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**PACIFIC PLYWOOD HOLDINGS LIMITED**

**太平洋實業控股有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock code: 767)**

**POLL RESULTS OF SPECIAL GENERAL MEETING  
HELD AT 9:00 A.M. ON 15 NOVEMBER 2011**

The Board is pleased to announce that the ordinary resolution as set out in the notice of SGM contained in the Circular was duly approved by the Independent Shareholders by way of poll at the SGM held at 9:00 a.m. on 15 November 2011.

Reference is made to the circular incorporating a notice of the SGM of Pacific Plywood Holdings Limited (the “**Company**”) dated 31 October 2011 (the “**Circular**”) in relation to the Disposal and the transactions contemplated thereunder. Unless otherwise defined, terms used herein shall have the same meanings as defined in the Circular.

**POLL RESULTS OF SGM**

The SGM was held at 9:00 a.m. on 15 November 2011 to consider the ordinary resolution to ratify and approve the Disposal and the transactions contemplated thereunder, which was subject to the approval of the Independent Shareholders by way of poll at the SGM. Details of the ordinary resolution were set out in the notice of SGM in the Circular.

The Board is pleased to announce that the ordinary resolution as set out in the notice of SGM contained in the Circular was duly approved by the Independent Shareholders by way of poll at the SGM.

\* *For identification purpose only*

The Company's Hong Kong branch share registrar and transfer office, Computershare Hong Kong Investor Services Limited, was appointed as the scrutineer at the SGM for the purpose of vote-taking. The poll results of the resolution are as follow:

Ordinary resolution	Number of votes (%)	
	For	Against
<p><b>“THAT</b></p> <p>(a) the conditional sale and purchase agreement (the <b>“Sale and Purchase Agreement”</b>) dated 13 October 2011 entered into among the Company, Best Harvest Asia Limited (the <b>“Vendor”</b>), a wholly-owned subsidiary of the Company, and Favor Way Investments Limited (the <b>“Purchaser”</b>) pursuant to which, inter alia, the Vendor agreed to dispose of and the Purchaser agreed to acquire the 510,000 shares of HK\$1.00 each in the issued share capital of Delta Wealth Finance Limited (<b>“Delta Wealth”</b>), representing 51% of the issued share capital of Delta Wealth and the shareholders' loan of HK\$44,236,125 pursuant to a deed of assignment of loan (the <b>“Deed of Assignment of Loan”</b>) and all transactions contemplated under the Sale and Purchase Agreement be and are hereby confirmed, approved and ratified; and</p> <p>(b) any director of the Company be and is hereby authorised to take such actions and execute such documents to effect the Sale and Purchase Agreement and the transactions contemplated under the Sale and Purchase Agreement and to sign or execute such other documents or agreements or deeds on behalf of the Company and to do such other things and to take all such actions as he/she may in his/her discretion consider necessary or desirable for the purposes of giving effect to the Sale and Purchase Agreement.”</p>	<p>1,072,163,598 (100%)</p>	<p>0 (0%)</p>

Favor Way, being the controlling shareholder of Delta Wealth, and Ms. Tin, being the ultimate beneficial owner of Favor Way and also the director of Favor Way and Delta Wealth, each of Favor Way and Ms. Tin is regarded as a connected person of the Company under Chapter 14A of the Listing Rules. Accordingly, Favor Way, Ms. Tin and their respective associate(s) have abstained from voting on the relevant resolution to approve the Disposal and the transactions contemplated thereunder proposed at the SGM.

As at the date of the SGM, Favor Way, Ms. Tin and their respective associate(s) have no shareholding in the Company. The total number of Shares entitling the Independent Shareholders to attend and vote for or against the ordinary resolution at the SGM was 4,903,401,934 Shares, representing 100% of the total issued share capital of the Company. There was no Share entitling the holders to attend and vote only against the ordinary resolution at the SGM.

By order of the Board  
**Pacific Plywood Holdings Limited**  
**Huang Chuan Fu**  
*Executive Director and Deputy Chairman*

Hong Kong, 15 November 2011

*As at the date of this announcement, the executive Directors are Mr. Liang Jian Hua (Chairman), Mr. Huang Chuan Fu (Deputy Chairman), Ms. Jia Hui and Mr. Jiang Yi Ren and the independent non-executive Directors are Mr. Chan Kin Sang, Mr. Cheng Po Yuen and Mr. Wong Chun Hung.*