

**ARTHUR ANDERSEN****Arthur Andersen & Co**

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**TO THE SHAREHOLDERS OF
SINOPEC ZHENHAI REFINING & CHEMICAL COMPANY LIMITED
(FORMERLY KNOWN AS ZHENHAI REFINING & CHEMICAL COMPANY LIMITED)**

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

We have audited the accompanying consolidated balance sheets of Sinopec Zhenhai Refining & Chemical Company Limited (the "Company") and its subsidiaries (hereinafter together with the Company referred to as the "Group") and balance sheets of the Company as of 31st December, 2000 and 1999, and the related consolidated statements of income, changes in equity, and cash flows for the years then ended. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with International Standards on Auditing issued by the International Federation of Accountants. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements present fairly, in all material respects, the financial position of the Group and the Company as of 31st December, 2000 and 1999, and of the results of operations and cash flows of the Group for the years then ended in accordance with International Accounting Standards issued by the International Accounting Standards Committee and comply with the disclosure requirements of Hong Kong Companies Ordinance.

ARTHUR ANDERSEN & CO.

Hong Kong, The People's Republic of China
12th April, 2001