



**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)**

**Revised Proxy Form for Attendance at the 2018 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 2018 annual general meeting of the Company ("AGM") to be held at 2:30 p.m. on Tuesday, 11 June 2019 at the Meeting Room, 16th Floor, Shanghai Pujiang International Finance Plaza, 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</b> <i>(Note 5)</i>	<b>Against</b> <i>(Note 5)</i>	<b>Abstain</b> <i>(Note 5)</i>
1.	The report of the Board of the Company for the year 2018			
2.	The report of the supervisory committee of the Company for the year 2018			
3.	The full text of the 2018 annual report of the Company and its summary			
4.	The 2018 financial report of the Company			
5.	The report of independent Directors of the Company for the year 2018			
6.	The profit appropriation proposal of the Company for the year 2018			
7.	The 2018 annual remuneration scheme of the Directors, Supervisors and the senior management of the Company			
8.	The application for general credit lines for the year from financial institutions by the Company			
9.	The appointment of the auditors of the Company for 2019			
	<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>
10.	General mandate in relation to the issue of new shares of the Company			
11.	The provision of guarantee for the general banking facilities of subsidiaries			
12.	To consider the resolutions of the Company in relation to the issue of super and short-term commercial papers with respect of the following			
	12.1 Size			
	12.2 Issue target			
	12.3 Term			
	12.4 Interest rate			
	12.5 Use of proceeds			
	12.6 Term of validity of the resolution			
	12.7 Authorisation in relation to the Company's issue of super and short-term commercial papers			
13.	To consider the resolutions of the Company in relation to the issue of medium-term notes with respect of the following			
	13.1 Size			
	13.2 Term			
	13.3 Coupon rate			
	13.4 Issue target			
	13.5 Use of proceeds			
	13.6 Term of validity of the resolution			
	13.7 Authorisation in relation to the Company's issue of medium-term notes			
14.	To consider the resolutions of the Company in relation to the issue of short-term commercial papers with respect of the following			
	14.1 Size			
	14.2 Term			
	14.3 Coupon rate			
	14.4 Issue target			
	14.5 Use of proceeds			
	14.6 Term of validity of the resolution			
	14.7 Authorisation in relation to the Company's issue of short-term commercial papers			

	<b>ORDINARY RESOLUTIONS</b> (By cumulative voting method — note 11)	<b>Votes</b>		
15.	The resolution in relation to the election of new session of the Board			
15.1	To elect Mr. Chen Hongguo as an executive Director of the ninth session of the Board of the Company			
15.2	To elect Mr. Hu Changqing as an executive Director of the ninth session of the Board of the Company			
15.3	To elect Mr. Li Xingchun as an executive Director of the ninth session of the Board of the Company			
15.4	To elect Mr. Chen Gang as an executive Director of the ninth session of the Board of the Company			
15.5	To elect Mr. Han Tingde as a non-executive Director of the ninth session of the Board of the Company			
15.6	To elect Mr. Li Chuanxuan as a non-executive Director of the ninth session of the Board of the Company			
15.7	To elect Ms. Wan Meiqun as an independent non-executive Director of the ninth session of the Board of the Company			
15.8	To elect Mr. Sun Jianfei as an independent non-executive Director of the ninth session of the Board of the Company			
15.9	To elect Mr. Yang Biao as an independent non-executive Director of the ninth session of the Board of the Company			
16.	The resolution in relation to the election of new session of the supervisory committee			
16.1	To elect Mr. Li Dong as a shareholder representative supervisor of the ninth session of the supervisory committee of the Company			
16.2	To elect Ms. Pan Ailing as a shareholder representative supervisor of the ninth session of the supervisory committee of the Company			
16.3	To elect Ms. Zhang Hong as a shareholder representative supervisor of the ninth session of the supervisory committee of the Company			
	<b>SPECIAL RESOLUTION</b>	<b>For</b> (Note 5)	<b>Against</b> (Note 5)	<b>Abstain</b> (Note 5)
17.	The resolution in relation to the amendment of the Articles of Association			
	<b>ORDINARY RESOLUTION</b>			
18.	The amendment of the Rules of Procedures for Board Meetings			
	<b>SPECIAL RESOLUTION</b>			
19.	The issue of commercial mortgage backed securities backed by an office property of a subsidiary			
	<b>ORDINARY RESOLUTION</b>			
20.	The amendment of the Rules of Procedures for Supervisory Committee Meetings			

Date: \_\_\_\_\_ 2019 Signature (Notes 6 and 7): \_\_\_\_\_

**Notes:**

- Please insert your full name and address in block capitals in the space provided.
- Please insert the number of shares of the Company (“Shares”) to which this revised proxy form relates in the space provided and delete as in appropriate. If a number is inserted, this revised proxy form will be deemed to relate only to those Shares. If not, this revised proxy form will be deemed to relate to all the Shares registered in your name (whether alone or jointly with others).
- Please delete as appropriate.
- 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.
- 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.
- This revised proxy form must be signed by you or your attorney duly authorised in writing. Corporations must execute this revised 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.
- If this revised 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.
- 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.
- Completion and deposit of this revised proxy form will not preclude you from attending and voting at the AGM should you so wish.
- 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.
- Cumulative voting method  
When adopting the cumulative voting method for electing directors as proposed in Resolution 15, each of the shares held by a shareholder shall carry the same number of votes corresponding to the number of directors to be elected. A shareholder may exercise his voting rights by splitting his votes evenly for each of the candidates of directors corresponding to the number of shares he holds; or by casting all his votes carried by each of his shares corresponding to the number of directors to be elected for a particular candidate of directors; or by casting a portion of his votes carried by each of his shares corresponding to the number of directors to be elected for a certain number of candidates of directors.  
For example: the maximum valid votes that a shareholder is entitled to cast are calculated on the basis of the total number of shares held by such shareholder times the number of directors to be elected (9 persons). If such shareholder holds 100 shares, then the maximum valid votes he can cast = 100 (the number of shares held by him) x 9 = 900. The shareholder could cast 900 votes evenly among 9 candidates, or to place all his votes on one particular candidate, or to split his votes to several candidates.  
Where the total number of votes cast by a shareholder for one or several of the candidate(s) of directors is in excess of the number of votes carried by the total number of shares held by him, the votes cast by the shareholder shall be invalid, and the shareholder shall be deemed to have waived his voting rights. Where the total number of votes cast for one or several candidate(s) of directors by a shareholder is less than the number of votes carried by the total number of shares held by such shareholder, the votes cast by the shareholder shall be valid, and the voting rights attached to the shortfall between the votes actually cast and the votes which the shareholder is entitled to cast shall be deemed to have been waived by the shareholder.  
The Resolution is passed when the votes obtained exceed half of the number of shares (on the basis of non-cumulative number of shares) held by the shareholders (including their proxies) attending this annual general meeting.  
The voting mechanism for Resolution 16 is the same as that for Resolution 15.

\* For identification purpose only