



**山東晨鳴紙業集團股份有限公司**  
**SHANDONG CHENMING PAPER HOLDINGS LIMITED\***  
*(a joint stock company incorporated in the People's Republic of China with limited liability)*  
**(Stock Code: 1812)**

**Proxy Form for Attendance at the 2016 Annual General Meeting**

I/We (Note 1) \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of (Note 2) \_\_\_\_\_ A/B/H (Note 3) shares of RMB1.00 each in the share capital of Shandong Chenming Paper Holdings Limited (the "Company"), hereby appoint the Chairman of the Meeting or (Note 4) \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy to attend and vote for me/us and on my/our behalf at the 2016 annual general meeting of the Company ("AGM") to be held at 2:00 p.m. on Friday, 21 April 2017 at the conference room of the research and development centre of the Company, No. 2199 Nongsheng Road East, Shouguang City, Shandong Province, the People's Republic of China (the "PRC") or any adjournment thereof to vote for me/us/and in my/our name(s) as indicated below in respect of the following resolutions and other matters required to be dealt with at the AGM.

	<b>ORDINARY RESOLUTIONS</b>	<b>For (Note 5)</b>	<b>Against (Note 5)</b>	<b>Abstain (Note 5)</b>
1	To consider and approve the report of the board ("Board") of directors (the "Directors") of the Company for the year 2016			
2	To consider and approve the report of the supervisory committee of the Company for the year 2016			
3	To consider and approve the report of independent Directors of the Company for the year 2016			
4	To consider and approve the full text of the 2016 annual report and its summary			
5	To consider and approve the 2016 financial report of the Company			
6	To consider and approve the profit distribution proposal of the Company for 2016			
7	To consider and approve the application for general credit lines of RMB109,500 million by the Company			
8	To consider and approve the appointment of the auditors for 2017			
9	To consider and approve the construction of 510,000-tonne high-end cultural paper project of Shouguang Meilun Paper Co., Ltd.			
	<b>SPECIAL RESOLUTIONS</b>			
10	To consider and approve the provision of guarantee of RMB25,600 million in aggregate for comprehensive credit line of relevant subsidiaries			
11	To consider and approve the provision of 3-year financial support of not more than RMB600 million to relevant subsidiary			
12	To consider and approve the issue of super and short-term commercial papers with respect of the following			
	12.1 Size			
	12.2 Issue target			
	12.3 Maturity			
	12.4 Interest rate			
	12.5 Use of proceeds			
	12.6 Term of validity of the resolution			
	12.7 Measures to ensure repayment			
	12.8 Authorisation in relation to the super and short-term commercial paper issue			
13	To consider and approve the issue of medium-term notes with respect of the following			
	13.1 Size			
	13.2 Issue target and maturity of placement arrangements for shareholders of the Company			
	13.3 Class and coupon rate			
	13.4 Issue target for interest rate			
	13.5 Use of proceeds			
	13.6 Term of validity of the resolution			
	13.7 Measures to ensure repayment			
	13.8 Authorisation in relation to the medium-term note issue			

	<b>SPECIAL RESOLUTIONS</b>	<b>For</b> <i>(Note 5)</i>	<b>Against</b> <i>(Note 5)</i>	<b>Abstain</b> <i>(Note 5)</i>
14	To consider and approve the issue of dedicated private debt financing instruments with respect of the following			
	14.1 Size			
	14.2 Term			
	14.3 Issue method			
	14.4 Interest rate			
	14.5 Use of proceeds			
	14.6 Term of validity of the resolution			
	14.7 Issue target			
	14.8 Measures to ensure repayment			
	14.9 Authorisation in relation to the dedicated private debt financing instrument issue			
15	To consider and approve the issue of direct wealth management financing instruments with respect of the following			
	15.1 Size			
	15.2 Term			
	15.3 Coupon rate			
	15.4 Issue target			
	15.5 Use of proceeds			
	15.6 Term of validity of the resolution			
	15.7 Measures to ensure repayment			
	15.8 Authorisation in relation to the direct wealth management financing instrument issue			
16	To consider and approve the issue of debts under debt financing plan by Shandong Chenming Financial Leasing Co., Ltd. with respect of the following			
	16.1 Size			
	16.2 Term			
	16.3 Coupon rate			
	16.4 Use of proceeds			
	16.5 Term of validity of the resolution			
	16.6 Measures to ensure repayment			
	16.7 Authorisation in relation to the debt issue under debt financing plan			
17	To consider and approve the general mandate to issue new Shares			

Date: \_\_\_\_\_ 2017 Signature (Notes 6 and 7): \_\_\_\_\_

*Notes:*

1. Please insert your full name and address in block capitals in the space provided.
2. Please insert the number of shares of the Company (“Shares”) to which this proxy form relates in the space provided and delete as in appropriate. If a number is inserted, this proxy form will be deemed to relate only to those Shares. If not, this proxy form will be deemed to relate to all the Shares registered in your name (whether alone or jointly with others).
3. Please delete as appropriate.
4. If any proxy other than the Chairman of the Meeting is preferred, strike out “the Chairman of the Meeting or” and insert the name and address of proxy desired in block capitals in the space provided. The proxy need not be a shareholder of the Company. If a proxy is attending the AGM on your behalf, such proxy shall produce his own identity proof.
5. If you wish to vote for a resolution, place tick “/” in the column marked “FOR”. If you wish to vote against a resolution, place a cross “X” in the column marked “AGAINST”. If you wish to abstain from voting on any resolution, place a tick “/” in the column marked “ABSTAIN”. If a tick “/” is placed in the column marked “ABSTAIN”, a ballot will be considered as valid during the process of enumeration for the resolution(s) concerned. If no indication is given, the proxy will vote at his discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to AGM other than those referred to in the notice(s) convening the AGM.
6. This proxy form must be signed by you or your attorney duly authorised in writing. Corporations must execute this proxy form under seal or by an attorney or by a duly authorised officer. In any event, the execution shall be made in accordance with the articles of association of such corporation or institution. If a legal representative is appointed to attend the AGM, such legal representative shall produce his own identity proof and a certified true copy of the resolution of the board of directors or other governing body of the corporation appointing the legal representative.
7. If this proxy form is signed by a person under a power of attorney or any other authority on your behalf, a notarially certified copy of that power of attorney or other authority must be deposited in the manner as mentioned in paragraph 8 below.
8. In order to be valid, this proxy form together with any power of attorney or other authority under which it is signed must be lodged with in the case of H Shares, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong; by not less than 24 hours before the time scheduled for the holding of the AGM or any adjournment thereof.
9. Completion and deposit of this proxy form will not preclude you from attending and voting at the AGM should you so wish.
10. In the case of joint registered holders of any Shares, any one of such persons may vote at the AGM, either personally or by proxy, in respect of such Shares as if he/she was solely entitled thereto; but if more than one of such joint registered holders be present at the AGM, either personally or by proxy, that one of the said persons so present whose name stands first on the register of member of the Company in respect of such Shares shall be accepted to the exclusion of the votes of the other joint registered holders.

\* For identification purpose only