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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 2017**

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 2017 (the “**H Shareholders Class Meeting**” or “**Meeting**”) of Sinopec Oilfield Service Corporation (the “**Company**”) was held on 16 November 2017 following the First A Shareholder Class Meeting for 2017 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 18 October 2017 published by the Company.

As at the share registration date (9 October 2017), 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 required 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)	234,830,172
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 (%)	11.18%

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 seven directors, five of whom attended the Meeting. Mr. Jiao Fangzheng, Mr. Sun Qingde, Mr. Zhou Shiliang, directors of the Company, Ms. Jiang Bo and Mr. Pan Ying, independent non-executive directors of the Company, attended the Meeting. Mr. Li Lianwu, director of the Company and 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 six supervisors, three of whom attended the Meeting. Mr. Li Wei, Chairman of Supervisory Committee of the Company, Mr. Du Jiangbo and Ms. Zhang Qin, supervisor of the Company, attended the Meeting. Mr. Zou Huiping, Mr. Zhang Hongshan and Mr. Huang Songwei, supervisor of the Company, did not attend the Meeting due to other business engagements. Mr. Chen Xikun, executive deputy general manager of the Company, Mr. Zhang Yongjie, deputy general managers of the Company, Mr. Li Tian, chief financial officer, and Mr. Li Honghai, secretary of the Board, attended the Meeting. The procedures of convening and holding of the Meeting, and the voting procedures at the 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. To consider and approve the resolution in relation to the proposal for non-public issuance of A Shares and H Shares by the Company

1.01 Class and par value of shares to be issued

Result: approved

Voting details:

Type of the shareholders	Voted in Favor		Voted Against	
	Votes (Shares)	Percentage (%)	Votes (Shares)	Percentage (%)
H Share	228,676,447	97.379%	6,153,725	2.621%

1.02 Methods of issuance

Result: approved

Voting details:

Type of the shareholders	Voted in Favor		Voted Against	
	Votes (Shares)	Percentage (%)	Votes (Shares)	Percentage (%)
H Share	228,676,447	97.379%	6,153,725	2.621%

1.03 Subscribers

Result: approved

Voting details:

Type of the shareholders	Voted in Favor		Voted Against	
	Votes (Shares)	Percentage (%)	Votes (Shares)	Percentage (%)
H Share	228,676,447	97.379%	6,153,725	2.621%

1.04 Method of subscription

Result: approved

Voting details:

Type of the shareholders	Voted in Favor		Voted Against	
	Votes (Shares)	Percentage (%)	Votes (Shares)	Percentage (%)
H Share	228,676,447	97.379%	6,153,725	2.621%

1.05 Issue price and pricing policy

Result: approved

Voting details:

Type of the shareholders	Voted in Favor		Voted Against	
	Votes (Shares)	Percentage (%)	Votes (Shares)	Percentage (%)
H Share	228,676,447	97.379%	6,153,725	2.621%

1.06 Number of shares to be issued

Result: approved

Voting details:

Type of the shareholders	Voted in Favor		Voted Against	
	Votes (Shares)	Percentage (%)	Votes (Shares)	Percentage (%)
H Share	228,676,447	97.379%	6,153,725	2.621%

1.07 Total proceeds to be raised and use of proceeds

Result: approved

Voting details:

Type of the shareholders	Voted in Favor		Voted Against	
	Votes (Shares)	Percentage (%)	Votes (Shares)	Percentage (%)
H Share	228,676,447	97.379%	6,153,725	2.621%

1.08 Lock-up period and place of listing

Result: approved

Voting details:

Type of the shareholders	Voted in Favor		Voted Against	
	Votes (Shares)	Percentage (%)	Votes (Shares)	Percentage (%)
H Share	228,676,447	97.379%	6,153,725	2.621%

1.09 Arrangement for the accumulated profits prior to the non-public issuance of Share

Result: approved

Voting details:

Type of the shareholders	Voted in Favor		Voted Against	
	Votes (Shares)	Percentage (%)	Votes (Shares)	Percentage (%)
H Share	228,676,447	97.379%	6,153,725	2.621%

1.10 Relationship between the non-public issuance of A Shares and non-public issuance of H Shares

Result: approved

Voting details:

Type of the shareholders	Voted in Favor		Voted Against	
	Votes (Shares)	Percentage (%)	Votes (Shares)	Percentage (%)
H Share	228,676,447	97.379%	6,153,725	2.621%

1.11 The effective period for the resolution on the non-public issuance of Shares

Result: approved

Voting details:

Type of the shareholders	Voted in Favor		Voted Against	
	Votes (Shares)	Percentage (%)	Votes (Shares)	Percentage (%)
H Share	228,676,447	97.379%	6,153,725	2.621%

2. To consider and approve the resolution on execution of the conditional subscription agreements for the non-public issuance of Shares between the Company and specific targets and the transactions contemplated thereunder

Result: approved

Voting details:

Type of the shareholders	Voted in Favor		Voted Against	
	Votes (Shares)	Percentage (%)	Votes (Shares)	Percentage (%)
H Share	228,676,447	97.379%	6,153,725	2.621%

3. To consider and approve the resolution in relation to the connected transactions contemplated under the non-public issuance of Shares

Result: approved

Voting details:

Type of the shareholders	Voted in Favor		Voted Against	
	Votes (Shares)	Percentage (%)	Votes (Shares)	Percentage (%)
H Share	228,676,447	97.379%	6,153,725	2.621%

4. To consider and approve the resolution on proposal for non-public issuance of A

Shares

Result: approved

Voting details:

Type of the shareholders	Voted in Favor		Voted Against	
	Votes (Shares)	Percentage (%)	Votes (Shares)	Percentage (%)
H Share	228,676,447	97.379%	6,153,725	2.621%

5. To consider and approve the resolution on the feasibility report on the use of proceeds from the non-public issuance of A Shares

Result: approved

Voting details:

Type of the shareholders	Voted in Favor		Voted Against	
	Votes (Shares)	Percentage (%)	Votes (Shares)	Percentage (%)
H Share	228,676,447	97.379%	6,153,725	2.621%

6. To consider and approve the resolution in relation to the authorisation to the Board and/or relevant directors authorised by the Board to complete matters relating to the non-public issuance of A Shares and H Shares

Result: approved

Voting details:

Type of the shareholders	Voted in Favor		Voted Against	
	Votes (Shares)	Percentage (%)	Votes (Shares)	Percentage (%)
H Share	228,676,447	97.379%	6,153,725	2.621%

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, 16 November 2017

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

*+ Non-Executive Director*

*# Executive Director*

*\* Independent Non-Executive Director*