
THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ACTION

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

If you have sold or transferred all your shares in China Petroleum & Chemical Corporation, you should at once hand this circular together with the accompanying form of proxy to the purchaser or to the bank, stockbroker or other agent through whom the sale was effected for delivery to the purchaser or transferee.

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中国石化
SINOPEC

中国石油化工股份有限公司

CHINA PETROLEUM & CHEMICAL CORPORATION

(a joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 00386)

ELECTION OF DIRECTORS AND NOTICE OF EXTRAORDINARY GENERAL MEETING

Sinopec Corp. will hold the EGM at Swissôtel Beijing Hong Kong Macau Center, No. 2 Chaoyangmen North Street, Dongcheng District, Beijing on Thursday, 21 August 2025 at 9 a.m., and the notice of the EGM is set out in this circular. Whether or not you are able to attend the EGM, you are requested to complete and return the forms of proxy in accordance with the instructions thereon as soon as possible and in any event not less than 24 hours before the time appointed for holding the EGM (i.e. before 9 a.m. on 20 August 2025). Completion and return of the forms of proxy shall not preclude you from attending and voting in person at the EGM or at any adjourned EGM should you so wish.

6 July 2025

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DEFINITIONS

In this circular, unless otherwise indicated in the context, the following expressions have the meaning set out below:

“A Share(s)”	domestic shares with nominal value of RMB1.00 each in the share capital of Sinopec Corp. which are listed on the Shanghai Stock Exchange;
“Board”	the board of directors of Sinopec Corp.;
“Company” or “Sinopec Corp.”	China Petroleum & Chemical Corporation, a joint stock limited company incorporated in the PRC with limited liability;
“Director(s)”	the director(s) of Sinopec Corp.;
“Extraordinary General Meeting” or “EGM”	the first extraordinary general meeting of the Company for 2025 to be held at Swissôtel Beijing Hong Kong Macau Center, No. 2 Chaoyangmen North Street, Dongcheng District, Beijing, PRC on Thursday, 21 August 2025 at 9:00 a.m.;
“H Share(s)”	overseas listed foreign shares with nominal value of RMB1.00 each in the share capital of Sinopec Corp. which are listed on the Stock Exchange of Hong Kong Limited and traded in Hong Kong dollars;
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC;
“Non-executive Director(s)”	the non-executive Director(s) of Sinopec Corp.;
“PRC”	the People’s Republic of China and, for the purpose of this circular, excluding Hong Kong, the Macau Special Administrative Region and Taiwan;
“Proposed Election”	the proposed election of Mr. Hou Qijun and Mr. Cai Yong as Non-executive Directors of the ninth session of the Board of Sinopec Corp.;
“RMB”	Renminbi, the lawful currency of PRC;
“Share(s)”	ordinary shares with nominal value of RMB1.00 each in the share capital of Sinopec Corp., comprising the A Shares and the H Shares;
“Shareholder(s)”	holder(s) of the Share(s).

LETTER FROM THE BOARD



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Non-Executive Director:

Zhong Ren

Executive Directors:

Zhao Dong

Li Yonglin

Lv Lianggong

Niu Shuanwen

Wan Tao

Independent Non-Executive Directors:

Xu Lin

Zhang Liying

Liu Tsz Bun Bennett

Zhang Xiliang

Registered Office:

22 Chaoyangmen North Street

Chaoyang District

Beijing 100728

The People's Republic of China

6 July 2025

To the Shareholders

Dear Sir or Madam,

ELECTION OF DIRECTORS AND NOTICE OF EXTRAORDINARY GENERAL MEETING

INTRODUCTION

Reference is made to the announcement of the Company in relation to the Proposed Election dated 6 July 2025.

The purpose of this circular, among other matters, is to provide you with further information regarding the Proposed Election so that you can make informed decisions on whether or not to vote for relevant resolution to be proposed at the EGM.

ELECTION OF DIRECTORS

The Board has proposed to elect Mr. Hou Qijun (“**Mr. Hou**”) and Mr. Cai Yong (“**Mr. Cai**”) as Non-executive Directors of the ninth session of the Board of Sinopec Corp. The Proposed Election shall be subject to approval by the Shareholders by way of ordinary resolution through cumulative voting at the EGM.

LETTER FROM THE BOARD

The biographical details of Mr. Hou and Mr. Cai are set out below:

Hou Qijun, aged 58. Mr. Hou is a professor level senior engineer with a Ph.D. degree. In March 2017, he was appointed as Vice President of China National Petroleum Corporation; in June 2017, he was elected as Director and Vice President of PetroChina Company Limited (“**PetroChina**”); in March 2019, he was appointed as President of PetroChina; in October 2019, he was appointed as Director, President and Deputy Secretary of the Leading Party Member Group of China Oil & Gas Pipeline Network Corporation; in July 2021, he was appointed as Director, President and Deputy Secretary of the Leading Party Member Group of China National Petroleum Corporation; in October 2021, he was elected as Vice Chairman of the board of directors of PetroChina; in June 2025, he was appointed as Chairman and Secretary of the Leading Party Member Group of China Petrochemical Corporation.

