

IMPORTANT
重要提示

TERMS USED HEREIN SHALL HAVE THE SAME MEANINGS AS DEFINED IN THE PROSPECTUS (THE "PROSPECTUS") OF PACIFIC PLYWOOD HOLDINGS LIMITED (THE "COMPANY") DATED 16 OCTOBER 2013, UNLESS THE CONTEXT OTHERWISE REQUIRES.

THIS DOCUMENT IS VALUABLE AND TRANSFERABLE AND REQUIRES YOUR IMMEDIATE ATTENTION. THE OFFER CONTAINED IN THIS DOCUMENT AND THE ACCOMPANYING FORM OF APPLICATION FOR EXCESS RIGHTS SHARES EXPIRES AT 4:00 P.M. ON WEDNESDAY, 30 OCTOBER 2013.

If you are in any doubt as to the contents of this provisional allotment letter or as to the action to be taken, you should consult a licensed securities dealer, bank manager, solicitor, professional accountant or other professional advisers.

Deals in the Shares may be settled through CCASS operated by HKSCC and you should consult your stockbroker or other licensed securities dealer, bank manager, solicitor, professional accountant or other professional advisers for details of those settlement arrangements and how such arrangements may affect your rights and interests.

A copy of each of the Prospectus Documents, and having attached thereto the documents specified in the paragraph headed "Documents delivered to the Registrars of Companies" in Appendix (III) to the Prospectus, has been registered with the Registrar of Companies in Hong Kong pursuant to Section 342C of the Companies Ordinance and will be filed with the Registrar of Companies in Bermuda as soon as reasonably practicable after publication of the Prospectus Documents. The Securities and Futures Commission of Hong Kong, the Registrar of Companies in Hong Kong and the Registrar of Companies in Bermuda take no responsibility as to the contents of any of the Prospectus Documents.

Hong Kong Exchanges and Clearing Limited, the Stock Exchange and HKSCC take no responsibility for the contents of this document, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this document.

Subject to the granting of the listing of, and permission to deal in, the Rights Shares in both nil-paid and fully-paid forms on the Stock Exchange and compliance with the stock admission requirements of HKSCC, the Rights Shares in both nil-paid and fully-paid forms will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the respective commencement date of dealings in the Rights Shares in both nil-paid and fully-paid forms on the Stock Exchange or such other dates as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange on any trading day is required to take place in CCASS on the second trading day thereafter. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

除文義另有指外，本文件所採用之詞彙與太平洋實業控股有限公司（「本公司」）於二零一三年十月十六日刊發之招股章程（「招股章程」）所界定者具相同涵義。

本文件具有價值及可轉讓，並須閣下立即處理。本文件及隨附之額外供股股份申請表格所載之建議於二零一三年十月三十日（星期三）下午四時正失效。

閣下如對本暫定配額通知書之內容或應採取之行動有任何疑問，應諮詢持牌證券交易商、銀行經理、律師、專業會計師或其他專業顧問。

買賣股份可透過香港結算管理之中央結算系統進行交易，閣下應就該等交易安排之詳情及有關安排對閣下之權利及權益可能造成之影響，諮詢閣下之股票經紀或其他持牌證券交易商、銀行經理、律師、專業會計師或其他專業顧問。

各份章程文件連同供股章程附錄[三]（送呈公司註冊處之文件）一段訂明之文件已根據公司條例第342C條向香港公司註冊處登記，各份章程文件副本亦將於章程文件刊發後在合理實際可行情況下盡快送呈百慕達公司註冊處存檔。

香港證券及期貨事務監察委員會、香港公司註冊處及百慕達公司註冊處對任何章程文件之內容概不負責。

香港交易及結算所有限公司、聯交所及香港結算對本文件之內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示，概不對因本文件全部或任何部分內容而產生或因倚賴該等內容而引致之任何損失承擔任何責任。倘未繳股款及繳足股款供股股份獲准於聯交所上市及買賣以及符合香港結算之股份收訖規定後，未繳股款及繳足股款供股股份將獲香港結算接納為合資格證券，可由未繳股款及繳足股款供股股份各自於聯交所開始買賣日期或香港結算釐定之有關其他日期起，於中央結算系統寄存、結算及交收。聯交所參與者之間於任何交易日進行之交易須於其後第二個交易日在中央結算系統內進行交收。所有在中央結算系統內進行之活動均依據不時有效之中央結算系統一般規則及中央結算系統運作程序規則進行。



PACIFIC PLYWOOD HOLDINGS LIMITED
太平洋實業控股有限公司*

(Incorporated in Bermuda with limited liability)
(於百慕達註冊成立之有限公司)

(Stock code: 67)
(股份代號: 767)

