



Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/10/2013

To : Hong Kong Exchanges and Clearing Limited

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

Date Submitted 01/11/2013

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>400,000,000,000</u> | | <u>0.001</u> | <u>400,000,000</u> |
| Increase/(decrease) | <u>N/A</u> | | | <u>N/A</u> |
| Balance at close of the month | <u>400,000,000,000</u> | | <u>0.001</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 | <u> </u> | | <u> </u> | <u> </u> |
| Increase/(decrease) | <u> </u> | | | <u> </u> |
| Balance at close of the month | <u> </u> | | <u> </u> | <u> </u> |

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>556,420,530</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>556,420,530</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. <u>N/A</u> <u>shares</u> | | | | | | |
| 2. <u>N/A</u> <u>shares</u> | | | | | | |
| 3. <u>N/A</u> <u>(/ /)</u> <u>shares</u> <i>(Note 1)</i> | | | | | | |
| | 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 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 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 of 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 1 _____ _____ (/ /) shares (Note 1) | | |
| 2. N/A _____ _____ (/ /) shares (Note 1) | | |
| 3. N/A _____ _____ (/ /) shares (Note 1) | | |
| 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 during the month pursuant thereto | No. of new shares issued by 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 : (dd/mm/yyyy) EGM 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 : (dd/mm/yyyy) 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 : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | (/ /) (/ /) |
| 4. Bonus issue | | Class of shares issuable <u>N/A</u> (Note 1) Issue and allotment date : (dd/mm/yyyy) 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 issued during the month pursuant thereto | No. of 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> |

(These figures should be the same as the relevant figures under II above (“Movements in Issued Share Capital”).)

Remark 1:

Upon the Capital Reorganization become effective on 15 August 2013, the number of shares to be issued upon the exercise of an option granted to China Longjiang Forest Industry (Group) General Corporation (the “Longjiang Option”) was adjusted from 12,936,318 shares to 3,234,079 shares, and the maximum and the minimum subscription price of the Longjiang Option was adjusted from HK\$2.00 per share and HK\$2.00 per share respectively to HK\$8.00 per new share and HK\$8.00 per new share respectively.

Remark 2:

As disclosed in the prospectus of the Company dated 16 October 2013, the Company proposed to raise not less than approximately HK\$200.31 million and not more than approximately HK\$201.48 million, before expenses, by issuing not less than 1,112,841,060 rights shares and not more than 1,119,309,218 rights shares to the qualifying shareholders by way of the rights issue at the subscription price of HK\$0.18 per rights share on the basis of two (2) rights shares for every one (1) share held on the record date. Subject to the satisfaction of the conditions of the rights issue, the bonus shares will be issued to the first registered holders of the rights shares on the basis of one (1) bonus share for every one (1) rights share taken up under the rights issue. On the basis of not less than 1,112,841,060 rights shares and not more than 1,119,309,218 rights shares to be issued under the rights issue, not less than 1,112,841,060 bonus shares and not more than 1,119,309,218 bonus shares will be issued.

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.*