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**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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**If you are in any doubt** as to any aspect of this circular or as to the action to be taken, you should consult your licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

**If you have sold or transferred** all your shares in China Oilfield Services Limited, you should at once hand this circular, together with the enclosed proxy form, to the purchaser or transferee or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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The logo for COSL, consisting of the letters 'C', 'O', 'S', and 'L' in a bold, sans-serif font. The 'C' and 'O' are blue, the 'S' is red, and the 'L' is blue.

**中海油田服务股份有限公司**  
**China Oilfield Services Limited**

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

**(Stock Code: 2883)**

**PROPOSED APPOINTMENT OF SUPERVISOR  
AND  
NOTICE OF 2024 FIRST EXTRAORDINARY GENERAL MEETING**

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A letter from the Board is set out on pages 3 to 5 of this Circular.

A notice convening the 2024 First EGM to be held at Room 311, Main Building of COSL, 201 Haiyou Avenue, Yanjiao Economic & Technological Development Zone, Sanhe City, Hebei Province, the PRC on Tuesday, 19 March 2024 at 10:00 a.m. is set out on pages 6 to 8 of this circular.

The proxy form for use at the said meeting are enclosed herewith.

Shareholders who intend to appoint a proxy to attend the meeting are requested to complete the proxy form in accordance with the instructions printed thereon. The proxy form shall be lodged with the registrar of H Shares of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event not less than 24 hours before the time appointed for the holding of the relevant meeting or any adjournment thereof (as the case may be). Completion and return of the proxy form will not prevent you from attending and voting in person at the meeting or any adjournment thereof should you so wish.

28 February 2024

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## DEFINITIONS

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*In this circular, the following expressions shall have the meanings set out below unless the context requires otherwise:*

“A Share(s)”	domestic share(s) of nominal value of RMB1.00 each in the share capital of the Company which are listed on the Shanghai Stock Exchange;
“Articles of Association”	the articles of association of the Company, as amended, modified or otherwise supplemented from time to time;
“Board”	the board of Directors of the Company;
“Company” or “COSL”	中海油田服務股份有限公司 (China Oilfield Services Limited), a joint stock company incorporated in the PRC with limited liability, the A Shares of which are listed on the Shanghai Stock Exchange and the H Shares of which are listed on the Main Board of the Stock Exchange;
“Company Law”	the Company Law of the PRC;
“Director(s)”	the director(s) of the Company;
“First Extraordinary General Meeting” or “First EGM”	the 2024 first extraordinary general meeting of the Company to be held at Room 311, Main Building of COSL, 201 Haiyou Avenue, Yanjiao Economic & Technological Development Zone, Sanhe City, Hebei Province, the PRC on Tuesday, 19 March 2024 at 10:00 a.m.;
“Group”	the Company together with its subsidiaries;
“H Share(s)”	overseas listed foreign share(s) of nominal value of RMB1.00 each in the share capital of the Company which are listed on the Main Board of the Stock Exchange and subscribed for in HK dollars;
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC;
“Hong Kong Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited;
“PRC”	the People’s Republic of China;
“RMB”	Renminbi, the lawful currency of the PRC;
“SFO”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) as amended from time to time;

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## DEFINITIONS

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“Shanghai Stock Exchange”	Shanghai Stock Exchange;
“Share(s)”	A Shares and H Shares of the Company;
“Shareholder(s)”	the holder(s) of the Share(s) of the Company;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“Supervisor(s)”	the supervisor(s) of the Company;
“Supervisory Committee”	the supervisory committee of the Company;
“%”	per cent.

