



# CHINA SUNSHINE PAPER HOLDINGS COMPANY LIMITED

## 中國陽光紙業控股有限公司\*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2002)

### PROXY FORM FOR THE EXTRAORDINARY GENERAL MEETING TO BE HELD ON 1 NOVEMBER 2013 (OR ANY ADJOURNMENT OF SUCH MEETING)

I/We (Note 1) \_\_\_\_\_ of \_\_\_\_\_ being the registered holder(s) of (Note 2) \_\_\_\_\_ share(s) with nominal value of HK\$0.10 each in the share capital of China Sunshine Paper Holdings Company Limited (the “Share(s)”) hereby appoint the chairman of the extraordinary general meeting (the “Meeting”) of China Sunshine Paper Holdings Company Limited (the “Company”) or \_\_\_\_\_ of \_\_\_\_\_ to act as my/our proxy (Note 3) at the Meeting to be held at China Sunshine Paper Office Tower, Changle Economic Development Zone, Weifang, Shandong, China on 1 November 2013 at 10:00 a.m. and at any adjournment of such meeting, and to attend and vote on my/our behalf as indicated below.

Please make a mark in the appropriate boxes to indicate how you wish your vote(s) to be cast on a poll (Note 4).

Ordinary Resolution	For	Against
To approve, confirm and ratify the New JV Agreement (as defined in the circular of the Company dated 15 October 2013) and the transactions contemplated thereunder, including the Sunshine Acquisition (as defined in the circular of the Company dated 15 October 2013)		

Date: \_\_\_\_\_

Shareholder's signature: \_\_\_\_\_ (Note 5, 6, 7, 8 and 9)

#### Notes:

1. Full name(s) and address(es) are to be inserted in **BLOCK CAPITALS**.
2. Please insert the number of Shares registered in your name(s) to which this proxy form relates. If no number is inserted, this proxy form will be deemed to relate to all the Shares registered in your name(s).
3. A proxy need not be a member of the Company but must be present at the meeting to represent you. If you hold two or more Shares, you may appoint more than one proxy to attend on the same occasion. If you wish to appoint some person other than the chairman of the Meeting as your proxy, please delete the words “the chairman of the annual general meeting (the “Meeting”) of China Sunshine Paper Holdings Company Limited (the “Company”) or” and insert the name and address of the person appointed as your proxy in the space provided. If no name is inserted, the chairman of the Meeting will act as your proxy.
4. **If you wish to vote for any of the resolutions set out above, please tick (“√”) the box marked “For” beside the relevant resolution. If you wish to vote against any resolutions, please tick (“√”) the box marked “Against” beside the relevant resolution.** If the form returned is duly signed but without specific direction on the proposed resolutions, the proxy will vote or abstain at his discretion in respect of all resolutions; or if in respect of a particular proposed resolution there is no specific direction, the proxy will, in relation to that particular proposed resolution, vote or abstain at his or her discretion. If you wish to vote only part of the number of Shares registered in your name(s) to which this proxy form relates, please state the exact number of shares in lieu of a tick in the relevant box. A proxy will also be entitled to vote at his or her discretion on any resolution properly put to the Meeting other than those set out in the notice convening the Meeting.
5. In the case of a joint holding, this proxy form may be signed by any one of the joint holders. If more than one joint holder is present at the Meeting, whether in person or by proxy, the joint holder whose name stands first on the register of members of the Company in respect of the relevant joint holding shall alone be entitled to vote in respect of the joint holding.
6. The form of proxy must be signed by you, or your attorney duly authorised in writing, or in the case of a corporation, this form must either be under its common seal or under the hand of an officer, attorney or other person so duly authorised.
7. To be valid, this proxy form together with any power of attorney or other authority (if any) under which it is signed or a certified copy of such power or authority must be deposited at the offices of the branch share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong no later than 48 hours before the time of the Meeting or any adjourned meeting.
8. Any alteration made to this proxy form should be initialled by the person who signs this form.
9. Completion and return of this proxy form will not preclude you from attending and voting in person at the Meeting or any adjournment of such meeting if you so wish. In such event, this proxy form shall be deemed to be revoked.

\* For identification purposes only