

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibilities for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



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: 0386)**

## **Announcement**

On 15 November 2013, China Petroleum & Chemical Corporation (the “Company”) received a notice from its controlling shareholder, China Petrochemical Corporation (“Sinopec Group”), that in consideration of the value of the Company and its current stock price, Sinopec Group had increased its shareholding in the Company by way of acquiring 126,682,858 A shares on the secondary market (the “Shareholding Increase”) through the trading system at the Shanghai Stock Exchange from 5 November 2013 to 15 November 2013. The 126,682,858 A shares includes the A shares acquired by Sinopec Group as disclosed in the announcements of the Company published on 6 November 2013 and 8 November 2013 (the “Announcements”).

As disclosed in the Announcements, on 5 November 2013, the Company was informed by Sinopec Group that Sinopec Group proposed to increase its shareholding in the Company through acquisitions of its A shares on the secondary market in its own name or through other concerting parties within 12 months commencing from 5 November 2013 (the “Increase Period”). The aggregate of such acquisition(s) will not exceed 2% (inclusive of the shares acquired on 5 November 2013) of the total issued share capital of the Company.

As of 15 November 2013, Sinopec Group’s increased shareholding in the Company represents approximately 0.109% of the total issued share capital of the Company during the Increase Period. Immediately before the Shareholding Increase, Sinopec Group, directly and indirectly, held 86,089,416,000 shares of the Company, representing approximately 73.855% of the total issued share capital of the Company. On 15 November 2013, Sinopec Group, directly and indirectly, held 86,216,098,858 shares of the Company, representing approximately 73.964% of the total issued share capital of the Company.

The Shareholding Increase complies with the provisions of the *Securities Law of the People's Republic of China* and other relevant laws, regulations and bylaws as well as the trading rules of the Shanghai Stock Exchange.

Sinopec Group undertakes not to reduce its shareholding in the Company within the Increase Period and the statutory period.

The Company will continue to oversee Sinopec Group's increased shareholding in the Company and will promptly comply with the disclosure obligations in accordance with the *Rules Governing the Listing of Stocks on Shanghai Stock Exchange* (2012 Revision), the *Measures for the Administration of the Takeover of Listed Companies* (2012 Revision) and the *Guidelines on the Increase of Shareholding by Shareholders and Their Persons Acting in Concert in Companies Listed at the Shanghai Stock Exchange* (2012 Revision).

By Order of the Board  
**Huang Wensheng**  
*Secretary to the Board of Directors*

15 November 2013

*As of the date of this notice, directors of the Company are: Fu Chengyu\*, Wang Tianpu\*, Zhang Yaocang\*, Li Chunguang#, Zhang Jianhua#, Wang Zhigang#, Cai Xiyou#, Cao Yaofeng\*, Dai Houliang#, Liu Yun\*, Chen Xiaojin+, Ma Weihua+, Jiang Xiaoming+, Andrew Y. Yan+, Bao Guoming+.*

*# Executive Director*

*\* Non-executive Director*

*+ Independent Non-executive Director*