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中國石化儀征化纖股份有限公司
SINOPEC YIZHENG CHEMICAL FIBRE COMPANY LIMITED
(a joint stock limited company established in the People's Republic of China)

(Stock Code: 1033)

Notice of First Extraordinary General Meeting for 2011

Notice Is Hereby Given that the first Extraordinary General Meeting for 2011 (the “EGM”) of 中國石化儀征化纖股份有限公司 Sinopec Yizheng Chemical Fibre Company Limited (the “**Company**”) will be held at the Conference Centre in Yijing Paninsula Hotel of the Company, Yizheng City, Jiangsu Province, the People’s Republic of China (the “**PRC**”) on Friday, 16 December, 2011 at 9:00 a.m. for the purpose of considering and, if thought fit, passing (with or without modifications) the following special and ordinary resolutions of the Company:

I . Ordinary resolutions:

1. “**THAT** the appointments of the seventh term directors of the Company (Please refer to section III of this notice for biographical profiles of the candidates for election of the directors) ;

The nomination of independent directors is subject to, amongst others, the approval of the Shanghai Stock Exchange and the Hong Kong Stock Exchange Company Limited. Candidates for the independent directors opposed by the aforesaid stock exchanges will not be proposed by the board of directors of the Company for approval at the EGM.

The independent directors of the Company have considered the candidates for the seventh term board of directors of the Company.

2. “**THAT** the appointments of the seventh term supervisors of the Company (Please refer to section III of this notice for biographical profiles of the candidates for election of the supervisors) ;

3. “**THAT** the proposed remunerations for the Company’s seventh term directors and supervisors be and are hereby approved”;

The aggregate annual salaries of all directors of the seventh term board of directors (excluding independent directors) is not more than Rmb2,800,000 within the contract term. Each director (excluding the independent directors) is entitled to an annual salary of not less than Rmb50,000 within the contract term. The aggregate annual salaries of all supervisors of the seventh term of the

supervisory committee (excluding the independent supervisors) is not more than Rmb1,000,000 within the contract term. Each supervisor (excluding the independent supervisors) is entitled to an annual salary of not less than Rmb50,000 within the contract term.

The above range of salary of directors and supervisors, annual salaries of directors and supervisors will be determined by the Board with reference to the results of their evaluation.

Each independent directors is entitled to an annual allowance of Rmb50,000 (after tax deduction), and each independent supervisors is entitled to an annual allowance of Rmb40,000 (after tax deduction).

4. (1) **“THAT**

- (a) the New Product Supply Framework Agreement (as defined in the circular of the Company dated 4 November 2011 (the **“Circular”**)) and the Non-Exempt Continuing Connected Transactions (as defined in the Circular) contemplated thereunder be and are hereby generally and unconditionally approved, ratified and/ or confirmed; and
- (b) the proposed annual caps (as set out in the Circular) in relation to the Non-Exempt Continuing Connected Transactions contemplated under the New Product Supply Framework Agreement for the three years ending on 31 December 2014 be and are hereby approved;

and that the directors of the Company be and are hereby authorized to sign, seal, execute, perfect, deliver and do all such documents, deeds, acts, matters and things as they may in their discretion consider necessary or desirable or expedient to implement and /or to give effect to the New Product Supply Framework Agreement, the proposed annual caps and the transactions thereby contemplated.”

(2) **“THAT:**

- (a) the New Comprehensive Services Framework Agreement (as defined in the Circular) and the Non-Exempt Continuing Connected Transactions contemplated thereunder be and are hereby generally and unconditionally approved, ratified and/ or confirmed; and
- (b) the proposed annual caps (as set out in the Circular) in relation to the Non-Exempt Continuing Connected Transactions contemplated under the New Comprehensive Services Framework Agreement for the three years ending on 31 December 2014 be and are hereby approved;

and that the directors of the Company be and are hereby authorized to sign, seal, execute, perfect, deliver and do all such documents, deeds, acts, matters and things as they may in their discretion consider necessary or desirable or expedient to implement and/or to give effect to the New Comprehensive Services Framework Agreement, the proposed annual caps and the transactions thereby contemplated.”

