
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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 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 Sinopec Kantons Holdings Limited (the “Company”), you should at once hand this Circular together with the accompanying form of proxy to the purchaser or other transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this Circular, 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 Circular.



SINOPEC KANTONS HOLDINGS LIMITED

(中石化冠德控股有限公司) *

(incorporated in Bermuda with limited liability)

(Stock Code: 934)

**PROPOSALS FOR
GENERAL MANDATES TO ISSUE AND REPURCHASE SHARES
AND
RE-ELECTION OF DIRECTORS
AND
NOTICE OF AGM**

A notice convening the AGM (as defined herein) to be held at Salon Rooms II-III, 5/F., Harbour Grand Hong Kong, 23 Oil Street, North Point, Hong Kong on 3 June 2026 (Wednesday) at 10:30 a.m. (or any adjournment thereof) is set out on pages 19 to 24 of this Circular.

Whether or not you intend to attend the AGM, you are requested to complete the enclosed form of proxy in accordance with the instructions printed thereon and return the completed form to the office of the Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, as soon as practicable, and in any event not later than forty-eight (48) hours before the time appointed for the holding of the AGM (or any adjournment thereof). Completion and return of the form of proxy will not preclude you from attending and voting in person at the AGM (or any adjourned meeting thereof) should you so desire.

17 April 2026

CONTENTS

	<i>Page</i>
DEFINITIONS	1
LETTER FROM THE BOARD	4
APPENDIX I – EXPLANATORY STATEMENT	10
APPENDIX II – DETAILS OF DIRECTORS PROPOSED TO BE RE-ELECTED AT THE AGM	14
NOTICE OF AGM	19

DEFINITIONS

In this Circular, unless the context otherwise requires, the following expressions have the following meanings:

“AGM”	the annual general meeting of the Company to be held at Salon Rooms II-III, 5/F., Harbour Grand Hong Kong, 23 Oil Street, North Point, Hong Kong on 3 June 2026 (Wednesday) at 10:30 a.m. (or any adjournment thereof);
“AGM Notice”	the notice convening the AGM as set out on pages 19 to 24 of this Circular;
“Audit Committee”	the audit committee of the Company;
“Board”	the board of Directors;
“Bye-Laws”	the Bye-Laws of the Company (as amended from time to time);
“CCASS”	the Central Clearing and Settlement System established and operated by Hong Kong Securities Clearing Company Limited;
“Circular”	this circular;
“close associate(s)”	has the meaning ascribed to this term under Rule 1.01 of the Listing Rules;
“Companies Act”	the Companies Act 1981 of Bermuda (as amended from time to time);
“Company”	Sinopec Kantons Holdings Limited (and for identification purpose only 中石化冠德控股有限公司), an exempted company incorporated in Bermuda with limited liability, the shares of which are listed on the main board of the Stock Exchange;
“controlling shareholder”	has the meaning ascribed to this term under Rule 1.01 of the Listing Rules;
“core connected person(s)”	has the meaning ascribed to this term under Rule 1.01 of the Listing Rules;
“Director(s)”	the director(s) of the Company, including the executive Directors and the independent non-executive Directors of the Company;
“ESG Committee”	the environmental, social and governance committee of the Company;
“General Mandates”	the Repurchase Mandate and the Issue Mandate;
“Government”	the government of Hong Kong;

DEFINITIONS

“Group”	the Company and its subsidiaries;
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong;
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC;
“Issue Mandate”	a general and unconditional mandate proposed to be granted to the Directors at the AGM to allot, issue or otherwise deal with Shares (including any disposal or transfer of the Treasury Shares) not exceeding 20% of the aggregate nominal amount of the share capital of the Company (excluding the Treasury Shares, if any) in issue as at the date of passing of the relevant ordinary resolution to grant such mandate;
“Latest Practicable Date”	10 April 2026, being the latest practicable date for ascertaining certain information for inclusion in this Circular;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange;
“Nomination Committee”	the nomination committee of the Company;
“PRC”	the People’s Republic of China and for the purpose of this Circular, excluding Hong Kong, Macao Special Administrative Region of the PRC and Taiwan;
“Remuneration Committee”	the remuneration committee of the Company;
“Repurchase Mandate”	a general and unconditional mandate proposed to be granted to the Directors at the AGM to repurchase the Shares not exceeding 10% of the aggregate nominal amount of the share capital of the Company in issue (excluding the Treasury Shares, if any) as at the date of passing of the relevant ordinary resolution to grant such mandate;
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong);
“Share(s)”	the ordinary share(s) of HK\$0.10 each in the share capital of the Company;
“Shareholder(s)”	the holder(s) of the Share(s);

DEFINITIONS

“Sinopec Corp.”	China Petroleum & Chemical Corporation (中國石油化工股份有限公司) (stock code: 386), a joint stock limited liability company incorporated in the PRC, the shares of which are listed on the stock exchanges of Hong Kong and Shanghai, the indirect controlling shareholder of the Company holding approximately 60.33% of the issued share capital of the Company as at the Latest Practicable Date;
“Sinopec Group”	Sinopec Group Company and its subsidiaries;
“Sinopec Group Company”	China Petrochemical Corporation (中國石油化工集團有限公司, formerly known as 中國石油化工總公司), an enterprise established under the laws of the PRC, the ultimate controlling shareholder of the Company as at the Latest Practicable Date;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“substantial shareholder(s)”	has the meaning ascribed to this term under Rule 1.01 of the Listing Rules;
“Takeovers Code”	The Codes on Takeovers and Mergers and Share Buy-backs;
“Treasury Shares”	shall have the meaning ascribed to it under the Listing Rules; and
“%”	per cent.

