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中石化炼化工程(集團)股份有限公司
SINOPEC Engineering (Group) Co., Ltd.*

(a joint stock limited liability company incorporated in the People's Republic of China)
(Stock Code: 2386)

**ANNOUNCEMENT OF RESOLUTIONS PASSED AT THE ANNUAL
GENERAL MEETING FOR THE YEAR 2016**

Important Notice:

- There was no objection against or amendment to any of the proposed resolutions at the AGM (as defined below).
- There was no supplementary resolution before the convening of the AGM (as defined below).

I. Convening and attendance of the meeting

SINOPEC Engineering (Group) Co., Ltd. (the “**Company**”) held its annual general meeting for the year 2016 (the “**AGM**”) at V-Continent Beijing Parkview Wuzhou Hotel, 8 Beisihuan Zhong Lu, Chaoyang District, Beijing, the PRC at 9:00 a.m. on Tuesday, 16 May 2017. The board of directors of the Company (the “**Board**”) is pleased to announce that the proposed resolutions set out in the Notice of the Annual General Meeting for the Year 2016 and Closure of Register of Members dated 30 March 2017 were duly passed. In this announcement, unless the context otherwise requires, the capitalised terms used herein shall have the same meanings as defined in the circular of the Company dated 30 March 2017 (the “**Circular**”).

As at the shareholding record date of the AGM (16 April 2017), the total number of issued Shares entitling the holders to attend and vote for, against or abstain from voting on the resolutions at the AGM was 4,428,000,000 Shares. The

* *For identification only*

Shareholders and authorised proxies who actually attended the AGM held an aggregate of 3,625,879,339 Shares carrying valid voting rights, representing approximately 81.89% of the total number of Shares carrying valid voting rights.

As at the date of the AGM, the total number of issued Shares entitling the Shareholders to vote for, against or abstain from voting on the resolutions was 4,428,000,000 Shares. There were no Shares entitling the holders of which to attend and abstain from voting in favour of any of the resolutions at the AGM pursuant to Rule 13.40 of the Hong Kong Listing Rules. There were no Shareholders who had stated their intention in the Circular to vote against or to abstain from voting in respect of any of the resolutions at the AGM.

The AGM was convened by the Board and chaired by the Vice Chairman of the Board, Mr. LU Dong. The convening of and the procedures for holding the AGM and the voting procedures at the AGM were in compliance with the requirements of the Company Law of the People's Republic of China and the Articles.

II. Consideration of the resolutions

The following resolutions were considered and approved, respectively, at the AGM by way of poll.

By way of ordinary resolutions:

1. To consider and approve the report of the Board for the year 2016.

	Representing Shares	For (Shares)	Against (Shares)	Abstain (Shares)	Approval (%)
Voting results	3,625,879,339	3,623,793,839	1,000	2,084,500	99.942483

2. To consider and approve the report of the Supervisory Committee for the year 2016.

	Representing Shares	For (Shares)	Against (Shares)	Abstain (Shares)	Approval (%)
Voting results	3,625,879,339	3,623,793,839	1,000	2,084,500	99.942483

3. To consider and approve the audited financial statements for the year 2016.

	Representing Shares	For (Shares)	Against (Shares)	Abstain (Shares)	Approval (%)
Voting results	3,625,879,339	3,623,793,839	1,000	2,084,500	99.942483

4. To consider and approve the final dividend distribution plan for the year 2016.

	Representing Shares	For (Shares)	Against (Shares)	Abstain (Shares)	Approval (%)
Voting results	3,625,879,339	3,623,967,339	1,000	1,911,000	99.947268

5. To consider and approve the authorisation to the Board to determine the interim profit distribution plan of the Company for the year 2017.

	Representing Shares	For (Shares)	Against (Shares)	Abstain (Shares)	Approval (%)
Voting results	3,625,879,339	3,623,967,339	1,000	1,911,000	99.947268

6. To consider and approve the re-appointment of Grant Thornton China (Special General Partnership) and Grant Thornton Hong Kong Limited as the domestic auditor and the international auditor of the Company, respectively, to hold office until the conclusion of the next annual general meeting of the Company and the proposed authorisation to the Board to fix their remuneration for the year 2017.

	Representing Shares	For (Shares)	Against (Shares)	Abstain (Shares)	Approval (%)
Voting results	3,625,879,339	3,623,967,339	1,000	1,911,000	99.947268

7. To consider and approve the business operation plan, investment plan and financial budget for the year 2017.

	Representing Shares	For (Shares)	Against (Shares)	Abstain (Shares)	Approval (%)
Voting results	3,625,879,339	3,623,967,339	1,000	1,911,000	99.947268

By way of special resolutions:

1. To consider and approve the grant of a general mandate to the Board to repurchase Domestic Shares and/or H Shares.

	Representing Shares	For (Shares)	Against (Shares)	Abstain (Shares)	Approval (%)
Voting results	3,625,879,339	3,623,967,339	1,000	1,911,000	99.947268

2. To consider and approve the grant of a general mandate to the Board to issue Domestic Shares and/or H Shares.

	Representing Shares	For (Shares)	Against (Shares)	Abstain (Shares)	Approval (%)
Voting results	3,625,189,339	3,075,063,309	548,215,030	1,911,000	84.824902

In accordance with the requirements of the Hong Kong Listing Rules, Computershare Hong Kong Investor Services Limited was appointed as the scrutineer in respect of voting at the AGM ^{note 1}.

Note:

1. Computershare Hong Kong Investor Services Limited is the H Share registrar for the Company.

By Order of the Board
SINOPEC ENGINEERING (GROUP) CO., LTD.
SANG Jinghua
Vice President, Secretary to the Board

Beijing, PRC

16 May 2017

As at the date of this announcement, the executive Directors are LU Dong, XIANG Wenwu, SUN Lili (employee representative Director) and WU Derong (employee representative Director); the non-executive Directors are LING Yiqun and LI Guoqing; and the independent non-executive Directors are HUI Chiu Chung, Stephen, JIN Yong and YE Zheng.

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