

CHEMCHINA

中国化工集团公司

China National Chemical Corporation

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November 9th, 2016

Dear Senator Grassley:

I write on behalf of Mr. Ren in response to your letter dated October 25. Mr. Ren regrets not being able to attend the Senate Judiciary Committee hearing in September, but he was pleased that Mr. Erik Fyrwald provided you and the Committee with useful information about the ChemChina-Syngenta transaction.

We appreciate your distinguished leadership and long experience in American agriculture as a farmer and as a policymaker. After we complete the acquisition of Syngenta, ChemChina looks forward to working with you in Iowa and across the United States. We are committed to expand choice and innovation for farmers, maintain competition among crop protection and seed companies, and deliver value and reliability for consumers.

Consistent with CFIUS's recent clearance of the acquisition and the promises we have made to US and global stakeholders, Syngenta will remain Syngenta. Though under new ownership, Syngenta will continue to be a market-driven and dependable supplier to US farmers. I would also highlight that with virtually no overlap in our businesses, the new partnership of ChemChina with Syngenta adds very little to industry consolidation

We are happy to respond to your additional questions for the record. Please find ChemChina's answers below.

Regarding Mr. Fyrwald's comments about "Syngenta remaining Syngenta," Syngenta will continue to have its same strategy, management, people and culture and its headquarters in Basel, Switzerland. No jobs will be lost and no jobs will go overseas as a result of this transaction. Once the transaction is complete, Syngenta will be an active player with greater capital support for innovation investment. As previously disclosed, ChemChina's acquisition of Syngenta is based on international common market practice and we have always planned to syndicate portions of the equity financing in the form of preferred, non-voting equity or perpetual bonds with no governance rights other than basic minority protections. This equity syndication will not alter the fact that ChemChina, through its indirect ownership of ordinary voting shares, will possess 100% of the voting rights after the closing the acquisition of Syngenta.

2(a). ChemChina is an international and market oriented company, and has made significant, successful investments in, among other countries, France, Australia, Norway, the UK, Israel, Italy, Singapore, Germany and Switzerland. Through our overseas businesses, we have worldwide R&D centers, production facilities and sales and marketing affiliates covering 140 countries and regions, and we are well recognized and supported by local communities and host countries. The Chinese government always welcomes foreign investment in China and encourages Chinese companies to "go abroad," to participate in global market fair competition and international cooperation. The Chinese government does not interfere with our company's operations and has not directed ChemChina or any of its affiliates to engage in price fixing with competitors. To do so would be incompatible with lawful business practices.

2(b). Following ChemChina's acquisition of Syngenta, Syngenta will continue to be incorporated outside China and substantially all of its operations will be located outside China. Syngenta will not be considered a domestic Chinese company under PRC law. As a foreign company, the same regulations that apply to Syngenta in China today will apply to Syngenta products after the close. Syngenta will also remain subject to all laws in the U.S., including FIFRA, TSCA, and other environmental statutes, consumer protection laws, IP, labor, healthcare, security, currency, antitrust, tax, tariff and customs laws, as well as all state laws. There will

also be no changes in food safety oversight. Furthermore, the law of the People's Republic of China ("PRC") prohibits discrimination among foreign companies.

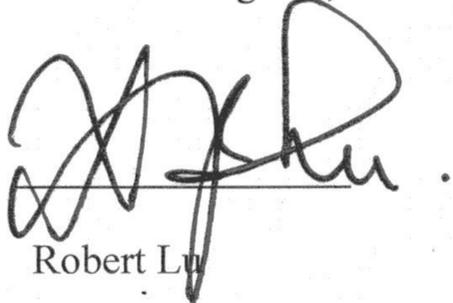
3. All of ChemChina's US incorporated businesses conduct commercial activities and are subject to all US civil law. FSIA immunity does not and will not extend to the commercial activities of these businesses, including those of Syngenta's US business once the acquisition is completed. Further, in the ten years that ChemChina has been doing business in the US, it has never invoked FSIA or sovereign immunity in US Courts. That said, we do not believe it is appropriate for a foreign investor to be required to enter into a consent decree with the US DOJ regarding this matter given the lack of applicability of FSIA to commercial activity.

For more than 30 years, ChemChina has demonstrated that it is a global, market-driven company with an entrepreneurial management team that has grown the company organically and through domestic and international acquisitions.

As was emphasized by Mr. Fyrwald at the hearing, this transaction preserves choice and competition in the industry, because it allows Syngenta to remain Syngenta. It preserves the company's core business model so it can continue to operate as it always has for global farmers and customers. As a result, Syngenta can continue to operate as a market innovator in seeds, traits and crop protection products, which will preserve the safety, reliability and diversity of the global food supply.

Thank you for your kind understanding and support. Should you have any additional questions for the record, please do not hesitate to reach out to me directly.

With best regards,

A handwritten signature in black ink, appearing to read 'Robert Lu', with a horizontal line drawn through the middle of the signature.

Robert Lu
Vice President, China National Chemical Corporation