

OFFSHORE OIL ENGINEERING CO., LTD
Notice on the Convening of the 1st Extraordinary General
Meeting of Shareholders in the Year 2018

The board of directors and all directors of the Company assure that there are no false records, misleading statements or major omissions in the content of this announcement, and shall take joint and several liabilities for the authenticity, accuracy and completeness of this announcement.

Key Words:

- Date of General Meeting of Shareholders: Feb. 7, 2018
- Online Voting System Adopted in this General Meeting: Online Voting System of Shanghai Stock Exchange for General Meeting of Shareholders

I. Introduction on the Meeting

(I) Type and Session of the General Meeting of Shareholders

The 1st Extraordinary General Meeting in the Year 2018

(II) Convener of the General Meeting of Shareholders:

Board of Directors

(III) Way of Voting:

In the combination of live vote and online vote

(IV) Date, Time and Place of this Meeting on-the-spot:

Date and Time of this Meeting: Feb.7, 2018 at 14:30

Place: Office Building, Block A, COOEC Building, Haibin 15th Road
No. 199, Tianjin Port Free Trade Zone

(V) System, Period and Time of Online Voting

Online Voting System: Online Voting System of Shanghai Stock
Exchange for General Meeting of Shareholders

Period of Online Voting: From Feb.7, 2018

Up to Feb.7, 2018

The time for voting through the transaction system voting platform under the Online Voting System of Shanghai Stock Exchange for General Meeting of Shareholders shall be the transaction time at the same day of the general meeting, namely: 9:15-9:25, 9:30-11:30, 13:00-15:00; the time for voting through the online voting platform shall be from 9: 15-15:00 at the same day of the general meeting.

(VI) The Voting Procedures for Margin Trading and Short Selling, Refinancing, Agreed Repurchase Business Accounts and the Investors of Shanghai Stock

Voting involving margin trading and short selling, refinancing, agreed repurchase business-related accounts and the investors of Shanghai stock shall be made based on “*Online Voting Measures for General Meeting of Shareholders of Company Listed on Shanghai Stock Exchange*”

(VII) Open Solicitation Voting Rights of Shareholders Involved

None

II. Deliberations in the Meeting

Proposal to Be Deliberated over in This General Meeting and Types of Shareholder to Vote

| No. | Name of Proposal | Type of Shareholders to Vote |
|--------------------------------|---|------------------------------|
| | | Shareholders of A-Share |
| Non-cumulative Voting Proposal | | |
| 1 | The Proposal for Signing Entrusted Loans Contract with China National Offshore Oil Corporation through CNOOC Finance Co., Ltd | √ |

1. The Disclosure Date and Media of Proposal

The above proposal has been passed upon deliberation by the 6th meeting of the 6th session of board of directors. For more details and information, please refer to “Announcement on the Resolutions of the 6th Meeting of 6th Session of Board of Directors of COOEC (L 2018-002)” as published in “*China Securities Journal*”, “*Shanghai Securities News*” and disclosed on the website of Shanghai Stock Exchange dated Jan. 23, 2018.

2. Proposals of the Special Resolution: None

3. Proposal for Which the Minority Investors’ Voting Will Be Counted Separately: 1

4. Proposal for Which the Affiliated Shareholders Withdraw From Their

Voting: 1

Names of Affiliated Shareholders Withdrawing From Their Voting:
China National Offshore Oil Corporation, CNOOC Western South
China Sea Co., Ltd, CNOOC Bohai Co., Ltd, CNOOC Finance Co.,
Ltd

5. Proposal for Which the Preferred Shareholders Participate in Voting:
None

III. Remarks on the Voting in the General Meeting of Shareholders

- (I) The shareholders of the Company who shall exercise their voting rights through the Online Voting System of Shanghai Stock Exchange for General Meeting of Shareholders, shall either register in the transaction system platform (through the trade terminal of the securities company of designated transactions) to vote, or visit the online voting platform (website: vote.sseinfo.com) to vote. The investors who visit for the first time the online voting platform shall be required to be certified as the shareholders before their voting. As for more detailed information, please refer to the explanations in the website of the online voting platform
- (II) Shareholder who shall exercise its voting rights through the Online Voting System of Shanghai Stock Exchange for General Meeting of

Shareholders may participate in the voting with any shareholder account holding the shares of the Company, if it has more than one account. After voting, it shall be deemed to have provided the same opinion as for the common share of the same category or the preferred share of the same type under all of its shareholder accounts.

