

Company Profile and Corporate Information

Corporate Profile

Sinochem Hong Kong Holdings Limited (the “Company”) successfully completed the acquisition of China Fertilizer (Holdings) Company Limited and its subsidiaries (collectively the “Fertilizer Group”) on 27 July 2005. Subsequent to the completion of the acquisition, the Company and its subsidiaries (the “Group”) has become the first company in the China fertilizer industry ever listed in Hong Kong, and is a comprehensive fertilizer enterprise centering on distribution services and vertically integrating the upstream, midstream and downstream of the industry chain.

Major businesses of the Group include the production, import, export, distribution, wholesale and retail of fertilizer raw materials and products, as well as research and development and services in the field of fertilizer-related business and products.

According to the turnover of 2005, the Group is also:

- the largest fertilizer distributor in China,
- the major supplier of imported fertilizers in China, and
- a major fertilizer producer in China.

The Group’s competitive strengths are mainly reflected in:

- its business model focusing on distribution services and integrating production, supply and sales for synergic development,
- its abilities to offer the most complete varieties of fertilizer products and services to the customers,
- its strategic alliances with international suppliers for the exclusive distribution and sales of their products in China,
- its largest self-owned and self-run fertilizer distribution and sales network in China, and
- the only enterprise that enjoys the “National Well-known Trademark” in the fields of both “goods” and “services” recognized by the competent authorities of the Chinese government.

Mission of the Group: “Basing ourselves in China to deploy fertilizer resources from among the global markets to serve the needs of the country’s food security and agricultural production”. The Group constantly aspires to achieve sustained, stable and rapid growth, to deliver value and returns to the shareholders, and to be committed to social responsibilities.

The ultimate controlling shareholder of the Company is Sinochem Corporation, which currently holds 53.53% of the issued ordinary shares of the Company through its wholly-owned subsidiary, Sinochem Hong Kong (Group) Company Limited (“Sinochem HK”). Sinochem Corporation is one of China’s earliest qualifiers of *Fortune* Global 500 and has been selected for the 15th times, ranking the 287th in 2005. The second largest shareholder of the Company is Potash Corporation of Saskatchewan Inc. (“PotashCorp”), which is the largest potash producer in the world, and currently holds 20% of the issued ordinary shares of the Company. The remaining 26.47% of the issued ordinary shares of the Company are held by the public.

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Non-Executive Directors

Mr. LIU De Shu (*Chairman*)
Mr. SONG Yu Qing (*Deputy Chairman*)

Executive Directors

Mr. DU Ke Ping (*Chief Executive Officer*)
Mr. Harry YANG

Non-Executive Directors

Dr. CHEN Guo Gang
Dr. Stephen Francis DOWDLE
Mr. Wade FETZER III

Independent Non-Executive Directors

Mr. KO Ming Tung, Edward
Dr. LI Ka Cheung, Eric
Dr. TANG Tin Sek

Audit Committee

Dr. LI Ka Cheung, Eric (*Chairman*)
Mr. KO Ming Tung, Edward
Dr. TANG Tin Sek

Remuneration Committee

Dr. TANG Tin Sek (*Chairman*)
Mr. KO Ming Tung, Edward
Dr. LI Ka Cheung, Eric
Dr. Stephen Francis DOWDLE
Ms. CHEN Yi Qing

Nomination Committee

Mr. KO Ming Tung, Edward (*Chairman*)
Dr. LI Ka Cheung, Eric
Dr. TANG Tin Sek
Dr. Stephen Francis DOWDLE

Chief Financial Officer

Mr. ZHANG Bao Hong

Qualified Accountant

Ms. TSE Yin Hung, Bonnie

Company Secretary

Mr. Navin AGGARWAL, Solicitor

Legal Advisers

Allen & Overy
9th Floor, Three Exchange Square
Central, Hong Kong

Preston Gates & Ellis
35th Floor
Two International Finance Centre
8 Finance Street
Central, Hong Kong

Auditors

PricewaterhouseCoopers
Certified Public Accountants
22nd Floor, Prince's Building
Central, Hong Kong

Investor Relations

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Stock Code

297

Principal Office

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Office Tower, Convention Plaza
1 Harbour Road
Wanchai, Hong Kong

Registered Office

Clarendon House
2 Church Street
Hamilton HM11
Bermuda

Share Registrar and Transfer Office

Secretaries Limited
26th Floor, Tesbury Centre
28 Queen's Road East
Wanchai, Hong Kong

Principal Bankers

ING Bank
Bank of Tokyo-Mitsubishi
ABN AMRO Bank
Bank of China
Bank of Communications