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CHINA PETROLEUM & CHEMICAL CORP

Form 6-K

April 30, 2004

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 April, 2004

China Petroleum & Chemical Corporation  
A6, Huixindong Street,  
Chaoyang District Beijing, 100029  
People's Republic of China  
Tel: (8610) 6499-0060

(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      X                      Form 40-F  
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(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                                      X  
-----                                      -----

(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 on resolutions passed at the eighth meeting of the  
second session of the board of directors and change of a director made on  
April 29, 2004, in English of China Petroleum & Chemical Corporation (the  
"Registrant").

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/ Chen Ge  
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Name: Chen Ge  
Title: Secretary to the Board of Directors

Date: April 29, 2004

[GRAPHIC OMITTED][GRAPHIC OMITTED]

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

Announcement on Resolutions passed at the Eighth Meeting of the Second Session  
of the Board of Directors and Change of a Director

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Sinopec Corp. and all the members of the Board confirm the truth, accuracy and  
completeness of the information contained in this announcement and  
collectively and individually accept full responsibility for any fraudulent  
representation, misrepresentation or material omission in this announcement.  
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The eighth meeting of the second session of the board of directors of China  
Petroleum & Chemical Corporation ("Sinopec Corp.") was convened in writing on  
29 April 2004.

The following resolutions were passed at the meeting:

1. the first quarterly report of the year 2004 of Sinopec Corp. was  
approved; and
2. on 29 April 2004, Mr Liu Kegou, a director of Sinopec Corp., submitted a  
report on his resignation of directorship to the Board of Directors of  
Sinopec Corp. due to his work adjustment. His resignation shall be  
effective upon the conclusion of the eighth meeting of the second  
session of the board of directors of Sinopec Corp. At the same time, the  
State Development Bank, a shareholder holding 10.12% of the total share  
capital of Sinopec Corp., nominated Mr Gao Jian as a candidate for  
director of Sinopec Corp., which will be a provisional proposal at the  
2003 Shareholders' Annual General Meeting. Pursuant to the relevant  
stipulations of the Rules and Procedures for the Shareholders' General  
Meetings of Sinopec Corp., the Board of Directors, upon verification,  
agreed to submit the above proposal on the change of the director to the  
2003 Shareholders' Annual General Meeting of Sinopec Corp. for approval.

By Order of the Board  
Chen Ge  
Secretary to the Board of Directors

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.

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Attachment: Biography of the candidate for director

### China Petroleum & Chemical Corporation Biography of the Candidate for New Director

Gao Jian, 54, is the Deputy Governor of the State Development Bank. In September 1982, Mr Gao graduated from the Beijing Institute of Political Science and Law as a postgraduate specialising in politics and economics. In July 1992, he graduated from the Finance and Science Research Institute of the Ministry of Finance of the State with a Ph.D degree specialising in finance. From November 1997 to June 1998, he conducted postdoctoral researches at the Faculty of Economics at Harvard University, USA and is a Senior Economist. Mr Gao has been engaged in researches in economic theories and financial management for a long period of time and has extensive experience in economics and financial management. From January 1989 to April 1994, he had been the Deputy Head of the Department of Treaty and Law of the Ministry of Finance and the Deputy Head of the State Liabilities Management Department. From April 1994 to October 1998, he was the Head of the State Liabilities Department and the Head of the Department of Treaty and Law of the Ministry of Finance. From October 1998 to April 2001, he was the Chief Economist, the Head of the Funds Bureau and, concurrently, the Chief Representative of the Hong Kong Representative Office of the State Development Bank. From April 2001 to July 2003, he was the Assistant to the Head of the Funds Bureau and, concurrently, the Chief Representative of the Hong Kong Representative Office of the State Development Bank. Since July 2003, he is the Deputy Governor of the State Development Bank.

Mr Gao has no directorship in other listed public companies in the last three years. It is proposed that the remuneration for Mr Gao, as director of Sinopec Corp., shall be calculated on the basis of RMB3,000 (after tax) each time he attends the board of directors' meeting in person. The amount and method of calculation of his remuneration is subject to shareholders' approval at the 2003 Shareholders' Annual General Meeting and the signing of the relevant Directors' Service Contract. The term of directorship shall end at the expiry of the term of office of the current session of the Board of Directors, that is on 22 April 2006. Save as disclosed above, Mr Gao does not have any relationship with any director, senior management, or substantial or controlling shareholders of Sinopec Corp. Besides, Mr Gao does not have any interest in the shares of Sinopec Corp. within the meaning of Part XV of the Hong Kong Securities and Futures Ordinance.