(III) In case of the re-voting for the same resolution in the meeting on-the-spot, through the Online Voting System of Shanghai Stock Exchange for General Meeting of Shareholders or other way, the result of the first voting shall prevail.

(IV) The proposals may be submitted only when all of them have been voted by the shareholders.

IV. Attendants of This Meeting

(I) The shareholders of the Company who shall be registered with China Securities Depository & Clearing Co., Ltd Shanghai Branch after the closing of date of record (See the following list for details), and they may authorize in writing their own agents (who may not act as the shareholders of Company) to attend the meeting and make votes on their behalf.

| Type of Shares | Stock Code | Stock Abbr. | Date of Record |
|----------------|------------|-------------|----------------|
| A-Share | 600583 | COOEC | 2018/1/30 |

(II) Directors, Supervisors and Senior Managements of the Company

(III) Attorneys as Retained by the Company

(IV) Other Personnel

V. Registration Method of the Meeting

(I) Registration Method: individual shareholders who shall attend the meeting in person, shall produce their ID Cards or other valid certificates, stock account cards proving their identity; shareholders who shall authorize agents to attend on their behalf, shall produce their valid ID Cards, power of attorney. The legal representative or its authorized agent shall attend the meeting on behalf of the corporate shareholder. In case of the legal representative attending the meeting, it shall produce its ID Card, valid certificate and stock account card showing its qualification as the legal representative; in case of agent authorized to attend the meeting, the agent shall produce its ID Card, written power of attorney issued by the legal representative of the corporate shareholding entity, photocopy of the business license and stock account card. The shareholders who are on business travel or working in other cities when the meeting is held could get registered by correspondence or fax with telephone number attached.

(II) Registration Time of the Meeting: From Jan. 31 to Feb. 1, 2018 at 9:00- 11:30, 14:00- 17:00

(III) Registration Place: Room A1106, Secretary Office of the Board, Offshore Oil Engineering Co., Ltd, Haibin 15th Road No. 199, Tianjin Port Free Trade Zone

VI. Miscellaneous

(I) Contact Methods

Permanent Person to Contact: Li Guopeng

Tel: 022-59898033 Fax: 022-59898800

(II) Costs for the Meeting

The shareholders attending the meeting shall be responsible for their costs of accommodation and traffic costs.

In witness thereof, we make this announcement.

Board of Directors of
Offshore Oil Engineering Co., Ltd.

Jan. 23, 2018

Attached: Power of Attorney

Attached:

Power of Attorney

Offshore Oil Engineering Co., Ltd.:

I hereby authorize Mr. (Mrs.) _____ to attend your 1st Extraordinary General Meeting of Shareholders in the Year 2018 to be held on Feb. 7, 2018 and to exercise the voting rights on behalf of the enterprise (or myself).

Number of Common Shares held Shareholder Account No. of
by Authorizer: Authorizer:

| No. | Name of Non-cumulative Voting Proposal | Approval | Objection | Abstention |
|-----|---|----------|-----------|------------|
| 1 | The Proposal for Signing Entrusted Loans Contract with China National Offshore Oil Corporation through CNOOC Finance Co., Ltd | | | |

Signature (Stamp) of Authorizer:

Signature of the Agent:

ID Card No. of Authorizer

ID Card No. of the Agent:

Date of Authorization:

Remarks:

The Authorizer shall choose any one from the columns of “Approval”, “Objection” and “Abstention” in this power of attorney and mark “√”, and the agent shall have rights to vote on the matters for which the authorizer does not give specific directions under this power of attorney, based on its own will.