

CHINA PETROLEUM & CHEMICAL CORP

Form 6-K

November 08, 2013

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

FORM 6-K

Report of Foreign Private Issuer  
Pursuant to Rule 13a-16 or 15d-16 of  
The Securities Exchange Act of 1934

For the month of November, 2013

CHINA PETROLEUM & CHEMICAL CORPORATION

22 Chaoyangmen North Street,  
Chaoyang District, Beijing, 100728  
People's Republic of China  
Tel: (8610) 59960114

(Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.)

Form 20-F                            Form 40-F

(Indicate by check mark whether the registrant by furnishing the information contained in this form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.)

Yes                                      No     

(If "Yes" is marked, indicate below the file number assigned to registrant in connection with Rule 12g3-2(b):

82-\_\_\_\_\_.)

N/A

---

This Form 6-K consists of:

An announcement regarding shareholding increase by the controlling shareholder of China Petroleum & Chemical Corporation (the “Registrant”), made by the Registrant on November 6, 2013.

---

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited takes no responsibility for the contents of this announcement, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

CHINA PETROLEUM & CHEMICAL CORPORATION

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

(Stock Code: 0386)

Announcement

On 5 November 2013, China Petroleum & Chemical Corporation (the "Company") received a notice from its controlling shareholder, China Petrochemical Corporation ("Sinopec Group"), that Sinopec Group had increased its shareholding in the Company by way of acquiring its A shares on the secondary market (the "Shareholding Increase") through the trading system at the Shanghai Stock Exchange. Details of the Shareholding Increase are as follows:

I. Shareholding Increase

In consideration of the value of the Company and its current stock price, Sinopec Group proposes to increase its shareholding in the Company through acquisitions of its A shares on the secondary market in its own name or through other concerting parties within 12 months commencing from 5 November 2013 (the "Increase Period"). The aggregate of such acquisition(s) will not exceed 2% (inclusive of the shares acquired on 5 November 2013) of the total issued share capital of the Company.

On 5 November 2013, Sinopec Group acquired 6,060,000 A shares of the Company through the trading system at the Shanghai Stock Exchange, representing approximately 0.005% of the total issued share capital of the Company. Immediately before the Shareholding Increase, Sinopec Group, directly and indirectly, held 86,089,416,000 shares of the Company, representing approximately 73.855% of the total issued share capital of the Company. Immediately after the Shareholding Increase, Sinopec Group, directly and indirectly, holds 86,095,476,000 shares of the Company, representing approximately 73.860% of the total issued share capital of the Company.

II.

Miscellaneous

The Shareholding Increase complies with the provisions of the Securities Law of the People's Republic of China and other relevant laws, regulations and bylaws as well as the trading rules of the Shanghai Stock Exchange.

Sinopec Group undertakes not to reduce its shareholding in the Company within the Increase Period and the statutory period.

The Company will continue to oversee Sinopec Group's increased shareholding in the Company and will promptly comply with the disclosure obligations in accordance with the Rules Governing the Listing of Stocks on Shanghai Stock Exchange (2012 Revision), the Measures for the Administration of the Takeover of Listed Companies (2012 Revision) and the Guidelines on the Increase of Shareholding by Shareholders and Their Persons Acting in Concert in Companies Listed at the Shanghai Stock Exchange (2012 Revision).

Beijing, the PRC, 6 November 2013

By Order of the Board  
China Petroleum & Chemical Corporation  
Huang Wensheng  
Secretary to the Board of Directors

Beijing, the PRC  
6 November 2013

As of the date of this announcement, directors of the Company are: Fu Chengyu\*, Wang Tianpu\*, Zhang Yaocang\*, Li Chunguang#, Zhang Jianhua#, Wang Zhigang#, Cai Xiyoun#, Cao Yaofeng\*, Dai Houliang#, Liu Yun\*, Chen Xiaojin+, Ma Weihua+, Jiang Xiaoming+, Andrew Y. Yan+, Bao Guoming+.

# Executive Director

\* Non-executive Director

+ Independent Non-executive Director

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

China Petroleum & Chemical Corporation

By: /s/ Huang Wensheng

Name: Huang Wensheng

Title: Secretary to the Board of Directors

Date: November 7, 2013