

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

IN RE FUWEI FILMS SECURITIES LITIGATION

Case No. 07-CV-9416 (RJS)

NOTICE OF PENDENCY AND SETTLEMENT OF CLASS ACTION

If you purchased or otherwise acquired the common stock (“Stock”) of Fuwei Films (Holdings), Co., Ltd. (“Fuwei” or the “Company”) during the period from December 19, 2006 through and including November 12, 2007, you could get a payment from a class action settlement (the “Settlement”).

Under law, a federal court has authorized this notice.

- If approved by the Court, the settlement will provide \$2,150,000, plus interest (the “Settlement Amount”), to pay claims of investors who purchased Fuwei Stock during the period from December 19, 2006 through and including November 12, 2007 (the “Class Period”). Of the total Settlement Amount, \$200,000 will not be provided until 10 business days after the Settlement is approved by the Court or July 1, 2011, whichever date is later.
- The Settlement represents an average recovery of \$0.50 per share of Fuwei Stock for the 4,312,500 million shares that were issued in connection with the Company’s initial public offering on December 19, 2006 (“IPO”) and available for purchase during the Class Period. A share may have been traded more than once during the Class Period. This estimate solely reflects the average recovery per outstanding share of Fuwei Stock. The indicated average recovery per share will be the total average recovery for all purchasers of that share. This is not an estimate of the actual recovery per share you should expect. Your actual recovery will depend on the aggregate losses of all Class Members, the date(s) you purchased and sold Fuwei Stock, and the total number of claims filed.
- Attorneys for the Lead Plaintiff (“Class Counsel”) intend to ask the Court to award them fees of up to one-third of the Settlement Amount, reimbursement of litigation expenses not to exceed \$75,000, and an award to Lead Plaintiff not to exceed \$2,500. Collectively, the attorneys’ fees and expenses are estimated to average \$0.18 per share of Fuwei Stock. If approved by the Court, these amounts will be paid from the Settlement Fund.
- The approximate recovery, after deduction of attorneys’ fees and expenses approved by the Court, is an average of \$0.31 per share of Fuwei Stock. This estimate is based on the assumptions set forth in the preceding paragraph. Your actual recovery, if any, will vary depending on your purchase price and sales price, and the number of Proof of Claim forms filed.
- The Settlement resolves the lawsuit concerning whether the Registration Statement and Prospectus issued in connection with Fuwei’s IPO were materially false and misleading, in violation of federal securities laws, based upon the following allegations set forth in the Consolidated Amended Complaint: (1) Fuwei allegedly acquired its main operating assets, the Production Lines, through transactions that were neither lawful nor valid transactions under Chinese laws and regulations; (2) Defendants allegedly failed to disclose pending investigations and threatened legal proceedings involving the Company’s Production Lines and Fuwei at the time of the IPO; and (3) Defendants allegedly failed to disclose the full extent of the participation on both sides of the transactions in the transfer of the Production Lines to Fuwei by Jun Yin, Tongju Zhou, and Duo Wang (the “Shareholder Defendants”). Defendants Fuwei Films (Holdings), Co., Ltd (“Fuwei” or the “Company”), Xiaoan He (“He”), and Mark Stulga (“Stulga”) (collectively, the “Fuwei Defendants”); and Defendants Maxim Group LLC, WR Hambrecht + Co, and Chardan Capital Markets, LLC (the “Underwriter Defendants”), who are collectively the “Settling Defendants,” deny the allegations in the lawsuit and deny any wrongdoing. The Settling Defendants and Lead Plaintiff disagree on liability and damages.
- Your legal rights will be affected whether you act or do not act. If you do not act, you may permanently forfeit your right to recover on this claim. Therefore, you should read this notice carefully.

YOUR LEGAL RIGHTS AND OPTIONS IN THIS SETTLEMENT

SUBMIT A CLAIM FORM NO LATER THAN MARCH 10, 2011	The only way to get a payment.
EXCLUDE YOURSELF NO LATER THAN MARCH 10, 2011	Get no payment. This is the only option that allows you to be part of any other lawsuit against Defendants about the legal claims in this case.
OBJECT NO LATER THAN APRIL 13, 2011	Write to the Court about why you do not like the settlement.
GO TO A HEARING ON APRIL 27, 2011	Speak in Court about the fairness of the settlement.
DO NOTHING	Get no payment. Give up rights.

