



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 Annual General Meeting to be held on 20 May 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 Annual General Meeting of the Company to be held at 9:00 a.m. on Friday, 20 May 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 Annual General Meeting:

As ordinary resolutions		FOR ⁽⁴⁾	AGAINST ⁽⁴⁾
1.	To consider and approve the 2004 report of the board of directors of the Company;		
2.	To consider and approve the 2004 report of the board of supervisors of the Company;		
3.	To consider and approve the 2004 audited financial statements of the Company;		
4.	To consider and approve the proposed profit appropriation plan for 2004 of the Company;		
5.	To determine the remuneration of the directors and the supervisors for 2005; and		
6.	To consider and approve the re-appointment of PricewaterhouseCoopers (certified public accountants in Hong Kong) and PricewaterhouseCoopers Zhong Tian CPAs Company Limited (registered accountants in the PRC) as the Company's international and domestic auditors, respectively, to hold offices until the conclusion of the 2005 Annual General Meeting, and to authorize the directors of the Company to determine their remuneration;		
As special resolutions			
7.	To consider and approve the amendment to the articles of association of the Company and to authorize the board of directors to take relevant actions: Special resolution 7A Special resolution 7B Special resolution 7C		

Signed: _____

Date: _____ 2005

Notes:

- Please insert your full name and address in **BLOCK CAPITALS** in the space provided.
- Please insert the number of shares registered in your name in the space provided. 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 Annual 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 Annual 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 May 2005 or not less than 24 hours before the time appointed for the holding of any adjournment of the Annual General Meeting.
- Completion and deposit of this proxy form will not preclude you from attending and voting at the Annual General Meeting should you so wish.