LETTER FROM THE BOARD



中国石化
SINOPEC

SINOPEC KANTONS HOLDINGS LIMITED

(中石化冠德控股有限公司)*

(incorporated in Bermuda with limited liability)

(Stock Code: 934)

Executive Directors:

Mr. Zhong Fuliang (*Chairman*)
Mr. Yang Yanfei
Mr. Ren Jiajun
Mr. Zou Wenzhi
Mr. Mo Zhenglin
Mr. Sang Jinghua (*General Manager*)

Non-executive Director:

Mr. Tu Yikai

Independent Non-executive Directors:

Mr. Fong Chung, Mark
Dr. Wong Yau Kar, David
Ms. Wong Pui Sze, Priscilla
Mr. Ye, James Zheng

Registered office:

Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

*Principal place of business
in Hong Kong:*

34/F, Citicorp Centre
18 Whitfield Road
Causeway Bay
Hong Kong

17 April 2026

To the Shareholders

Dear Sir or Madam,

**PROPOSALS FOR
GENERAL MANDATES TO ISSUE AND REPURCHASE SHARES
AND
RE-ELECTION OF DIRECTORS
AND
NOTICE OF AGM**

1. INTRODUCTION

The purpose of this Circular is to present the proposals and provide the Shareholders with the AGM Notice at which the necessary resolutions will be proposed to consider and, if thought fit, approve, among other things, the granting of the General Mandates and the extension of the Issue Mandate to the Board by the addition of the number of Shares repurchased pursuant to the Repurchase Mandate, and the re-election of Directors.

* *For identification purpose only*

LETTER FROM THE BOARD

2. GENERAL MANDATES

Issue Mandate and Extension of the Issue Mandate

At the annual general meeting of the Company held on 26 June 2025, resolutions were passed by the Shareholders giving general unconditional mandates to the Directors to allot, issue or otherwise deal with the Shares not exceeding 20% of the aggregate nominal amount of the share capital of the Company in issue as at the date of passing of the relevant ordinary resolution and to repurchase the Shares not exceeding 10% of the aggregate nominal amount of the share capital of the Company in issue as at the date of passing of the relevant ordinary resolution in accordance with the Listing Rules. These general mandates will lapse at the conclusion of the AGM. It is therefore proposed to renew the General Mandates at the AGM and ordinary resolutions will be proposed to seek the Shareholders' approval for the granting of the General Mandates to the Directors and to extend the Issue Mandate by an amount representing the aggregate nominal amount of the Shares repurchased by the Company pursuant to and in accordance with the Repurchase Mandate. Accordingly, assuming that the share capital of the Company in issue (excluding the Treasury Shares, if any) remains unchanged on the date of the AGM, the Company would be allowed under the Issue Mandate to allot, issue or otherwise deal with a maximum of 497,232,000 Shares and under the Repurchase Mandate to repurchase a maximum of 248,616,000 Shares.

The Ordinary Resolution number 6 as set out in the AGM Notice would grant a general mandate to the Directors to allot, issue or otherwise deal with the Shares not exceeding 20% of the aggregate nominal amount of the share capital of the Company in issue (excluding the Treasury Shares, if any) as at the date of passing of such resolution (i.e. not exceeding 497,232,000 Shares based on the issued share capital of the Company of 2,486,160,000 Shares as at the Latest Practicable Date). Furthermore, the Ordinary Resolution number 8 as set out in the AGM Notice would enable the Directors to issue, under the general mandate contained in Ordinary Resolution number 6, an additional number of Shares representing the number of Shares repurchased under the Repurchase Mandate. In accordance with the Listing Rules, the authority conferred on the Directors by Ordinary Resolution number 6 would continue in force until the conclusion of the next annual general meeting of the Company or any earlier date as referred to in paragraph (D) of such resolution.

Repurchase Mandate

The Ordinary Resolution number 7 as set out in the AGM Notice would grant a general mandate to the Directors to exercise the powers of the Company to repurchase, on the Stock Exchange, the Shares not exceeding 10% of the aggregate nominal amount of the share capital of the Company in issue (excluding the Treasury Shares, if any) as at the date of passing of such resolution (i.e. not exceeding 248,616,000 Shares based on the issued share capital of the Company of 2,486,160,000 Shares as at the Latest Practicable Date). In accordance with the Listing Rules, the authority conferred on the Directors by Ordinary Resolution number 7 would continue in force until the conclusion of the next annual general meeting of the Company or any earlier date as referred to in paragraph (C) of such resolution.

LETTER FROM THE BOARD

In the event that the Company repurchases Shares pursuant to the Repurchase Mandate, the Company may either (i) cancel the Shares repurchased and/or (ii) hold them as the Treasury Shares, subject to compliance with the Bye-Laws, market conditions and the capital management needs of the Company at the relevant time when any repurchase(s) of Shares are made. If the Company holds Shares in treasury, any disposal or transfer of Shares in treasury will be subject to and made pursuant to the terms of the Issue Mandate as referred to in Ordinary Resolution number 6 of the notice of the AGM and in accordance with the Listing Rules and the applicable laws and regulations of Bermuda.

In accordance with the requirements of the Listing Rules, the Company is required to send to the Shareholders an explanatory statement containing all the information reasonably necessary to enable them to make an informed decision on whether to vote for or against the granting of the Repurchase Mandate. An explanatory statement as required by the Listing Rules in connection with the Repurchase Mandate is set out in the Appendix I to this Circular.

3. RE-ELECTION OF RETIRING DIRECTORS

According to Bye-Law 83 of the Bye-Laws, any Director appointed by the Board shall hold office only until the next following general meeting of the Company and shall then be eligible for re-election. Accordingly, Mr. Tu Yikai (“**Mr. Tu**”) and Mr. Ye, James Zheng (“**Mr. Ye**”) shall hold office until the AGM and shall be eligible for re-election.

Pursuant to the Listing Rules and according to Bye-Law 84 of the Bye-Laws, every Director should be subject to retirement by rotation at least once every three years. Accordingly, Mr. Ren Jiajun (“**Mr. Ren**”), Mr. Sang Jinghua (“**Mr. Sang**”), and Dr. Wong Yau Kar, David (“**Dr. Wong**”) shall retire from office by rotation at the AGM and shall be eligible for re-election.

Pursuant to the code provision set out in paragraph B.2.3 of the Corporate Governance Code as set out in Appendix C1 of the Listing Rules, any further appointment of an independent non-executive director who has served for more than nine years should be subject to a separate resolution to be approved by shareholders. Dr. Wong has served as an independent non-executive Director for more than nine years, and accordingly, the re-appointment of Dr. Wong at the AGM shall be subject to a separate resolution to be approved by the Shareholders in accordance with the Listing Rules.