INQUIRIES

Please do not contact the Court regarding this notice. All inquiries concerning this Notice, the Proof of Claim form, or any other questions by Class members should be directed to:

Fuwei Films Securities Litigation
Claims Administrator
c/o Strategic Claims Services
P.O. Box 230
600 N. Jackson Street, Suite 3
Media, PA 19063
Tel: (866) 274-4004
www.strategicclaims.net

COMMON QUESTIONS AND ANSWERS CONCERNING THE SETTLEMENT

1. Why did I get this Notice?

You or someone in your family may have acquired Fuwei Stock during the Class Period.

2. What is this lawsuit about?

The case is known as In re Fuwei Films Securities Litigation, Case No. 07-CV-9416 (the “Litigation”), and the Court in charge of the case is the United States District Court for the Southern District of New York.

The Class Action involves whether Defendants violated the federal securities laws because the Registration Statement and Prospectus issued in connection with the Company’s IPO that the Complaint alleges were materially false and misleading for the following reasons alleged in the Complaint: (1) Fuwei had acquired its main operating assets, the Production Lines, through transactions that were neither lawful nor valid transactions under Chinese laws and regulations; (2) Defendants failed to disclose pending investigations and threatened legal proceedings involving the Company’s Production Lines and Fuwei at the time of the IPO; and (3) Defendants failed to disclose the full extent of the participation on both sides of the transactions in the transfer of the Production Lines to Fuwei by the “Shareholder Defendants.” The Settling Defendants deny they did anything wrong. The Settlement resolves all of the claims in the Class Action.

3. Why is this a class action?

In a class action, one or more persons and/or entities, called Lead Plaintiffs, sue on behalf of all persons and/or entities who have similar claims. All of these persons and/or entities are referred to collectively as a Class, and these individual persons and/or entities are known as Class Members. One court resolves all of the issues for all Class Members, except for those Class Members who exclude themselves from the Class.

4. Why is there a Settlement?

Lead Plaintiff and Settling Defendants do not agree regarding the merits of Lead Plaintiff’s allegations with respect to liability or the average amount of damages per share that would be recoverable if Lead Plaintiff were to prevail at trial on each claim. The issues on which the Lead Plaintiff and Settling Defendants disagree include: (1) whether the Registration Statement and Prospectus issued in connection with the IPO included any materially false or misleading statements; (2) whether the Registration Statement and Prospectus issued in connection with the IPO failed to disclose any material facts that the Company had a duty to disclose at the time of the IPO; (3) whether the Defendants conducted a reasonable investigation of the disclosures in the Registration Statement and Prospectus issued in connection with the IPO and reasonably believed them to be true; (4) whether the statements were the cause of the Class Members’ alleged damages; and (5) the amount of damages, if any, suffered by the Class Members.

This matter has not gone to trial and the Court has not decided in favor of either Lead Plaintiff or Defendants. Instead, Lead Plaintiffs and Settling Defendants have agreed to settle the Class Action. The Lead Plaintiff and Class Counsel believe the settlement is best for all Class Members because of the risks associated with continued litigation and the nature of the defenses raised by the Settling Defendants. Even if Plaintiffs win at trial, and also withstand Defendants’ inevitable challenge on appeal, Plaintiffs might not be able to collect some, or all, of the judgment.

5. How do I know if I am part of the Class settlement?

To be a Class Member, you must have purchased or otherwise acquired Fuwei Stock during the period from December 19, 2006 through and including November 12, 2007, and suffered losses on your investment.

6. Are there exceptions to being included?

Yes. You are not a Class Member if you are a Defendant, a member of a Defendant’s immediate family, a Defendant’s legal representative, heir, predecessor, successor, assign, any entity in which any Defendant has or had a controlling interest, or any persons who have separately filed actions against one or more of the Defendants, based in

whole or in part on any claim arising out of or relating to any of the alleged acts, omissions, misrepresentations, facts, events, matters, transactions, or occurrences referred to in the Litigation or otherwise alleged, asserted, or contended in the Litigation. Also, if you exclude yourself from the Class, as described below, you are not a part of the Class.

