

Edgar Filing: CHINA PETROLEUM & CHEMICAL CORP - Form 6-K

Title: Secretary to the Board of Directors

Date: April 29, 2004

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.

[GRAPHIC OMITTED][GRAPHIC OMITTED]

(a joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 0386)

First Quarterly Report for 2004

Highlights of the results of the Company for the first quarter ended 31 March 2004

During this reporting period, income from principal operations and net profit of China Petroleum & Chemical Corporation and its subsidiaries ("the Company") under the PRC Accounting Rules and Regulations amounted to RMB 123,490 million and RMB 7,430 million respectively. Turnover and other operating revenues, and profit attributable to shareholders of the Company under International Financial Reporting Standards ("IFRS") amounted to RMB 128,363 million and RMB 8,008 million respectively.

This quarterly report announcement is prepared in accordance with the regulations on Disclosure of Information in Quarterly Reports for Listed Companies issued by the China Securities Regulatory Commission ("CSRC"). This announcement is published simultaneously in Shanghai and Hong Kong and the contents of the announcements published in Shanghai and Hong Kong are the same. Financial information set out in this quarterly report announcement has been prepared in accordance with the PRC Accounting Rules and Regulations. Although it is not required by CSRC, Sinopec Corp. has also included in this announcement the relevant financial information prepared in accordance with IFRS.

This announcement is made pursuant to the disclosure requirement under Rule 13.09 of the Listing Rules for its publication in Hong Kong.

ss1 Important Notice

- 1.1 The Board of Directors of China Petroleum & Chemical Corporation ("Sinopec Corp.") and its Directors warrant that there are no material omissions from, or misrepresentations or misleading statements contained in this quarterly report, and severally and jointly accept full responsibility for the authenticity, accuracy and completeness of the information contained in this quarterly report.
- 1.2 This quarterly report has been reviewed and unanimously approved at the eighth meeting of the second session of the Board of Directors of Sinopec Corp.

Edgar Filing: CHINA PETROLEUM & CHEMICAL CORP - Form 6-K

- 1.3 This quarterly financial report has not been audited.
- 1.4 Mr Chen Tonghai, Chairman of the Board of Sinopec Corp., Mr Wang Jiming, Vice-Chairman and President of Sinopec Corp., Mr Zhang Jiaren, Director, Senior Vice President and Chief Financial Officer of Sinopec Corp., and Mr Liu Yun, Head of the Accounting Division of Sinopec Corp., hereby declare that the authenticity and completeness of the financial statements contained in this quarterly report are warranted.

ss2 Basic Information of Sinopec Corp.

2.1 Summary of the information of Sinopec Corp.

Stock name	SINOPEC CORP	SINOPEC CORP	SINOPEC CORP
Stock code	0386	SNP	SNP
Place of listing	Hong Kong Stock Exchange	New York Stock Exchange	London Stock Exchange

Secretary to the
Board of Directors

	Authorised Representatives		
Name	Mr Wang Jiming	Mr Chen Ge	Mr Chen Ge
Address	6A Huixindong Street, Chaoyang District, Beijing, China		
Postcode	100029		
Tel	86-10-64990060	86-10-64990060	86-10-64990060
Fax	86-10-64990022	86-10-64990022	86-10-64990022
E-mail	ir @sinopec.com.cn/media @sinopec.com.cn		

2.2 Financial Information

2.2.1 Principal accounting data and financial indicators

2.2.1.1 Principal accounting data and financial indicators prepared in accordance with the PRC Accounting Rules and Regulations

	At 31 March 2004	At 31 December 2003	comp
Total assets (RMB millions)	406,900	390,213	
Shareholders' funds (excluding minority interests) (RMB millions)	170,309	162,946	
Net assets per share (RMB)	1.964	1.879	
Adjusted net assets per share (RMB)	1.942	1.850	