Cai Yong, aged 50. Mr. Cai is a senior economist with a master’s degree. In April 2021, he was appointed as General Manager of the Finance Department of China National Petroleum Corporation; in June 2022, he was elected as Supervisor of PetroChina; in December 2024, he was elected as Chairman of the board of directors and Secretary of CPC Committee of CNPC Capital Company Limited; in January 2025, he was appointed as Assistant to the President of China National Petroleum Corporation; in March 2025, he was appointed as Member of the Leading Party Member Group and Chief Accountant of China Petrochemical Corporation.

As at the date of this circular, other than the positions disclosed in the above biographical details, Mr. Hou and Mr. Cai did not hold any directorships in any other listed public companies in the last three years and did not have any relationship with any other Directors, supervisors, senior management, substantial Shareholders or controlling Shareholder of the Company. As at the date of this circular, Mr. Hou and Mr. Cai did not have any interest in the Shares of Sinopec Corp. within the meaning of Part XV of the Securities and Futures Ordinance, nor did they receive any regulatory sanction imposed by the China Securities Regulatory Commission, or any other government authorities or stock exchanges.

Once the Proposed Election is approved at the EGM, Mr. Hou and Mr. Cai will enter into relevant service contracts with Sinopec Corp. Pursuant to the service contracts, the terms of Mr. Hou and Mr. Cai shall commence from the date on which the Proposed Election is approved at the EGM to the date when the term of the ninth session of the Board expires. Mr. Hou and Mr. Cai will not receive remunerations from Sinopec Corp. as the Non-executive Directors.

Save as disclosed above, there are no other matters in relation to the Proposed Election which shall be disclosed to the Shareholders and the Stock Exchange of Hong Kong Limited or matters which would require disclosure under rule 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited.

LETTER FROM THE BOARD

EXTRAORDINARY GENERAL MEETING

You will find on pages 5 to 8 of this circular a notice of the EGM to be held at Swissôtel Beijing Hong Kong Macau Center, No. 2 Chaoyangmen North Street, Dongcheng District, Beijing on Thursday, 21 August 2025 at 9 a.m.

A form of proxy for use in connection with the EGM will be dispatched to shareholders with this circular (if applicable). Whether or not you are able to attend the EGM, please complete and return the form of proxy in accordance with the instructions thereon as soon as practicable and in any event not less than 24 hours before the time appointed for holding the EGM (i.e. before 9 a.m. on 20 August 2025). Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or at any adjourned EGM should you so wish.

Shareholders (or their proxies) will vote by poll.

RECOMMENDATION

The Board considers that the resolution in relation to the Proposed Election is in the interests of the Company and the Shareholders as a whole. Accordingly, the Board advises the Shareholders to vote in favour of the resolution to be proposed at the EGM.

NOTICE OF EGM

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NOTICE OF FIRST EXTRAORDINARY GENERAL MEETING FOR THE YEAR 2025

NOTICE IS HEREBY GIVEN that the first extraordinary general meeting (“EGM”) of China Petroleum & Chemical Corporation (“**Sinopec Corp.**” or the “**Company**”) for the year 2025 will be held at Swissôtel Beijing Hong Kong Macau Center, No. 2 Chaoyangmen North Street, Dongcheng District, Beijing on Thursday, 21 August 2025 at 9:00 a.m. for the following matter:

By way of ordinary resolution through cumulative voting:

1. Resolution in relation to the election of directors of the Company:

1.01 To elect Mr. Hou Qijun as a non-executive director of the ninth session of the board of directors of the Company

1.02 To elect Mr. Cai Yong as a non-executive director of the ninth session of the board of directors of the Company

Details of the resolution are included in the circular dispatched by Sinopec Corp. and are also available at the website of the Shanghai Stock Exchange (<http://www.sse.com.cn>) and the website of the Stock Exchange of Hong Kong Limited (<http://www.hkexnews.hk>).

By Order of the Board

China Petroleum & Chemical Corporation

Huang Wensheng

Vice President and Secretary to the Board of Directors

Beijing, PRC

6 July 2025

NOTICE OF EGM

Notes:

I. Attendees of EGM

1. *Eligibility for attending the EGM*

Holders of A Shares whose names appear on the domestic shares register maintained by China Securities Depository & Clearing Corporation Limited Shanghai Branch and holders of H Shares whose names appear on the register of members maintained by Computershare Hong Kong Investor Services Limited at the close of business on Tuesday, 22 July 2025 are eligible to attend the EGM. Holders of H Shares who wish to attend the EGM shall lodge their share certificates accompanied by the transfer documents with Computershare Hong Kong Investor Services Limited (the address is Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong) before 4:30 p.m. on Monday, 21 July 2025.