7. What does the Settlement provide?

a. What is the Settlement Fund?

The proposed Settlement calls for Defendants to create a Settlement Fund (the "Settlement Fund") in the amount of \$2,150,000. Of the total Settlement Amount, \$200,000 will not be provided until 10 business days after the Settlement is approved by the Court or July 1, 2011, whichever date is later. The Settlement is subject to Court approval. Also, subject to the Court's approval, a portion of the Settlement Fund will be used to pay Lead Plaintiff's attorneys' fees and reasonable litigation expenses and any award to Lead Plaintiff. A portion of the Settlement Fund also will be used to pay taxes due on interest earned by the Settlement Fund, if necessary, and any notice and claims administration expenses permitted by the Court. After the foregoing deductions from the Settlement Fund have been made, the amount remaining (the "Net Settlement Fund") will be distributed to Class Members who submit valid claims.

b. What can you expect to receive under the proposed Settlement?

Your share of the Net Settlement Fund will or may depend on: (i) the number of claims filed; (ii) the dates you purchased and sold Fuwei Stock; (iii) the prices of your purchases and sales; (iv) the amount of administrative costs, including the costs of notice; and (v) the amount awarded by the Court to Lead Plaintiff and Class Counsel for attorneys' fees, costs, and expenses.

The compensable loss per share ("Recognized Loss") of each Authorized Claimant shall be calculated according to the following formula:

1. For shares purchased and sold between December 19, 2006 and June 24, 2007, inclusive, Recognized Loss is zero.
2. For shares purchased between December 19, 2006 and June 24, 2007, inclusive, and held on November 12, 2007, Recognized Loss per share is the lesser of:
 - A. \$5.17.
 - B. The price paid less the price received if sold prior to June 30, 2008.
 - C. \$8.28 less the price received if sold prior to June 30, 2008.
 - D. The price paid less \$3.11.
3. For Shares purchased between December 19, 2006, and June 24, 2007 inclusive and sold between November 6, 2007 and November 11, 2007, inclusive, Recognized Loss per share is the lesser of:
 - A. \$3.03.
 - B. \$8.28 less the price received.
 - C. The price paid less the price received.
 - D. The price paid less \$5.25.
4. For Shares purchased between December 19, 2006, and June 24, 2007 inclusive and sold between October 16, 2007 and November 5, 2007 inclusive, Recognized Loss per share is the lesser of:
 - A. \$.98.
 - B. \$8.28 less the price received.
 - C. The price paid less the price received.
 - D. The price paid less \$7.30.
5. For Shares purchased between December 19, 2006, and June 24, 2007 inclusive and sold between June 25, 2007 and October 15, 2007, inclusive, Recognized Loss per share is the lesser of:
 - A. \$1.01.
 - B. \$8.28 less the price received.
 - C. The price paid less the price received.
 - D. The price paid less \$6.14.
6. For shares purchased and sold between June 25, 2007, and October 15, 2007, inclusive, Recognized Loss is zero.
7. For shares purchased between June 25, 2007, and October 15, 2007, inclusive, and held on November 12, 2007, Recognized Loss per share is the lesser of:
 - A. \$4.84.
 - B. The price paid less the price received if sold prior to June 30, 2008.

