

The Hong Kong Exchanges and Clearing Limited and Hong Kong Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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: 02002)

GRANT OF WAIVER FROM STRICT COMPLIANCE WITH RULE 8.17 OF THE LISTING RULES

The Board is pleased to announce that the Stock Exchange has granted a waiver from strict compliance with rule 8.17 of the Listing Rules in relation to the continued appointment of Ms. Jiao Jie as one of the joint company secretaries of the Company for a period from 9 April 2009 up to 12 December 2010, being the date of expiry of the three year period from the date of listing of the Company.

Reference is made to the announcement (“Announcement”) of the Company dated 9 April 2009. Unless otherwise defined herein, terms used in this announcement shall have the same meaning as defined in the Announcement.

After the resignation of Mr. Cheung Kai Fung, the previous joint company secretary, Mr. Ng Cheuk Him (“Mr. Ng”), a member of the Hong Kong Institute of Certified Public Accountants, Association of Certified Chartered Accountants and the Hong Kong Institute of Chartered Secretaries, has been appointed as a joint company secretary to assist Ms. Jiao Jie (“Ms. Jiao”) in the discharge of her duties as joint company secretary of the Company. The Company has applied to the Stock Exchange for a waiver from strict compliance with rule 8.17 of the Listing Rules in relation to the continued appointment of Ms. Jiao.

The Board is pleased to announce that the Stock Exchange has granted a waiver from strict compliance with rule 8.17 of the Listing Rules in relation to the continued appointment of Ms. Jiao as one of the joint company secretaries of the Company for a period from 9 April 2009 up to 12 December 2010 (“Waiver Period”), being the date of expiry of the three year period from the date of listing of the Company on the condition that:

- (1) Ms. Jiao would be assisted by Mr. Ng to acquire the “relevant experience” within the meaning of rule 8.17(3) of the Listing Rules to discharge her duties as the joint company secretary of the Company and in the event that Mr. Ng ceases to provide assistance to Ms. Jiao, the waiver will be revoked with immediate effect; and

(2) the Company shall notify the Stock Exchange at the end of the Waiver Period for the Stock Exchange to re-visit the situation.

By order of the Board
China Sunshine Paper Holdings Company Limited
Wang Dongxing
Chairman

Shandong, PRC, 17 April 2009

As at the date of this announcement, the Directors are:

Executive Directors: Mr. Wang Dongxing (Chairman), Mr. Shi Weixin, Mr. Zhang Zengguo and Mr. Wang Yilong

Non-executive Directors: Mr. Xu Fang and Mr. Wang Nengguang

Independent non-executive Directors: Ms. Wong Wing Yee, Jessie, Mr. Wang Zefeng, and Mr. Xu Ye