Dr. Wong has confirmed his independence with reference to the factors set out in Rule 3.13 of the Listing Rules, and the Company continues to receive an annual written confirmation from Dr. Wong on his independence in accordance with the Listing Rules. In determining the proposal to re-elect Dr. Wong as an independent non-executive Director notwithstanding that he has served as independent non-executive Director for more than nine years, (i) the Board and the Nomination Committee have assessed and reviewed the annual confirmation of the independence of Dr. Wong based on the criteria set out in Rule 3.13 of the Listing Rules, in particular given that Dr. Wong does not have any interest in the securities or business of the Company and is not connected with any Directors, chief executive or substantial shareholder of the Company. The Board and the Nomination

LETTER FROM THE BOARD

Committee consider that Dr. Wong remains independent of the management and free of any relationship which could materially interfere with the exercise of his independent judgment; (ii) by taking into account the Board Diversity Policy of the Company, the Nomination Committee considers that Dr. Wong is a suitable candidate as an independent non-executive Director based on his background, experience and his commitment to devote sufficient time to the Company; (iii) the Board considers that Dr. Wong's cultural background, educational background and extensive work experience in the economics and trade industries are unique in the Board. Thus, the Board believes that Dr. Wong can bring further contributions to the Board's diversity, and that he will be able to devote sufficient time to the Board; and (iv) the Board is satisfied that through exercising the scrutinising and monitoring function of an independent non-executive Director, Dr. Wong has continued to provide independent and objective judgment and advice to the Board to safeguard the interests of the Company and the Shareholders as a whole.

In view of the foregoing factors, and taking into account that Dr. Wong has, during his tenure, brought stability to the Board and made significant contributions and that the Board has benefited greatly from the presence and experience of Dr. Wong who has over time gained valuable insight into the Group and its markets, the Board believes that Dr. Wong has the character, integrity, independence and expertise to continue to fulfill his role as an independent non-executive Director effectively and will continue to bring valuable experience, knowledge and professionalism to the Board and would recommend Dr. Wong for re-election as an independent non-executive Director at the AGM. Accordingly, Mr. Ren, Mr. Sang, Dr. Wong, Mr. Tu and Mr. Ye will retire and, being eligible, offer themselves for re-election. The Board considers that the re-election of Mr. Ren, Mr. Sang, Dr. Wong, Mr. Tu and Mr. Ye is in the best interests of the Company and the Shareholders as a whole. Particulars of each of them are set out in Appendix II to this Circular.

4. FINAL DIVIDEND

The Board recommended a dividend of HK25 cents per share payable in cash for the whole year of 2025 (2024: HK25 cents per share), excluding the interim dividend of HK10 cents per share in cash for 2025 (2024: HK10 cents per share) paid on 26 September 2025 (Friday), the final dividend of HK15 cents per share in cash for 2025 (2024: HK15 cents per share) will be paid to all Shareholders whose names appear on the register of members of the Company on 11 June 2026 (Thursday) (i.e. the record date). If the resolution for the proposed final dividend is passed at the AGM, the proposed final dividend will be payable on or about 26 June 2026 (Friday).

5. AGM

The AGM Notice convening the AGM to be held at Salon Rooms II-III, 5/F., Harbour Grand Hong Kong, 23 Oil Street, North Point, Hong Kong on 3 June 2026 (Wednesday) at 10:30 a.m. (or any adjournment thereof) is set out on pages 19 to 24 of this Circular at which resolutions will be proposed to approve (i) the granting of the General Mandates to the Board; (ii) the extension of the Issue Mandate to the Board by the addition of the number of Shares repurchased pursuant to the Repurchase Mandate and (iii) the re-election of Directors.

LETTER FROM THE BOARD

A form of proxy for the AGM is enclosed with this Circular. Shareholders are requested to complete the enclosed form of proxy in accordance with the instructions printed thereon and return the completed form to the office of the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, as soon as possible, and in any event not later than forty-eight (48) hours before the time appointed for holding of the AGM (or any adjournment thereof). Completion and return of the form of proxy will not preclude a Shareholder from attending and voting in person at the AGM (or any adjourned meeting thereof) should he so desire and in such event, such form of proxy shall be deemed to be revoked.

6. VOTING AT THE AGM

All the resolutions set out in the AGM Notice will be decided by poll pursuant to the Listing Rules. The chairman of the AGM will explain the detailed procedures for conducting a poll at the commencement of the meeting. On a poll, every Shareholder present in person (or, in the case of a Shareholder being a corporation, by its duly authorised representative) or by proxy shall have one vote for every fully paid Share held. A Shareholder present in person (or, in the case of a Shareholder being a corporation, by its duly authorised representative) or by proxy who is entitled to more than one vote needs not use all his votes or cast all his votes in the same way. After conclusion of the AGM, the poll results will be published on the websites of Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk and the Company at www.sinopec.com.hk.

7. RESPONSIBILITY STATEMENT

This Circular includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors collectively and individually accept full responsibility for the accuracy of the information contained in this Circular and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief, there are no other material facts not contained in this Circular, the omission of which would make any statement in this Circular misleading.

8. RECOMMENDATION

The Directors consider that (i) the granting of the General Mandates to the Board, (ii) the extension of the Issue Mandate to the Board by the addition of the number of Shares repurchased pursuant to the Repurchase Mandate and (iii) the re-election of Directors are all in the best interests of the Company and the Shareholders as a whole. Accordingly, the Directors recommend all Shareholders to vote in favour of all the relevant resolutions as set out in the AGM Notice to be proposed at the AGM.

9. CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed from 9 June 2026 (Tuesday) to 11 June 2026 (Thursday) (both days inclusive) during which period no transfer of shares will be registered. In order to qualify for the proposed final dividend, all share transfers, accompanied by the relevant share certificates, must be lodged with Tricor Investor Services

LETTER FROM THE BOARD

Limited, the branch share registrar of the Company at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, for registration not later than 4:00 p.m. on 8 June 2026 (Monday). The cheques for dividend payment will be sent to Shareholders on or about 26 June 2026 (Friday).

The Company will convene the AGM on 3 June 2026 (Wednesday), and the register of members of the Company will be closed from 29 May 2026 (Friday) to 3 June 2026 (Wednesday) (both days inclusive) during which period no transfer of shares will be registered. The record date for determining the entitlement to attend and vote at the AGM is 3 June 2026 (Wednesday). In order to qualify for attending the AGM and casting votes at the meeting, all share transfers, accompanied by the relevant share certificates, must be lodged with Tricor Investor Services Limited, the branch share registrar of the Company at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, for registration not later than 4:00 p.m. on 28 May 2026 (Thursday).

10. ADDITIONAL INFORMATION

Your attention is drawn to the additional information as set out in the appendices to this Circular.