- C. \$8.28 less the price received if sold prior to June 30, 2008.
D. The price paid less \$3.11.
8. For Shares purchased between June 25, 2007 and October 15, 2007 inclusive and sold between November 6, 2007 and November 11, 2007, inclusive, Recognized Loss per share is the lesser of:
A. \$3.03.
B. \$8.28 less the price received.
C. The price paid less the price received.
D. The price paid less \$5.25.
9. For Shares purchased between June 25, 2007 and October 15, 2007 inclusive and sold between October 16, 2007 and November 5, 2007, inclusive, Recognized Loss per share is the lesser of:
A. \$0.98.
B. \$8.28 less the price received.
C. The price paid less the price received.
D. The price paid less \$7.30.
10. For shares purchased and sold between October 16, 2007 and November 5, 2007, inclusive, Recognized Loss is zero.
11. For shares purchased between October 16, 2007 and November 5, 2007, inclusive, and held on November 12, 2007, Recognized Loss per share is the lesser of:
A. \$2.69.
B. The price paid less the price received if sold prior to June 30, 2008.
C. \$8.28 less the price received if sold prior to June 30, 2008.
D. The price paid less \$3.11.
12. For Shares purchased between October 16, 2007, and November 5, 2007 inclusive and sold between November 6, 2007 and November 11, 2007, inclusive, Recognized Loss per share is the lesser of:
A. \$1.12.
B. \$8.28 less the price received.
C. The price paid less the price received.
D. The price paid less \$5.25.
13. For shares purchased and sold between November 6, 2007 and November 11, 2007, inclusive, Recognized Loss is zero.
14. For shares purchased between November 6, 2007 and November 11, 2007, inclusive, and held on November 12, 2007, Recognized Loss per share is the lesser of:
A. \$2.25
B. The price paid less the price received if sold prior to June 30, 2008.
C. \$8.28 less the price received if sold prior to June 30, 2008.
D. The price paid less \$3.11.
15. For shares purchased on November 12, 2007, Recognized Loss per share is the lesser of:
A. The price paid less the price received if sold prior to June 30, 2008.
B. The price paid less \$3.11.
- c. Are there any further limitations on the amount I may receive?**
- i) To the extent there are sufficient funds in the Net Settlement Fund, each Class Member with a Recognized Loss that satisfies the requirements approved by the Court (“Authorized Claimant”) will receive an amount equal to the Authorized Claimant’s Recognized Loss described above. If, however, the amount in the Net Settlement Fund is not sufficient to permit payment of the total Recognized Loss of each Authorized Claimant, then each Authorized Claimant shall be paid the percentage of the Net Settlement Fund that each Authorized Claimant’s Recognized Loss bears to the total of the Recognized Losses of all Authorized Claimants.
- ii) For Class members who conducted multiple transactions in Fuwei Stock during the Class Period, the earliest subsequent sale shall be matched first against those shares in the Claimant’s opening position on the first day of the Class Period, and then matched chronologically thereafter against each purchase made during the Class Period.
- iii) Transactions during the Class Period resulting in a gain shall be netted against the Class Members transactions resulting in a loss to arrive at the Recognized Loss.

- iv) Any Class members whose collective transactions in Fuwei Stock during the Class Period resulted in a net gain shall not be entitled to share in the Net Settlement Fund.
- v) The purchase and sales prices exclude any brokerage commissions, transfer taxes or other fees.
- vi) The covering purchase of a short sale is not an eligible purchase. Gifts and transfers are not eligible purchases.

8. How can I get a payment?

To qualify for a payment, you must send in a form entitled “Proof of Claim and Release” form. This claim form is attached to this Notice. You may also obtain a claim form on the Internet at www.strategicclaims.net. Read the instructions carefully, fill out the form, sign it in the location indicated, and mail the claim form together with all documentation requested in the form, postmarked no later than March 10, 2011, to:

Fuwei Films Securities Litigation
Claims Administrator
c/o Strategic Claims Services
P.O. Box 230
600 N. Jackson Street, Suite 3
Media, PA 19063

The Claims Administrator will process your claim and determine whether you are an “Authorized Claimant.”