Three-month Three-month

Chan
p

Edgar Filing: CHINA PETROLEUM & CHEMICAL CORP - Form 6-K

	period ended 31 March 2004	period ended 31 March 2003	
Net cash flows from operating activities (RMB millions)	11,208	13,605	
Earnings per share (RMB)	0.086	0.067	
Return on net assets (%)	4.363	3.816	0
Return on net assets before non-operating profits/losses (%)			
(Fully diluted)	4.852	3.926	0
(Weighted average)	4.958	4.002	0

Non operating profits/losses

Losses on disposal of long-term equity investments
 Written back of provisions on assets provided in previous years
 Non-operating expenses(excluding normal provisions on assets provided in accordance with the Accounting Regulation for Business Enterprises)
 Of which: losses on disposal of fixed assets
 donations
 Non-operating income
 Income tax effect
 Total

2.2.1.2 Principal accounting data and financial indicators prepared in accordance with IFRS

	At 31 March 2004	At 31 December 2003	
Total assets (RMB millions)	418,308	400,818	comp
Shareholders' funds (excluding minority interests) (RMB millions)	175,907	167,899	
Net assets per share (RMB)	2.029	1.937	
Adjusted net assets per share (RMB)	2.008	1.908	
	Three-month period ended 31 March 2004	Three-month period ended 31 March 2003	Chan p
Net cash flows from operating activities (RMB millions)	10,073	12,851	
Earnings per share (RMB)	0.092	0.074	
Return on net assets (%)	4.552	3.771	0

Edgar Filing: CHINA PETROLEUM & CHEMICAL CORP - Form 6-K

2.2.2 Income statements

This section includes the income statements for the first quarter ended 31 March 2004 prepared in accordance with both the PRC Accounting Rules and Regulations and IFRS with comparative figures for the corresponding period in 2003.

2.2.2.1 Income statements prepared in accordance with the PRC Accounting Rules and Regulations

Item	Three-month periods ended 31 March 2004		Three-month periods ended 31 March 2003
	The Group	The Company	
	(Note 1) RMB millions	(Note 1) RMB millions	
1. Income from principal operations	123,490	86,063	123,490
Less: Cost of sales	94,583	71,740	94,583
Sales taxes and surcharges	3,835	2,290	3,835
2. Profit from principal operations	25,072	12,033	25,072
Add: Profit/(loss) from other operations	149	(138)	149
Less: Selling expenses	4,203	2,732	4,203
Administrative expenses	5,065	3,358	5,065
Financial expenses	1,162	926	1,162
Exploration expenses, including dry holes	1,454	911	1,454
3. Operating profit/(loss)	13,337	3,968	13,337
Add: Investment income	141	8,088	141
Non-operating income	72	52	72
Less: Non-operating expenses	1,590	1,446	1,590
4. Profit before taxation	11,960	10,662	11,960
Less: Taxation	3,456	3,299	3,456
Minority interests	1,141	-	1,141
Add: unrecognized investment losses (Note 2)	67	-	67
5. Net profit	7,430	7,363	7,430

Notes:

- (1) The "Company" means China Petroleum & Chemical Corporation; The "Group" means China Petroleum & Chemical Corporation and its subsidiaries;
- (2) This item represents the recognized investment losses exceeding the carrying value of investment on long-term equity investment.

2.2.2.2 Consolidated income statement prepared in accordance with IFRS

Item	Three-month periods ended 31 March 2004	Three-month periods ended 31 March 2003
	RMB million	
1. Turnover and other operating revenues	128,363	128,363
Including: Turnover	123,490	123,490
Other operating revenues	4,873	4,873

Edgar Filing: CHINA PETROLEUM & CHEMICAL CORP - Form 6-K

2. Operating expenses	(114,585)
Including: Purchased crude oil, products and operating supplies and expenses	(90,804)
Selling, general and administrative expenses	(6,875)
Depreciation, depletion and amortisation	(6,814)
Exploration expenses, including dry holes	(1,454)
Personnel expenses	(3,857)
Taxes other than income tax	(3,835)
Other operating expenses, net	(946)
3. Operating profit	13,77
4. Finance costs	(1,047)
Including: Interest expense	(1,101)
Interest income	7
Foreign exchange losses	(24
Foreign exchange gains)
5. Investment income)
6. Share of profits less losses from associates	12
7. Profit from ordinary activities before taxation	12,85
8. Taxation	(3,716)
9. Profit from ordinary activities after taxation	9,14
10. Minority interests	(1,132)
11. Profit attributable to shareholders	8,00