2. *Proxy*

- (1) A member eligible to attend and vote at EGM is entitled to appoint, in written form, one or more proxies to attend and vote on its behalf. A proxy need not be a shareholder of Sinopec Corp.
- (2) A proxy should be appointed by a written instrument signed by the appointer or its attorney duly authorised in writing. If the form of proxy is signed by the attorney of the appointer, the power of attorney authorising that attorney to sign or other authorisation document(s) must be notarised.
- (3) To be valid, the power of attorney or other authorisation document(s) which have been notarised together with the completed form of proxy must be delivered to the statutory address of Sinopec Corp. not less than 24 hours before the designated time for holding the EGM (i.e. before 9:00 a.m., 20 August 2025 Hong Kong time). Holders of A Shares shall deliver the relevant document(s) to Board Secretariat of Sinopec Corp. (the address is 22 Chaoyangmen North Street, Chaoyang District, Beijing 100728, PRC). Holder(s) of H Shares shall deliver the relevant document(s) to Computershare Hong Kong Investor Services Limited (the address is 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong).
- (4) Shareholders or their proxies may exercise the right to vote by poll.

3. *The directors, supervisors and senior management of Sinopec Corp.*

4. *Legal advisors of Sinopec Corp.*

5. *Others*

NOTICE OF EGM

II. Registration procedures for attending the EGM

1. A shareholder or his proxy shall produce proof of identity when attending the EGM. If a shareholder is a legal person, its legal representative or other persons authorised by the board of directors or other governing body of such shareholder may attend the EGM by producing a copy of the resolution of the board of directors or other governing body of such shareholder appointing such persons to attend the EGM.
2. Shareholders intending to attend the EGM should return the reply slip for attending the EGM to Board Secretariat of Sinopec Corp. during hours between 9:00 a.m. and 11:30 a.m., 2:00 p.m. and 4:30 p.m. on every business day on or before Friday, 1 August 2025 in person, by post or by fax.
3. Closure of Register of Members. The H Share register of members of Sinopec Corp. will be closed from Tuesday, 22 July 2025 to Thursday, 21 August 2025 (both days inclusive).

III. Please note:

For sub-resolutions 1.01-1.02 of the resolution No. 1 “The resolution in relation to the election of directors of the Company”, the Company will adopt single-candidate election and “cumulative voting system” for voting by poll and counting the voting results. Please refer to the following requirements when voting by poll:

- (1) Take resolution No. 1 as an example, in respect of sub-resolutions 1.01-1.02, each share you hold has voting rights equal to the total number of directors to be elected i.e. 2. For example, if you hold 1 million shares of Sinopec Corp., and the total number of directors to be elected is 2, the total number of shares for which you have the voting rights under sub-resolutions 1.01-1.02 of the resolution No. 1 will be 2 million shares (i.e. 1 million shares x 2 = 2 million shares).
- (2) Please note that you may give equal number of votes to each candidate, or give all your votes as represented by the shares you hold to one particular candidate, or certain number of votes as represented by the shares you hold to two candidates.
- (3) If you wish to give equal number of votes to each candidate, please indicate with a “✓” in the appropriate space under “For” or “Against” in the form of proxy; if not, please state the number of votes in the column “For” and/or “Against” you give to each of the candidates.
- (4) After you have allocated all the voting rights represented by all of the shares held by you to a certain candidate, you do not have further voting rights in respect of the other candidate.
- (5) Please note with particular attention that, if the total number of votes you have exercised and allocated to a certain candidate exceeds the total number of voting rights represented by the shares held by you, all your votes shall become void, and you will be deemed to have abstained from voting. If the total number of votes you have exercised and allocated to a

NOTICE OF EGM

certain candidate is no more than the total number of voting rights represented by the shares held by you, your votes are valid, and those votes not exercised (if any) will be deemed as being abstained from voting.

- (6) Where the total number of votes in favour of a candidate for director exceeds one-half of the total number of shares with voting rights represented by shareholders attending the EGM (based on the non-cumulative number of shares) and the votes for exceed the votes against, that candidate will be elected. If an insufficient number of directors is to be elected at the EGM, then a further round of voting in respect of the unelected candidates will be conducted for the remaining vacancy, until all the directors have been elected.
- (7) When conducting a further round of voting for the vacancy of directors to (6) above, the total number of shares for which the shareholders have the voting rights shall be re-calculated based on the number of Directors to be elected.

IV. Miscellaneous

1. The EGM will not last for more than one working day. Shareholders who attend shall bear their own travelling and accommodation expenses.
2. The address of the Share Registrar for A Shares of Sinopec Corp., China Securities Depository & Clearing Corporation Limited Shanghai Branch is: 188 Yanggao South Road, Pudong New Area, Shanghai.
3. The address of the Share Registrar of H Shares of Sinopec Corp., Computershare Hong Kong Investor Services Limited is: Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong.
4. The contact for the EGM is:

Board Secretariat of Sinopec Corp.
22 Chaoyangmen North Street
Chaoyang District
Beijing 100728
PRC
Att: Chen Dongdong
Telephone No.: (+86) 10 5996 9671
Facsimile No.: (+86) 10 5996 0386

As of the date of this notice, directors of the Company are: Zhao Dong[#], Zhong Ren^{}, Li Yonglin[#], Lv Lianggong[#], Niu Shuanwen[#], Wan Tao[#], Xu Lin⁺, Zhang Liying⁺, Liu Tsz Bun Bennett⁺ and Zhang Xiliang⁺.*

[#] Executive Director

^{} Non-executive Director*

⁺ Independent Non-executive Director