



Qunxing Paper Holdings Company Limited

群星紙業控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3868)

**FORM OF PROXY FOR USE AT THE EXTRAORDINARY GENERAL MEETING
TO BE HELD ON 1 AUGUST 2011 (MONDAY)**

I/We¹ _____
of _____
being the registered holder(s) of² _____

ordinary share(s) ("Share(s)") of HK\$0.10 each in the share capital of Qunxing Paper Holdings Company Limited (the "Company") **HEREBY APPOINT³** _____

of _____
or failing him/her, the Chairman of the Meeting, to act as my/our proxy at the extraordinary general meeting (the "EGM") of the Company to be held at the Company's head office situated at San Li He, Chang Shang Town, Zouping County, Shandong Province, the PRC on Monday, 1 August 2011 at 10:00 a.m. (or at any adjournment thereof) to vote for me/us on my/our behalf in respect of the resolutions set out in the notice convening the EGM as hereinunder indicated or, if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTION	FOR⁴	AGAINST⁴
To appoint HLB Hodgson Impey Cheng as the auditors of the Company and to hold office until the conclusion of the next annual general meeting of the Company and to authorise the board of directors to fix their remuneration.		

Date: _____

Signature⁵: _____

Notes:

1. Please insert full name(s) and address(es) in **BLOCK CAPITALS**.
2. Please insert the number of Share(s) registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the Share(s) registered in your name(s).
3. Please insert the name and address of the proxy desired. If no name is inserted, the chairman of the EGM will act as your proxy. **ANY ALTERATION MADE IN THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON(S) WHO SIGN(S) IT.**
4. **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE PUT A TICK "✓" IN THE BOX MARKED "FOR" BESIDE THE RESOLUTION. IF YOU WISH TO VOTE AGAINST A RESOLUTION, PLEASE PUT A TICK "✓" IN THE BOX MARKED "AGAINST" BESIDE THE RESOLUTION.** If you wish to vote only part of the number of Shares in respect of which the proxy is so appointed, please state the exact number of Shares in lieu of tick "✓" in the relevant box. On a poll taken at the EGM, a shareholder (including his/her proxy/proxies) entitled to two or more votes need not cast all his/her votes in the same way. Failure to complete any or all of the boxes will entitle your proxy to cast your vote at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution which has been properly put to the EGM other than those referred to in the notice convening the EGM.
5. This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either executed under its common seal or under the hand of an officer or attorney duly authorised on that corporation's behalf.
6. A member entitled to vote at the EGM is entitled to appoint one or more proxies to attend and vote in his stead. If more than one proxy is appointed, the appointment shall specify the number of Shares in respect of which each such proxy is appointed. A proxy need not be a shareholder but must attend the EGM in person to represent you.
7. Where they are joint registered holders of any Share(s), any one of such persons may vote at the EGM, either in person or by proxy, in respect of such Share(s) as if he/she were solely entitled thereto, but if more than one of such joint holders are present at the EGM in person or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such Share(s) shall alone be entitled to vote in respect thereof.
8. To be valid, this form of proxy, together with any power of attorney or other authority (if any) under which it is signed, or a certified copy thereof, must be deposited at the branch share registrar and transfer office of the Company in Hong Kong, Tricor Investor Services Limited at 26/F, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof (as the case may be).
9. Completion and delivery of this form of proxy will not preclude you from attending and voting at the EGM in person or any adjournment thereof (as the case may be) if you so wish. If you attend and vote at the EGM in person, the authority of your proxy will be revoked.