2.2.3 Difference between the net profit for the first quarter of 2004 and the shareholders' funds at the end of the reporting period under the PRC Accounting Rules and Regulations and IFRS

2.2.3.1 Effects of major differences between the PRC Accounting Rules and Regulations and IFRS on the net profit are analysed as follows:

	Three-month period 2004 RMB million
Net profit under the PRC Accounting Rules and Regulations	7,43
Adjustments:	
Disposal of oil and gas properties	57
Depreciation of oil and gas properties	23
Capitalisation of general borrowing costs	9
Acquisition of Sinopec National Star, Sinopec Maoming, Tahe Petrochemical and Xi'an Petrochemical	2
Revaluation of land use rights	
Unrecognized losses of subsidiaries	(50
Pre-operating expenditures	(44
Effects of the above adjustments on taxation	(260
Net profit under IFRS	8,00

2.2.3.2 Effects of major differences between the PRC Accounting Rules and Regulations and IFRS on the shareholders' funds are analysed as follows:

Shareholders' funds under the PRC Accounting Rules and Regulations	17
Adjustments:	
Disposal of oil and gas properties	
Depreciation of oil and gas properties	1
Capitalisation of general borrowing costs	
Acquisition of Sinopec National Star	(2)
Revaluation of land use rights	
Minority interests on unrecognized losses of subsidiaries	
Pre-operating expenditures	
Impairment losses on long-lived assets	
Government grants	
Effects of the above adjustments on taxation	(4)
Shareholders' funds under IFRS	17

2.3 Total number of shareholders is 300,087 at the end of this reporting period, among which 288,658 shareholders are domestic shareholders, and 11,429 shareholders are overseas shareholders.

ss3 Management's Discussion and Analysis

3.1 Business review

In the first quarter of 2004, the Chinese economy continued to maintain a rapid growth momentum and domestic demand for refined oil and petrochemical products remained strong. Influenced by international market, the prices of crude oil and refined oil products had fluctuated at a fairly high level, and as the chemical business was going up the cycle, the prices of chemical products had increased to a certain extent over the same period last year. By seizing the market opportunities, devoting to increase production volume and optimizing production operation, the Company has obtained fairly good results in oil and gas production, the processing volume of crude oil, the sales of refined oil products and ethylene production etc.

Exploration and Production Segment: In the first quarter of this year, the Company has achieved good results in terms of exploration, development and oil and gas production. In respect of exploration, the Company has made significant achievements in the exploration of concealed oil and gas reserves in the mature oil fields in eastern China. The exploration in Tahe oilfield and the surrounding areas in western China has shown good discoveries. In respect of production, the Company seized the valuable opportunities of higher crude oil price, adhered to the four unity of "balanced reserves, production, investment and efficiency", and improved the recovery rate. Oil and gas production has increased over the same period last year in a stable manner.

Refining Segment: In the first quarter of 2004, the demand for domestic refined oil products was strong. The Company seized the market opportunities, optimized resources allocation, adjusted product mix, devoted to increase the processing volume of crude oil, made full use of the price difference between sour and sweet crude oil, increased the processing volume of sour crude oil, and kept the refining facilities in stable operation with high utilization

Edgar Filing: CHINA PETROLEUM & CHEMICAL CORP - Form 6-K

rate. Meanwhile, the Company was flexible to adapt to market changes and devoted to expand the sales of oil products other than refined oil products.

Marketing and Distribution Segment: In the first quarter of 2004, the Company seized the market opportunities of a sustained brisk demand for refined oil products, coordinated production and sales closely, and arranged resources production and domestic marketing volume in a reasonable manner. This resulted in a substantial increase in the sales volume of domestic refined oil products. At the same time, the Company took measures to raise its retail and direct distribution volume, which further optimized its sales portfolio.