9. What am I giving up to get a payment or stay in the Class?

Unless you exclude yourself, you will remain in the Class. That means that if the Settlement is approved, you and all Class Members will release (agreeing never to sue, continue to sue, or be part of any other lawsuit) all claims against Defendants, any of their current, former, or future parents, subsidiaries, affiliates, partners, joint venturers, officers, directors, principals, shareholders, members, agents (acting in their capacity as agents), employees, attorneys, insurers, reinsurers, advisors, accountants, associates, and/or any other individual or entity in which any Defendant has a controlling interest or which is related to or affiliated with any of the Defendants, and the current, former, and future legal representatives, heirs, successors in interest, or assigns of the Defendants (“Released Parties”) in connection with your acquisition of Fuwei Stock during the Class Period, except that you do not release the Released Parties from any claim or action to enforce the Settlement. It also means that all of the Court’s orders will apply to you and legally bind you. If you sign the claim form, you are agreeing to a “Release of Claims,” which will bar you from ever filing a lawsuit against any Released Party to recover losses from the acquisition or sale of Fuwei Stock during the Class Period, except to enforce the Settlement. That means you will accept a share in the Net Settlement Fund as sole compensation for any losses you have suffered in the acquisition and sale of Fuwei Stock during the Class Period.

10. How do I get out of the Settlement?

If you do not want to receive a payment from this Settlement, and you want to keep the right to sue or continue to sue Defendants on your own based on the legal claims raised in this Class Action, then you must take steps to get out of the Settlement. This is called excluding yourself from – or “opting out” of – the Settlement. To exclude yourself from the Settlement, you must mail a letter stating you want to be excluded as a Class Member from In re Fuwei Films Securities Litigation, Case No. 07-CV-9416. Be sure to include your name, address, telephone number and your signature, along with an accurate list of all of your purchases and sales of Fuwei Stock. You must mail your exclusion request, postmarked no later than March 10, 2011, to:

Fuwei Films Securities Litigation
Claims Administrator
c/o Strategic Claims Services
P.O. Box 230
600 N. Jackson Street, Suite 3
Media, PA 19063

You cannot exclude yourself by telephone or by e-mail. If you ask to be excluded, you will not receive a settlement payment, and you cannot object to the Settlement. If you ask to be excluded, you will not be legally bound by anything that happens in this Class Action.

11. If I do not exclude myself, can I sue Defendants for the same thing later?

No. Unless you exclude yourself, you give up any right to sue Defendants for the claims that this Settlement resolves. If you have a pending lawsuit, speak to your lawyer in that case immediately, since you may have to exclude yourself from this Class to continue your own lawsuit.

12. Do I have a lawyer in this case?

The Court appointed The Rosen Law Firm, P.A. to represent you and the other Class Members. These lawyers are called Lead Plaintiff’s Counsel or Class Counsel. If you want to be represented by your own lawyer, you may hire one at your own expense.

13. How will the lawyers be paid?

Class Counsel have expended considerable time litigating this action on a contingent fee basis, and have paid for the expenses of the litigation themselves and have not been paid attorneys’ fees in advance of this Settlement with the expectation that if they are successful in recovering money for the Class, they will receive attorneys’ fees and be reimbursed for their litigation expenses from the Settlement Fund, as is customary in this type of litigation. Class Counsel will not receive attorneys’ fees or be reimbursed for their litigation expenses except from the Settlement Fund. Therefore, Class Counsel will file a motion asking the Court at the Settlement Hearing to make an award of attorneys’ fees in an amount not to exceed one-third of the Settlement amount, for reimbursement of reasonable litigation expenses not to exceed \$75,000, and an award to the Lead Plaintiff in an amount not to exceed \$2,500. The Court may award less than these amounts. Any amounts awarded by the Court will come out of the Settlement Fund.

14. How do I tell the Court that I do not like the Settlement?

You can tell the Court you do not agree with the Settlement, any part of the Settlement, or Class Counsel’s motion for attorneys’ fees, and that you think the Court should not approve the Settlement, by mailing a letter stating that you object to the Settlement in the matter of In re Fuwei Films Securities Litigation, Case No. 07-CV-9416. Be sure to include your name, address, telephone number, your signature, a list of your purchases and sales of Fuwei Stock in order to show your membership in the Class, and all of the reasons you object to the Settlement. Be sure to mail the objections to the three different places listed below, postmarked no later than April 13, 2011, so the Court will consider your views:

COURT	CLASS COUNSEL	DEFENSE COUNSEL
Clerk of the Court United States District Court Southern District of New York 500 Pearl Street New York, New York 10007	Phillip Kim, Esq. THE ROSEN LAW FIRM, P.A. 275 Madison Avenue, Suite 3400 New York, New York 10016	Laura M. Vasey, Esq. LOEB & LOEB LLP 345 Park Avenue New York, New York 10154

15. What is the difference between objecting and requesting exclusion?

Objecting is simply telling the Court you do not like something about the Settlement. You can object only if you stay in the Class. Requesting exclusion is telling the Court you do not want to be part of the Class and Settlement. If you exclude yourself, you cannot object to the Settlement because it no longer concerns you.