RIGHTS ISSUE ON THE BASIS OF
TWO RIGHTS SHARES FOR EVERY ONE SHARE
HELD ON THE RECORD DATE AT HK\$0.18 PER RIGHTS
SHARE WITH BONUS ISSUE ON THE BASIS OF ONE BONUS
SHARE FOR EVERY ONE RIGHTS SHARE TAKEN UP UNDER THE RIGHTS ISSUE
按每股供股股份0.18港元進行供股
(基準為於記錄日期每持有一股股份獲發兩股供股股份)
連紅利發行
(基準為根據供股每承購一股股份獲發一股紅股)
PROVISIONAL ALLOTMENT LETTER
暫定配額通知書

Registered Office of the Company:
本公司註冊辦事處:
Canon's Court
22 Victoria Street
Hamilton HM 12
Bermuda

Head Office and Principal Place of
Business in Hong Kong:
Units 3301-3303, 33/F,
West Tower Shun Tak Centre
168-200 Connaught Road Central
Sheung Wan
Hong Kong
香港
上環
干諾道中168-200號
信德中心西座
33樓3301-3303室

16 October 2013
二零一三年十月十六日

Branch Share Registrar in Hong Kong:
Computershare Hong Kong Investor Services Limited
Shops 1712-1716, 17th Floor, Hopewell Centre
183 Queen's Road East
Wanchai
Hong Kong
香港股份過戶登記分處:
香港中央證券登記有限公司
香港
灣仔皇后大道東183號
合和中心17樓1712-1716室

Provisional Allotment Letter No.
暫定配額通知書編號

Name(s) and address of the Qualifying Shareholder(s)
合資格股東姓名及地址

[Blank area for shareholder name and address]

Identifier
識別號

Name of bank on which cheque/
banker's cashier order is drawn:
支票/銀行本票之付款銀行名稱: _____
Cheque/banker's cashier
order number:
支票/銀行本票號碼: _____
Please insert your contact telephone no:
請填上 閣下聯絡電話號碼: _____

Total number of Shares registered in your name(s) on Tuesday, 15 October 2013
於二零一三年十月十五日(星期二)以 閣下名義登記之股份總數
Box A
甲欄
Total number of Rights Shares provisionally allotted to you subject to payment in full on application by
not later than 4:00 p.m. on Wednesday, 30 October 2013
暫定配發予 閣下之供股股份總數，股款須不遲於二零一三年十月三十日(星期三)下午四時
正申請時繳足
Box B
乙欄
Total subscription monies payable
應繳認購款項總額
Box C
丙欄
HK\$
港元

To accept this provisional allotment in full, you must lodge this original document with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, together with a remittance in cheques or cashier's orders in Hong Kong dollars for the full amount shown in Box C above so as to be received by no later than 4:00 p.m. on Wednesday, 30 October 2013. Cheques must be drawn on an account with, or cashier's orders must be issued by, a licensed bank in Hong Kong and made payable to "Pacific Plywood Holdings Limited - Rights Issue Account" and must be crossed "Account Payee Only". Instructions on transfer and splitting are set out overleaf. No receipt will be given for such remittance.

It should be noted that the Underwriting Agreement contains provisions entitling the Underwriter, by notice in writing to the Company, to terminate the Underwriting Agreement on the occurrence of certain events, which have been set out in the paragraph headed "Termination of the Underwriting Agreement" of the Prospectus before such day specified in the Underwriting Agreement. If the Underwriting Agreement is terminated by the Underwriter or does not become unconditional, the Rights Issue will not proceed.

It should be noted that the Shares had been dealt in on an ex-rights basis since Tuesday, 8 October 2013. Deals in the Rights Shares in their nil-paid form will take place from Friday, 18 October 2013 to Friday, 25 October 2013 (both days inclusive). If the conditions of the Rights Issue are not fulfilled and/or waived at or before 4:00 p.m. on Monday, 4 November 2013 (or such later time and/or date as the Company and the Underwriter may determine), the Underwriting Agreement shall terminate and the Rights Issue will lapse. Any persons contemplating buying or selling Shares up to the date on which all the conditions of the Rights Issue are fulfilled and/or waived, and any dealing in the Rights Shares in their nil-paid form between Friday, 18 October 2013 to Friday, 25 October 2013 (both days inclusive), bear the risk that the Rights Issue may not become unconditional or may not proceed. Any Shareholders or other persons contemplating dealing in the Shares or the Rights Shares in their nil-paid form are recommended to consult their own professional advisers.

