



玖龍紙業(控股)有限公司*

NINE DRAGONS PAPER (HOLDINGS) LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 2689)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting of Nine Dragons Paper (Holdings) Limited (the “**Company**”) will be held at Harbour Room, 56th Floor, Island Shangri-La Hong Kong, Pacific Place, Supreme Court Road, Central, Hong Kong on Thursday, 31 July 2008 at 2:30 p.m. for the purpose of considering and, if thought fit, passing, with or without modification, the following resolutions:

ORDINARY RESOLUTIONS

1. **“THAT:**

- (a) the Further Renewed ACN Supply Agreement dated 30 June 2008 (copy of which is tabled at the meeting and marked “A” and initiated by the chairman of the meeting for identification purposes), the terms thereof and the non-exempt connected transaction contemplated thereunder be and are hereby approved, ratified and confirmed; and
- (b) the proposed annual caps as set out in the Circular in relation to the Further Renewed ACN Supply Agreement for the two years and eleven months ending 30 June 2011 be and are hereby approved;

any one director of the Company be and is hereby authorised for and on behalf of the Company to execute all documents, instruments and agreements and to do all other acts or things deemed by him/ her to be incidental, ancillary to or in connection with the Further Renewed ACN Supply Agreement, the transactions contemplated thereunder and the proposed annual caps for the two years and eleven months ending 30 June 2011.”

2. **“THAT:**

- (a) the Renewed Taicang Purchase Agreement dated 26 June 2008 (copy of which is tabled at the meeting and marked “B” and initiated by the chairman of the meeting for identification purposes), the terms thereof and the non-exempt connected transaction contemplated thereunder be and are hereby approved, ratified and confirmed);
- (b) the Further Renewed Taicang Purchase Agreement dated 30 June 2008 (copy of which is tabled at the meeting and marked “C” and initiated by the chairman of the meeting for identification purposes), the terms thereof and the non-exempt connected transaction contemplated thereunder be and are hereby approved, ratified and confirmed; and
- (c) the proposed annual caps as set out in the Circular in relation to the Renewed Taicang Purchase Agreement and the Further Renewed Taicang Purchase Agreement for the three years ending 30 June 2011 be and are hereby approved;

* *For identification purposes only.*

any one director of the Company be and is hereby authorised for and on behalf of the Company to execute all documents, instruments and agreements and to do all other acts or things deemed by him/ her to be incidental, ancillary to or in connection with the Renewed Taicang Purchase Agreement, the Further Renewed Taicang Purchase Agreement, the transactions contemplated thereunder and the proposed annual caps for the three years ending 30 June 2011.”

By Order of the Board
Cheng Wai Chu, Judy
Company Secretary

Hong Kong, 14 July 2008

Registered office:
Clarendon House
2 Church Street
Hamilton HM 11
Bermuda

*Principal place of business
in Hong Kong:*
Room 3129, 31st Floor
Sun Hung Kai Centre
30 Harbour Road
Wanchai
Hong Kong

Notes:

1. Any member of the Company entitled to attend and vote at a meeting of the Company shall be entitled to appoint another person as his proxy to attend and vote instead of him. A member who is the holder of two or more shares may appoint more than one proxy to attend on the same occasion. A proxy need not be a member of the Company.
2. A form of proxy for the meeting is enclosed. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed, or a certified copy of such power or authority shall be deposited at the Company's Hong Kong Branch Share Registrar, Tricor Investor Services Limited, 26th Floor, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong as soon as possible and in any event not less than 48 hours before the time appointed for holding the meeting or any adjourned meeting at which the person named in the instrument proposes to vote.

As at the date of this notice, Ms. Cheung Yan, Mr. Liu Ming Chung, Mr. Zhang Cheng Fei and Ms. Gao Jing are executive Directors, Mr. Lau Chun Shun is non-executive Director and Ms. Tam Wai Chu, Maria, Mr. Chung Shui Ming, Timpson, Dr. Cheng Chi Pang and Mr. Wang Hong Bo are independent non-executive Directors.