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CNOOC Limited
(中國海洋石油有限公司)

(Incorporated in Hong Kong with limited liability under the Companies Ordinance)

Stock Codes: 00883 (HKD counter) and 80883 (RMB counter)

**RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR
PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND
CHANGE TO THE COMPOSITION OF COMMITTEES UNDER THE BOARD**

RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board of directors (the “**Board**”) of CNOOC Limited (the “**Company**”) announces that Mr. Chiu Sung Hong (“**Mr. Chiu**”), will retire by rotation at the forthcoming 2024 annual general meeting of the Company (the “**2024 AGM**”) in accordance with the articles of association of the Company and will not offer himself for re-election. Accordingly, Mr. Chiu will cease to be an Independent Non-executive Director, the Chairman of the Remuneration Committee and a member of the Audit Committee of the Company, in each case with effect from the conclusion of the 2024 AGM.

Mr. Chiu has confirmed that, in relation to his retirement as an Independent Non-executive Director, there is no disagreement with the Board and there is no other matter that needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”), The Stock Exchange of Hong Kong Limited or Shanghai Stock Exchange.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Chiu for his outstanding contributions to the Company during his term of office.

PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that it has proposed to appoint Mr. Chan Chak Ming (“**Mr. Chan**”) as an Independent Non-executive Director for the Shareholders’ approval at the 2024 AGM. The Board will also appoint Mr. Chan as a member of each of the Audit Committee and the Remuneration Committee of the Company with effect from the conclusion of the 2024 AGM, subject to the approval of his appointment as an Independent Non-executive Director by the Shareholders.

The biographical details of Mr. Chan are set out below:

Born in 1967, Mr. Chan holds a Master of Law LL.M. from the London School of Economics and Political Science, a Master of Business Administration MBA from the University of Oxford, and a Master of Public Administration MPA from Harvard University. He is qualified to practice as a solicitor in Hong Kong and England and Wales, and is a Guangdong-Hong Kong-Macao Greater Bay Area GBA Lawyer. Mr. Chan has held several public positions, including president of The Law Society of Hong Kong, a member of the 13th session of the Jinan Municipal Committee of the Chinese People’s Political Consultative Conference, and a member of the Board of Review (Inland Revenue

Ordinance) in Hong Kong. Currently, he works as a consultant for law firms in Hong Kong, London, and the Greater Bay Area, China. Additionally, he serves on various public agencies, including as an Executive Committee member of the China Law Society, a member of the Law Reform Commission of Hong Kong, chairman of the Legal Committee of the Independent Police Complaints Council of Hong Kong, and a member of the Hong Kong Government Trade and Industry Advisory Board.

If the appointment of Mr. Chan as an Independent Non-executive Director is approved by the Shareholders at the 2024 AGM, Mr. Chan will enter into a service agreement of independent non-executive director (the “**Service Agreement**”) with the Company for a term of 36 consecutive months commencing from the date of conclusion of the 2024 AGM. Mr. Chan’s appointment will be subject to the Service Agreement, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Listing Rules**”) and the requirements for retirement and rotation under the articles of association of the Company in force from time to time. Mr. Chan will be entitled to an annual director’s fee of HK\$950,000 (before deduction of Hong Kong tax). The emolument of Mr. Chan was determined by the Board with reference to perception of industry standards and prevailing market conditions. The Remuneration Committee of the Company will review the level of Directors’ emolument and make recommendation to the Board for adjustments if necessary.

As at the date of this announcement, save as disclosed above, Mr. Chan confirms that he (i) does not have any relationship with any other directors, senior management, actual controllers, controlling Shareholders, substantial Shareholders or other Shareholders of the Company holding more than 5% of the shares; (ii) does not hold any shares of the Company, nor does he have, and is not deemed to have, any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong); (iii) does not hold other positions with the Company or other members of the Group; and (iv) does not hold directorships in the last three years in other public companies of which the securities are listed on the securities market.

Save as disclosed above, the Board is not aware of any information relating to the proposed appointment of Mr. Chan required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there is no other matter which needs to be brought to the attention of the Shareholders in relation to the proposed appointment.

Pursuant to the relevant regulations of the Shanghai Stock Exchange, Mr. Chan does not fall under the circumstances which prohibit him from acting as a director of a listed company.

Save as disclosed above, Mr. Chan confirms (a) his independence as regards each of the factors referred to in Rule 3.13(1) to (8) of the Listing Rules; (b) that he has no past or present financial or other interest in the business of the Company or its subsidiaries or any connection with any core connected persons (as defined under the Listing Rules) of the Company; and (c) that there are no other factors that may affect his independence.

A notice of the 2024 AGM and a circular concerning, among other things, the proposed appointment of Mr. Chan as an Independent Non-executive Director will be despatched to the Shareholders in due course.

CHANGE TO THE COMPOSITION OF COMMITTEES UNDER THE BOARD

The Board further announces that Mr. Qiu Zhi Zhong (“**Mr. Qiu**”), an Independent Non-executive Director, will be appointed as a Chairman of the Remuneration Committee of the Company and will cease to be a member of the Nomination Committee of the Company. Mr. Qiu will also receive an annual chairman’s fee of HK\$170,000 (before deduction of Hong Kong tax), which will be calculated

from the effective month of his appointment. Ms. Li Shuk Yin Edwina, an Independent Non-executive Director, will be appointed as a member of the Nomination Committee of the Company and will cease to be a member of the Remuneration Committee of the Company. All changes above will take effect from the conclusion of the 2024 AGM.

By Order of the Board
CNOOC Limited
Xu Yugao
Joint Company Secretary

Hong Kong, 12 May 2025

As at the date of this announcement,
the Board comprises:

Executive Directors

Zhou Xinhuai (*Vice Chairman*)

Yan Hongtao

Mu Xiuping

Non-executive Director

Wang Dehua

Independent Non-executive Directors

Chiu Sung Hong

Qiu Zhi Zhong

Lin Boqiang

Li Shuk Yin Edwina