



中海石油化学股份有限公司 China BlueChemical Ltd.*

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

(Stock code: 3983)

Revised Form of Proxy for the 2007 Annual General Meeting

Number of shares related to this proxy form ^(note 1)	H Shares/Domestic Shares/ Unlisted Foreign Shares ^(note 2)
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I/(We) ^(note 3) _____
of _____
being the holder(s) of ^(note 2) _____ H Share(s)/Domestic Share(s)/Unlisted Foreign Share(s) of China BlueChemical Ltd.
(the "Company") now appoint ^(note 4) _____ (I.D. No.: _____)
of _____
or failing him, the Chairman of the meeting as my (our) proxy to attend and vote for me (us) on the resolutions in accordance with the instructions below and on my (our) behalf at the 2007 Annual General Meeting ("AGM") to be held at 10:00 a.m. on Friday, 13 June 2008 at the Conference Room, 3rd Floor, CNOOC Office Building B, No. 98 Guanhai Road, Longhua District, Haikou, Hainan Province, the PRC for the purpose of considering and, if thought fit, passing those resolutions as set out in the notice convening the said meeting.

By way of ordinary resolutions		For ^(note 5)	Against ^(note 5)
1.	To consider and approve the report of the board of directors (the "Board") of the Company for the year ended 31 December 2007.		
2.	To consider and approve the report of the supervisory committee of the Company for the year ended 31 December 2007.		
3.	To consider and approve the audited financial statements and the report of the independent auditor of the Company and the Group for the year ended 31 December 2007.		
4.	To consider and approve the proposal for distribution of profit of the Company for the year ended 31 December 2007 and the declaration of the Company's final dividend.		
5.	To consider and approve the re-appointment of Ernst & Young Hua Ming and Ernst & Young as the domestic and international auditors of the Company for a term until the conclusion of the next annual general meeting and to authorise the Board to fix their respective remuneration.		
6.	To consider and authorise the Board to approve the budget proposals of the Company for the year 2008.		
7.	To consider and approve resolutions proposed by shareholders who individually or jointly hold 3% or more of the Company's shares carrying the right to vote (if any).		
By way of special resolution			
8.	To consider and to authorise the granting of a general mandate to the Board to issue shares.		
9.	To consider and approve the proposed amendments to the Company's Articles of Association, subject to the necessary approval of the relevant PRC authorities, as indicated in the Supplemental Notice of the 2007 Annual General Meeting.		

Date: _____ 2008 Signature: _____ ^(note 4)

Notes:

- Please insert the number of shares registered in your name(s) to which the proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
- Please insert the type of shares (domestic shares or H shares or unlisted foreign shares) to which the proxy relates.
- Please insert the full name(s) (in Chinese or in English, as shown in the register of members) and registered address(es) in BLOCK LETTERS.
- A shareholder entitled to attend and vote at the meeting may appoint one or more proxies to attend and vote in his stead. A proxy need not be a shareholder of the Company. Where a shareholder has appointed more than one proxy to attend the meeting, such proxies may only vote on a poll.
The instrument appointing a proxy must be in writing under the hand of a shareholder or his attorney duly authorised in writing. If the shareholder is a corporation, that instrument must be either under its common seal or under the hand of its attorney or duly authorised attorney(s). If that instrument is signed by an attorney of the shareholder, the power of attorney authorising that attorney to sign or other authorisation document must be notarized.
To be valid, this proxy form together with the power of attorney or other authorisation document (if any) must be deposited at the Board's Office (Address: No. 98 Guanhai Road, Longhua District, Haikou, Hainan Province, the PRC) (in respect of holders of domestic shares or unlisted foreign shares) not less than 24 hours before the time fixed for holding the meeting. In order to be valid, the said documents together must be lodged at the Company's H share registrar within the abovementioned period by holders of H shares. Completion and return of this proxy form will not preclude a shareholder from attending and voting in person at the meeting if she/he so wishes. The H share registrar of the Company is Computershare Hong Kong Investor Services Limited, whose address is Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.
- IMPORTANT: IF YOU WISH TO VOTE FOR ANY RESOLUTION, TICK IN THE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST ANY RESOLUTION, TICK IN THE BOX MARKED "AGAINST".** Failure to tick the box will entitle your proxy to cast your vote at his discretion. Your proxy will also be entitled to vote at his discretion on any resolutions properly put to the Annual General Meeting other than those referred to in the notice convening the Annual General Meeting.
- Shareholders who intend to attend the meeting in person or by proxy should return the reply slip in person, by post or by fax to the Secretary Office of the Board of Directors in China (for holders of domestic shares or unlisted foreign shares) or Computershare Hong Kong Investor Services Limited (for holders of H shares) on or before Friday, 23 May 2008. The Secretary Office of the Board of Directors in China is No. 98 Guanhai Road, Longhua District, Haikou, Hainan Province, the PRC (Tel: 0086-898-6852-3256, Fax: 0086-898-6852-3259, Post code: 570105). The address of Computershare Hong Kong Investor Services Limited is Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.
- The Company's registers of members will be closed from Wednesday, 14 May 2008 to Friday, 13 June 2008, both days inclusive, during which period no transfer of shares will be effected. Shareholders of the Company whose names appear on the registers of members of the Company on Friday, 13 June 2008 are entitled to attend the meeting and to receive the final dividend for the year ended 31 December 2007.
In order to qualify for the final dividend and to attend and vote at the meeting, holders of H shares of the Company whose transfers have not been registered shall deposit the transfer documents together with the relevant share certificates at the H share registrar of the Company, Computershare Hong Kong Investor Services Limited at or before 4:00 p.m. on Tuesday, 13 May 2008. The address of the transfer office of Computershare Hong Kong Investor Services Limited is Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.
- Shareholders or their proxies must present proof of their identities upon attending the annual general meeting. Should a proxy be appointed, the proxy must also present copies of his/her Proxy Form, or copies of appointing instrument and power of attorney, if applicable.
- The annual general meeting is expected to last not more than one day. Shareholders or proxies attending the annual general meeting are responsible for their own transportation and accommodation expenses.

* for identification purpose only