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## LETTER FROM THE BOARD

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# COSL

**中海油田服务股份有限公司**  
**China Oilfield Services Limited**

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

**(Stock Code: 2883)**

*Board of Directors:*

Zhao Shunqiang (*Chairman*)

Lu Tao

Xiong Min

Fan Baitao\*

Liu Qiudong\*

Chiu Lai Kuen, Susanna\*\*

Kwok Lam Kwong, Larry\*\*

Yao Xin\*\*

\* *Non-executive Director*

\*\* *Independent non-executive Director*

*Legal address in the PRC:*

No.1581, Haichuan Road,  
Tangu Ocean Hi-tech Zone,  
Binhai Hi-tech Development District,  
Tianjin, the PRC

*Registered Office in Hong Kong:*

65/F, Bank of China Tower,  
1 Garden Road,  
Hong Kong

28 February 2024

*To the Shareholders*

Dear Sir or Madam,

**PROPOSED APPOINTMENT OF SUPERVISOR  
AND  
NOTICE OF 2024 FIRST EXTRAORDINARY GENERAL MEETING**

**I. INTRODUCTION**

The purposes of this circular are to give you notice to the First EGM and to provide you with information regarding the resolution relating to the proposed appointment of supervisor.

**II. PROPOSED APPOINTMENT OF SUPERVISOR**

Pursuant to the Company Law and the Articles of Association, the Supervisory Committee proposes the appointment of Mr. Zhao Feng (“**Mr. Zhao**”) as a supervisor (shareholder representative supervisor) of the Company.

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## LETTER FROM THE BOARD

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### **Background of Mr. Zhao Feng**

Mr. Zhao Feng, Chinese, born in 1978, is a senior auditor and an International Certified Internal Auditor. He graduated from the Department of Economics of Xiangtan Institute of Technology with a major in accounting and obtained a bachelor's degree in management in June 2001, and obtained a master's degree from Wuhan University with a major in accounting in June 2008. From September 2008 to December 2009, he studied at The Hong Kong Polytechnic University as a postgraduate and obtained master's degrees in accountancy and science. From June 2001 to July 2008, Mr. Zhao successively served as staff member and senior staff member in the Economic and Trade Audit Department of the National Audit Office of the People's Republic of China ("CNAO") Wuhan Regional Office. From July 2008 to May 2012, he served as principal staff member in the Enterprise Audit Department of CNAO Wuhan Regional Office. From May 2012 to June 2016, he served as a senior supervisor of the fifth department of the Audit Center of China National Offshore Oil Corporation. From June 2016 to July 2019, he successively served as the deputy manager and manager of the third department of the Audit Center of China National Offshore Oil Corporation. From July 2019 to April 2022, he served as the manager of the third department of the Northern Audit Center of China National Offshore Oil Corporation. From April 2022 to September 2022, he served as the director of the Northern Audit Center of China National Offshore Oil Corporation. Since September 2022, he has been serving as the deputy general manager of the Audit Department of China National Offshore Oil Corporation (and CNOOC Limited) and holding position as the director of the Northern Audit Center of China National Offshore Oil Corporation concurrently.

Save as disclosed above, Mr. Zhao has not held any directorship in any listed companies in the past three years.

Save as disclosed above, Mr. Zhao has no relationship with any directors, senior management or substantial or controlling shareholders of the Company. As at the date of this circular, Mr. Zhao does not have any interest in the shares of the Company within the meaning of Part XV of the SFO.

Subject to the approval at the extraordinary general meeting, Mr. Zhao will enter into a service contract with the Company for a term of three years, and can be re-elected at the Company's general meeting. Mr. Zhao will not receive any remuneration in respect of his appointment as a supervisor of the Company.

Save as disclosed above, there is no other information required to be disclosed pursuant to Rule 13.51(2) of the Hong Kong Listing Rules, and the Company is not aware of any other matters that need to be brought to attention of shareholders of the Company.

### **III. THE FIRST EXTRAORDINARY GENERAL MEETING**

A notice convening the 2024 First EGM to be held at 10:00 a.m. on Tuesday, 19 March 2024 at Room 311, Main Building of COSL, 201 Haiyou Avenue, Yanjiao Economic & Technological Development Zone, Sanhe City, Hebei Province, the PRC is set out on pages 6 to 8 of this circular.

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## LETTER FROM THE BOARD

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Pursuant to Rule 13.39(4) of the Hong Kong Listing Rules, any vote of the Shareholders at a general meeting must be taken by poll. Accordingly, all resolutions to be proposed at the First EGM will be voted by poll.

