

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility 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.



SINOPEC KANTONS HOLDINGS LIMITED

(中石化冠德控股有限公司) *

(incorporated in Bermuda with limited liability)

(Stock Code: 934)

**POLL RESULTS OF THE SPECIAL GENERAL MEETING
HELD ON 29 NOVEMBER 2019**

IN RELATION TO

- (1) CONTINUING CONNECTED TRANSACTIONS AND DISCLOSEABLE
TRANSACTIONS REGARDING RENEWAL OF THE NON-EXEMPT EXISTING
CONTINUING CONNECTED TRANSACTIONS; AND**
- (2) CONNECTED TRANSACTION AND DISCLOSEABLE TRANSACTION
REGARDING THE YULIN-JINAN PIPELINE COMPRESSION PROJECT**

The Board is pleased to announce that all the Ordinary Resolutions as set out in the SGM Notice were duly passed by the Independent Shareholders by way of poll at the SGM held on 29 November 2019.

References are made to (a) the circular of Sinopec Kantons Holdings Limited (the “**Company**”) dated 11 November 2019 (the “**Circular**”) and (b) the ordinary resolutions (the “**Ordinary Resolutions**”) as set out in the notice of special general meeting (the “**SGM**”) dated 11 November 2019 (the “**SGM Notice**”) contained in the Circular in relation to the continuing connected transactions and discloseable transactions regarding renewal of the Non-exempt Existing Continuing Connected Transactions and the connected transaction and discloseable transaction regarding the Yulin-Jinan Pipeline Compression Project.

Unless otherwise defined herein or the context otherwise requires, capitalised terms and expressions used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE SGM

Tricor Secretaries Limited, the Company’s branch share registrar in Hong Kong, acted as the scrutineer for the vote-taking at the SGM.

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that all the Ordinary Resolutions were duly passed by the Independent Shareholders by way of poll at the SGM held on 29 November 2019 and the poll results were as follows:

ORDINARY RESOLUTIONS		Number of Shares Voted (approximate %)	
		FOR	AGAINST
1.	<p>“THAT</p> <p>(i) the entering into of the New Crude Oil Jetty and Storage Services Framework Master Agreement be and is hereby approved;</p> <p>(ii) the proposed annual caps for the New Crude Oil Jetty and Storage Services Framework Master Agreement for the three financial years ending 31 December 2022 be and are hereby approved; and</p> <p>(iii) any one Director (or where execution under the common seal of the Company is required, any two Directors or any one Director and any one secretary of the Company) be and is/are hereby authorised to do further acts and things, enter into all transactions and arrangements, execute all other documents and/or deeds and/or take all such steps as he/she may consider necessary, desirable or expedient to carry out or give effect to or otherwise in connection with or in relation to the New Crude Oil Jetty and Storage Services Framework Master Agreement.”</p>	450,553,421 (99.85%)	676,554 (0.15%)
2.	<p>“THAT</p> <p>(i) the entering into of the New Sinopec Finance Financial Services Framework Master Agreement be and is hereby approved;</p> <p>(ii) the proposed annual caps for the New Sinopec Finance Financial Services Framework Master Agreement for the three financial years ending 31 December 2022 be and are hereby approved; and</p>	338,169,021 (74.94%)	113,060,954 (25.06%)

ORDINARY RESOLUTIONS		Number of Shares Voted (approximate %)	
		FOR	AGAINST
	(iii) any one Director (or where execution under the common seal of the Company is required, any two Directors or any one Director and any one secretary of the Company) be and is/are hereby authorised to do further acts and things, enter into all transactions and arrangements, execute all other documents and/or deeds and/or take all such steps as he/she may consider necessary, desirable or expedient to carry out or give effect to or otherwise in connection with or in relation to the New Sinopec Finance Financial Services Framework Master Agreement.”		
3.	<p>“THAT</p> <p>(i) the entering into of the New Century Bright Financial Services Framework Master Agreement be and is hereby approved;</p> <p>(ii) the proposed annual caps for the New Century Bright Financial Services Framework Master Agreement for the three financial years ending 31 December 2022 be and are hereby approved; and</p> <p>(iii) any one Director (or where execution under the common seal of the Company is required, any two Directors or any one Director and any one secretary of the Company) be and is/are hereby authorised to do further acts and things, enter into all transactions and arrangements, execute all other documents and/or deeds and/or take all such steps as he/she may consider necessary, desirable or expedient to carry out or give effect to or otherwise in connection with or in relation to the New Century Bright Financial Services Framework Master Agreement.”</p>	337,095,021 (74.88%)	113,060,954 (25.12%)