5. **“THAT** the appointments of KPMG Huazhen as the internal control auditor of the Company for the year 2011, and that the board of the directors of the Company be and is hereby authorized to fix its remuneration.”

II. Special resolution:

6. “**THAT** the merger between the Company and the wholly-owned subsidiary, YCFC Jingwei Chemical Fibre Company Limited be and is hereby approved.”

The independent directors of the Company have considered the above resolution numbered 4.

The details regarding the abovementioned special resolution 6 is available in the overseas regulatory announcement of the Company dated 31 October 2011 on the website of <http://www.hkexnews.hk>.

III. Brief biographical profiles of the candidates for election of the directors and supervisors are as follows:

A. Directors

1. Mr. Lu Li-yong, aged 50, Chairman of the Company, Secretary of Chinese Communist Party Committee (the “**CCPC**”) of the Company, and Senior Engineer. Mr. Lu joined petrochemical industry in 1982 and had served as Deputy Director and Director of Dispatching Center, and then Director of Production Department of Shijiazhuang Oil Refinery since April 1991. In December 1994, he was appointed as the Assistant to Head of Shijiazhuang Oil Refinery. He was appointed as Deputy Head of Shijiazhuang Oil Refinery in August 1995 and was elected as Director of Shijiazhuang Refining-Chemical Company Limited in August 2000. In October 2003, he was appointed as Head of Shijiazhuang Oil Refinery. He was appointed as President of China Petroleum & Chemical Corporation (“**Sinopec**”) Cangzhou Branch and Head of China Petrochemical Corporation (“**CPC**”) Cangzhou Oil Refinery in December 2004. In July 2010, he was appointed as Secretary of Chinese Communist Party Committee of the Company and General Manager of Sinopec Asset and Management Corporation Yizheng Branch (“**Yihua**”, former Yizheng Joint Corporation of Chemical Fibre Industry). For a long period of time, Mr. Lu has held leading positions in production and administration of petrochemical enterprises and has extensive experience in overall management in large-scale enterprises. Mr. Lu graduated from Hebei University of Engineering in 1982, majoring in petroleum refining. He graduated from the Communist Party Hebei Academy in January 2001, majoring in administration, and pursued postgraduate studies.

2. Ms. Sun Zhi-hong, aged 62, Vice Chairwoman of the Company, Deputy Director of the Finance Department of CITIC Group Corporation (“**CITIC**”), Senior Accountant and CPA of the PRC. She held the position of Deputy Director of the Finance Department of CITIC since January 1999. She was elected as Vice Chairwoman of the Company in December 1999, and was re-elected in December 2008. Ms. Sun has extensive experience in financial management in large-scale enterprise. Ms. Sun graduated from China Central Broadcasting and Television University in 1986, majoring in accounting and completed the graduate course of International Business Administration in Beijing Economic College in 1995.

3. Mr. Xiao Wei-zhen, aged 58, Vice Chairman and General Manager of the Company, and Senior Engineer (at professor level). Mr. Xiao receives special subsidies by the State Council of the PRC. Mr. Xiao joined Yihua in 1982. Since then, he had served as Deputy Director and Chief Engineer of Polyester Plant No. 2, and then Director of Polyester Plant No. 4 of the Company. In November 1996, he was appointed as Deputy General Manager of the Company. In December 1997, he was transferred to be Head of Production and Marketing Department in China Eastern United Petrochemical (Group) Company Limited (“**Eastern United**”). In January 1998, he was elected as Executive Director of the Company. In May 1998, he was appointed as Deputy General Manager of the Company. In December 2002, he was re-elected and re-appointed as Director and Deputy General Manager of the Company. In July 2004, he was appointed as Managing Director of the Company and Director of Yihua. He was re-elected as Managing Director of the Company in December 2005. In February 2007, he was elected

as Vice Chairman of the Company and was re-elected in December 2008. Mr. Xiao has extensive experience in production, technological improvement and business administration in large-scale chemical fibre enterprise. Mr. Xiao graduated from the Department of Chemical Engineering of Zhejiang University in 1982, majoring in macromolecular chemistry. He completed the course of MBA in Nanjing University in 2003.