For the purpose of determining the entitlement for attendance and voting at the First EGM, the H Shares register of members of the Company will be closed from Thursday, 14 March 2024 to Tuesday, 19 March 2024, both days inclusive, during which period no transfer of Shares will be effected. In order to attend and vote at the First EGM, holders of H Shares whose transfers have not been registered shall deposit the transfer documents together with the relevant share certificates at the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong by no later than 4:30 p.m. on Wednesday, 13 March 2024. Holders of A Shares should contact the Secretary of the Board for details concerning registration of transfers of A Shares.

Shareholders of the Company is entitled to attend and vote at the First EGM by himself or by proxy, if a proxy is appointed to attend the meeting, you are requested to complete the proxy form in accordance with the instructions set out therein and return it to the Office of the Secretary of the Board at the Company's principal place of business in the PRC for holders of A Shares and at the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, for holders of H Shares of the Company as soon as possible but in any event, not less than 24 hours before the time appointed for holding the First EGM or any adjourned meeting (as the case may be). Completion and return of the proxy form will not preclude you from attending and voting in person at the First EGM or any adjourned meeting (as the case may be) should you so wish.

#### IV. RECOMMENDATION

The Directors consider that the proposed appointment of Supervisor is in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend all Shareholders to vote in favour of the relevant resolution to be proposed at the First EGM.

#### V. RESPONSIBILITY STATEMENT

This document, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Hong Kong Listing Rules for the purposes of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this document is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this document misleading.

Yours faithfully  
For and on behalf of  
**China Oilfield Services Limited**  
**Sun Weizhou**  
*Joint Company Secretary*

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## NOTICE OF 2024 FIRST EXTRAORDINARY GENERAL MEETING

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### 中海油田服务股份有限公司 China Oilfield Services Limited

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

**(Stock Code: 2883)**

## NOTICE OF 2024 FIRST EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the 2024 first extraordinary general meeting (the “**First EGM**”) of China Oilfield Services Limited (the “**Company**”) will be held at Room 311, Main Building of COSL, 201 Haiyou Avenue, Yanjiao Economic & Technological Development Zone, Sanhe City, Hebei Province, the PRC on Tuesday, 19 March 2024 at 10:00 a.m. for the purpose of considering and, if thought fit, passing with or without amendments the following resolution:

### AS AN ORDINARY RESOLUTION

1. To consider and approve the appointment of Mr. Zhao Feng as the supervisor of the Company.

By Order of the Board  
**China Oilfield Services Limited**  
**Sun Weizhou**  
*Joint Company Secretary*

28 February 2024

*As at the date of this notice, the executive directors of the Company are Messrs. Zhao Shunqiang (Chairman), Lu Tao and Xiong Min; the non-executive directors of the Company are Messrs. Fan Baitao and Liu Quidong; and the independent non-executive directors of the Company are Ms. Chiu Lai Kuen, Susanna, Messrs. Kwok Lam Kwong, Larry and Yao Xin.*

*Notes:*

- (1) All resolutions at the meeting will be taken by poll pursuant to the Hong Kong Listing Rules and the results of the poll will be published on the Stock Exchange's and the Company's websites in accordance to the Hong Kong Listing Rules.
- (2) Holders of the Company's H Shares whose names appear on the Company's register of members maintained by Computershare Hong Kong Investor Services Limited at the close of business on Wednesday, 13 March 2024 are entitled to attend and vote at the First EGM.
- (3) Each Shareholder of the Company who has the right to attend and vote at the First EGM is entitled to appoint in writing one or more proxies, whether a Shareholder or not, to attend and vote on his/her behalf at the First EGM. Where a Shareholder has appointed more than one proxy to attend the general meeting, the Shareholder shall specify the class and number of shares of the Company in respect of which each proxy is so appointed. The instrument appointing a proxy must be in writing under the hand of the appointor or his/her attorney duly authorised in writing. In the case that an appointer is a legal person, the power of attorney must be either under the common seal of the legal person or under



