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## **Sinopec Oilfield Service Corporation**

*(a joint stock limited company established in the People's Republic of China)*

**(Stock code: 1033)**

### **ANNOUNCEMENT OF RESOLUTIONS PASSED AT**

### **THE FIRST H SHAREHOLDER CLASS MEETING FOR 2016**

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.

#### **Important Notes:**

- There was no rejection or amendment to the resolutions;
- There was no amendment to resolutions duly passed at the previous general meeting.

#### **I. Convening and Attendance of the Meeting**

The First H Shareholders Class Meeting for 2016 (the “**H Shareholders Class Meeting**”) of Sinopec Oilfield Service Corporation (the “**Company**”) was held on 25 October 2016 following the First A Shareholder Class Meeting for 2016 at Meeting Room 6, the Third Floor of Kun Tai Royal Hotel B12 Chaowai Street, Chaoyang District, Beijing, the People’s Republic of China (the “**PRC**”). Unless otherwise stated, all capitalized terms and conditions used herein have the same meaning as those defined in the circular dated 27 September 2016 published by the Company.

As at the share registration date (23 September 2016), a total of 2,100,000,000 shares of the Company entitled the shareholders to attend and vote in favor or against the resolutions at the H Shareholders Class Meeting. No shareholders of the Company who was entitled to attend the H Shareholders Class Meeting was require to abstain from voting in favor pursuant to Rule 13.40 of the Rules Governing the Listing of

Securities on The Stock Exchange of Hong Kong Limited (the “**Hong Kong Listing Rules**”), nor was required to abstain from voting under the Hong Kong Listing Rules.

The attendance of the H Shareholders Class Meeting:

1. Numbers of H shareholders and authorized proxies attending the H Shareholders Class Meeting	1
2. Total number of H shares with voting rights held by the attending shareholders or proxies (Shares)	148,294,430
3. Percentage of H shares with voting rights held by the attending shareholders or proxies against the total issued H shares of the Company with voting rights (%)	7.062%

The H Shareholders Class Meeting was convened by the board of the directors (the “**Board**”) of the Company and Mr. Jiao Fangzheng, Chairman of the Company, presided over the Meeting. The Board has eight directors, seven of whom attended the Meeting. Mr. Sun Qingde, Mr. Zhou Shiliang, Mr. Li Lianwu and Mr. Zhang Hong, directors of the Company, Ms. Jiang Bo and Mr. Pan Ying, independent non-executive directors of the Company, attended the Meeting. Mr. Zhang Huaqiao, independent non-executive directors of the Company, did not attend the Meeting due to other business engagements. The Supervisory Committee of the Company has seven supervisors, five of whom attended the Meeting. Mr. Hu Guoqiang, Chairman of Supervisory Committee of the Company, Mr. Zou Huiping, Mr. Du Jiangbo, Ms. Zhang Qin and Mr. Cong Peixin , supervisor of the Company, attended the Meeting. Mr. Xu Weihua and Mr. Du Guangyi, supervisor of the Company, did not attend the Meeting due to other business engagements. Mr. Zhang Yongjie, Mr. Lu Baoping, Mr. Liu Rushan, Mr. Huang Songwei, deputy general managers of the Company, Mr. Wang Hongchen, chief financial officer, and Mr. Li Honghai, secretary of the Board, attended the Meeting. The procedures of convening and holding of the H Shareholders Class Meeting, and the voting procedures at the H Shareholders Class Meeting complied with the relevant regulations of the PRC Company Law and the articles of association of the Company (“**Articles of Association**”).

## II. Voting Results of Resolutions

The following resolutions were considered and approved at the H Shareholders Class Meeting by way of poll. Resolutions were considered and passed by way of special resolutions.

Poll results of resolutions are as follows (the percentages of shares voted in favor or against in the table below refers to the proportion of shares voted in favor or against by the shareholders (or their proxies) accounting for the total voting shares held by the shareholders (or their proxies) attending the H Shareholders Class Meeting (i.e. shares voted in favor + shares voted against)):

1.00 the Sinopec Oilfield Service Corporation A Share Option Scheme (Amended Draft)

1.01 the basis for determining the Participants and the scope of the Participants;

Result: approved

Voting details:

Type of the shareholders	Voted in Favor		Voted Against	
	Votes (Shares)	Percentage (%)	Votes (Shares)	Percentage (%)
H Share	132, 882, 453	89. 607	15, 411, 977	10. 393

1.02 the source and number of the Underlying Shares.

Result: approved

Voting details:

Type of the shareholders	Voted in Favor		Voted Against	
	Votes (Shares)	Percentage (%)	Votes (Shares)	Percentage (%)
H Share	132, 882, 453	89. 607	15, 411, 977	10. 393

1.03 the Validity Period, the Grant Date, the vesting period, the exercise arrangements and the lock-up provisions under the Scheme;

Result: approved

Voting details:

Type of the shareholders	Voted in Favor		Voted Against	
	Votes (Shares)	Percentage (%)	Votes (Shares)	Percentage (%)
H Share	132, 882, 453	89. 607	15, 411, 977	10. 393

1.04 the Exercise Price of the Share Options and the basis of determination;

Result: approved

Voting details:

Type of the shareholders	Voted in Favor		Voted Against	
	Votes (Shares)	Percentage (%)	Votes (Shares)	Percentage (%)
H Share	132, 882, 453	89. 607	15, 411, 977	10. 393

1.05 the conditions of the Grant and the exercise of the Share Options;