Chemicals Segment: In the first quarter of 2004, influenced by international market, the price of both major chemical products and gross margin had increased to a fairly significant extent. The Company adhered to the marketing strategy of "focusing on the market, full-load production and low inventories", adjusted product mix and optimized marketing structure, and kept major chemical plants in full-load production. The production volume of major chemical products such as synthetic resin, synthetic rubber, monomer and polymers for synthetic fibers has increased significantly. The production volume of high added value products like performance compound resins and differential fibers has further increased.

Summary of Principal Operating Results for the first quarter

Operating Results	Unit	Three-month periods ended	
		2004	2003
		31st March	31st March
Exploration and Production			
Crude oil production	Ten thousand tonnes	953.83	928.7
Natural gas production	One hundred million cubic meters	13.95	12.6
Realized crude oil price	RMB yuan/tonne	1,678.63	1,762.0
Realized natural gas price	RMB yuan/thousand cubic meters	606.47	619.0
Refining (Note 1)			
Crude processing volume	Ten thousand tonnes	3,236.86	2,763.1
Gasoline, diesel and kerosene production	Ten thousand tonnes	1,925.09	1,645.2
Of which: Gasoline	Ten thousand tonnes	573.06	512.8
Diesel	Ten thousand tonnes	1,204.31	991.5
Kerosene	Ten thousand tonnes	147.72	140.8
Chemical feedstock	Ten thousand tonnes	453.40	421.1
Light yield	%	73.85	74.3
Refining yield	%	92.82	92.6
Marketing and Distribution			
Total domestic sales of refined oil products	Ten thousand tonnes	2,170.45	1,781.4
Of which: Retail sales volume	Ten thousand tonnes	1,197.72	895.2
Direct distribution volume	Ten thousand tonnes	440.14	328.2
Wholesale volume	Ten thousand tonnes	532.59	557.9
Total number of petrol stations	Station	30,416	28,89
Of which: Owned and self-operated stations	Station	24,680	24,06
Franchised petrol stations	Station	5,736	4,82
Throughput per petrol station (Note 2)	Tonne/station	1,757	1,68

Edgar Filing: CHINA PETROLEUM & CHEMICAL CORP - Form 6-K

Chemicals (Note 3)

Ethylene	ten thousand tonnes	93.13	85.9
Synthetic resins	ten thousand tonnes	139.34	126.1
Of which: performance compound resins	ten thousand tonnes	72.58	57.4
Synthetic rubbers	ten thousand tonnes	15.21	12.8
Monomers and polymers for synthetic fibers	ten thousand tonnes	122.04	103.0
Synthetic fibers	ten thousand tonnes	31.32	29.9
Of which: differential fibers	ten thousand tonnes	13.37	11.5
Urea	ten thousand tonnes	54.15	39.0

Notes:

1. The operating results for the first quarter of 2003 are proforma data including the reference data of acquiring Xi'an Petrochemical and Tahe Petrochemical;
2. Throughput per petrol station of 2004 was projected annual average; throughput per petrol station of 2003 was actual annual average;
3. The operating results for the first quarter of 2003 are proforma data including the reference data of acquiring Sinopec Maoming.

Capital expenditure

The capital expenditure of the Company in the first quarter of 2004 was RMB 11.157 billion. The capital expenditure for exploration and production segment was RMB 4.856 billion, whereby breakthroughs in the exploration of concealed oil and gas reserves were achieved in the mature oil fields in eastern China with many exploratory wells generating industrial oil stream; some exploratory wells in western China have generated high-yield industrial gas stream or indication. The newly added production capacity of crude oil and natural gas amounted to 0.82 million tonnes/year and 45 million cubic meters/year respectively. The capital expenditure for refining segment was RMB 1.452 billion. The Ningbo-Shanghai-Nanjing imported crude oil pipeline will be put into operation soon. Some refining facilities expansion and technical revamping are on schedule. The capital expenditure for chemicals segment was RMB 0.995 billion, whereby the revamping projects of ethylene facilities in Sinopec Qilu and other chemical facilities are progressing smoothly. The capital expenditure for marketing and distribution segment was RMB 3.447 billion, whereby the construction of southwest oil products pipeline, construction and revamping projects for the petrol stations are implementing on schedule. The capital expenditure for corporate and others was RMB 0.407 billion. Information projects like ERP etc. are progressing smoothly.

