

CHORUS MOTORS plc
INFORMATION CIRCULAR
Fiscal Year 2000

1. SOLICITATION OF PROXIES

This information circular is furnished in connection with the solicitation of proxies by the Management of CHORUS MOTORS plc ("Company") for use at its Annual Meeting of Members to be held 6 September 2000 in Gibraltar with the Record Date of the meeting being 1 August 2000, for the purposes set forth in the accompanying Notice of Meeting. It is expected that the solicitation will be by mail, fax, e-mail, web page, telephone or in person by Officers and Directors of the Company. The cost of solicitation will be borne by the Company. The information contained here is given as of 1 August 2000, unless otherwise indicated. All dollar figures set forth are expressed in United States Dollars. All accounting is done in US GAAP (Generally Accepted Accounting Principles), with reconciliations to Canadian GAAP.

2. QUORUM AND VOTING:

The share capital of the Company consists solely of 10,000,000 common shares with par value of \$0.01 US per share, of which 5,686,156 shares were outstanding at the close of business 1 August 2000.

Each holder of a common share of record as of the Record Date for the meeting is entitled to attend the meeting and to cast one vote for each share. Proxies are being accepted by hand delivery, mail, and by fax. Any resolution to be voted upon at the meeting must be approved by a majority of the votes cast, unless the Company's Memorandum of Association or Articles of Association stipulate a number or proportion of the votes cast in excess of a majority. The meeting will proceed as long as there is a quorum at the meeting place, with the voted proxies.

3. REVOCATION OF PROXIES:

Each shareholder has the power to revoke a proxy at any time as long as it has not been exercised. In addition to revocation in any other manner permitted by law, a member giving a proxy pursuant to this solicitation who wishes to revoke the proxy instrument may do so in writing to the address listed, or by fax to +1.503.621.3425. This must be executed by the member or by his attorney authorized in writing, or, if the member is a Corporation, under its Corporate seal or by an officer or attorney thereof duly authorized, and deposit it at any office of the Company, or by fax to +1.503.621.3425, at any time up to and including the last business day preceding the day of the meeting, or any adjournment thereof at which the proxy is to be used, or with the Chairman of such meeting on the day of the meeting, or adjournment thereof.

4. PRINCIPAL HOLDERS OF VOTING SHARES:

To the knowledge of the Directors and Officers of the Company there is no person who beneficially owns or exercises control or direction over shares carrying more than ten percent of the votes attached to shares of the Company as of 1 August 2000 except:

5,200,000 shares held by Borealis Technical Limited (which is a 99% owned subsidiary of Borealis Exploration Limited), which is 91% of the Outstanding Shares of the Company.

5. ELECTION OF DIRECTORS:

Directors are all being elected for staggered three year terms

Wayne S. Marshall, Ph.D.

John Klys

Rodney T. Cox, Ph.D.

Isaiah W. Cox, A.B.

Term

1 year

1 year

2 years

3 years

The enclosed instrument of proxy will be voted for the following proposed nominees (or for a substitute nominee in the event of contingencies not known at present) who will serve for a period of 1, 2 or 3 years, or their successors if they are elected or appointed in accordance with the Memorandum of Association and Articles of Association of the Company. Respective reported share totals are as of 1 August 2000:

THE PRESENT POSITION AND OFFICE WITH THE COMPANY IF APPLICABLE, AND THE PRESENT PRINCIPAL OCCUPATION OR EMPLOYMENT OF THE INCUMBENT DIRECTORS AND OFFICERS ARE AS FOLLOWS, UNLESS OTHERWISE STATED, SUCH OCCUPATION OR EMPLOYMENT HAS CONTINUED FOR MORE THAN THE LAST FIVE YEARS.

WAYNE S. MARSHALL became a Director of the Company 21 December 1999. Dr. Marshall was Professor of Business Administration at Long Island University until his retirement on 31 August 1994. He is Chairman of the Executive, Audit and Compensation Committees of all of the Borealis Family of Companies. He is a Member and a Member of the Council of the VSBM Foundation Limited, the Hart Cox Foundation Limited and the Jeremiah Toyam Cox Foundation Limited. Wayne S. Marshall beneficially owns directly or indirectly 21,150 shares of Chorus Motors plc, and has options on 2,932 shares of Chorus Motors plc.