4. Ms. Long Xing-ping, aged 60, Director of the Company and Deputy Director of Strategy and Planning Department of CITIC, and Senior Engineer. She was elected as Director of the Company in December 1999. She was appointed as Deputy Director of Strategy and Plan Department of CITIC since April 2002. In December 2008, she was re-elected as Director of the Company. Ms. Long was engaged in the designing of chemical fibre machines and scientific research, and has extensive experience in business administration in large-scale industrial enterprise. Ms. Long graduated from Beijing Chemical Engineering College in 1975, majoring in machinery.

5. Mr. Zhang Hong, aged 52, Director of the Company and Deputy Director of Audit Department of CITIC, Senior Accountant and CPA of the PRC. In December 2002, he was elected as Director of the Company. In December 2008, he was re-elected as Director of the Company. He held the position of Deputy Director of Audit Department of CITIC since January 2010. Mr. Zhang was engaged in financial management and internal audit for years, and has extensive experience in internal management systems, financial analysis and auditing in large-scale enterprise. Mr. Zhang graduated from No. 2 Branch, Renmin University of China in 1983, majoring in finance.

6. Mr. Guan Diao-sheng, aged 49, Director of the Company, Deputy Director of Chemicals Segment of Sinopec, Master of Engineering, Senior Engineer. Mr. Guan has joined petrochemical industry since 1985, he served as Deputy Director of Technology Department of Liaoyang Oil & Chemical Fibre Company in 1991, Deputy Director of Technology Section of Production Department of China Petrochemical Corporation (“CPC”) in 1995, Director of Chemical Fibre Section of Refining and Petrochemical Department of CPC in 1998, and Deputy Director of Chemicals Segment of Sinopec in December 2001, in June 2002, he was elected as Director of the Company, and re-elected in December 2008. Mr. Guan has extensive experience in chemical fibre industry management. Mr. Guan graduated from China Textile University in 1985, majoring in chemical fibre.

7. Mr. Sun Yu-guo, aged 47, Director of the Company, Deputy Director of Development and Plan Department of Sinopec, Master of Engineering, Senior Engineer (at professor level). Mr. Sun has joined petrochemical industry since 1987. He served as Deputy Director of Strategic Plan Section of Development and Plan Department of CPC in December 1998, Director of Refining Oil, Transportation and Selling Plan Section of Development and Plan Department of Sinopec in February 2000, Deputy Director of the Asset and Accounting Department of Sinopec Assets and Management Corporation in March 2006, and Deputy Director of Development and Plan Department of Sinopec and CPC in May 2008. In June 2011, he was elected as Director of the Company. Mr. Sun has extensive experience in planning and management in chemicals industry. Mr. Sun graduated from Dalian University of Technology in 1984, majoring in fundamental organic chemical engineering. Mr. Sun obtained Master of Engineering from Dalian University of Technology in 1987, majoring in chemical engineering.

8. Mr. Shen Xi-jun, aged 51, Director and Deputy General Manager of the Company, and Senior Engineer (at professor level). He receives special subsidies awarded by the State Council of the PRC. Mr. Shen joined Yihua in 1982. He had served as Deputy Director of Polyester Plant No.3 and the Assistant to General Manager of Yihua. In January 1996, he was appointed as Deputy General Manager of Yihua. In January 1998, he was appointed as Deputy General Manager of the Company and was re-appointed in December 2002. In August 2004, he was elected as Director of the Company. In December 2008, he was re-elected as Director of the Company. He has extensive experience in

production and project management in large-scale enterprises. He has won several titles and awards granted by the Central Committee of the Communist Youth League of the PRC, China National Textile Council, Jiangsu Provincial Communist Party Committee and Human Resources Department of Jiangsu Provincial Government. Mr. Shen graduated from the Department of Chemical Engineering of Dalian Institute of Technology in 1982, specialising in macromolecule chemical engineering. He completed the course of MBA in Nanjing University in 1997. Mr. Shen graduated from Research Institute of Petroleum Processing in 2006, majoring in applied chemistry and became Doctor of engineering in 2006.

