "senior management personnel" referred to herein means the general manager, deputy general manager, chief accountant, Board secretary, Company secretary and other persons determined by the Board;

3. To identify extensively the qualified candidates from talent markets both overseas and domestic, and inside the Company, to examine the candidates for directors, general manager, deputy general manager as nominated by the general manager, chief accountant and Board secretary and Company secretary as nominated by the chairman of the Board, and to make suggestions to the Board;

4. To assess the independence of independent directors;

5. To examine the independent director candidates' office qualifications and form specific examination opinions thereon;

6. To make recommendations to the Board on the appointment or reappointment of directors and succession planning for directors;

7. Other matters authorized by the Board;

8. Other responsibilities and duties delegated by securities regulatory authorities of the listed jurisdictions of the Company.

The Nomination Committee shall report to the Board, and its proposals shall be submitted to the Board for review and determination.

The costs of the Nomination Committee shall be charged under the budget of the Company. The Nomination Committee shall have the right to engage professional institutions for professional opinions during the performance of their duties, with reasonable costs incurred to be borne by the Company. The Nomination Committee shall investigate the history and background of such professional institutions engaged by it, making sure of the fairness and impartiality of the opinions formed by such professional institutions, without detriment to the interests of the Company. The institutions so engaged shall enter into a non-disclosure agreement with the Company.

The senior management personnel of the Company and the relevant authorities shall take a cooperative and supporting attitude to the Nomination Committee, and provide relevant information and active cooperation for the work of the Nomination Committee.

Article 9 The chairman of the Nomination Committee shall perform the following responsibilities and duties:

1. To convene and preside over the meetings of the Nomination Committee;
2. To take charge of the day-to-day operation of the Nomination Committee;
3. To review, determine and sign the reports of the Nomination Committee and other important documents;
4. To organize the inspection of how the opinions and suggestions of the Nomination Committee adopted by the Board are implemented;
5. To report work to the Board on behalf of the Nomination Committee;
6. Other duties to be performed by the chairman of the Nomination Committee.

If the chairman of the Nomination Committee is unable or fails to perform his/her duties, more than half of the members may jointly propose a member as an independent director to take his/her place in the performance of such duties.

Chapter 4 Working Mode and Procedures of the Nomination Committee

Article 10 The Nomination Committee has the following nomination procedures for directors and senior management personnel:

1. To communicate actively with the Company's relevant departments, examine the Company's needs for directors and senior management personnel, and formulate written materials, based on the Company's development needs;

2. To collect extensively the candidates for directors and senior management personnel from multiple channels, based on the needs for relevant positions;
3. To listen to the Party organization for their suggestions on the nominated candidates;
4. To collect information on the initial candidates' professions, educational background, title, detailed working experience, all part-time jobs, etc., and formulate written materials;
5. To ask for agreement from the candidates on the nomination of directors and senior management personnel by relevant institutions or personnel, or they will not be candidates for directors and senior management personnel;
6. To hold meetings of the Nomination Committee, and examine the qualifications of the candidates, based on the conditions for taking the positions of the directors and senior management personnel;
7. To propose to the Board the suggestions on candidates and provide relevant information;
8. To follow up other work based on the decision and feedback from the Board.

Article 11 A meeting of the Nomination Committee shall be proposed by the chairman or two or more members, and shall be convened promptly when necessary. If, in the course of performing his or her duties, an independent director identifies any material matter of the Company which falls within the scope of duties of the Nomination Committee, he or she may promptly request the Nomination Committee to conduct discussion and deliberation under the relevant procedures.

Article 12 The chairman of the Nomination Committee shall convene the meeting and issue the meeting notice; the meeting notice and the meeting materials shall be delivered to all the members at least 3 days before the meeting. Upon unanimous consent of the members, the above said period of notice may be waived.

Article 13 In principle, the Nomination Committee shall convene in-person meetings. On the premise that all the directors attending the meeting can fully communicate with each other and express their opinions, the meeting may be convened by video, telephone, or other means under the relevant procedures, if necessary.

Article 14 The members of the Nomination Committee shall attend the meeting in person.

Where a member is unable to attend a meeting in person for whatever reason, such member should review the meeting materials in advance, form specific opinions, submit a power of attorney signed by him/her, and entrust another member to attend such meeting on his/her behalf. An independent director who is unable to attend a meeting of the Nomination Committee in person shall authorize another independent director to attend the meeting on his or her behalf in accordance with the foregoing provisions. Such power of attorney shall be submitted no later than the time of voting at the meeting. The power of attorney shall indicate the scope and duration of the delegation. Each member may accept the delegation by no more than one member.

The meeting of the Nomination Committee may invite the Company's directors, supervisors and senior management personnel to attend the meeting without voting rights when necessary.

Article 15 The meeting of the Nomination Committee shall be presided by the chairman; where the chairman is unable or fails to perform his/her duties, more than half of the members may jointly propose a member as an independent director to take his/her place in the convention of such meeting.

The meeting of the Nomination Committee may be held only if attended by more than half of all the members (including the members delegating other members to attend the meeting with a written power of attorney), the resolutions or opinions of the Nomination Committee shall be valid only if adopted by more than half of the members present at the meeting, and the relevant resolutions and opinions shall be signed by the members present at the meeting. Each member shall have one vote, and in case of a tie vote between the affirmative and the negative, the chairman of the Nomination Committee shall have a casting vote.

Article 16 The ways of voting at the meeting of the Nomination Committee include a show of hands, ballots and telecommunication.

Article 17 When the meeting of the Nomination Committee discusses any matter in which a member is personally interested, such member shall withdraw from the meeting.

Article 18 Any member of the Nomination Committee who shall cease his/her duty or shall be dismissed according to the regulatory rules of the listed jurisdictions of the Company, but have not done so, or have not been, his/her participation and voting at any Nomination Committee meeting shall be invalid and not counted towards the attendance.

Article 19 A resolution or opinion adopted by the meeting of the Nomination Committee shall be reported to the Board in written form.

Article 20 The Nomination Committee shall keep minutes of its meetings and the opinions of independent directors in the minutes, which shall be signed by the Nomination Committee members present at the meeting.

Article 21 The administrative body of the Nomination Committee shall be responsible for preparing and maintaining all the meeting documents and materials, which shall be kept for at least ten years.

Article 22 Apart from reporting to the Board as required by these Terms of References, the members present at the meeting and other personnel attending the meeting without voting rights shall be liable to keep in confidence the matters discussed at the meeting and shall not disclose the relevant information without proper authorization.

Chapter 5 Miscellaneous

Article 23 The Nomination Committee shall be responsible for explaining these Terms of References.

Article 24 Any reference to “more than” or “at least” in these Terms of References shall include the number that follows; any reference to “less than” or “below” shall not include the number that follows.

Article 25 Where any matters not mentioned in the Terms of References or conflict with the laws, administrative rules, other relevant normative documents and the securities regulatory rules of the listed jurisdictions of the Company promulgated from time to time, such laws, administrative rules, other relevant normative documents and the securities regulatory rules of the listed jurisdictions of the Company shall prevail.

Article 26 The preparation of these Terms of References and the amendments hereto shall take effect upon approval by the Board.