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**COSL**

**中海油田服务股份有限公司**  
**China Oilfield Services Limited**

*(Incorporated in the People's Republic of China as a joint stock limited liability company)*  
**(Stock Code: 2883)**

## **NOTICE OF 2023 FIRST EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the 2023 first extraordinary general meeting (the “**First EGM**”) of China Oilfield Services Limited (the “**Company**”) will be held at Room 311, Main Building of COSL, 201 Haiyou Avenue, Yanjiao Economic & Technological Development Zone, Sanhe City, Hebei Province, the PRC on Thursday, 17 August 2023 at 10:00 a.m. for the purpose of considering and, if thought fit, passing with or without amendments the following resolutions of the Company:

### **SPECIAL RESOLUTION**

1. To consider and approve the resolution in relation to the amendments to the Articles of Association.

### **ORDINARY RESOLUTIONS**

2. To consider and approve the resolution in relation to the amendments to the Rules of Procedure for Shareholders' General Meeting.
3. To consider and approve the resolution in relation to the amendments to the Rules of Procedure of the Board of Directors.
4. To consider and approve the resolution in relation to the amendments to the Connected Transactions Decision-Making Mechanism.
5. To consider and approve the resolution in relation to the amendments to the Independent Director System.
6. To consider and approve the resolution in relation to the amendments to the Rules of Procedure of the Supervisory Committee.
7. To consider and approve the appointment and re-appointment of directors

- 7.1 To consider and approve the re-appointment of Mr. Zhao Shunqiang as the executive director of the Company.
- 7.2 To consider and approve the appointment of Mr. Lu Tao as the executive director of the Company.
- 7.3 To consider and approve the appointment of Mr. Liu Qiudong as the non-executive director of the Company <sup>(Note)</sup>.
- 7.4 To consider and approve the appointment of Mr. Fan Baitao as the non-executive director of the Company <sup>(Note)</sup>.

*Note:* The Board of the Company has put forward to the shareholders of the Company a proposal in respect of the amendments to the articles of association (i.e. special resolution set out in this notice) to ensure that the above proposed appointment of Mr. Liu Qiudong and Mr. Fan Baitao as non-executive directors complies with the requirement in respect of the number of directors of the Board under the revised articles of association. The above proposed appointment of Mr. Liu Qiudong and Mr. Fan Baitao as non-executive directors (subject to the approval by the shareholders) is conditional upon the above proposed amendments to the articles of association being approved by the shareholders at the First EGM. If the proposed amendments to the articles of association have not been approved by the shareholders at the First EGM, then even if the above proposed appointment of Mr. Liu Qiudong and Mr. Fan Baitao as non-executive directors is approved by the shareholders, such appointment will not take effect.

By Order of the Board  
**China Oilfield Services Limited**  
**Sun Weizhou**  
*Joint Company Secretary*

31 July 2023

*As at the date of this notice, the executive directors of the Company are Messrs. Zhao Shunqiang (Chairman) and Xiong Min; the non-executive directors of the Company are Messrs. Wu Wenlai and Liu Zongzhao; and the independent non-executive directors of the Company are Ms. Chiu Lai Kuen, Susanna, Messrs. Kwok Lam Kwong, Larry and Yao Xin.*

*Notes:*

- (1) All resolutions at the meeting will be taken by poll pursuant to the Hong Kong Listing Rules and the results of the poll will be published on the Stock Exchange's and the Company's websites in accordance to the Hong Kong Listing Rules.
- (2) Holders of the Company's overseas listed foreign invested shares (H Shares) whose names appear on the Company's register of members maintained by Computershare Hong Kong Investor Services Limited on Tuesday, 15 August 2023 are entitled to attend and vote at the First EGM.

