



JILIN CHEMICAL INDUSTRIAL COMPANY LIMITED
吉林化學工業股份有限公司

(a joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 0368)

Proxy Form for the Extraordinary General Meeting to be held on 20 January 2005

I/We⁽¹⁾ _____
of _____
being the registered holder(s) of⁽²⁾ _____ shares
of RMB1.00 each in the registered share capital of Jilin Chemical Industrial Company Limited ("the Company"), hereby appoint the
Chairman of the meeting or⁽³⁾ _____
of _____

as my/our proxy to attend and vote for me/us and on my/our behalf at the Extraordinary General Meeting of the Company to be held at 9:00 a.m. on Thursday, 20 January 2005 at No.9 Longtan Street, Longtan District, Jilin City, Jilin Province, the People's Republic of China (the "PRC") or any adjournment thereof to vote for me/us and in my/our name(s) as indicated below in respect of the following resolutions and other matters required to be dealt with at the Extraordinary General Meeting:

		FOR ⁽⁴⁾	AGAINST ⁽⁴⁾
1.	To generally and unconditionally approve the Master Products and Services Agreement entered into by the Company and PetroChina Company Limited ("PetroChina"), the cross-provision of products and services according to the pricing principles and terms thereof in the ordinary and usual course of business for the period from 1 January 2005 to 31 December 2007 and the annual limits for such transactions with PetroChina (the "Continuing Connected Transactions with PetroChina") for the years 2005, 2006 and 2007 being 52,215,000 thousands, 65,850,000 thousands and 71,386,000 thousands, respectively.		
2.	To generally and unconditionally approve the Composite Services Agreement entered into by the Company and JCGC, the cross-provision of products and services according to the pricing principles and terms thereof in the ordinary and usual course of business for the period from 1 January 2005 to 31 December 2007 and the annual limits for such transactions with JCGC (the "Continuing Transactions with JCGC") for the years 2005, 2006 and 2007 being 1,658,500 thousands, 1,799,240 thousands and 1,960,070 thousands, respectively.		
3.	To authorize the directors of the Company to do such further acts and things and execute further documents and take all such steps which in their opinion may be necessary, desirable or expedient to implement and/or give effect to the terms of the Continuing Connected Transactions with PetroChina and the Continuing Connected Transactions with JCGC.		
4.	To consider and approve the rules of procedure for shareholders' general meetings of the Company.		
5.	To consider and approve the amendments to the articles of association of the Company.		

Signed: _____

Date: _____ 2005

Notes:

- Please insert your full name and address in **BLOCK CAPITALS** in the space provided.
- Please insert the number of shares to which this proxy form relates in the space provided. If a number is inserted, this proxy form will be deemed to relate only to those shares. If not, this proxy form will be deemed to relate to all the shares registered in your name (whether alone or jointly with others).
- If any proxy other than the Chairman of the Meeting is preferred, strike out "**the Chairman of the Meeting**" and insert the name and address of proxy desired in **BLOCK CAPITALS** in the space provided. The proxy need not be a member of the Company. If a proxy is attending the Extraordinary General Meeting on your behalf, such proxy shall produce his own identity paper.
- If you wish to vote for a resolution, place a tick "✓" in the column marked "For". If you wish to vote against a resolution, place a cross "X" in the column marked "Against".** If no indication is given, the proxy will vote or abstain at his discretion.
- Corporations must execute this proxy form under common seal or by an attorney or a duly authorised officer. If a legal representative is appointed to attend the Extraordinary General Meeting, such legal representative shall produce his own identity paper and a certified true copy of the resolution of the board of directors or other governing body of the corporation appointing the legal representative.
- If this proxy form is signed by a person under a power of attorney or any other authority on your behalf, a notarially certified copy of that power of attorney or other authority must be deposited as mentioned in paragraph 7 below.
- In order to be valid, this proxy form together with any power of attorney or other authority under which it is signed must be delivered to the Company's registrar, HKSCC Registrars Limited, 46th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong not later than 9:00 a.m. on 19 January 2005.
- Completion and deposit of this proxy form will not preclude you from attending and voting at the Extraordinary General Meeting should you so wish.