



PROFILE OF THE GENERAL MEETING

During the reporting period, the Company held one General Meeting (the 2003 Annual General Meeting)

The 2003 Annual General Meeting, approved by the 7th session of third Board of Directors held on 11th March 2004, was held at 9:00 a.m. on 27th April 2004 at the conference room of the Company at 8 Meiling Avenue, Hefei, Anhui, the PRC. The Company published the Notice of the Annual General Meeting in the Shanghai Securities Post, the China Securities Post, the South China Morning Post and the Wen Wei Po in Hong Kong on 12th March 2004 (Thursday).

The Shareholders and the proxies who attended the Annual General Meeting presided by Mr. Wang Shui, Chairman of the Company totaled 5 and held 1,398,873,898 shares, representing 84.34% of the total share capital of the Company which was in accordance with the Corporate Law and Articles of Association. The lawyer from Anhui Expressway Lawyer's Office witnessed this General Meeting and issued legal opinion letters.

Ordinary Resolutions:

1. The working report of the Board of Directors for 2003 was approved;
2. The working report of the Supervisory Committee for 2003 was approved;
3. The audited financial statements for 2003 was approved;
4. The profit appropriation proposal for 2003, that is, the payment of RMB0.6 (taxation included) per 10 shares was approved;
5. The appointments of PricewaterhouseCoopers Zhong Tian Certified Public Accountants Co., Ltd. and PricewaterhouseCoopers, Certified Public Accountants as PRC and overseas auditors respectively were approved and the Board of Directors were authorized to fix their remunerations;

Special Resolutions:

The Board of Directors was authorised to allot or issue shares not more than 20% of each of the existing issued domestic shares and overseas listed foreign shares of the Company subject to certain conditions. In order to reflect the changes in the structure of the share capital of the Company, the Board was also authorised to amend Articles 23, 24 and 27 of the Articles of Association in a manner they consider appropriate and necessary.

The notice of the General Meeting was respectively published in the Shanghai Securities Post, the China Securities Post, the South China Morning Post and the Wen Wei Po in Hong Kong on 28th April 2004.