- (3) Each shareholder of the Company who has the right to attend and vote at the First EGM is entitled to appoint in writing one or more proxies, whether a shareholder or not, to attend and vote on his behalf at the First EGM. Where a shareholder has appointed more than one proxy to attend the general meeting, the shareholder shall specify the class and number of shares of the Company in respect of which each proxy is so appointed. The instrument appointing a proxy must be in writing under the hand of the appointor or his attorney duly authorised in writing. In the case that an appointer is a legal person, the power of attorney must be either under the common seal of the legal person or under the hand of its director or other person, duly authorised. If the instrument appointing a proxy is signed by an attorney of the appointor, the power of attorney authorising that attorney to sign, or other documents of authorisation, must be certified by a notary public. For holders of H Shares, the power of attorney or other documents of authorisation and proxy forms must be delivered to the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong by post or facsimile, no less than 24 hours before the time appointed for the holding of the First EGM in order for such documents to be valid. For holders of A Shares, the above-mentioned documents must be delivered to the Office of the Secretary of the Board of the Company before the above-mentioned time.
- (4) Holders of H Shares whose names appear on the Company's register of members maintained by Computershare Hong Kong Investor Services Limited and holders of A Shares whose name appear on the Company's register of members maintained by Shanghai branch of China Securities Depository & Clearing Corporation Limited on Tuesday, 15 August 2023 are entitled to attend the First EGM. The Company's register of members will be closed from Tuesday, 15 August 2023 to Thursday, 17 August 2023 (both days inclusive), during which time no transfer of shares will be registered. Transferees of H Shares who wish to attend the First EGM must deliver their duly stamped instruments of transfer, accompanied by the relevant share certificates, to Computershare Hong Kong Investor Services Limited by no later than 4:30 p.m. on Monday, 14 August 2023 for completion of the registration of the relevant transfer in accordance with the Articles of Association.

Computershare Hong Kong Investor Services Limited's address is as follows:

Shops 1712-1716  
17th Floor, Hopewell Centre  
183 Queen's Road East  
Wanchai  
Hong Kong

- (5) The cumulative voting method will be adopted by the Company for the election of directors at the First EGM.

#### **Cumulative voting method**

When adopting the cumulative voting method for electing the director as proposed in Resolution 7, each of the shares held by a Shareholder shall carry the same number of votes corresponding to the number of directors to be elected. A shareholder may exercise his voting rights by splitting his votes evenly for each of the candidates of directors corresponding to the number of shares he holds; or by casting all his votes carried by each of his shares corresponding to the number of directors to be elected for a particular candidate of directors; or by casting a portion of his votes carried by each of his shares corresponding to the number of directors to be elected for a certain number of candidates of directors.

For example: under the cumulative voting method, the maximum valid votes that a Shareholder is entitled to cast are calculated on the basis of the total number of shares held by such Shareholder times the number of directors to be elected (2 persons). If such Shareholder holds 100 shares, then the maximum valid votes he can cast = 100 (the number of shares held by him) x 2 = 200. The Shareholder could use his discretion to cast 200 votes evenly among 2 candidates, or to place all his votes on one particular candidate, or to split his votes to 2 candidates.

Where the total number of votes cast by a Shareholder for one or several of the candidate(s) of directors is in excess of the number of votes carried by the total number of shares held by him, the votes cast by the Shareholder shall be invalid, and the Shareholder shall be deemed to have waived his voting rights. Where the total number of votes cast for one or several candidate(s) of directors by a Shareholder is less than the number of votes carried by the total number of shares held by such Shareholder, the votes cast by the Shareholder shall be valid, and the voting rights attached to the shortfall between the votes actually cast and the votes which the Shareholder is entitled to cast shall be deemed to have been waived by the Shareholder.

The candidate is elected when the obtained exceed half of the number of shares (on the basis of non-cumulative number of shares) held by the Shareholders (including their proxies) attending this general meeting.

- (6) Shareholders or their proxies must present proof of their identities upon attending the First EGM. Should a proxy be appointed, the proxy must also present copies of his/her form of proxy, or copies of appointing instrument and power of attorney, if applicable.
- (7) The First EGM is expected to last not more than one day. Shareholders or proxies attending the First EGM are responsible for their own transportation and accommodation expenses.