In addition, in the first quarter of 2004, the capital expenditure for joint ventures such as the Shanghai Secco ethylene project and the Yueyang Sinopec-Shell coal gasification project was approximately RMB 1.549 billion.

- 3.2 The brief analysis of the Company's general operating activities during the reporting period

Based on the PRC Accounting Rules and Regulations, the income from principal operations of the Company for the first quarter of 2004 amounted to RMB 123.490 billion, representing an increase of 25.30% over the same period last year, and the net profits amounted to RMB 7.43 billion, representing an increase of 27.8% over the same period last year.

Based on IFRS, the turnover and other operating revenues of the Company for the first quarter of 2004 amounted to RMB 128.363 billion, representing an increase of 23.2% over the same period last year. Profit attributable to shareholders amounted to RMB 8.008 billion, representing an increase of 24.8%

Edgar Filing: CHINA PETROLEUM & CHEMICAL CORP - Form 6-K

over the same period last year.

3.2.1 The principal segments or products accounting for over 10% of income or profit from principal operations

applicable not applicable

The table below shows segment information prepared in accordance with the PRC Accounting Rules and Regulations:

Segments or products	Income from principal operations (RMB millions)	Costs of sales, sales taxes and surcharges (RMB millions)	Profit from principal operations (RMB million)
Exploration and production	16,189	7,878	
Refining	76,579	72,841	
Marketing and distribution	73,217	64,348	
Chemicals	26,416	20,900	
Corporate and others	13,936	13,798	
Elimination of inter-segment sales	(82,847)	(81,347)	
Total	123,490	98,418	2
Of which: related party transactions	7,342	6,644	

Note: Gross profit margin = profit from principal operations/income from principal operations

The table below shows segment information prepared in accordance with IFRS:

Segments or products	Operating revenues (RMB millions)	Operating expenses (RMB millions)	Operating profit/(loss) (RMB million)
Exploration and production	17,399	11,457	
Refining	77,880	75,608	
Marketing and distribution	73,389	69,271	
Chemicals	28,354	24,719	
Corporate and others	14,188	14,877	
Elimination of inter-segment sales	(82,847)	(81,347)	
Total	128,363	114,585	1

3.2.2 Seasonal or periodic nature of the Company's operations

applicable not applicable

Edgar Filing: CHINA PETROLEUM & CHEMICAL CORP - Form 6-K

accounting for 99.36% of the profit before taxation, and representing a decrease of 54.11 percentage points over 153.47% of the previous year. This is mainly due to the fact that expenses in the reporting period rose slightly by 3.2% as compared with the quarterly average value of the previous year. Affected by the higher refining and chemicals gross margin ratio, profit before taxation has increased by 59.39% as compared with the quarterly average value of the previous year.

- 3.2.4 Significant changes in, and explanations of, the principal operations and their structures as compared with those during the previous reporting period

applicable not applicable

- 3.2.5 Significant changes in, and explanations of, the profitability (gross profit margin) of principal operations as compared with those during the previous reporting period prepared in accordance with the PRC Accounting Rules and Regulations

applicable not applicable

- 3.3 Significant events and their impacts as well as the analysis and explanations for the solutions

applicable not applicable

3.3.1 Issuance of corporate bonds

At Sinopec Corp.'s Second Extraordinary General Meeting of Shareholders for year 2003 held on 15 October 2003, the Board considered and approved "The Proposal Concerning the Issuance of Domestic Corporate Bonds Amounting to RMB 3.5 billion". On 16 January 2004, Sinopec Corp. obtained the approval from the National Development and Reform Commission ("NDRC") to issue 10-year domestic corporate bonds of RMB 3.5 billion. On 23 February 2004, the sixth meeting of Sinopec Corp.'s second session of the Board of Directors and the NDRC approved and confirmed the coupon rate of the corporate bonds to be 4.61%. As of the date of 8 March 2004, the corporate bonds of Sinopec Corp. have been issued successfully. For relevant details, please refer to Sinopec Corp.'s announcement published in China Securities, Shanghai Securities, and Securities Times in China, and South China Morning Post and Hong Kong Economic Times in Hong Kong, respectively on 15 October 2003, 30 January 2004, and 24 February 2004.

