



香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/08/2012

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Pacific Plywood Holdings Limited (the "Company")

Date Submitted 04/09/2012

I. Movements in Authorised Share Capital

1. Ordinary Shares

| | | | | |
|--|-----------------------|----------|----------------------------|---|
| (1) Stock code : <u>767</u> Description : <u>Ordinary shares</u> | | | | |
| | No. of shares | ordinary | Par value (HKD) | Authorised capital (HKD) share |
| Balance at close of preceding month | <u>40,000,000,000</u> | | <u>0.01</u> | <u>400,000,000</u> |
| Increase/(decrease) (| <u>N/A</u> | | | <u>N/A</u> |
| Balance at close of the month | <u>40,000,000,000</u> | | <u>0.01</u> | <u>400,000,000</u> |
| (2) Stock code : <u>N/A</u> Description : <u>N/A</u> | | | | |
| | No. of shares | ordinary | Par value (State currency) | Authorised capital (State currency) share |
| Balance at close of preceding month | _____ | | _____ | _____ |
| Increase/(decrease) | _____ | | | _____ |
| Balance at close of the month | _____ | | _____ | _____ |

2. Preference Shares

| | | | |
|-------------------------------------|------------|--------------------------|---|
| Stock code : | <u>N/A</u> | Description : | <u>N/A</u> |
| | | No. of preference shares | Par value (State currency) |
| | | | Authorised share capital (State currency) |
| Balance at close of preceding month | _____ | _____ | _____ |
| Increase/(decrease) | _____ | _____ | _____ |
| Balance at close of the month | _____ | _____ | _____ |

3. Other Classes of Shares

| | | | |
|-------------------------------------|------------|--------------------------------|---|
| Stock code : | <u>N/A</u> | Description : | <u>N/A</u> |
| | | No. of other classes of shares | Par value (State currency) |
| | | | Authorised share capital (State currency) |
| Balance at close of preceding month | _____ | _____ | _____ |
| Increase/(decrease) | _____ | _____ | _____ |
| Balance at close of the month | _____ | _____ | _____ |

Total authorised share capital at the end of the month (HKD) : 400,000,000

II. Movements in Issued Share Capital

| | No. of ordinary shares | | No of preference shares | No. of other classes of shares |
|-------------------------------------|------------------------|------------|-------------------------|--------------------------------|
| | (1) | (2) | | |
| Balance at close of preceding month | <u>1,369,650,537</u> | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| Increase/(decrease) | <u>NIL</u> | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| Balance at close of the month | <u>1,369,650,537</u> | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

| Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable | Movement during the month | | | | No. of new shares of issuer issued during the month thereto | No. of new shares of issuer issued pursuant thereto as at close of the month |
|--|---------------------------|-----------|----------------------------|------------|---|--|
| | Granted | Exercised | Cancelled | Lapsed | | |
| 1. N/A _____ _____ _____ shares | _____ | _____ | _____ | _____ | _____ | _____ |
| 2. N/A _____ _____ _____ shares | _____ | _____ | _____ | _____ | _____ | _____ |
| 3. N/A (/ /) _____ shares (Note 1) | _____ | _____ | _____ | _____ | _____ | _____ |
| | | | Total A. (Ordinary shares) | | <u>N/A</u> | |
| | | | (Preference shares) | | <u>N/A</u> | |
| | | | (Other class) | | <u>N/A</u> | |
| Total funds raised during the month from exercise of options (State currency) | | | | <u>N/A</u> | | |

Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency nominal value | of close preceding | Nominal value at exercised of during month | Nominal value the at close month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto close of the month | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|--|------------------------------|--------------------------|---|--|---|--|--|
| 1. N/A | | | | | | | |
| (/ /) | | | | | | | |
| Stock code (if listed) | | | | | | | |
| Class of shares issuable (Note 1) | | | | | | | |
| Subscription price | | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | | | | | | | |
| 2. N/A | | | | | | | |
| (/ /) | | | | | | | |
| Stock code (if listed) | | | | | | | |
| Class of shares issuable (Note 1) | | | | | | | |
| Subscription price | | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | | | | | | | |
| 3. N/A | | | | | | | |
| (/ /) | | | | | | | |
| Stock code (if listed) | | | | | | | |
| Class of shares issuable (Note 1) | | | | | | | |
| Subscription price | | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | | | | | | | |
| 4. N/A | | | | | | | |
| (/ /) | | | | | | | |
| Stock code (if listed) | | | | | | | |
| Class of shares issuable (Note 1) | | | | | | | |
| Subscription price | | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | | | | | | | |
| Total B. (Ordinary shares) | | | | | N/A | | |
| | | | | (Preference shares) | N/A | | |
| | | | | (Other class) | N/A | | |

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

| Class and description | Currency amount outstanding | of Amount at close of preceding month | Converted during month | the Amount at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|--|-----------------------------------|---|------------------------------|--|---|---|
| 1. N/A | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | | (/ /) | | | | |
| 2. N/A | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| SGM approval date (if applicable) (dd/mm/yyyy) | | (/ /) | | | | |
| 3. N/A | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | | (/ /) | | | | |
| 4. N/A | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (Note 1) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | | (/ /) | | | | |
| | | Total C. (Ordinary shares) | | | N/A | |
| | | | (Preference shares) | | N/A | |
| | | | (Other class) | | N/A | |

