

# Notice of Extraordinary General Meeting

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting of Sinotrans Limited (the “Company”) will be held at Room 1609, Sinotrans Plaza A, A43, Xizhimen Beidajie, Haidian District, Beijing 100044, the People’s Republic of China on Friday, 24 October 2003 at 9:00 a.m. for the purpose of considering, and, if though fit, passing with or without amendment, the following resolution which will be proposed as ordinary resolution of the Company:

## ORDINARY RESOLUTION

1. **“THAT** subject to the provisions in the articles of association of the Company and all applicable laws and regulations, the board of directors of the Company be and is hereby authorised to declare, recommend or pay any interim or special dividend for the year 2003.”

By order of the Board  
**Gao Wei**  
*Company Secretary*

Beijing, China  
3 September 2003

*Registered Office*  
Sinotrans Plaza A  
A43, Xizhimen Beidajie  
Beijing Haidian District  
People’s Republic of China  
100044

## Notes:

1. The register of members of the Company will be closed from Tuesday, 23 September 2003 to Thursday, 23 October 2003, both days inclusive, during which period no share transfers will be registered. To qualify for attendance at the extraordinary general meeting, all transfers accompanied by the relevant share certificates must be lodged with the Company’s Branch Share Registrar in Hong Kong, Computershare Hong Kong Investor Services Limited of Rooms 1712–1716, 17/F., Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, not later than 4:00 p.m. on Monday, 22 September 2003, for registration.
2. Shareholders intending to attend the extraordinary general meeting shall give written notice of the same to the Company, which shall be lodged at the registered office of the Company on or before 4:00 p.m. on Friday, 3 October 2003.
3. Shareholders entitled to attend and vote at the extraordinary general meeting are entitled to appoint one or more persons (whether or not a shareholder of the Company) as their proxy to attend and vote on behalf of themselves.
4. In order to be valid, the form of proxy, together with a duly notarised power of attorney or other document of authority, if any, under which the form is signed must be deposited at the registered office of the Company not later than 24 hours before the time for holding the extraordinary general meeting.