



SINOPEC KANTONS HOLDINGS LIMITED

(中 石 化 冠 德 控 股 有 限 公 司) *

(incorporated in Bermuda with limited liability)

(Stock Code: 934)

PROXY FORM

**Form of proxy for use by shareholders at the annual general meeting convened to be held at
1608 Citicorp Centre, 18 Whitfield Road, Causeway Bay, Hong Kong
on 19 May 2006 at 10:00 a.m.**

I/We (Note a) _____
of _____
being the holder(s) of (Note b) _____ shares of HK\$0.10 each of the abovenamed Company **HEREBY APPOINT THE
CHAIRMAN OF THE MEETING OR** (Note c) _____
of _____
to act as my/our proxy (Note c) at the annual general meeting of the Company to be held at 1608 Citicorp Centre, 18 Whitfield Road, Causeway Bay, Hong Kong on 19 May 2006 at 10:00 a.m. and at any adjournment thereof and to vote on my/our behalf as directed below.
Please make a mark in the appropriate boxes to indicate how you wish your vote(s) to be cast on a poll (Note d).

ORDINARY RESOLUTIONS	FOR	AGAINST
1. To receive, consider and adopt the audited consolidated financial statements and reports of the directors and auditors for the year ended 31 December 2005		
2. To approve and declare a final dividend		
3. (a) To re-elect Mr. Pan Xin Rong as director		
(b) To re-elect Mr. Ye Zhi Jun as director		
(c) To re-elect Ms. Tam Wai Chu, Maria as director		
(d) To re-elect Mr. Jiang Zhen Ying as director		
(e) To re-elect Mr. Yang Dong as director		
(f) To re-elect Mr. Han Kun as director		
4. To authorise the directors to fix the directors' remuneration		
5. To appoint the Company's auditors and to authorise the directors to fix their remuneration		
6. To grant a general mandate to the directors to issue new shares in ordinary resolution number 6 as set out in the notice of the meeting		
7. To grant a general mandate to the directors to repurchase shares in ordinary resolution number 7 as set out in the notice of the meeting		
8. To extend the general mandate granted to the directors to issue new shares in ordinary resolution number 8 as set out in the notice of the meeting		

Dated the _____ day of _____ 2006

Shareholder's signature x _____ x (Notes e, f, g and h)

Notes:

- Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**.
- Please insert the number of shares registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
- A proxy need not be a member of the Company. If you wish to appoint some person other than the Chairman of the Meeting as your proxy, please delete the words "**THE CHAIRMAN OF THE MEETING OR**" and insert the name and address of the person appointed proxy in the space provided. **IF NO NAME IS INSERTED, THE CHAIRMAN OF THE MEETING WILL ACT AS YOUR PROXY.**
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK IN THE BOX MARKED "AGAINST".** If this form returned is duly signed but without specific direction on any of the proposed resolutions, the proxy will vote or abstain at his discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy will, in relation to that particular proposed resolution, vote or abstain at his discretion. A proxy will also be entitled to vote at his discretion on any resolution properly put to the meeting other than those set out in the notice convening the meeting.
- In the case of a joint holding, this form of proxy may be signed by any joint holder, but if more than one joint holder is present at the meeting, whether in person or by proxy, that one of the joint holder whose name stands first on the register of members in respect of the relevant joint holding shall alone be entitled to vote in respect thereof.
- The form of proxy must be signed by a shareholder, or his attorney duly authorised in writing, or if the shareholder is a corporation, either under its common seal or under the hand of an officer or attorney so authorised.
- 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 Secretaries Limited, the Hong Kong Branch Share Registrar and Transfer Office of the Company, at 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time for holding the meeting or adjourned meeting.
- ANY ALTERATION MADE TO THIS FORM SHOULD BE INITIALLED BY THE PERSON WHO SIGNED THE FORM.**

* For identification purposes only