JOHN KLYS became a director 21 December 1999. Mr. Klys has been a business consultant for more than 5 years. John Klys beneficially owns directly or indirectly 11,000 shares of Chorus Motors plc and 10,000 options on Chorus Motors plc.

RODNEY T. COX became Chief Executive Officer on 18 March 1999. He became a Director and Chairman of the Board of the Company on 21 December 1999. Dr. Cox is a member the Executive, Audit and Compensation Committees. Dr. Cox is a Director and member of the Compensation, Audit, Executive Committee for all companies and CEO and Chairman for all companies in the Borealis Family of Companies. He is a Director of Thales Resources, Inc. (the parent company of ThaleScope Limited), and was a Partner in The Parmenides Group until February 2000 when he gifted his holding to the other Partner, Chana B. Cox. Rodney T. Cox is a Member and Member of the Council of the Hart Cox Foundation, Jeremiah Toyam Cox Foundation Limited, VSBM Foundation Limited and the Benjamin J. Cox Foundation Limited. Rodney T. Cox beneficially owns directly or indirectly 59,165 shares of Chorus Motors plc, and has options on 40,000 shares of Chorus Motors plc.

ISAIAH W. COX became a Director of the Company on 21 December 1999. Mr. Cox became President, Chief Operating Officer, a member of the Executive Committee and Compensation Committee on 18 March 1999. He is now President, Chief Operating Officer, a member of the Executive Committee and Compensation Committee and a Director for all companies in the Borealis Family of Companies, except Roche Bay Mining Company where he is a Director and a member of the Executive Committee. He is also President of Thales Resources, Inc., the parent company of ThaleScope Limited. He is a Member and Member of the Council of the Hart Cox Foundation, and the Jeremiah Toyam Cox Foundation Limited. Isaiah W. Cox beneficially owns directly or indirectly 6,680 shares of Chorus Motors plc, and has options on 82,280 shares of Chorus Motors plc.

ABRAHAM COHEN became the Corporate Secretary on 28 July 2000. Mr. Cohen replaces Grays Services Limited which served as Secretaries of the Company since 18 March 1999. Mr. Cohen is Secretary for Cool Chips plc, Power Chips plc and Chorus Motors plc. Abraham Cohen is a principal in Grays Management Services Limited, a financial services firm located in Gibraltar. He is also president of Cohen & Massias Limited. Abraham Cohen owns no shares in the Borealis Group of Companies, in accordance with Gibraltar law.

6. APPOINTMENT OF AUDITORS:

Unless otherwise specified therein, it is presently intended to vote the accompanying proxy instrument to appoint BDO Dunwoody LLP as auditors of the Company, to hold office until the next annual meeting of shareholders, and to authorize the Directors to fix their remuneration.

7. INSURANCE:

The Company has liability insurance for its various office and laboratory facilities that it uses worldwide.

8. INTEREST OF LARGE SHAREHOLDERS IN MATERIAL TRANSACTIONS WITH THE COMPANY:

Many Directors, Officers and consultants in Chorus Motors plc are shareholders in and have options on shares in Chorus Motors plc. Options on 875,000 shares were granted on 1 February 1999, with an exercise price of \$7.70 US per share. 196,274 of these options have been exercised with 678,726 options remaining, which expire 1 February 2004.

9. MEMORANDUM OF ASSOCIATION AND ARTICLES OF ASSOCIATION:

The Members will be voting upon new Memorandum of Association and Articles of Association at the annual meeting. The proposed Memorandum of Association and Articles of Association accompany this mailing and are labeled "A" and "B". The Memorandum of Association and Articles of Association to be voted upon allow your company to be a virtual company. They are modeled after the Memorandum of Association and Articles of Association of Borealis Exploration Limited, your Company's indirect parent.

10. GENERAL:

The Management knows of no matter to come before the Annual Meeting other than the matters referred to in the Notice of the Meeting. If any matters that are not now known to the Management should properly come before the meeting, the accompanying proxy instrument will be voted on such matters in accordance with the best judgment of the person or persons voting it. The contents and sending of this information have been approved by the Directors of the Company.

Dated 21 August 2000

Chorus Motors plc



Rodney T. Cox, Ph.D.
CEO/Chairman of the Board



Isaiah W. Cox, A.B.
President/COO