



中石化煉化工程(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)

**Proxy Form for the H Share Class Meeting**

The number of H Shares relating to this proxy form <sup>(Note 1)</sup>	
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I/We <sup>(Note 2)</sup> \_\_\_\_\_

of \_\_\_\_\_

being the holder(s) of \_\_\_\_\_

H Share(s) <sup>(Note 3)</sup> of RMB1.00 each in the capital of SINOPEC Engineering (Group) Co., Ltd. (the "Company") now

appoint <sup>(Note 4)</sup> \_\_\_\_\_

(I.D. No.: \_\_\_\_\_ Tel. No.: \_\_\_\_\_) / the chairman of the meeting as my (our) proxy to attend and vote for me (us) at the first class meeting for H Shareholders for the year 2016 (the "H Share Class Meeting") to be held on Friday, 6 May 2016 immediately after the annual general meeting of the Company for the year 2015 and the first class meeting for Domestic Shareholders for the year 2016 to be convened and held on the same date and at the same place at V-Continent Beijing Parkview Wuzhou Hotel, 8 Beisihuan Zhong Lu, Chaoyang District, Beijing, the PRC for the purposes of considering and, if thought fit, passing the special resolution as set out in the Company's Notice of Class Meeting for Holders of H Shares dated 21 March 2016. In the absence of any instruction(s), the proxy may vote for or against the resolutions at his/her own discretion. In this proxy form, unless the context otherwise requires, capitalised terms used herein shall have the same meanings as defined in the Company's circular dated 21 March 2016.

	Special Resolutions	For <sup>(Note 5)</sup>	Against <sup>(Note 5)</sup>	Abstain <sup>(Note 5)</sup>
1.	To consider and approve the grant of a general mandate to the Board to repurchase Domestic Shares and/or H Shares			

Date: \_\_\_\_\_

Signature(s): \_\_\_\_\_ <sup>(Note 6)</sup>

Notes:

- Please insert the number and type of share(s) registered under your name(s) relating to this proxy form. If no number is inserted, this proxy form will be deemed to relate to all of the shares in the capital of the Company registered under your name(s).
- Please insert full name(s) (in Chinese or English) and address(es) as shown in the register of members in **BLOCK LETTERS**.
- Please insert the number of shares registered under your name(s) and delete as appropriate. If no number is inserted, this proxy form will be deemed to relate to all of the shares in the capital of the Company registered under your name(s).
- If any proxy other than the chairman of the H Share Class Meeting is preferred, please delete the words "**the chairman of the meeting**" and insert the name and address of the proxy desired in the space provided. If this is left blank, the chairman of the H Share Class Meeting will act as your proxy. A shareholder entitled to attend and vote at the H Share Class Meeting may appoint one or more proxies to attend and vote in his/her/its stead. Such proxies may only exercise their voting rights in a poll. A proxy need not be a shareholder of the Company but must attend the H Share Class Meeting in person to represent you. **ANY ALTERATION MADE TO THIS PROXY FORM MUST BE SIGNED BY THE SIGNATORY.**
- Attention: If you wish to vote FOR any resolution, please indicate with a "√" in the appropriate space under "For". If you wish to vote AGAINST any resolution, please indicate with a "√" in the appropriate space under "Against". If you wish to ABSTAIN from voting on any resolution, please indicate with a "√" in the appropriate space under "Abstain", and your voting will be counted in the total number of votes cast in that resolution for the purpose of calculating the result of that resolution. In the absence of any such indication, the proxy will vote or abstain at his/her discretion. Any invalid vote or any waiver to vote shall be disregarded as voting rights for the purpose of calculating the result of that resolution.
- This proxy form must be signed under hand by you or your attorney duly authorised in writing on your behalf. If the appointor is a legal person, this form must be signed under its common seal or under hand by any director(s) or agent(s) duly appointed by such corporation.
- In the case of joint holders of shares, any one of such persons may vote at the meeting, either personally or by proxy, in respect of such share as if he/she/it were solely entitled thereto; but if more than one of such joint holders are present at the meeting in person or by proxy, the vote of the person, whose name stands first in the register of members of the Company in respect of such share shall be accepted.
- To be valid, the power of attorney or other authorisation document(s) which have been notarised together with the completed proxy form must be delivered to Computershare Hong Kong Investor Services Ltd. at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, not less than 24 hours before the time designated for holding the H Share Class Meeting.

\* For identification purposes only.