16. When and where will the Court decide whether to approve the Settlement?

The Court will hold a Settlement Hearing on April 27, 2011, at 10:00 a.m., at the United States District Court for the Southern District of New York, 500 Pearl Street, New York, New York 10007.

At this hearing, the Court will consider whether the Settlement is fair, reasonable, and adequate and whether to approve the Settlement. If there are objections, the Court will consider them, and the Court will listen to people who have asked to speak at the hearing. The Court may also decide how much to pay Class Counsel for attorneys’ fees and expenses.

17. Do I have to come to the hearing?

No. Class Counsel will answer any questions the Court may have. However, you are welcome to attend at your own expense. If you send an objection, you do not have to come to Court to talk about it. As long as you mail your written objection on time, the Court will consider it.

18. What happens if I do nothing at all?

If you do nothing, you will not receive a payment from the Settlement. However, unless you exclude yourself, you will not be able to start a lawsuit, continue with a lawsuit, or be part of any other lawsuit against Defendants about the claims made in this case ever again.

DATED: JANUARY 4, 2011.

BY ORDER OF THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK

**Fuwei Films Securities Litigation
Claims Administrator
c/o Strategic Claims Services
P.O. Box 230
600 N. Jackson Street, Suite 3
Media, PA 19063**

PROOF OF CLAIM AND RELEASE

Deadline for Submission: March 10, 2011

IF YOU PURCHASED THE COMMON STOCK OF FUWEI FILMS (HOLDINGS), CO., LTD. DURING THE PERIOD FROM DECEMBER 19, 2006 THROUGH NOVEMBER 12, 2007, INCLUSIVE (THE "CLASS PERIOD"), YOU ARE A "CLASS MEMBER" AND YOU MAY BE ENTITLED TO SHARE IN THE SETTLEMENT PROCEEDS.

IF YOU ARE A CLASS MEMBER, YOU MUST COMPLETE AND SUBMIT THIS FORM IN ORDER TO BE ELIGIBLE FOR ANY SETTLEMENT BENEFITS.

YOU MUST COMPLETE AND SIGN THIS PROOF OF CLAIM AND RELEASE ("PROOF OF CLAIM") AND MAIL IT BY FIRST CLASS MAIL, POSTMARKED NO LATER THAN MARCH 10, 2011 TO STRATEGIC CLAIMS SERVICES, THE CLAIMS ADMINISTRATOR, AT THE FOLLOWING ADDRESS:

Fuwei Films Securities Litigation
Claims Administrator
c/o Strategic Claims Services
P.O. Box 230
600 N. Jackson Street, Suite 3
Media, PA 19063

YOUR FAILURE TO SUBMIT YOUR CLAIM BY MARCH 10, 2011 WILL SUBJECT YOUR CLAIM TO REJECTION AND PRECLUDE YOUR RECEIVING ANY MONEY IN CONNECTION WITH THE SETTLEMENT OF THIS ACTION. DO NOT MAIL OR DELIVER YOUR CLAIM TO THE COURT OR TO ANY OF THE PARTIES OR THEIR COUNSEL AS ANY SUCH CLAIM WILL BE DEEMED NOT TO HAVE BEEN SUBMITTED. SUBMIT YOUR CLAIM ONLY TO THE CLAIMS ADMINISTRATOR.

