

Notice for 2001 Annual General Meeting

NOTICE IS HEREBY GIVEN that the 2001 Annual General Meeting of Jilin Chemical Industrial Company Limited (“the Company”) will be held at 9:00 a.m. on June 17, 2002, at No. 9 Longtan Street, Longtan District, Jilin City, Jilin Province, the PRC to consider and, if thought fit, approve the following resolutions:–

1. To consider and approve the 2001 report of the board of directors of the Company;
2. To consider and approve the 2001 report of the board of supervisors of the Company;
3. To consider and approve the 2001 audited financial statements of the Company;
4. To consider and approve the proposed profit distribution plan for 2001 of the Company;
5. To consider and approve the remuneration of the directors and supervisors for 2002;
6. To consider and approve the re-appointment of PricewaterhouseCoopers (certified public accountants in Hong Kong) and PricewaterhouseCoopers Zhong Tian CPAs Company Limited (registered accountants in the PRC) as the Company’s international and domestic auditors, respectively, to hold offices until the conclusion of the 2002 Annual General Meeting, and to authorise the directors of the Company to determine their remuneration; and
7. To elect Mr. Yu Li as director and Mr. Rupert Li, Mr. Wang Baifeng and Mr. Lü Yanfeng as independent directors of the Company.

By Order of the Board
Zhang Liyan
Company Secretary

Jilin, PRC
April 22, 2002

Notes:

- (A) Holders of the Company’s shares whose names appear on the register of members of the Company at the close of business on May 17, 2002 are entitled to attend the Annual General Meeting with their passports or other identity papers.
- (B) The register of members of the Company will close from May 19, to June 17, 2002 (both days inclusive), during which time no share transfer will be effected.
- (C) Each shareholder who has the right to attend and vote at the Annual General Meeting is entitled to appoint one or more proxies, whether they are members or not, to attend and vote on his behalf at the Annual General Meeting.
- (D) A proxy of a shareholder who has appointed more than one proxy may only vote on a poll.
- (E) The instrument appointing a proxy must be in writing under the hand of the appointor or his attorney duly authorised in writing. If that instrument is signed by an attorney of the appointor, the power of attorney authorising that attorney to sign, or other documents of authorisation, and the form of proxy must be delivered to the registered office of the Company not less than 24 hours before the time appointed for the holding of the Annual General Meeting.
- (F) Shareholders intending to attend the Annual General Meeting should return the accompanying reply slip to the Secretary’s Office of the Company before May 28, 2002 personally/or by mail, cable or facsimile.
- (G) The Annual General Meeting is expected to last half a day. Shareholders attending the Annual General Meeting will be responsible for their own transportation and accommodation expenses.

- (H) The details of the Secretary's Office of the Company are as follows:

No. 9 Longtan Street
Longtan District
Jilin City
Jilin Province
PRC
Postal Code: 132021
Tel: (86432) 3903651
Fax: (86432) 3028126

- (I) Profiles of Proposed Directors

Yu Li, male, age 43, is a senior engineer and the general manager of PetroChina Jilin Petrochemical Company. Mr. Yu graduated from China Social Scientific Institute. Mr. Yu has held several executive positions, including vice director of Fushun Petrochemical Detergent Plant, assistant manager and deputy manager of Fushun Petrochemical Company, deputy general manager of Fushun Petrochemical Company, and manager of Fushun Petrochemical Company.

Rupert Li, male, age 45, is a partner of the international law firm, Coudert Brothers. Mr. Li received his J.D. from New York University in 1987, his B.A. from Columbia University in 1984. Mr. Li has practiced international commercial law in the U.S., Hong Kong and China for the last ten years, focusing on Chinese securities work including B share, H share and ADR issues, and private placements of shares and corporate reorganisations. He is admitted to practice in California.

Wang Baifeng, male, age 56, senior accountant and registered accountant, is chairman and president of Jilin International Cooperation (Group) Company Limited. Mr. Wang graduated from Finance School of Jilin Province in August 1964. Mr. Wang held several positions including Chief of Financial Department of Financial Bureau, Deputy Chief of Light Industry Bureau of Jilin Province, and Vice Chairman of Jilin International Trust & Investment Company.

Lü Yanfeng, male, age 42, Ph.D, professor of law, vice dean of Jilin University School of Law, executive director of the Chinese Society of Private International Law, director of Chinese Society of International Law, legal advisor for Jilin Provincial Government, Member of Advisory Committee for Economic, Social Development and Environment for Jilin Provincial Government, member of Political Consultative Conference of Changchun City and its Member of Society and Law Committee, arbitrator of Changchun Arbitration Association, arbitrator of Guangzhou Arbitration Association, lawyer, graduated from the law department of Jilin University in 1982. Mr. Lü successively held the position of lecturer, associate professor, head of public international law and private international law section at Jilin University School of Law.