9. Mr. Shi Zhen-hua*, aged 64, Independent Director of the Company and former Chief of Environmental Protection Department of Jiangsu Province. He was appointed as the secretary to the Party Committee and the director general of Xuzhou Environmental Protection Bureau in 1984, the vice director general of Jiangsu Environmental Protection Department in 1990, and the secretary to the Party Committee and the deputy chief to the Jiangsu County Environmental Protection Bureau in 1997 and left the office in 2008. In December 2008, he was elected as Independent Director of the Company. Over the years, he has been engaged in various management aspects such as environmental protection, environmental management and environmental resources, and contributed to different environmental reformation and innovation projects. He was awarded with various honors, including the China's Environment Award. He is the Delegate of the 10th National People's Congress. Mr. Shi graduated from the Department of Geography of Nanjing University in 1969.

10. Mr. Qiao Xu*, aged 49, Independent Director of the Company and the Vice President of Nanjing University of Technology. He obtained a Ph.D. in engineering, and is a professor and tutor for doctoral students. He has been a tutor, lecturer, assistant professor and professor at the Nanjing Chemical Institute. Since 1993, he has been the vice head of Department of Chemistry, Deputy Dean of the College of Chemistry and Chemical Engineering, Dean of Pujiang Institute and the Chief of the office of school affairs. He took up his current position in July 2007. In December 2008, he was elected as Independent Director of the Company. Mr. Qiao was also appointed as external director of Jiangsu Salt Group Company LTD. Over the years, he was engaged in teaching undergraduates, master and doctoral students in chemistry engineering and technology specialty as well as professional research, and has obtained various honors and achievements in teaching and research aspects. He was named the outstanding teacher of general high school in Jiangsu, the outstanding technologist of Jiangsu, the academic leader and the Young and Middle-aged Technological Leader. Mr. Qiao graduated from the Department of Abiochemistry of Nanjing Chemical Institute in 1982, he obtained his master degree from the Department of Chemical Engineering of Zhejiang University in 1987, and his doctorate degree from the Department of Chemical and Engineering of Nanjing University of Chemistry in 1999.

11. Mr. Yang Xiong-sheng*, aged 51, Independent Director of the Company and the Accounting Professor of Nanjing University. He possessed a doctorate degree in Accounting, and is also a professor and a tutor for doctoral students. At present, Mr. Yang is a part-time professor for tertiary institutions such as Hohai University, Nanjing University of Science and Technology, Anhui University of Finance and Economics, Anhui University of Technology, Zhejiang University of Finance and Economics. He is also an academic member and Vice-Secretary of the Accounting Society of China, a member of the Committee on Internal Control Standards of Enterprises for the Ministry of Finance, an expert consultant on the accounting standards of the Ministry of Finance, and also the vice president of the Jiangsu Province Accounting Association. In December 2008, he was elected as Independent Director of the Company. He also serves in the Jiangsu Hongtu High Technology Co., Ltd., and Wuhan Boiler Co., Ltd. as independent director. Over the years, he has been conducting researches on internal controls, accounting theories, financial management and accounting management.

12. Mr. Chen Fang-zheng*, aged 65, Independent Director of the Company and Director of Social Security Institute of Tongji University and the tutor for doctoral students of the Faculty of Economics and Management of Tongji University. He served as a visiting scholar in the University of Waterloo in

