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****In the US to QIBs and Reg S Accounts Only****

****In the EEA to Qualified Investors only****

***** For Canada: not for distribution outside of Ontario or Quebec *****

~ Joint Bookrun Reg S/144A Accelerated Global Tender (AGTSM) Pricing ~



SINOPEC KANTONS HOLDINGS LIMITED

Sinopec Kantons Holdings Limited

(Listing: Stock Exchange of Hong Kong / Ticker: 934 HK)

412,500,000 Common Shares Top-Up Placement (100% Primary)

Offering Size: US\$346mm

Offer Price: HK\$6.50 per share

5.0% discount to May 2, 2013 SEHK closing price of HK\$6.84

Lock-up: 90 days on the Company and Sinopec Kantons International Limited (The Company's Controlling Shareholder and Selling Entity)

Use of Proceeds: Future expansion and acquisition growth opportunities

50bps brokerage and 0.008% transaction levy and trading fee and 0.1% stamp duty payable by all investors

Expected Placing Timeline:

Trade Date (T): May 3, 2013, Friday

Settlement (T+2): May 7, 2013, Tuesday

THIS IS AN UNDOCUMENTED TRADE; INVESTOR REP LETTERS WILL BE REQUIRED BEFORE SETTLEMENT

Global Coordinator: **BofA Merrill Lynch**

Joint Bookrunners: **BofA Merrill Lynch**, JPMorgan, Nomura

~ Sinopec Kantons Holdings Limited trades crude oil, petroleum and petrochemical products. The Company also operates a crude oil jetty and its ancillary facilities and petrol stations ~

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