3.3.2 Acquisition of shares of Jinzhi Company

On 26 March 2004, upon the approval at the seventh meeting of the second session of the Board of Directors, Sinopec Corp. entered into an Acquisition Agreement with Jinzhi Company, a wholly owned subsidiary of Sinopec Group Beijing Yanhua Petrochemical Company Limited, of which Sinopec Group Company is the parent company. Pursuant to the Acquisition Agreement, Sinopec Corp. will use cash from its internal resources to acquire 100% of the issued shares of Jinzhi Company at a consideration of RMB 230 million. For relevant details, please refer to Sinopec Corp.'s announcement published in China Securities, Shanghai Securities, and Securities Times in China, and South China Morning Post and Hong Kong Economic Times in Hong Kong, on 29 March 2004.

- 3.4 Disclosure and explanations as to the changes in accounting policies,

Edgar Filing: CHINA PETROLEUM & CHEMICAL CORP - Form 6-K

accounting estimates and scope of consolidation and fundamental errors

applicable not applicable

- 3.5 Relevant explanations made by the Board of Directors and the Supervisory Committee after the audit and presentation of "non standard opinion"

applicable not applicable

- 3.6 Business prospects

Looking into the second quarter of 2004, the demand for domestic refined oil and chemical products will maintain a rapid growth, creating a positive market for the Company to expand its production and operation. Based on the current market conditions, where the prices of crude oil and refined oil products has been at a fairly high level, and the chemical business is going up the cycle, the Company will closely track the market changes, optimize production and operation, adopt flexible operating policies and continue to implement its development strategies of "expanding resources, developing market, reducing costs and disciplining investments" as detailed below:

Exploration and Production Segment: The Company will continue to maintain stable and increased production of crude oil and natural gas, and strive for the replacement resources and expansion of production capacity. Production of crude oil and natural gas during the second quarter is expected to be 9.62 million tonnes and 1.44 billion cubic meters respectively.

Refining Segment: Based on the market conditions, the Company will continue to adjust the product mix and throughput, secure the stable operation of facilities, and increase the production of high added value products. The processing volume of crude oil during the second quarter is expected to be 33.00 million tonnes.

Marketing and Distribution Segment: The Company will further enhance the network construction of refined oil products and continue to increase retail volume and direct distribution volume. The total sales volume of domestic refined oil products during the second quarter is expected to reach 22.30 million tonnes, of which retail volume will be 12.50 million tonnes and direct distribution volume will be 4.40 million tonnes.

Chemicals Segment: The Company will maintain efficient and full-capacity operation of chemical facilities, promote the production of major chemicals and continue to increase the production of high value-added products. Production of ethylene during the second quarter is expected to reach 0.915 million tonnes.

- 3.7 Caution and explanation as to the anticipated loss of accumulated net profits from the beginning of the year to the end of the next reporting period or significant changes over the same period last year

applicable not applicable

- 3.8 Adjustments to the annual business plan or budget which have been disclosed

applicable not applicable

- 3.9 This quarterly report is published in both English and Chinese languages. The Chinese version shall prevail.

By Order of the Board
Chen Tonghai

Edgar Filing: CHINA PETROLEUM & CHEMICAL CORP - Form 6-K

Chairman

Beijing, PRC, 29 April 2004

As at the date of this announcement, the executive directors of the Company are: Messrs. Chen Tonghai, Wang Jiming, Mou Shuling, Zhang Jiaren, Cao Xianghong, Liu Genyuan, Liu Kegou and Fan Yifei; the independent directors are: Messrs. Chen Qingtai, Ho Tsu Kwok Charles, Shi Wanpeng and Zhang Youcai; and the employee representative director is: Mr Cao Yaofeng.