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

| Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable: | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|---|--|---|
| 1. Remark _____ _____ (/ /) shares (<i>Note 1</i>) | | |
| 2. _____ _____ (/ /) shares (<i>Note 1</i>) | | |
| 3. _____ _____ (/ /) shares (<i>Note 1</i>) | | |
| Total D. (Ordinary shares) | N/A | |
| (Preference shares) | N/A | |
| (Other class) | N/A | |

Other Movements in Issued Share Capital

| Type of Issue | | No. of new shares of issuer issued pursuant thereto | No. of new shares issued during the month | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|-----------------|---------------------------------|---|---|---|
| 1. Rights issue | At price : State currency _____ | Class of shares issuable <u>N/A</u> (Note 1) | Issue and allotment date : (/ /) | SGM approval date: (/ /) (dd/mm/yyyy) |
| 2. Open offer | At price : State currency _____ | Class of shares issuable <u>N/A</u> (Note 1) | Issue and allotment date : (/ /) | EGM approval date: (/ /) (dd/mm/yyyy) |
| 3. Placing | At price : State currency _____ | Class of shares issuable <u>N/A</u> (Note 1) | Issue and allotment date : (/ /) | EGM approval date: (/ /) (dd/mm/yyyy) |
| 4. Bonus issue | | Class of shares issuable <u>N/A</u> (Note 1) | Issue and allotment date : (/ /) | EGM approval date: (/ /) (dd/mm/yyyy) |

| Type of Issue | | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|-------------------------|--|--|---|
| 5. Scrip dividend | At price : State currency _____ Class of shares issuable <u>N/A</u> (Note 1) Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) | | |
| 6. Repurchase of shares | Class of shares <u>N/A</u> repurchased (Note 1) Cancellation date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) | | |
| 7. Redemption of shares | Class of shares <u>N/A</u> redeemed (Note 1) Redemption date : (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) | | |
| 8. Consideration issue | At price : State currency _____ Class of shares issuable <u>N/A</u> (Note 1) Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) | | |

For Main Board and GEM listed issuers

| Type of Issue | No. of new shares of issuer during the month pursuant thereto | No. of issuer issued new shares of issuer which may be issued pursuant thereto as at close of the month |
|---|---|---|
| 9. Capital reorganisation Class of shares issuable <u>N/A</u> <i>(Note 1)</i> Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) | | |
| 10. Other Subscription of new shares At price : State currency _____ Class of shares issuable <u>N/A</u> <i>(Note 1)</i> Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) Total E. (Ordinary shares) <u>N/A</u> (Preference shares) <u>N/A</u> (Other class) <u>N/A</u> | | |

| | |
|---|----------------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) <u>N/A</u> |
| | (2) <u>N/A</u> |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E): | <u>N/A</u> |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E): | <u>N/A</u> |
| <i>(These figures should be the same as the relevant figures under II above (“Movements in Issued Share Capital”).)</i> | |

Remarks:

As disclosed in the announcement of the Company dated 10 August 2012 and the circular of the Company dated 29 February 2012, it's proposing that on the basis of every eight (8) issued and unissued shares of HK\$0.01 each of the Company will be consolidated into one (1) issued and unissued consolidated share of HK\$0.08 each and an option to Jia Run Investments Limited to subscribe for up to 49,517,009 shares of the Company will be changed to 6,189,626 consolidated shares of the Company upon the proposed share consolidation becoming effective. The subscription price equivalent to the average closing price of the shares of the Company for the five consecutive trading days immediately prior to the date of exercise of the option, subject to the maximum subscription price of HK\$0.5 and the minimum subscription price of HK\$0.25 will be changed to HK\$4.0 and HK\$2.0 respectively after the proposed share consolidation becoming effective.

As disclosed in the announcement of the Company dated 10 August 2012 and the circular of the Company dated 29 February 2012, it's proposing that on the basis of every eight (8) issued and unissued shares of HK\$0.01 each of the Company will be consolidated into one (1) issued and unissued consolidated share of HK\$0.08 each and an option to China Longjiang Forest Industry (Group) General Corporation to subscribe for up to 49,517,009 shares of the Company will be changed to 6,189,626 consolidated shares of the Company upon the proposed share consolidation becoming effective. The subscription price equivalent to the average closing price of the shares of the Company for the five consecutive trading days immediately prior to the date of exercise of the option, subject to the maximum subscription price of HK\$0.5 and the minimum subscription price of HK\$0.25 will be changed to HK\$4.0 and HK\$2.0 respectively after the proposed share consolidation becoming effective.

Submitted by: Tam Hang Yin

Title: Company Secretary
(Director, Secretary or other duly authorised officer)

Notes :

1. *State the class of shares (e.g. ordinary, preference or other).*
2. *If there is insufficient space, please append the prescribed continuation sheet.*