ORDINARY RESOLUTIONS		Number of Shares Voted (approximate %)	
		FOR	AGAINST
4.	<p>“THAT</p> <p>(i) the entering into of the New Natural Gas Transmission Services Framework Master Agreement be and is hereby approved;</p> <p>(ii) the proposed annual caps for the New Natural Gas Transmission Services Framework Master Agreement for the three financial years ending 31 December 2022 be and are hereby approved; and</p> <p>(iii) any one Director (or where execution under the common seal of the Company is required, any two Directors or any one Director and any one secretary of the Company) be and is/are hereby authorised to do further acts and things, enter into all transactions and arrangements, execute all other documents and/or deeds and/or take all such steps as he/she may consider necessary, desirable or expedient to carry out or give effect to or otherwise in connection with or in relation to the New Natural Gas Transmission Services Framework Master Agreement.”</p>	450,553,421 (99.85%)	676,554 (0.15%)
5.	<p>“THAT</p> <p>(i) the entering into of the New Comprehensive Outsourcing Framework Master Agreement be and is hereby approved;</p> <p>(ii) the proposed annual caps for the New Comprehensive Outsourcing Framework Master Agreement for the three financial years ending 31 December 2022 be and are hereby approved; and</p> <p>(iii) any one Director (or where execution under the common seal of the Company is required, any two Directors or any one Director and any one secretary of the Company) be and is/are hereby authorised to do further acts and things, enter into all transactions and arrangements, execute all other documents and/or deeds and/or take all such steps as he/she may consider necessary, desirable or expedient to carry out or give effect to or otherwise in connection with or in relation to the New Comprehensive Outsourcing Framework Master Agreement.”</p>	449,479,421 (99.85%)	676,554 (0.15%)

ORDINARY RESOLUTIONS		Number of Shares Voted (approximate %)	
		FOR	AGAINST
6.	<p>“THAT</p> <p>(i) the entering into of the New Yu Ji Pipeline Financial Services Framework Master Agreement be and is hereby approved;</p> <p>(ii) the proposed annual caps for the New Yu Ji Pipeline Financial Services Framework Master Agreement for the three financial years ending 31 December 2022 be and are hereby approved; and</p> <p>(iii) any one Director (or where execution under the common seal of the Company is required, any two Directors or any one Director and any one secretary of the Company) be and is/are hereby authorised to do further acts and things, enter into all transactions and arrangements, execute all other documents and/or deeds and/or take all such steps as he/she may consider necessary, desirable or expedient to carry out or give effect to or otherwise in connection with or in relation to the New Yu Ji Pipeline Financial Services Framework Master Agreement.”</p>	338,169,021 (74.94%)	113,060,954 (25.06%)
7.	<p>“THAT</p> <p>(i) the entering into of the New Yu Ji Compression Project Framework Master Agreement be and is hereby approved; and</p> <p>(ii) any one Director (or where execution under the common seal of the Company is required, any two Directors or any one Director and any one secretary of the Company) be and is/are hereby authorised to do further acts and things, enter into all transactions and arrangements, execute all other documents and/or deeds and/or take all such steps as he/she may consider necessary, desirable or expedient to carry out or give effect to or otherwise in connection with or in relation to the New Yu Ji Compression Project Framework Master Agreement.”</p>	449,479,421 (99.85%)	676,554 (0.15%)

As at the date of the SGM, there were a total of 2,486,160,000 Shares in issue.

As disclosed in the Circular, SKI was required to abstain from voting on all the Ordinary Resolutions. As at the date of the SGM, SKI was interested in 1,500,000,000 Shares in aggregate (representing approximately 60.33% of the total issued share capital of the Company) and had abstained from voting on all the Ordinary Resolutions. The total number of Shares entitling the Independent Shareholders to attend and vote for or against the Ordinary Resolutions was 986,160,000 Shares, representing approximately 39.67% of the total issued share capital of the Company.

Save as aforesaid, there were no Shares entitling the holders thereof to attend and abstain from voting in favour as set out in Rule 13.40 of the Listing Rules and no Shareholders were required under the Listing Rules to abstain from voting at the SGM. No parties have indicated in the Circular that they intend to vote against or to abstain from voting on any of the Ordinary Resolutions at the SGM.

By Order of the Board
Sinopec Kantons Holdings Limited
Chen Yaohuan
Chairman

Hong Kong, 29 November 2019

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

Executive Directors:

Mr. Chen Yaohuan (*Chairman*)
Mr. Xiang Xiwen (*Deputy Chairman*)
Mr. Dai Liqi
Mr. Li Jianxin
Mr. Wang Guotao
Mr. Ye Zhijun (*Managing Director*)

Independent non-executive Directors:

Ms. Tam Wai Chu, Maria
Mr. Fong Chung, Mark
Dr. Wong Yau Kar, David
Ms. Wong Pui Sze, Priscilla

* *For identification purpose only*