



SAMSON PAPER HOLDINGS LIMITED

森信紙業集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 731)

Proxy Form for the Special General Meeting

I/We, _____
of _____
being the registered holder(s) of _____ shares¹ of HK\$0.10
each in the capital of Company, hereby appoint² _____
of _____
or failing him the Chairman of the meeting as my/our proxy to act for me/us at the Special General Meeting (or at any adjournment thereof) of the Company to be held at Strategic Financial Relations Limited, Room 3203, 32/F., Admiralty Centre I, 18 Harcourt Road, Hong Kong on Wednesday, 1 November 2006 at 10:00 a.m. for the purpose of considering and, if thought fit, passing the following resolution set out in the notice convening such meeting to vote for me/us and in my/our name(s) as indicated below or, if no such indication is given as my/our proxy thinks fit.

Resolutions	For ³	Against ³
The Ordinary Resolution in the Notice of Special General Meeting (to approve the sale and purchase agreement dated 25 September 2006 and the transactions contemplated thereunder).		

Dated this _____ day of _____ 2006 Signature ⁴ _____

Notes:-

1. Please insert the number of shares of HK\$0.10 each in the Company registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
2. **If the name of the proxy is not inserted, the Chairman of the meeting shall be your proxy.**
3. **Please indicate with a "✓" in the relevant box which way you wish your votes to be cast. If no indication is given, the proxy will vote or abstain at his discretion.**
4. This form of proxy must be signed under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under seal or under the hand of an officer or attorney duly authorised.
5. In order to be valid, a form of proxy together with the power of attorney or other authority, if any, under which it is signed or a notorially certified copy of that power of attorney or authority, must be deposited at the Company's principal place of business in Hong Kong at 3/F., Seapower Industrial Centre, 177 Hoi Bun Road, Kwun Tong, Kowloon, Hong Kong as soon as possible and in any event so as to be received not less than 48 hours before the time appointed for holding of the meeting or any adjournment thereof.
6. In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy or by an authorised representative, will be accepted to exclusion of the votes of the other joint holder(s), and for this purpose, seniority will be determined by the order in which the names stand in the register of members.
7. A proxy need not be a member of the Company. A member may appoint not more than two proxies to attend on the same occasion.
8. Any alteration made to this form of proxy must be initialled by the person who signs it.
9. Completion and deposit of the form of proxy will not preclude the member from attending and voting in person at the meeting if he so wishes.

* For identification purpose only