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## NOTICE OF 2024 FIRST EXTRAORDINARY GENERAL MEETING

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the hand of its director or other person, duly authorised. If the instrument appointing a proxy is signed by an attorney of the appointor, the power of attorney authorising that attorney to sign, or other documents of authorisation, must be certified by a notary public. For holders of H Shares, the power of attorney or other documents of authorisation and proxy forms must be delivered to the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong by post or facsimile, no less than 24 hours before the time appointed for the holding of the First EGM in order for such documents to be valid. For holders of A Shares, the above-mentioned documents must be delivered to the Office of the Secretary of the Board of the Company before the above-mentioned time.

- (4) Holders of H Shares whose names appear on the Company's register of members maintained by Computershare Hong Kong Investor Services Limited and holders of A Shares whose name appear on the Company's register of members maintained by Shanghai branch of China Securities Depository & Clearing Corporation Limited at the close of business on Wednesday, 13 March 2024 are entitled to attend the First EGM. The Company's register of members will be closed from Thursday, 14 March 2024 to Tuesday, 19 March 2024 (both days inclusive), during which time no transfer of shares will be registered. Transferees of H Shares who wish to attend the First EGM must deliver their duly stamped instruments of transfer, accompanied by the relevant share certificates, to Computershare Hong Kong Investor Services Limited by no later than 4:30 p.m. on Wednesday, 13 March 2024 for completion of the registration of the relevant transfer in accordance with the Articles of Association.

Computershare Hong Kong Investor Services Limited's address is as follows:

Shops 1712-1716  
17th Floor, Hopewell Centre  
183 Queen's Road East  
Wanchai  
Hong Kong

- (5) The cumulative voting method will be adopted by the Company for the election of supervisors at the First EGM.

### **Cumulative voting method**

When adopting the cumulative voting method for electing the supervisor as proposed in Resolution 1, each of the shares held by a Shareholder shall carry the same number of votes corresponding to the number of supervisors to be elected. A Shareholder may exercise his voting rights by splitting his votes evenly for each of the candidates of supervisors corresponding to the number of shares he holds; or by casting all his votes carried by each of his shares corresponding to the number of supervisors to be elected for a particular candidate of supervisors; or by casting a portion of his votes carried by each of his shares corresponding to the number of supervisors to be elected for a certain number of candidates of supervisors.

For example: under the cumulative voting method, the maximum valid votes that a Shareholder is entitled to cast are calculated on the basis of the total number of shares held by such Shareholder times the number of supervisors to be elected (2 persons). If such Shareholder holds 100 shares, then the maximum valid votes he can cast = 100 (the number of shares held by him)  $\times$  2 = 200. The Shareholder could use his discretion to cast 200 votes evenly among 2 candidates, or to place all his votes on one particular candidate, or to split his votes to 2 candidates.

Where the total number of votes cast by a Shareholder for one or several of the candidate(s) of supervisors is in excess of the number of votes carried by the total number of shares held by him, the votes cast by the Shareholder shall be invalid, and the Shareholder shall be deemed to have waived his voting rights. Where the total number of votes cast for one or several candidate(s) of supervisors by a Shareholder is less than the number of votes carried by the total number of shares held by such Shareholder, the votes cast by the Shareholder shall be valid, and the voting rights attached to the shortfall between the votes actually cast and the votes which the Shareholder is entitled to cast shall be deemed to have been waived by the Shareholder.

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## NOTICE OF 2024 FIRST EXTRAORDINARY GENERAL MEETING

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The candidate is elected when the obtained exceed half of the number of shares (on the basis of non-cumulative number of shares) held by the Shareholders (including their proxies) attending this general meeting.

- (6) Shareholders or their proxies must present proof of their identities upon attending the First EGM. Should a proxy be appointed, the proxy must also present copies of his/her proxy form, or copies of appointing instrument and power of attorney, if applicable.
- (7) The First EGM is expected to last not more than one day. Shareholders or proxies attending the First EGM are responsible for their own transportation and accommodation expenses.