Yours faithfully,
For and on behalf of the Board of
Sinopec Kantons Holdings Limited
Zhong Fuliang
Chairman

The Listing Rules permit companies whose primary listings are on the Stock Exchange to repurchase their own securities on the Stock Exchange subject to certain restrictions.

The following is the explanatory statement required to be sent to the Shareholders under the Listing Rules to enable them to make an informed decision on whether to vote for or against the ordinary resolution in relation to the granting of the Repurchase Mandate to be proposed at the AGM.

1. SHARE CAPITAL

As at the Latest Practicable Date, the issued share capital of the Company comprised 2,486,160,000 Shares and the Company did not have any Treasury Shares.

Subject to the passing of the relevant ordinary resolution to approve the granting of the Repurchase Mandate and on the basis that there is no change in the issued share capital of the Company between the Latest Practicable Date and the date of the AGM, the Company would be allowed to repurchase a maximum of 248,616,000 Shares under the Repurchase Mandate.

If the Company repurchases Shares pursuant to the Repurchase Mandate, the Company may either (i) cancel the Shares repurchased and/or (ii) hold them as the Treasury Shares, subject to compliance with the Bye-Laws, market conditions and the capital management needs of the Company at the relevant time when any repurchase(s) of Shares are made. If the Company holds Shares in treasury, any disposal or transfer of Shares in treasury will be subject to and made pursuant to the terms of the Issue Mandate as referred to in Ordinary Resolution number 6 of the notice of the AGM and in accordance with the Listing Rules and the applicable laws and regulations of Bermuda.

2. REASONS FOR REPURCHASES

The Directors believe that the granting of the Repurchase Mandate is in the best interests of the Company and the Shareholders as a whole as it will give the Company additional flexibility. Such repurchases may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net asset value of the Company and/or its earnings per Share and will only be made when the Directors believe that such repurchases will benefit the Company and the Shareholders as a whole.

3. FUNDING OF REPURCHASES

In repurchasing the Shares, the Company may only apply funds legally available for such purpose in accordance with the Listing Rules, the Bye-Laws and the laws of Bermuda. The Company is empowered by the Bye-Laws to repurchase its Shares. There might be material adverse impact on the working capital or gearing position of the Company (as compared with the position disclosed in the audited financial statements contained in the annual report of the Company for the financial year ended 31 December 2025) in the event that the Repurchase Mandate was to be exercised in full at any time during the proposed repurchase period. However, the Directors do not propose to exercise the Repurchase

Mandate to such extent as would, in the circumstances, have a material adverse impact on the working capital requirements of the Company or the gearing levels which in the opinion of the Directors are from time to time appropriate for the Company.

4. SHARE PRICES

The highest and lowest prices per Share at which the Shares were traded on the Stock Exchange in each of the previous twelve months were as follows:

	Price per Share	
	Highest <i>HK\$</i>	Lowest <i>HK\$</i>
2025		
April	4.43	3.88
May	4.51	4.25
June	4.69	4.29
July	4.68	4.29
August	4.60	4.22
September	4.62	4.15
October	4.41	3.92
November	4.34	4.02
December	4.34	4.00
2026		
January	4.41	4.03
February	4.49	4.10
March	4.52	4.02
April, up to the Latest Practicable Date	4.19	4.06

5. SHARE REPURCHASES MADE BY THE COMPANY

No repurchase of Shares had been made by the Company in the six (6) months prior to the Latest Practicable Date.

6. GENERAL

None of the Directors nor, to the best of their knowledge having made all reasonable enquiries, any of their respective close associates has any present intention, in the event that the Repurchase Mandate is approved by the Shareholders, to sell any Shares to the Company.

No core connected person of the Company has notified the Company of a present intention to sell Shares to the Company and no such person has undertaken not to sell any Shares to the Company in the event that the Repurchase Mandate is approved by the Shareholders.

The Directors will exercise the powers of the Company to make repurchases pursuant to the Repurchase Mandate in accordance with the Listing Rules, the Bye-Laws and the applicable laws of Bermuda.

Neither this explanatory statement nor the proposed share repurchase has any unusual features.

7. EFFECT OF THE TAKEOVERS CODE

If, as a result of a repurchase of Shares pursuant to the Repurchase Mandate, a Shareholder's proportionate interest in the voting rights of the Company increases, such increase will be treated as an acquisition for the purposes of the Takeovers Code. Accordingly, a Shareholder, or a group of Shareholders acting in concert, depending on the level of increase of the Shareholder's interest, could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rules 26 and 32 of the Takeovers Code for all Shares not already owned by such Shareholder or group of Shareholders.

As at the Latest Practicable Date and to the best knowledge and belief of the Directors, Sinopec Kantons International Limited, which is ultimately held by Sinopec Group Company, had an interest in 1,500,000,000 Shares, representing approximately 60.33% of the issued share capital of the Company. In the event that the Directors exercise in full the power to purchase or acquire Shares under the Repurchase Mandate and assuming that there is no other change in the issued share capital of the Company, the shareholding of Sinopec Kantons International Limited in the Company will be increased to approximately 67.04% of the issued share capital of the Company.

Save as aforesaid, the Directors are not aware of any consequence which may arise under the Takeovers Code as a result of any purchases or acquisitions of Shares made under the Repurchase Mandate.

The Directors do not have a present intention to exercise the power to purchase or acquire the Shares to the extent which will trigger off the mandatory offer requirement pursuant to the rules of the Takeovers Code.

The Directors do not propose to repurchase Shares if such repurchase would breach the applicable public float requirements of the Company under the Listing Rules.

8. STATUS OF SHARES BOUGHT BACK

The Listing Rules provide that the shares repurchased by a company shall be held as the Treasury Shares or cancelled. The listing of all shares which are held as the Treasury Shares shall be retained. The Company shall ensure that the Treasury Shares are appropriately identified and segregated. The listing of all shares bought back but not held as the Treasury Shares shall be automatically cancelled.

To the extent that any Treasury Shares are deposited with CCASS pending resale on the Stock Exchange, the Company will adopt appropriate measures to ensure that it does not exercise any shareholders' rights or receive any entitlements which would otherwise be suspended under the applicable laws if those Shares were registered in the Company's own name as the Treasury Shares. These measures may include (but not limited to) approval by the Board that (i) the Company would not (or would procure its broker not to) give any instructions to Hong Kong Securities Clearing Company Limited to vote at general meetings for the Treasury Shares deposited with CCASS; and (ii) in the case of dividends or distributions, the Company will withdraw the Treasury Shares from CCASS, and either re-register them in its own name as the Treasury Shares or cancel them, in each case before the record date for the dividends or distributions.

