



Chorus Motors plc

GIBRALTAR COMPANY NUMBER 68312 INFORMATION CIRCULAR Fiscal Year 2004

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 8 September 2004 in Gibraltar and via the Internet at www.chorusmotors.gi, with the Record Date of the meeting being 15 July 2004, for the purposes set forth in the Notice of Meeting. It is expected that the solicitation will be by mail, e-mail, fax, Internet web site, telephone or in person by Officers and Directors of the Company. The cost of solicitation will be borne by the Company. The information contained herein is given as of 31 March 2004, unless otherwise indicated. All dollar figures set forth are expressed in United States Dollars. All accounting is done in accordance with Gibraltar Generally Accepted Accounting Principles (GAAP).

2. QUORUMS AND VOTING:

The authorised share capital of the Company is \$100,000, consisting solely of one class of common shares divided into 10,000,000 shares with par value of \$0.01 per share, of which 6,396,467 shares were outstanding at the close of business 31 March 2004.

Each holder of record of a common share 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, e-mail, fax, and the Company's Internet website at www.chorusmotors.gi. Any resolution to be voted upon at the meeting must be approved by a majority of the votes cast, unless the Company's 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 including 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. This revocation 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 received by mailed, or deposited, at any office of the Company, via e-mail to proxy@chorusmotors.gi, or by fax to +350-59059 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 31 March 2004 except: 5,222,672 shares held by Borealis Technical Limited (which is a 98% owned subsidiary of Borealis Exploration Limited), which is 81.65% of the outstanding shares of the Company.

5. ELECTION OF DIRECTORS:

Present Directors

Wayne S. Marshall, Ph.D.
John Klys
Robert T. Bauer, M.S.
Rodney T. Cox, Ph.D.
Stuart Harbron, Ph.D.
Peter Vanderwicken, A.B.
Isaiah W. Cox, A.B.
Iris Oren Cox, J.D.
Nechama J. Cox, Ph.D.
Giulio Pontecorvo, Ph.D.

Remaining Term

up for election
up for election
up for election
1 year
1 year
1 year
2 years
2 years
2 years
2 years

The 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 Articles of Association of the Company. Respective reported share totals are as at 1 June 2004.

WAYNE S. MARSHALL became a Director of the Company on 21 December 1999. He retired as a Professor of Business Administration from Long Island University, where he remains an Emeritus Professor. Dr. Marshall is Chairman of the Executive and Compensation Committees, and a member of the Audit Committee of the Company. He is currently also a Director of Borealis Exploration Limited, Borealis Technical Limited, Cool Chips plc, Photon Power plc, Power Chips plc, Roche Bay Holdings Limited, Roche Bay Holdings (Barbados) Limited, Roche Bay plc, Credits Holdings Limited, Borealis Roche Bay Limited and Faraway plc. Dr. Marshall is a Member of the Council of The VSBM Foundation Limited, among other foundations based in Gibraltar. Wayne S. Marshall beneficially owns directly or indirectly 30,071 shares of Chorus Motors plc.

JOHN KLYS became a director 21 December 1999. Mr. Klys is a business consultant. John Klys beneficially owns directly or indirectly 10,000 shares of Chorus Motors plc.

ROBERT T. BAUER became a Director of the Company on 17 May 2004. He is also a Director of Borealis Exploration Limited, Cool Chips plc, and Power Chips plc. Mr. Bauer is an Advisory Software Engineer at IBM Corporation, and holds adjunct faculty positions at the Oregon Graduate Institute, Portland State University and Portland Community College. Robert T. Bauer beneficially owns directly or indirectly 500 shares of Chorus Motors plc.

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.

RODNEY T. COX became Chief Executive Officer on 18 March 1999. Dr. Cox became a Director and Chairman of the Board of the Company on 21 December 1999. He is a member the Executive, Audit and Compensation Committees. He was a Partner in The Parmenides Group until February 2000. He is currently also a Director of Borealis Exploration Limited, Borealis Technical Limited, Cool Chips plc, Photon Power plc, Power Chips plc, Roche Bay Holdings Limited, Roche Bay Holdings (Barbados) Limited, Roche Bay plc, Credits Holdings Limited, Borealis Roche Bay Limited and Faraway plc. Dr. Cox is a Member of the Council of The Hart Cox Foundation Limited and The Jeremiah Toyam Cox Foundation Limited, among other foundations based in Gibraltar. Rodney T. Cox beneficially owns directly or indirectly 48,165 shares of Chorus Motors plc.

STUART HARBROn became a Director of the Company on 23 July 2002. Dr Harbron is Chief Patent Officer for the Company. He is the owner of The Enzyme Technology Consultancy, a consulting business specializing in providing IP intelligence to the biotechnology industry. He is currently also a Director of Cool Chips plc and Power Chips plc. Dr. Harbron is a Member of the Council of The Edgar Research Foundation. Stuart Harbron beneficially owns directly or indirectly 2,160 shares of Chorus Motors plc.