Canada from 1993 to 1994. He was the Director of Finance and Investment Institute, the Director of Finance Department and the Director of Economy Research Center in Southeast University. He was also the executive vice president of Commercial Institute, the Dean of the Department of Economy and Finance and the Director of Applied Economics Subcommittee in Tongji University. He was appointed as a tutor for doctoral students majoring in Management Science and Engineering by Tongji University in 1997. He was the member of CPPCC Jiangsu Province and the member of appraisal team of the ninth five-year plan and tenth five-year plan for Jiangsu Philosophical and Social Science. He was appointed the Dean of Economics and Management Institute by Zhejiang Ocean University. He was appointed expert by the United Nations in 2001 and was also appointed expert by China Development Bank in 2006. He once hosted or participated the projects from United Nations Development Programme, National Natural Science Funds, National Social Science Funds and various provincial and ministerial level projects. In December 2008, he was elected as Independent Director of the Company. He also served as an independent director in Minmetals International Trust Co., Ltd. He served as an independent director in Baoji Titanium Industry Co., Ltd (off position). Mr. Chen graduated from Hefei University of Technology in 1969, majoring in measurement.

* Candidates for the independent directors

Save as disclosed above, none of above candidates and/ or directors has any interest in shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed above, none of the above candidates and/ or directors has any relationships with any director, supervisors, senior management, substantial and controlling shareholders of the Company.

None of the above candidates received any punishment or regulatory sanction imposed by the China Securities Regulatory Commission and any other competent departments or stock exchanges.

Each director (excluding the independent directors) entered into a service contract with the Company on 23 December 2008 Mr. Lu Li-yong and Mr. Sun Yu-guo entered into a service contract with the Company on 28 September 2010 and 8 June 2011 respectively). Particulars of these contracts are in all material respects identical and are set out below:

(1) Each service contract is for a term of three years commencing on 1 January 2009 (the term of Mr. Lu Li-yong is from 28 September 2010 to 31 December 2011 and the term of Mr. Sun Yu-guo is from 8 June 2011 to 31 December 2011);

(2) Each director (excluding the independent directors) is entitled to an annual salary of not less than Rmb50,000 which is determined by the Board and approved by shareholders of the Company. The aggregate annual salaries including any bonus payment as determined by the Board with reference to the operating results of the Company of all Directors (excluding Independent Directors) is not more than Rmb2,240,000 within the contract term.

Each Independent Director entered into a service contract with the Company on 23 December 2008. And consequential amendments were made according to "Independent Director Compensation Payment", the resolution of amending the company's independent directors and independent supervisors' compensation, approved by the annual meeting of shareholders held on 5 June, 2009. Particulars of these contracts are in all material respects identical and are set out below:

1. Each service contract is for a term of three years commencing 1 January 2009;
2. The aggregate annual allowance payable to all Independent Directors is RMB200,000 (after tax deduction) within the contract term.

B. Supervisors

Pursuant to the company law and the articles of the Company, the representative congress of the Company elected Mr. Cao Yong and Mr. Sun Shao-bo as the seventh term supervisory committee who are representatives of the staff.

1. Mr. Cao Yong, aged 53, Chairman of Supervisory Committee of the Company, Chairman of Trade Union of the Company, Deputy Secretary of the CCPC, and Secretary of the Discipline and Inspection Commission of the Company, Senior P & I Engineer (at professor level). He joined Yihua in 1981. He served as Deputy Director of Planning and Developing Department, Deputy Director and Director of Polyester Plant No.3. In December 1997, he was transferred to be Deputy Director of Planning and Developing Department in Eastern United and in May 1998 he served as Director of Polyester Plant No.1. In August 2001 he was appointed as Assistant to General Manager of Yihua and in January 2003 he was appointed as Deputy General Manager of Yihua. In March 2003, he was appointed as Director of Yihua. In July 2004 he was appointed as Chairman of Trade Union, Deputy Secretary of the CCPC of the Company and Yihua. In August 2004, he was elected as Director of the Company. In December 2005, he was re-elected as Director of the Company. In February 2007, he was elected Chairman of Supervisory Committee of the Company and was re-elected in December 2008. Mr. Cao has extensive experience in planning, production and development in large-scale enterprises. Mr. Cao graduated from Nanjing Chemical Engineering College in 1981, majoring in chemical engineering. He completed the course of MBA in Nanjing University in 2000. In January 2005, he obtained an engineering master degree in Suzhou University, majoring material engineering.