(i) Mr. Ren Jiajun, Executive Director

Mr. Ren Jiajun, aged 58, is an executive Director of the Company, is a professorate senior engineer graduated from East China Petroleum Institute with a bachelor's degree in petroleum processing in July 1989. He also holds a bachelor's degree in engineering. From July 1989 to November 2010, Mr. Ren successively held positions in Sinopec Great Wall Advanced Lubricant Company, the Production Department and the Refining and Chemical Management Department of Sinopec Group and Oil Refining Business Division of Sinopec Corp. From November 2010 to September 2018, he served as the deputy director general of Oil Refining Business Division of Sinopec Corp.. From September 2018 to December 2019, he served as the deputy director of the Department of Production, Operation and Management of Sinopec Group Company (Sinopec Corp.). From December 2019 to August 2020, he served as the deputy general manager of the Department of Production, Operation and Management of Sinopec Group Company (Sinopec Corp.). From August 2020 to June 2023, he has been serving as the general manager of Sinopec Petroleum Marketing Company Limited. He served as an executive director and the Party Committee Secretary of Sinopec Oil Refinery and Sales Company Limited since June 2023. From September 2018 to August 2020, he successively served as an executive director and chairman of Sinopec Petroleum Reserve Company Limited and concurrently served as an executive director and general manager of Sinopec Petroleum (Shanghai) Reserve Company Limited. Since November 2021, he has also served as a director of China International United Petroleum & Chemicals Co., Ltd. Mr. Ren has been an executive Director of the Company since January 2021.

Mr. Ren entered into a service contract with the Company for an initial term of one (1) year commencing from 19 January 2021 (which is renewable automatically upon expiry for successive terms of one (1) year) unless terminated by not less than three (3) months' notice in writing served by either party. Mr. Ren's remuneration as stated in his director service contract shall be a nominal remuneration of HK\$1.00 per annum symbolically. Such amount of emoluments is consistent with the emoluments of all the executive Directors of the Company.

Save as disclosed above, as at the Latest Practicable Date, (i) Mr. Ren did not hold other positions with the Company and other members of the Group; (ii) Mr. Ren did not hold any directorships in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years preceding the Latest Practicable Date; (iii) Mr. Ren did not have other major appointments and professional qualifications; (iv) Mr. Ren did not have any other relationship with the Directors, senior management, substantial shareholders or controlling shareholder of the Company; (v) Mr. Ren did not have any interests in the Shares within the meaning of Part XV of the SFO; and (vi) there is no information relating to Mr. Ren that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters that need to be brought to the attention of the Shareholders.

(ii) Mr. Sang Jinghua, Executive Director and General Manager

Mr. Sang Jinghua, aged 58, is an executive Director and the General Manager of the Company, is a professorate senior economist graduated from the Dalian University of Technology in July 1990 with a bachelor's degree in macromolecule chemical engineering and holds a bachelor's degree in engineering. From July 1990 to May 2019, Mr. Sang successively held positions in Shijiazhuang Refinery Branch Company of Sinopec Corp., the board secretariat of Sinopec Corp. and SINOPEC Engineering (Group) Co., Ltd. ("**Sinopec Engineering**"). From May 2012 to January 2013, he served as the securities representative of Sinopec Corp.. From August 2012 to May 2019, he was the secretary to the board of directors of Sinopec Engineering. From December 2012 to May 2019, he was the company secretary of Sinopec Engineering. From May 2014 to May 2019, he was a deputy general manager of Sinopec Engineering. From May 2019 to January 2021, Mr. Sang was the executive deputy general manager of the Company. Since January 2021, Mr. Sang has been an executive Director, the General Manager and a member of each of the Nomination Committee, the Remuneration Committee and the ESG Committee of the Company, and currently serving as the legal representative and chairman of Tangshan Caofeidian Shihua Crude Oil Terminal Co., Ltd., as well as a director of Sinopec Kantons International Limited, Sinomart KTS Development Limited and Kantons International Investment Limited.

Mr. Sang entered into a service contract with the Company for an initial term of one (1) year commencing from 19 January 2021 (which is renewable automatically upon expiry for successive terms of one (1) year) unless terminated by not less than three (3) months' notice in writing served by either party. Mr. Sang's remuneration as stated in his director service contract shall be a nominal remuneration of HK\$1.00 per annum symbolically. Such amount of emoluments is consistent with the emoluments of all the executive Directors of the Company. In 2025, Mr. Sang received a salary, bonus, allowances and benefit-in-kind for providing services as the senior management of a subsidiary of the Company for the amount of HK\$3,606,000.

Save as disclosed above, as at the Latest Practicable Date, (i) Mr. Sang did not hold other positions with the Company and other members of the Group; (ii) Mr. Sang did not hold any directorships in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years preceding the Latest Practicable Date; (iii) Mr. Sang did not have other major appointments and professional qualifications; (iv) Mr. Sang did not have any other relationship with the Directors, senior management, substantial shareholders or controlling shareholder of the Company; (v) Mr. Sang did not have any interests in the Shares within the meaning of Part XV of the SFO; and (vi) there is no information relating to Mr. Sang that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters that need to be brought to the attention of the Shareholders.

