



股東大會情況簡介

SUMMARY OF 2002 ANNUAL GENERAL MEETING

On 26 March 2003, the Company issued an announcement in “China Securities Journal”, “Shanghai Securities News”, “Wen Wei Po” and “The Standard” in Hong Kong, notifying shareholders of the time and venue of the 2002 AGM and the resolutions to be approved in the 2002 AGM.

The Company held its 2002 AGM on 28 May 2003 in Shanghai, and the resolutions passed at the AGM were announced on 29 May 2003. Members of the Company or their proxies representing 2,931,223,298 shares were present. A due quorum was formed in accordance with the Articles of Association of the Company. After consideration by the shareholders at the 2002 AGM, the following resolutions were passed:

As ordinary resolutions:

1. the 2002 report of the board of directors was approved;
2. the 2002 report of the supervisory committee of the Company was approved;
3. the 2002 audited financial report of the Company was approved;
4. the proposed profit distribution plan of the Company for 2002 was approved;
5. the reappointment of Mr. Li Kelin, Mr. Li Shaode, Mr. Xu Zuyuan, Mr. Wang Daxiong and Mr. Yan Mingyi as executive directors of the Company was approved;
6. the appointment of Mr. Yao Zuozhi as an executive directors of the Company, and Mr. Zhou Zhanqun, Mr. Hu Honggao and Mr. Xie Rong as independent directors of the Company was approved;

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(Continued)

7. the reappointment of Mr. Zhang Rongbiao and Mr. Wang Xiangyun as supervisors of the Company was approved;
8. the appointment of Mr. Kou Laiqi as a supervisor of the Company was approved;
9. the remuneration of the directors and supervisors of the Company for 2003 was approved;
10. the reappointment of Shanghai Zhonghua Huyin C.P.A. and Ernst & Young as the domestic and international auditors of the Company for 2003 respectively was approved, and the board of directors was authorised to determine their remuneration;

As special resolutions:

11. the amendments of the articles of association of the Company were approved.