2. Mr. Sun Shao-bo, aged 51, Deputy Secretary of the Discipline and Inspection Commission and Director of Supervisory Department of the Company, and Economist. Mr. Sun joined Yihua in 1988, he had been engaged in secretarial affairs and Director of secretary section in General Manager Office of the Company successively. In January 1997, he held positions of Deputy Director of General Manager Office of Yihua and the Company and Office for the Party Committee. In December 2001, he held positions of Director of General Manager Office and Office for the Party Committee and Economic Research Center of the Company. He took up his current position in June 2011. Mr. Sun has extensive experience in administrative management in large-scale enterprise. Mr. Sun graduated from Journalism Department of Yangzhou Normal Academy in 1981, and graduated from Journalism Department of Jiangsu Institute of Education in 1987. He completed the graduate course of enterprise management in Nanjing University in 1997.

Brief biographical profiles of the candidates for election of the supervisors of the Company:

3. Mr. Chen Jian, aged 49, Supervisor of the Company and Project Manager of Strategy and Planning Department of CITIC, and Engineer. Mr. Chen had served as technician and engineer in chemical fibre enterprise. He was elected as Supervisor of the Company in December 1999 and re-elected in December 2008. Mr. Chen has extensive experience in the field of chemical fibre production, international trade of related products and investment project management. Mr. Chen graduated from East China Textile Institute of Science and Technology in 1984, majoring in chemical fibre.

4. Mr. Shao Bin**, aged 46, Deputy Director of Jiangsu Branch, China Construction Bank, and Senior Economist. He started work in July 1988. He had been successively engaged in Deputy Manager of International Business Department of Jiangsu Branch, Deputy Director of Changzhou Branch, Deputy Manager of Sales Department of Jiangsu Branch, Director of Credit Business Division and General Manager of Company Financing Department of Jiangsu Branch of China Construction Bank. Mr. Shao took up his current position in July 2005. He has extensive experience in banking. Mr. Shao graduated from Jiangxi University of Finance and Economics in 1988, majoring in finance. In May 2001, he obtained an economics master degree in Nanjing University, majoring in political economy.

5. Mr. Chu Bing**, aged 38, General Manager of Company Financing Department of Jiangsu Branch, Bank of China, Economist. He was joined Bank of China in August 1995, and took up his current position in September 2009. Mr. Chu has extensive experience in banking. Mr. Chu graduated from Jiangsu University of Science and Technology in 1995, majoring in management engineering. He completed the graduate course of project management in Nanjing University in 2009.

** Candidates for the independent supervisors

Save as disclosed above, none of the supervisors has any interest in shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Save as disclosed above, none of the supervisors has any other relationship with any director, supervisors, senior management, substantial and controlling shareholders of the Company.

Each supervisor (excluding independent supervisors) entered into a service contract with the Company on 23 December 2008. Particulars of these contracts are in all material respects identical and are set out below:

(1) Each service contract is for a term of three years commencing from 1 January 2009;

(2) Each supervisor (excluding the independent supervisors) is entitled to an annual salary of not less than Rmb50,000 which is determined by the board of the Company and approved by the shareholders of the Company. The aggregate annual salaries including any bonus payment as determined by the board with reference to the operating results of the Company of all supervisors (excluding the independent supervisors) is not more than Rmb800,000 within the contract term.

Each independent supervisor entered into a service contract with the Company on 23 December 2008. And consequential amendments were made according to "Independent Director Compensation Payment", the resolution of amending the company's independent directors and independent supervisors' compensation, approved by the annual meeting of shareholders held on 5 June, 2009. Particulars of these contracts are in all material respects identical and are set forth below:

1. Each service contract is for a term of three years commencing 1 January 2009;

2. The aggregate annual allowance payable to all the independent supervisors is Rmb 80,000 (after tax deduction) within the contract.

As Mr. Sun Shao-bo was first elected as supervisor who represents of the staff of the Company, and Mr. Chu Bing and Mr. Shao Bin are candidates for the election of the independent supervisor, they did not enter into any service contract with the Company.