CLAIMANT'S STATEMENT

1. I (we) purchased common stock in Fuwei Films (Holdings), Co., Ltd. ("Fuwei") and was (were) damaged thereby. (Do not submit this Proof of Claim if you did not purchase Fuwei common stock during the designated Class Period).
2. By submitting this Proof of Claim, I (we) state that I (we) believe in good faith that I am (we are) a Class Member as defined above and in the Notice of Pendency and Settlement of Class Action (the "Notice"), or am (are) acting for such person(s); that I am (we are) not a Defendant in the Actions or anyone excluded from the Class; that I (we) have read and understand the Notice; that I (we) believe that I am (we are) entitled to receive a share of the Net Settlement Fund, as defined in the Notice; that I (we) elect to participate in the proposed Settlement described in the Notice; and that I (we) have not filed a request for exclusion. (If you are acting in a representative capacity on behalf of a Class Member [e.g., as an executor, administrator, trustee, or other representative], you must submit evidence of your current authority to act on behalf of that Class Member. Such evidence would include, for example, letters testamentary, letters of administration, or a copy of the trust documents.)
3. I (we) consent to the jurisdiction of the Court with respect to all questions concerning the validity of this Proof of Claim. I (we) understand and agree that my (our) claim may be subject to investigation and discovery under the Federal Rules of Civil Procedure, provided that such investigation and discovery shall be limited to my (our) status as a Class Member(s) and the validity and amount of my (our) claim. No discovery shall be allowed on the merits of the Litigation or Settlement in connection with processing of the Proof of Claim.
4. I (we) have set forth where requested below all relevant information with respect to each purchase of Fuwei common stock during the Class Period, and each sale, if any, of such securities. I (we) agree to furnish additional information to the Claims Administrator to support this claim if requested to do so.
5. I (we) have enclosed photocopies of the stockbroker's confirmation slips, stockbroker's statements, or other documents evidencing each purchase, sale or retention of Fuwei common stock listed below in support of my (our) claim. (IF ANY SUCH DOCUMENTS ARE NOT IN YOUR POSSESSION, PLEASE OBTAIN A COPY OR EQUIVALENT DOCUMENTS FROM YOUR BROKER BECAUSE THESE DOCUMENTS ARE NECESSARY TO PROVE AND PROCESS YOUR CLAIM.)

6. I (we) understand that the information contained in this Proof of Claim is subject to such verification as the Claims Administrator may request or as the Court may direct, and I (we) agree to cooperate in any such verification. (The information requested herein is designed to provide the minimum amount of information necessary to process most simple claims. The Claims Administrator may request additional information as required to efficiently and reliably calculate your recognized claim. In some cases, the Claims Administrator may condition acceptance of the claim based upon the production of additional information, including, where applicable, information concerning transactions in any derivatives securities such as options.)
7. Upon the occurrence of the Court's approval of the Settlement, as detailed in the Notice, I (we) agree and acknowledge that my (our) signature(s) hereto shall effect and constitute a full and complete release, remise and discharge by me (us) and my (our) heirs, joint tenants, tenants in common, beneficiaries, executors, administrators, predecessors, successors, attorneys, insurers and assigns (or, if I am (we are) submitting this Proof of Claim on behalf of a corporation, a partnership, estate or one or more other persons, by it, him, her or them, and by its, his, her or their heirs, executors, administrators, predecessors, successors, and assigns) of each of the "Released Parties" of all "Release of Claims," as defined in the Notice.
8. NOTICE REGARDING ELECTRONIC FILES: Certain claimants with large numbers of transactions may request, or may be requested, to submit information regarding their transactions in electronic files. All Claimants MUST submit a manually signed paper Proof of Claim form listing all their transactions whether or not they also submit electronic copies. If you wish to file your claim electronically, you must contact the Claims Administrator at 1-866-274-4004 or visit their website at www.strategicclaims.net to obtain the required file layout. No electronic files will be considered to have been properly submitted unless the Claims Administrator issues to the Claimant a written acknowledgment of receipt and acceptance of electronically submitted data.