Result: approved

Voting details:

Type of the shareholders	Voted in Favor		Voted Against	
	Votes (Shares)	Percentage (%)	Votes (Shares)	Percentage (%)
H Share	132, 882, 453	89. 607	15, 411, 977	10. 393

1.06 the mechanism and procedures for adjusting the number and the Exercise Price of the Share Options;

Result: approved

Voting details:

Type of the shareholders	Voted in Favor		Voted Against	
	Votes (Shares)	Percentage (%)	Votes (Shares)	Percentage (%)
H Share	132, 882, 453	89. 607	15, 411, 977	10. 393

1.07 the accounting policies for the Share Options;

Result: approved

Voting details:

Type of the shareholders	Voted in Favor		Voted Against	
	Votes (Shares)	Percentage (%)	Votes (Shares)	Percentage (%)
H Share	132, 882, 453	89. 607	15, 411, 977	10. 393

1.08 the procedures of the Proposed Grant and the exercise of the Share Options;

Result: approved

Voting details:

Type of the shareholders	Voted in Favor		Voted Against	
	Votes (Shares)	Percentage (%)	Votes (Shares)	Percentage (%)
H Share	132, 882, 453	89. 607	15, 411, 977	10. 393

1.09 the respective rights and obligations of the Company and the Participants;

Result: approved

Voting details:

Type of the shareholders	Voted in Favor		Voted Against	
	Votes	Percentage	Votes	Percentage

	(Shares)	(%)	(Shares)	(%)
H Share	132, 882, 453	89. 607	15, 411, 977	10. 393

1.10 the solutions for special circumstances;

Result: approved

Voting details:

Type of the shareholders	Voted in Favor		Voted Against	
	Votes (Shares)	Percentage (%)	Votes (Shares)	Percentage (%)
H Share	132, 882, 453	89. 607	15, 411, 977	10. 393

1.11 the amendments and termination of the Share Option Scheme;

Result: approved

Voting details:

Type of the shareholders	Voted in Favor		Voted Against	
	Votes (Shares)	Percentage (%)	Votes (Shares)	Percentage (%)
H Share	132, 882, 453	89. 607	15, 411, 977	10. 393

1.12 the dispute resolution mechanism between the Company and the Participants.

Result: approved

Voting details:

Type of the shareholders	Voted in Favor		Voted Against	
	Votes (Shares)	Percentage (%)	Votes (Shares)	Percentage (%)
H Share	132, 882, 453	89. 607	15, 411, 977	10. 393

2. the Administrative Measures on the Sinopec Oilfield Service Corporation A Share Option Incentive Scheme (Amended Draft).

Result: approved

Voting details:

Type of the shareholders	Voted in Favor		Voted Against	
	Votes (Shares)	Percentage (%)	Votes (Shares)	Percentage (%)
H Share	132, 882, 453	89. 607	15, 411, 977	10. 393

3. the Administrative Measures for Appraisal under the Sinopec Oilfield Service Corporation A Share Option Incentive Scheme (Draft).

Result: approved

Voting details:

Type of the shareholders	Voted in Favor		Voted Against	
	Votes (Shares)	Percentage (%)	Votes (Shares)	Percentage (%)
H Share	132, 882, 453	89. 607	15, 411, 977	10. 393

4. the Board is hereby authorized to deal with all matters in relation to the Share Option Scheme of the Company.

Result: approved

Voting details:

Type of the shareholders	Voted in Favor		Voted Against	
	Votes (Shares)	Percentage (%)	Votes (Shares)	Percentage (%)
H Share	132, 882, 453	89. 607	15, 411, 977	10. 393

The above resolutions were considered and approved at H Shareholders Class Meeting. The Company had appointed its international auditor Grant Thornton Hong Kong Limited as the scrutineer of the Meeting to monitor the whole counting procedures of the votes. The Company has complied with the voting instructions stipulated by HKSCC Nominees Limited.

### III. Lawyer’s certification

As certified by and stated in the legal opinion (the “**Legal Opinion**”) issued by Mr. Gao Wei and Mr. Xu Qifei of the Company’s legal advisors as to the PRC law, Haiwen & Partners (Beijing City), “the procedures of convening of and holding the H Shareholders Class Meeting, the voting procedures at the H Shareholders Class Meeting, the qualification of the convener, and the eligibility of shareholders or proxies attending the H Shareholders Class Meeting were in compliance with the provisions of the relevant laws and the Articles of Association. As a result, the voting results of the H Shareholders Class Meeting are legally valid”.

### IV. Documents available for inspection

(1) Resolutions passed at the H Shareholders Class Meeting signed by directors of the Company and secretary of the Board with the Company’s seal affixed thereon; and

(2) The Legal Opinion.

By Order of the Board  
Mr. Li Honghai  
*Company Secretary*

Beijing, PRC, 25 October 2016

*As at the date of this announcement, the Board of Directors comprises Mr. Jiao Fangzheng<sup>+</sup>, Mr. Sun Qingde<sup>#</sup>, Mr. Zhou Shiliang<sup>#</sup>, Mr. Li Lianwu<sup>+</sup>, Mr. Zhang Hong<sup>+</sup>, Ms. Jiang Bo<sup>\*</sup>, Mr. Zhang Huaqiao<sup>\*</sup> and Mr. Pan Ying<sup>\*</sup>.*

*+ Non-Executive Director*

*# Executive Director*

*\* Independent Non-Executive Director*