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中油燃氣集團有限公司*

CHINA OIL AND GAS GROUP LIMITED

(incorporated in Bermuda with limited liability)

(Stock Code: 603)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 29 MAY 2019

The Board announces that all resolutions proposed at the AGM held on 29 May 2019 were duly passed.

POLL RESULTS OF ANNUAL GENERAL MEETING

The board (the “**Board**”) of directors (the “**Directors**”) of China Oil And Gas Group Limited (the “**Company**”) hereby announces that at the annual general meeting of the Company held on 29 May 2019 (the “**AGM**”), all resolutions proposed were duly passed by way of poll voting.

Computershare Hong Kong Investor Services Limited, the Company’s branch share registrar in Hong Kong, was appointed and acted as the scrutineer for the purpose of vote-taking at the AGM.

The poll results are as follows:

Ordinary Resolutions	Number of Shares (approximate %)	
	For	Against
1. To receive and consider the Audited Financial Statements and the Reports of the Directors and the Auditor of the Company and its subsidiaries for the year ended 31 December 2018.	2,297,185,346 (99.77%)	5,260,000 (0.23%)
2. To distribute a final dividend for the year ended 31 December 2018 out of the contributed surplus account of the Company.	2,298,005,346 (99.77%)	5,260,000 (0.23%)
3. (a) To re-elect Mr. Liu Chunsun as a Director.	2,292,797,307 (99.55%)	10,468,039 (0.45%)

Ordinary Resolutions	Number of Shares (approximate %)	
	For	Against
(b) To re-elect Mr. Li Yunlong as a Director.	2,290,043,898 (99.43%)	13,221,448 (0.57%)
(c) To re-elect Mr. Wang Guangtian as a Director.	2,290,043,898 (99.43%)	13,221,448 (0.57%)
(d) To authorize the Directors to fix the Directors' remuneration.	2,297,997,096 (99.77%)	5,268,250 (0.23%)
4. To re-appoint PricewaterhouseCoopers as Auditor and to authorise the Directors to fix its remuneration.	2,298,005,346 (99.77%)	5,260,000 (0.23%)
5. To grant a general mandate to the Directors to issue new shares in the Company.	2,055,028,008 (89.22%)	248,237,338 (10.78%)
6. To grant a general mandate to the Directors to repurchase shares of the Company.	2,298,005,346 (99.77%)	5,260,000 (0.23%)
7. To extend the general mandate to issue new shares by adding the number of shares repurchased.	2,057,908,008 (89.35%)	245,357,338 (10.65%)

As a majority of the votes were cast in favour of each of the ordinary resolutions, all the resolutions were duly passed.

As at the date of the AGM, the total number of issued shares of the Company was 5,839,123,834 shares. After deduction of 580,289,221 shares of the Company held by the trustee for the purpose of the restricted share award scheme of the Company adopted on 4 November 2011, there were 5,258,834,613 shares of the Company entitling the shareholders of the Company to attend and vote on the resolutions at the AGM. There were no restrictions on any shareholders of the Company to cast votes on any of the proposed resolutions at the AGM.

By Order of the Board
China Oil And Gas Group Limited
Chan Yuen Ying, Stella
Company Secretary

Hong Kong, 29 May 2019

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Xu Tie-liang (Chairman and Chief Executive Officer), Ms. Guan Yijun and Mr. Liu Chunsun; and three independent non-executive Directors, namely Mr. Li Yunlong, Mr. Wang Guangtian and Mr. Yang Jie.

** For identification purpose only*