

## NOTICE OF THE ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** by the Board of the Company THAT the Annual General Meeting for the year 2000 will be held at Jiangsu Communications Building, 69 Shigu Road, Nanjing, the PRC at 9:00 a.m. on Friday, 8th June 2000 for the following purposes:

1. THAT the annual report of the Board for the year ended 31st December 2000 be reviewed and approved;
2. THAT the report of Supervisory Committee for the year ended 31st December 2000 be reviewed and approved;
3. THAT the audited accounts and the auditors' report for the year ended 31st December 2000 be reviewed and approved;
4. THAT approval be given for the re-appointment of Arthur Andersen & CO (Hong Kong) and Arthur Andersen. Hua Qiang Certified Public Accountants (安達信 • 華強會計師事務所) as the Company's international auditor and domestic auditor, and that the Board be authorised to determine the auditors' fee.
5. THAT approval be given for the distribution scheme in respect of its final dividends of the Company for the year 2000, with the payment of RMB 0.90 in cash for each ten shares.
6. THAT other transactions be conducted if necessary.

By order of the Board

**Yao Yong Jia Lam Che Wah, Danny**  
Joint Company Secretaries

Nanjing, the PRC  
12th April 2001

Notes:

1. Persons who hold shares of the Company and whose names appear on the register of members as at 8th May 2001 shall be entitled to attend the AGM after completing and returning to the Company the attached confirmation slip by 17th May 2001. Further details are set out in the confirmation slip and explanation thereto.
2. Registration of transfers of H shares will be suspended by the Company from 8th May 2001 to 8th June 2001 (both days inclusive). Holders of H shares who wish to be eligible for final dividends, must deliver their instruments of transfer together with the relevant share certificates to the Registrar of shares of the Company, on 2/F, Vicwood Plaza, 199 Des Voeux Road Central, Hong Kong, no later than 4:00p.m. on Monday 7th May 2001. Registration date of equity interests, method and time of the declaration of dividends for holders of A shares will be otherwise notified.
3. A shareholder who has the right to attend and vote at the AGM is entitled to appointed a proxy (whether or not a member) to attend and vote on his behalf. A shareholder (or his proxy) is entitled to cast one vote for each share he holds or represents. Notwithstanding completion and delivery of the form of proxy, a shareholder may still attend and vote at the meeting.
4. The instrument appointing a proxy must be in writing under the hand of the appointor or his attorney duly authorised in writing. In the event that such instrument is signed by an attorney of the appointor, an authorisation that authorised such signatory shall be notarized. To be valid, such notarized authorisation together with the form of proxy must be delivered to the Secretary's Office of the meeting not less than 24 hours before the time appointed for holding of the meeting. The form of proxy for use at the meeting will be despatched to shareholders.
5. The meeting will last for half day. Shareholders attending the meeting will be responsible for their own accommodation and travelling expenses.
6. Address: Security Department, 27th Floor, Jiangsu Communication Building 69 Shigu Road, Nanjing, the PRC

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