



中海石油化学股份有限公司 China BlueChemical Ltd.*

(a joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 3983)

Revised Proxy Form for the Extraordinary General Meeting

Number of shares related to this proxy form ^(note 1)	H Shares/Domestic Shares/Unlisted Foreign Shares ^(note 2)
---	--

I/(We) ^(note 3) _____
of (address) _____
being the holder(s) of ^(note 2) _____ H Share(s)/Domestic Share(s)/Unlisted Foreign Share(s) of China BlueChemical Ltd. (the "Company") now appoint ^(note 4) _____ (I.D. No.: _____) of (address) _____
or failing him, the Chairman of the meeting as my (our) proxy to attend and vote for me (us) on the resolution in accordance with the instructions below and on my (our) behalf at the extraordinary general meeting (the "EGM") to be held at 10:00 a.m. on Thursday, 29 September 2016 at the Meeting Room, 3rd Floor, Kaikang CNOOC Mansion, No. 15, Sanqu, Anzhenxili, Chaoyang District, Beijing, the PRC for the purpose of considering and, if thought fit, passing those resolutions as set out in the notice convening the said meeting dated 15 August 2016 (the "EGM Notice") and in the supplemental notice dated 14 September 2016.

By way of ordinary resolutions		For ^(note 5)	Against ^(note 5)
1.	To consider and approve the appointment of Mr. Chen Bi as a non-executive director of the Company, to authorise the executive director of the Company to sign a service contract with Mr. Chen Bi for and on behalf of the Company and to authorise the board of directors of the Company (the "Board") to determine his remuneration based on the recommendation by the remuneration committee of the Board.		
2.	To consider and approve the appointment of Mr. Xie Weizhi as a non-executive director of the Company, to authorise the chairman of the board of directors of the Company (the "Board") to sign a service contract with Mr. Xie Weizhi for and on behalf of the Company and to authorise the Board to determine his remuneration based on the recommendation by the remuneration committee of the Board.		

Date: _____ 2016 Signature: _____ ^(note 4)

Notes:

- Please insert the number of shares registered in your name(s) to which the proxy relates. 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).
- Please insert the type of shares (domestic shares or H shares or unlisted foreign shares) to which the proxy relates. Domestic shares means unlisted shares issued by the Company to domestic investors for subscription in Renminbi; H shares means overseas listed foreign shares; unlisted foreign shares means shares issued by the Company to foreign investors for subscription in foreign currency which are unlisted.
- Please insert the full name(s) (in Chinese or in English, as shown in the register of members) and registered address(es) in **BLOCK LETTERS**.
- A shareholder of the Company (the "Shareholder") entitled to attend and vote at the meeting may appoint one or more proxies to attend and vote in his stead. A proxy need not be a Shareholder. Where a Shareholder has appointed more than one proxy to attend the meeting, such proxies may only vote on a poll.
The instrument appointing a proxy must be in writing under the hand of a Shareholder or his attorney duly authorised in writing. If the Shareholder is a corporation, that instrument must be either under its common seal or under the hand of its attorney or duly authorised attorney(s). If that instrument is signed by an attorney of the Shareholder, the power of attorney authorising that attorney to sign or other authorisation document must be notarised. To be valid, this proxy form together with the power of attorney or other authorisation document (if any) must be deposited at the Company's Secretary Office of the Board in China (Address: Room 1707, Kaikang CNOOC Mansion, No. 15, Sanqu, Anzhenxili, Chaoyang District, Beijing, the PRC) (in respect of holders of domestic shares or unlisted foreign shares) not less than 24 hours before the time fixed for holding the meeting. In order to be valid, the said documents above must be lodged at the Company's H share registrar within the abovementioned period by holders of H shares. Completion and return of this proxy form will not preclude a shareholder from attending and voting in person at the meeting if she/he so wishes. The H share registrar of the Company is Computershare Hong Kong Investor Services Limited, whose address is 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK IN THE BOX MARKED "AGAINST".** Failure to tick the box will entitle your proxy to cast your vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolutions properly put to the EGM other than those referred to in the EGM Notice and in the supplemental notice dated 14 September 2016.
- In order to determine the list of shareholders who are entitled to attend and vote at the EGM, the register of members will be closed from 31 August 2016 to 29 September 2016 (both days inclusive), during which no transfer of shares will be effected. In order to qualify for attendance at the EGM, all instruments of transfer, accompanied by the relevant H share certificates, must be lodged with the Hong Kong share registrar for H Shares, Computershare Hong Kong Investor Services Limited at Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not later than 4 : 30 p.m. on 30 August 2016. Shareholders of the Company whose names appear on the register of members of the Company on 29 September 2016 are entitled to attend the EGM.
- Shareholders or their proxies must present proof of their identities upon attending the EGM. Should a proxy be appointed, the proxy must also present copies of his/her proxy form, or copies of appointing instrument and power of attorney, if applicable.
- IMPORTANT:** The proxy form despatched together with the EGM Notice (the "Original Proxy Form") is superseded by this revised proxy form. If you have not yet lodged the Original Proxy Form in accordance with the instructions set out in the Original Proxy Form, you are requested to lodge this revised proxy form if you wish to appoint proxies to attend the EGM on your behalf. In this case, the Original Proxy Form should not be used. If you have already lodged the Original Proxy Form in accordance with the instructions set out in the Original Proxy Form, you should note that:
 - If you have not lodged the revised proxy form not less than 24 hours before the time fixed for holding the EGM or if it is incorrectly completed, the Original Proxy Form will be treated as a valid proxy form lodged by you if correctly completed. The proxy so appointed by you will be entitled to vote at his or her discretion on any resolution properly put to the EGM other than those referred to in the EGM Notice and the Original Proxy Form, including the newly added resolution as set out in this supplemental notice.
 - If you have lodged the revised proxy form not less than 24 hours before the time fixed for holding the EGM, this revised proxy form will supersede the Original Proxy Form previously lodged by you provided that this revised proxy form is correctly completed.
- The EGM is expected to last not more than one day. Shareholders or proxies attending the EGM are responsible for their own transportation and accommodation expenses.

* For identification purpose only