I. CLAIMANT INFORMATION

Account Name:

Address:

City:

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 State:

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 Zip Code:

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Foreign Province:

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 Foreign Country:

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Area Code Telephone No. (day)

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Area Code Telephone No. (evening)

Email:

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Social Security Number (for individuals)

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OR

Tax Identification Number
(for estates, trusts, corporations, etc)

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II. SCHEDULE OF TRANSACTIONS IN FUWEI SECURITIES

Purchases:

A. Separately list each and every open market purchase of FUWEI common stock during the period from December 19, 2006 through June 30, 2008, inclusive, and provide the following information (*must be documented*):

Trade Date (List Chronologically) (Month/Day/Year)	Number of Shares Purchased	Price per Share	Total Cost (Excluding Commissions, Taxes, and Fees)																							
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Sales:

B. Separately list each and every sale of FUWEI common stock during the period December 19, 2006 through June 30, 2008, inclusive, and provide the following information (*must be documented*):

Trade Date (List Chronologically) (Month/Day/Year)	Number of Shares Sold	Price per Share	Amount Received (Excluding Commissions, Taxes, and Fees)																							
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Ending Holdings:

C. State the total number of shares of FUWEI common stock owned at the close of trading on June 30, 2008, long or short (*must be documented*).

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If additional space is needed, attach separate, numbered sheets, giving all required information, substantially in the same format, and print your name and Social Security or Taxpayer Identification number at the top of each sheet.

III. SUBSTITUTE FORM W-9

Request for Taxpayer Identification Number:

Enter taxpayer identification number below for the Beneficial Owner(s). For most individuals, this is your Social Security Number. The Internal Revenue Service (“I.R.S.”) requires such taxpayer identification number. If you fail to provide this information, your claim may be rejected.

IV. CERTIFICATION

I (We) certify that I am (we are) NOT subject to backup withholding under the provisions of Section 3406 (a)(1)(c) of the Internal Revenue Code because: (a) I am (We are) exempt from backup withholding, or (b) I (We) have not been notified by the I.R.S. that I am (we are) subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the I.R.S. has notified me (us) that I am (we are) no longer subject to backup withholding.

NOTE: If you have been notified by the I.R.S. that you are subject to backup withholding, please strike out the language that you are not subject to backup withholding in the certification above.

UNDER THE PENALTIES OF PERJURY, I (WE) CERTIFY THAT ALL OF THE INFORMATION I (WE) PROVIDED ON THIS PROOF OF CLAIM AND RELEASE FORM IS TRUE, CORRECT AND COMPLETE.

Signature of Claimant (If this claim is being made on behalf of Joint Claimants, then each must sign)

(Signature)

(Signature)

(Capacity of person(s) signing, e.g. beneficial purchaser(s), executor, administrator, trustee, etc.)

Check here if proof of authority to file is enclosed.
(See Item 2 under Claimant’s Statement)

Date: _____

THIS PROOF OF CLAIM MUST BE SUBMITTED NO LATER THAN MARCH 10, 2011 AND MUST BE MAILED TO:

**Fuwei Films Securities Litigation
Claims Administrator
c/o Strategic Claims Services
P.O. Box 230
600 N. Jackson Street, Suite 3
Media, PA 19063**

A Proof of Claim received by the Claims Administrator shall be deemed to have been submitted when posted, if mailed by March 10, 2011 and if a postmark is indicated on the envelope and it is mailed first class and addressed in accordance with the above instructions. In all other cases, a Proof of Claim shall be deemed to have been submitted when actually received by the Claims Administrator.

You should be aware that it will take a significant amount of time to process fully all of the Proofs of Claim and to administer the Settlement. This work will be completed as promptly as time permits, given the need to investigate and tabulate each Proof of Claim. Please notify the Claims Administrator of any change of address.

REMINDER CHECKLIST

- o Please be sure to sign this Proof of Claim on page 10. If this Proof of Claim is submitted on behalf of joint claimants, then both claimants must sign.
- o Please remember to attach supporting documents. Do NOT send any stock certificates. Keep copies of everything you submit.
- o Do NOT use highlighter on the Proof of Claim or any supporting documents.
- o If you move after submitting this Proof of Claim, please notify the Claims Administrator of the change in your address.

Fuwei Films Securities Litigation
c/o Strategic Claims Services
P.O. Box 230
600 N. Jackson Street, Suite 3
Media, PA 19063

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