(iii) Mr. Tu Yikai, Non-Executive Director

Mr. Tu Yikai, aged 49, is a non-executive Director of the Company. Mr. Tu graduated from Chongqing University (重慶大學) in July 1999 and obtained a bachelor's degree in industrial foreign trade. He graduated from the University of Science and Technology

Beijing (北京科技大學) in March 2002 and obtained a master's degree in enterprise management. From April 2002 to December 2008, Mr. Tu successively served as the account manager of the corporate business department, an account manager at the Fuhua Building Sub-Branch (富華大廈支行), the account manager and senior account manager of the investment banking department, the deputy manager and manager of the strategic client division of the corporate banking department and the assistant general manager and the manager of the strategic client division of the corporate banking department of the business department at the head office (總行營業部) of China CITIC Bank Corporation Limited (中信銀行股份有限公司). From December 2008 to July 2013, he successively served as the senior manager and deputy general manager of the second division of trust business and the deputy general manager and general manager of the third division of trust business of CITIC Trust Co., Ltd. (中信信託有限責任公司) ("CITIC Trust"). From July 2013 to June 2015, he served as the business director of CITIC Trust. From June 2015 to November 2021, he served as the deputy general manager of CITIC Trust. From November 2021 to June 2025, he served as the deputy general manager and secretary to the board of directors of CITIC Trust. From June 2025 to August 2025, he served as the general manager and secretary to the board of directors of CITIC Trust. Since August 2025, he has served as a director, general manager and secretary to the board of directors of CITIC Trust. Mr. Tu currently holds various concurrent positions, including a non-executive director of China Hongqiao Group Limited (中國宏橋集團有限公司, a company listed on the Stock Exchange, Hong Kong stock code: 1378), the chairman of the board of CITIC-Prudential Fund Management Company Ltd. (中信保誠基金管理有限公司) and Shanghai CPE Asset Management Co., Ltd. (上海信誠致遠資產管理有限公司), a director of CTI Capital Management Limited (中信信惠國際資本有限公司), which is a shareholder of the Company interested in approximately 8.10% of the total issued shares of the Company, China Trust Registration Co., Ltd. (中國信託登記有限責任公司) and China Trust Protection Fund Co., Ltd. (中國信託業保障基金有限責任公司), the vice chairman of China Trustee Association (中國信託業協會) and a member of the second council of CITIC Foundation for Reform and Development Studies (中信改革發展研究基金會). Mr. Tu obtained the fund qualification from Asset Management Association of China (中國證券投資基金業協會) in 2002 and obtained the qualification of Certified Public Accountant in China in 2005. Mr. Tu has been a non-executive Director of the Company since September 2025.

Mr. Tu entered into a letter of appointment with the Company on 29 September 2025, pursuant to which he was appointed by the Company as a non-executive Director for an initial term of three years commencing from 29 September 2025. In compliance with the Bye-laws, Mr. Tu is subject to retirement and re-election at the next following annual general meeting of the Company after his appointment and thereafter, subject to the relevant provisions of the Bye-laws in respect of, among others, retirement by rotation and re-election at least once every three years. Under the said letter of appointment, no remuneration is payable by the Company to Mr. Tu with respect to his role as the non-executive Director.

Save as disclosed above, as at the Latest Practicable Date, (i) Mr. Tu did not hold other positions with the Company and other members of the Group; (ii) Mr. Tu did not hold any directorships in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years preceding the Latest Practicable Date; (iii) Mr. Tu did not have other major appointments and professional qualifications; (iv)

Mr. Tu did not have any other relationship with the Directors, senior management, substantial shareholders or controlling shareholder of the Company; (v) Mr. Tu did not have any interests in the Shares within the meaning of Part XV of the SFO; and (vi) there is no information relating to Mr. Tu that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters that need to be brought to the attention of the Shareholders.

(iv) Dr. Wong Yau Kar, Independent Non-executive Director

Dr. Wong Yau Kar, GBS, JP, aged 68, is an independent non-executive Director of the Company. Dr. Wong received a doctorate degree in economics from the University of Chicago. Dr. Wong has extensive experience in manufacturing, direct investment and international trade. Dr. Wong participates actively in public services. He was a Hong Kong Deputy to the 12th and the 13th National People's Congress of the People's Republic of China. From December 2000 to June 2023, Dr. Wong served as an independent non-executive director of Huayi Tencent Entertainment Company Limited (has been renamed as Hony Media Group), a company listed on the Stock Exchange. Dr. Wong is currently an independent non-executive director of Shenzhen Investment Limited and GDH Guangnan (Holdings) Limited, all of which are companies listed on the Stock Exchange. Dr. Wong has been an independent non-executive Director of the Company since March 2014, and he is concurrently serving as the chairman of the Remuneration Committee and the member of each of the Audit Committee, the Nomination Committee and the ESG Committee of the Company.

Dr. Wong was successively appointed as an independent non-executive Director for a term of three (3) years. Dr. Wong received a director's fee of HK\$380,000 for 2025. Such amount of emoluments has been reviewed by the Remuneration Committee of the Company and was determined with reference to Dr. Wong's qualifications and experience, his duties and responsibilities in the Company as well as the Company's remuneration policy.

Dr. Wong, who has served on the Board for more than nine years, confirmed he has satisfied all factors set out in Rule 3.13 of the Listing Rules. Dr. Wong also confirmed that he has no past or present financial or other interest in the business of the Company or its subsidiaries and has no connection with any core connected person (as defined in the Listing Rules) of the Company, and that there are no other factors that may affect his independence.

Save as disclosed above, as at the Latest Practicable Date, (i) Dr. Wong did not hold other positions with the Company and other members of the Group; (ii) Dr. Wong did not hold any directorships in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years preceding the Latest Practicable Date; (iii) Dr. Wong did not have other major appointments and professional qualifications; (iv) Dr. Wong did not have any other relationship with the Directors, senior management, substantial shareholders or controlling shareholder of the Company; (v) Dr. Wong did not have any interests in the Shares within the meaning of Part XV of the SFO; and (vi) there is no information relating to Dr. Wong that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters that need to be brought to the attention of the Shareholders.

(v) Mr. Ye, James Zheng, Independent Non-executive Director

Mr. Ye, James Zheng, aged 61, is an independent non-executive Director of the Company. Mr. Ye obtained a bachelor's degree in accounting and finance in May 1993, and a master's degree in business administration in December 1994, both from California State University, Long Beach. Mr. Ye became a member of the Hong Kong Institute of Certified Public Accountants in May 2003. He worked in Shanghai Municipal Finance Bureau from October 1982 to January 1989. He served as an auditor in Ernst & Young from October 1995 to April 2000; an audit manager in KPMG from May 2000 to December 2001; a senior audit manager in Grant Thornton from January 2002 to July 2005; a director in Ernst & Young from August 2005 to October 2006; and a practicing director of Mazars CPA Limited from November 2006 to April 2021. Mr. Ye has been a director of Ace Sustainability & Risk Advisors Limited since April 2021, and is currently an independent non-executive director of Sinopec Engineering and Hainan Meilan International Airport Company Limited, all of which are companies listed on the Stock Exchange, and an independent director of COSCO SHIPPING Specialized Carriers Co., Ltd., a company listed on the Shanghai Stock Exchange. Mr. Ye was a consulting expert for the third session of the committee for enterprise internal control standards appointed by the Ministry of Finance of the People's Republic of China from 1 November 2014 to 31 October 2016. Mr. Ye has been an Independent Non-Executive Director of the Company since September 2025, and he is concurrently serving as the member of each of the Audit Committee, the Nomination Committee, the Remuneration Committee and the ESG Committee of the Company.