Save as disclosed above, the directors of the Company is not aware of any matter which needs to be brought to the attention of the shareholders regarding the re-election of the directors and supervisors.

By Order of the Board
Tom. C.Y. Wu
Company Secretary
31 October 2011

Notes:

1. In accordance with the articles of association of the Company and relevant regulations, any shareholders who represent 3% or more of the shares of the Company (persons who are registered as shareholders of the Company as at the close of business on 16 November 2011) are entitled to nominate candidates for election as directors and supervisors. Any shareholders who represent 1% or more of the shares of the Company (persons who are registered as shareholders of the Company as at the close of business on 16 November 2011) are entitled to nominate candidates for election as independent directors. Written notice specifying the intention to nominate candidates for election as directors and supervisors and the acceptance of nomination by the candidates concerned shall be given to the Company 10 days prior to the convening of the EGM (on or before 6 December 2011).
2. According to the articles of association of the Company, a person whose name is in the register of members of the Company as at the close of business on 16 November 2011 shall be entitled to attend and vote at the EGM. The register of holders of H shares of the Company will be closed from 16 November 2011 to 16 December 2011, both days inclusive, for the purpose of determining a shareholders' list for the EGM. In order to qualify for attending the EGM, holders of H shares whose transfers have not been registered must deliver their transfer documents together with the relevant share certificates to the Company's H share registrars in Hong Kong, Hong Kong Registrars Limited at Rooms 1712-1716, 17th floor, Hopewell Centre, 183 Queen's Road East, Hong Kong not later than 4:00 p.m. on 15 November 2011.
3. Those shareholders entitled to attend the EGM shall return the reply slip to the legal address of the Company on or before 26 November 2011, although the reply slip will not affect the shareholders' entitlement to attend and vote at the EGM as shown in Note 2.
4. In accordance with the articles of association of the Company, cumulative voting system will be adopted in the EGM for the resolution numbered 1.
5. Shareholders of the Company, other than China Petroleum & Chemical Corporation and its associates, are entitled to vote for the ordinary resolution numbered 4.
6. Shareholders attending the EGM shall present their own identity cards as well as their shareholding account cards (if applicable).
7. Any shareholder entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote in his/her stead. A proxy need not be a shareholder of the Company. In the event the appointor is a body corporate, such shareholder shall be represented in the EGM by the legal representative or such person authorized by the resolution of the board of directors or decision-making body of such appointor.
8. A shareholder or his proxy may exercise the right to vote by poll.
9. The instrument appointing a proxy shall be in writing under the hand of the appointor or his/her attorney duly authorized in writing. The instrument appointing a proxy, and if such instrument is signed by a person under a power of attorney or other authority on behalf of the appointor, a notarially certified copy of that power of attorney or other authority shall be deposited at the legal address of the Company not less than 24 hours before the time appointed for the holding of the EGM.
10. Shareholders or their proxies attending the EGM when voting on any resolution, shall clearly signify whether he or she is voting for or against such resolution. When the Company is counting the votes on any resolution, those who abstain from voting would not be regarded as having a right to vote.

11. The EGM is expected to last for a half day. Shareholders and proxies attending the EGM shall be responsible for their own traveling, food and accommodation expenses.

12. Legal Address of the Company:

Yizheng City, Jiangsu Province, the PRC.

Contact: Mr. Tom C. Y. Wu/Ms. Shi Min

Telephone: 86-514-83231888

Facsimile: 86-514-83235880

Postal Code: 211900

As of the date of this announcement, the directors of the Company include Mr. Lu Li-yong, Ms. Sun Zhi-hong, Mr. Xiao Wei-zhen, Ms. Long Xing-ping, Mr. Zhang Hong, Mr. Guan Diao-sheng, Mr. Sun Yu-guo, Mr. Shen Xi-jun, Mr. Shi Zhen-hua*, Mr. Qiao Xu*, Mr. Yang Xiong-sheng* and Mr. Chen Fang-zheng*.

** Independent Directors*