PETER VANDERWICKEN became a Director of the Company on 6 September 2000. Mr. Vanderwicken is Chairman of the Audit Committee of Company. He is the President of the Plumstead Group, Inc., a consulting firm, and was the publisher of its Financial Digest, a newsletter for corporate financial executives until 1 January 2004. He is currently also a Director of Borealis Exploration Limited, Cool Chips plc, Power Chips plc, Photon Power plc, Faraway plc and Roche Bay plc. Mr. Vanderwicken is a Member of the Council of The Trixie Foundation Limited. Peter Vanderwicken beneficially owns directly or indirectly 8,586 shares of Chorus Motors plc.

ISAIAH W. COX became a Director of the Company on 21 December 1999. Mr. Cox is President, Chief Operating Officer, and a member of the Executive Committee and the Compensation Committee of the Company. He is currently also a Director of Borealis Exploration Limited, Borealis Technical Limited, Cool Chips plc, Photon Power plc, Power Chips plc, Roche Bay Holdings Limited, Roche Bay Holdings (Barbados) Limited, Credits Holdings Limited, Borealis Roche Bay Limited and Faraway plc. Mr. Cox is a Member of the Council of The BH Foundation Limited, The Jeremiah Toyam Cox Foundation Limited and The Hart Cox Foundation Limited, among other foundations based in Gibraltar. Isaiah W. Cox beneficially owns directly or indirectly 32,960 shares of Chorus Motors plc.

IRIS OREN COX became a Director of the Company on 24 July 2001. Ms. Cox has worked with Intellectual Property for the Company since 1997. She was appointed General Counsel on 1 October 2002 and is a member of the Oregon State Bar and the US Patent Bar. She is currently also a Director of Borealis Exploration Limited, Cool Chips plc, Faraway plc, Photon Power plc, Power Chips plc and Roche Bay plc. Ms. Cox is a Member of the Council of The Yael Oren Cox Foundation Limited, The Benjamin J. Cox Foundation Limited, and The Jeremiah Toyam Cox Foundation Limited, among other foundations based in Gibraltar. Iris Oren Cox beneficially owns directly or indirectly 2,305 shares of Chorus Motors plc.

NECHAMA J. COX became a Director of the Company on 1 August 2001. Dr. Cox is the European Regional Manager of the Company as well as for Borealis Technical Limited, Cool Chips plc and Power Chips plc. Since July 2002, she has directed the Chorus Motors plc research and product development effort. In 1999, she founded the Mishkan School as well as being a Founding Governor of the Noam Primary School. She is currently also a Director of Borealis Exploration Limited, Chorus Motors plc, Cool Chips plc, Photon Power plc and Power Chips plc. Dr. Cox is a Member of the Council of B'H Foundation Limited and The Jeremiah Toyam Cox Foundation Limited among other foundations based in Gibraltar. Nechama J. Cox beneficially owns directly or indirectly 5,775 shares of Chorus Motors plc.

GIULIO PONTECORVO became a Director of the Company on 28 August 2003. Mr. Pontecorvo is currently also a Director of Borealis Exploration Limited, Cool Chips plc, and Power Chips plc. He is a Professor Emeritus at the Columbia University Graduate School of Business, and has served on numerous National Academy of Science committees. Professor Pontecorvo has advised the United Nations, the World Bank and other multilateral organizations on a variety of economic and environmental issues, and has published widely on many economic, financial and environmental topics. Giulio Pontecorvo beneficially owns directly or indirectly 2,169 shares of Chorus Motors plc.

Fidecs Management Limited (formerly known as BDO Fidecs Management Limited) became Corporate Secretary of the Company on 21 May 2001.

6. APPOINTMENT OF AUDITORS:

Unless otherwise specified therein, it is presently intended to vote the proxy to appoint Moore Stephens, Chartered Accountants, Gibraltar, 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 offices and facilities worldwide. The Company indemnifies all of its Officers and Directors against any legal actions or threatened legal actions that are in any way related to their relationship to the Company. The indemnification includes paying all legal bills and all costs of any kind relating to any such claims.

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

Borealis Technical Limited collects a nominal annual retainer fee for managing the business of Chorus Motors plc, but pays all of Chorus Motors plc expenses. All funds raised by the sale of Chorus Motors plc shares go to Borealis Technical Limited, where they become an account payable to Chorus Motors plc.


9. 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 30 July 2004

Chorus Motors plc

A handwritten signature in black ink, appearing to read 'Rodney T. Cox', with a large, sweeping flourish above the name.

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

A handwritten signature in black ink, appearing to read 'Isaiah W. Cox', with a long, horizontal flourish extending to the right.

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