Mr. Ye entered into a letter of appointment with the Company for a term of three years commencing from 29 September 2025, subject to retirement and re-election at the next following annual general meeting of the Company after his appointment and thereafter, subject to the relevant provisions of the Bye-laws in respect of, among others, retirement by rotation and re-election at least once every three years. Mr. Ye will receive a director's fee of HK\$380,000 per financial year which has been reviewed by the Remuneration Committee and determined by the Board with reference to Mr. Ye's qualifications and experience, his duties and responsibilities in the Company as well as the Company's remuneration policy.

Mr. Ye confirmed that he meets the independence criteria as set out in Rule 3.13 of the Listing Rules. Mr. Ye also confirmed that he has no past or present financial or other interest in the business of the Company or its subsidiaries and has no connection with any core connected person (as defined in the Listing Rules) of the Company, and that there are no other factors that may affect his independence.

Save as disclosed above, as at the Latest Practicable Date, (i) Mr. Ye did not hold other positions with the Company and other members of the Group; (ii) Mr. Ye did not hold any directorships in other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years preceding the Latest Practicable Date; (iii) Mr. Ye did not have other major appointments and professional qualifications; (iv) Mr. Ye did not have any other relationship with the Directors, senior management, substantial shareholders or controlling shareholder of the Company; (v) Mr. Ye did not have any interests in the Shares within the meaning of Part XV of the SFO; and (vi) there is no information relating to Mr. Ye that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules and there are no other matters that need to be brought to the attention of the Shareholders.

NOTICE OF AGM



SINOPEC KANTONS HOLDINGS LIMITED

(中石化冠德控股有限公司) *

(incorporated in Bermuda with limited liability)

(Stock Code: 934)

NOTICE IS HEREBY GIVEN that the annual general meeting of Sinopec Kantons Holdings Limited (the “**Company**”) will be held at Salon Rooms II-III, 5/F., Harbour Grand Hong Kong, 23 Oil Street, North Point, Hong Kong on 3 June 2026 (Wednesday) at 10:30 a.m. and at any adjournment thereof for the purposes of considering and, if thought fit, passing the following businesses:

ORDINARY BUSINESS

1. to receive, consider and adopt the audited consolidated financial statements and the reports of the directors (the “**Director(s)**”) and auditor of the Company for the year ended 31 December 2025;
2. to approve and declare a final dividend for the year ended 31 December 2025;
3. (A) to re-elect Mr. Ren Jiajun as an executive Director;
(B) to re-elect Mr. Sang Jinghua as an executive Director;
(C) to re-elect Mr. Tu Yikai, as a non-executive Director;
(D) to re-elect Dr. Wong Yau Kar, David as an independent non-executive Director;
(E) to re-elect Mr. Ye, James Zheng, as an independent non-executive Director;
4. to authorise the board of Directors (the “**Board**”) to fix the Directors’ remuneration;
5. to re-appoint KPMG as auditors of the Company and authorise the Board to fix their remuneration.

and to consider and, if thought fit, pass with or without modifications the following resolutions as ordinary resolutions.

* For identification purpose only

NOTICE OF AGM

SPECIAL BUSINESS

6. “**THAT:**

- (A) subject to paragraph (C) below, pursuant to the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), the exercise by the Directors during the Relevant Period (as defined hereinafter) of all the powers of the Company to allot, issue and deal with unissued shares in the capital of the Company (including any disposal or transfer of the Treasury Shares (which shall have the meaning ascribed to it by the Listing Rules (the “**Treasury Shares**”)) and to make or grant offers, agreements and options which might require the exercise of such powers be and is hereby generally and unconditionally approved;
- (B) the approval in paragraph (A) above shall authorise the Directors during the Relevant Period to make or grant offers, agreements and options which might require the exercise of such powers after the end of the Relevant Period;
- (C) the aggregate nominal amount of the shares allotted or agreed conditionally or unconditionally to be allotted or issued (whether pursuant to an option or otherwise) by the Directors pursuant to the approval in paragraph (A) above, otherwise than pursuant to:
 - (i) a Rights Issue (as defined hereinafter);
 - (ii) the exercise of any option(s) granted under the share option scheme(s) of the Company adopted from time to time in accordance with the Listing Rules; or
 - (iii) any scrip dividend or similar arrangement providing for the allotment of shares in lieu of the whole or part of a dividend on shares pursuant to the Bye-laws of the Company from time to time,

shall not exceed the aggregate of:

- (a) 20 per cent of the aggregate nominal amount of the share capital of the Company in issue (excluding the Treasury Shares, if any) on the date of the passing of this Resolution; and
- (b) (if the Directors are so authorised by a separate ordinary resolution of the shareholders of the Company) the aggregate nominal amount of any shares of the Company purchased by the Company subsequent to the passing of this Resolution (up to a maximum equivalent to 10 per cent of the aggregate nominal amount of the share capital of the Company

NOTICE OF AGM

in issue (excluding the Treasury Shares, if any) on the date of the passing of this Resolution), and the authority pursuant to paragraph (A) of this Resolution shall be limited accordingly; and

(D) for the purposes of this Resolution,

“Relevant Period” means the period from the date of the passing of this Resolution until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the Bye-laws of the Company, the Companies Act 1981 of Bermuda (as amended) or any other applicable law of Bermuda to be held; or
- (iii) the passing of an ordinary resolution by the shareholders of the Company in general meeting revoking or varying the authority given to the Directors by this Resolution.

“Rights Issue” means an offer of shares in the Company, or an offer or issue of warrants, options or other securities giving rights to subscribe for shares open for a period fixed by the Directors to holders of shares in the Company on the register of members of the Company on a fixed record date in proportion to their then holdings of shares (subject to such exclusion or other arrangements as the Directors may deem necessary or expedient in relation to fractional entitlements, or having regard to any restrictions or obligations under the laws of, or the requirements of, or the expense or delay which may be involved in determining the existence or extent of any restrictions or obligations under the laws of, or the requirements of, any jurisdiction outside Hong Kong or any recognised regulatory body or any stock exchange outside Hong Kong).

Any reference to an allotment, issue, grant, offer or dealing of shares of the Company shall include the sale or transfer of the Treasury Shares (including to satisfy any obligation upon the conversion or exercise of any convertible securities, options, warrants or similar rights to subscribe for shares of the Company) to the extent permitted by, and subject to the Company complying with the prevailing requirements of, the Bye-Laws, the Listing Rules and all applicable laws and regulations from time to time in force.”

7. **“THAT:**

- (A) subject to paragraph (B) below, the exercise by the Directors during the Relevant Period (as defined hereinafter) of all powers of the Company to purchase its shares on the Stock Exchange or any other stock exchange(s) on which the shares of the Company may be listed and recognised by the Securities and Futures Commission of Hong Kong and the Stock Exchange

NOTICE OF AGM

for such purpose, and otherwise in accordance with the rules and regulations of the Securities and Futures Commission of Hong Kong, the Stock Exchange, the Companies Act 1981 of Bermuda (as amended) and all other applicable laws in this regard, be and the same is hereby generally and unconditionally approved;

- (B) the aggregate nominal amount of the shares which may be purchased or agreed to be purchased by the Company pursuant to the approval in paragraph (A) above during the Relevant Period shall not exceed 10 per cent of the aggregate nominal amount of the share capital of the Company in issue (excluding the Treasury Shares, if any) as at the date of the passing of this Resolution and the authority pursuant to paragraph (A) of this Resolution shall be limited accordingly;
- (C) for the purposes of this Resolution,

“**Relevant Period**” means the period from the date of the passing of this Resolution until whichever is the earliest of:

- (i) the conclusion of the next annual general meeting of the Company;
- (ii) the expiration of the period within which the next annual general meeting of the Company is required by the Bye-laws of the Company, the Companies Act 1981 of Bermuda (as amended) or any other applicable law of Bermuda to be held; or
- (iii) the passing of an ordinary resolution by the shareholders of the Company in general meeting revoking or varying the authority given to the Directors by this Resolution.”
8. “**THAT** conditional on the passing of Resolutions numbers 6 and 7 above, the general mandate granted to the Directors pursuant to paragraph (A) of Resolution number 6 above be and is hereby extended by the addition of the aggregate nominal amount of the shares of the Company which may be allotted or agreed conditionally or unconditionally to be allotted by the Directors pursuant to or in accordance with such general mandate of an amount representing the aggregate nominal amount of the shares of the Company repurchased or agreed to be repurchased by the Company pursuant to or in accordance with the authority granted under paragraph (A) of Resolution number 7.”

By order of the Board of
Sinopec Kantons Holdings Limited
Zhong Fuliang
Chairman

Hong Kong, 17 April 2026

NOTICE OF AGM

Notes:

1. Any shareholder of the Company (the “**Shareholder**”) entitled to attend and vote at the meeting (or at any adjournment thereof) convened by the above notice is entitled to appoint one or more proxy to attend and vote instead of him/her in accordance with the provisions of the Bye-laws of the Company. A proxy need not be a Shareholder.
2. In order to be valid, the form of proxy must be deposited together with a power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, at the office of the Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, as soon as possible, and in any event no later than forty-eight (48) hours before the time appointed for the holding of the meeting (or any adjourned meeting thereof). Delivery of the form of proxy will not preclude a Shareholder from attending and voting in person at the meeting (or at any adjournment thereof) and in such event, such form of proxy shall be deemed to be revoked.
3. The resolutions proposed will be voted by way of poll.
4. In relation to the proposed Resolutions numbers 6 and 8 above, approval is being sought from the Shareholders for the grant to the Directors of a general mandate to authorise the allotment and issue of shares under the Listing Rules. The Directors have no immediate plan to issue any new shares of the Company other than the shares which may fall to be issued under the share option scheme of the Company or any scrip dividend scheme which may be approved by Shareholders.
5. In relation to the proposed Resolution number 7 above, the Directors wish to state that they will exercise the powers conferred thereby to repurchase shares in circumstances which they deem appropriate for the benefit of the Shareholders as a whole. An explanatory statement containing the information necessary to enable the Shareholders to make an informed decision to vote on the proposed resolution as required by the Listing Rules is set out in the circular to be sent to the Shareholders with the annual report for the year ended 31 December 2025.
6. For determining the entitlement to attend and vote at the meeting, the Register of Members of the Company will be closed from 29 May 2026 (Friday) to 3 June 2026 (Wednesday) (both days inclusive), during which period no transfer of shares will be registered. The record date for determining the entitlement to attend and vote at the AGM is 3 June 2026 (Wednesday). In order to qualify to attend the meeting, all share transfer accompanied by the relevant share certificates must be lodged with the Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration no later than 4:00 p.m. on 28 May 2026 (Thursday).
7. For determining the entitlement to the proposed final dividend (subject to the approval by the Shareholders at the meeting), the Register of Members of the Company will be closed from 9 June 2026 (Tuesday) to 11 June 2026 (Thursday) (both days inclusive), during which period no transfer of shares will be registered. The final dividend for year 2025 will be paid to all Shareholders whose names appear on the register of members of the Company on 11 June 2026 (Thursday) (i.e. the record date). In order to qualify for the proposed dividend, all share transfer accompanied by the relevant share certificates must be lodged with the Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong for registration no later than 4:00 p.m. on 8 June 2026 (Monday).
8. In case Typhoon Signal No. 8 or above is hoisted, or a Black Rainstorm Warning Signal or “extreme conditions caused by a super typhoon” announced by the Government is/are in force in Hong Kong on the date of the annual general meeting, please refer to the Company’s website (www.sinopec.com.hk) and the HKEXnews website (www.hkexnews.hk) for details of alternative meeting arrangements (if any).

NOTICE OF AGM

As at the date of this notice, the Board comprises the following:

Executive Directors:

Mr. Zhong Fuliang

(Chairman)

Mr. Yang Yanfei

Mr. Ren Jiajun

Mr. Zou Wenzhi

Mr. Mo Zhenglin

Mr. Sang Jinghua

(General Manager)

Non-executive Director:

Mr. Tu Yikai

***Independent Non-executive
Directors:***

Mr. Fong Chung, Mark

Dr. Wong Yau Kar, David

Ms. Wong Pui Sze, Priscilla

Mr. Ye, James Zheng