閣下如全數接納本暫定配額，必須將本文件正本連同以港元繳付上列丙欄所示數額之全部款項（以支票或銀行本票形式，不遲於二零一三年十月三十日（星期三）下午四時正送交本公司之香港股份過戶登記處香港中央證券登記有限公司，地址為香港灣仔皇后大道東183號合和中心17樓1712-1716室，支票須由香港之持牌銀行開出，或銀行本票則須由香港之持牌銀行發出，註明抬頭人為「Pacific Plywood Holdings Limited - Rights Issue Account」及必須以「只准入抬頭人賬戶」劃線方式開出。有關轉讓及分拆之指示載於背頁。所有繳款將不獲發收據。

敬請注意，包銷協議載有條文，包銷商有權於發生若干事故時（該等事故已載於供股章程之「終止包銷協議」一段）在包銷協議中訂明之有關日期前向本公司發出書面通知終止包銷協議。倘包銷商終止包銷協議或包銷協議不能成為無條件，則供股將不會進行。

敬請注意，股份已由二零一三年十月八日（星期二）起按除權基準買賣。未繳股款供股股份將於二零一三年十月十八日（星期五）至二零一三年十月二十五日（星期五）（包括首尾兩日）進行買賣。倘供股之條件未能於二零一三年十一月四日（星期一）下午四時正（或本公司與包銷商可能釐定之有關較後時間及/或日期）或之前達成及/或獲豁免，則包銷協議將告終止及供股將失效。任何人士擬於所有供股條件達成及/或獲豁免之前買賣股份，及於二零一三年十月十八日（星期五）至二零一三年十月二十五日（星期五）（包括首尾兩日）期間內買賣任何未繳股款供股股份，均須承擔供股未必能成為無條件或未必進行之風險。擬買賣股份或未繳股款供股股份之任何股東或其他人士，務請諮詢彼等之專業顧問。

NO RECEIPT WILL BE GIVEN
所有繳款將不獲發收據

* For identification purpose only
僅供識別

IN THE EVENT OF TRANSFER OF THE RIGHT(S) TO SUBSCRIBE FOR RIGHTS SHARE(S) REPRESENTED BY THIS DOCUMENT, AD VALOREM STAMP DUTY IS PAYABLE ON EACH SALE AND EACH PURCHASE. A GIFT OR TRANSFER OF BENEFICIAL INTEREST OTHER THAN BY WAY OF SALE IS ALSO LIABLE TO AD VALOREM STAMP DUTY. EVIDENCE OF PAYMENT OF AD VALOREM STAMP DUTY WILL BE REQUIRED BEFORE REGISTRATION OF ANY TRANSFER OF THE RIGHTS TO SUBSCRIBE FOR THE RIGHTS SHARE(S) REPRESENTED BY THIS DOCUMENT.

在轉讓認購本文件所指之供股股份之權利時，每宗買賣雙方均須繳付從價印花稅。除出售以外，饋贈或轉讓實益權益亦須繳付從價印花稅。在登記任何轉讓認購本文件所指之供股股份之權利前，須出示已繳付從價印花稅之證明。

Form B
表格乙

FORM OF TRANSFER
轉讓表格

(To be completed and signed by the Qualifying Shareholder(s) who wish(es) to transfer all of its/his/her/their right(s) to subscribe for the Rights Shares comprised herein and the person(s) to whom the right(s) to subscribe for the Rights Share(s) are being transferred)

(供有意轉讓其全部認購本表格所涉供股股份之權利之合資格股東及獲轉讓可認購供股股份之權利之人士填寫及簽署)

To the Directors,

PACIFIC PLYWOOD HOLDINGS LIMITED

致：太平洋實業控股有限公司

列位董事 台照

Dear Sirs,

I/We*, as the Qualifying Shareholders hereby transfer all of my/our* rights to subscribe for the Rights Shares comprised in this Provisional Allotment Letter to the person(s) accepting the same and request you to register the number of Rights Shares mentioned in Box B of Form A in the name(s) of the transferee(s). The transferee(s) agree(s) to accept the same on the terms set out in this Provisional Allotment Letter and the accompanying Prospectus and subject to the Bye-laws.

敬啟者：

本人／吾等*為合資格股東，現將本暫定配額通知書所列本人／吾等*認購供股股份之全部權利轉讓予接受此權利之人士，並請閣下將表格甲中乙欄所列數目之供股股份登記於承讓人名下。承讓人同意按照本暫定配額通知書及隨附之供股章程所載之條款，並在組織章程細則之規限下接納此等股份。

Existing Shareholder(s) please mark "X" in this box
現有股東請在本欄內填上「X」號

To be completed in block letters in English. Joint transferees should give the address of the first named transferee only.
請用英文大楷填寫。聯名承讓人僅須填寫排名首位之承讓人之地址。

Name of transferee in English 承讓人英文姓名	Family name 姓氏	Other name(s) 名字	Name in Chinese 中文姓名
Name(s) of joint transferees in English (if applicable) 聯名承讓人英文姓名 (如適用)			
Address in English (Joint transferees should give the address of the first named transferee only) 英文地址(聯名承讓人僅須填寫排名 首位之承讓人之地址)			
Occupation 職業			Tel. No. 電話號碼
Dividend instructions (if any) 派息指示(如有)			
Name and address of bank 銀行名稱及地址			Bank account no. 銀行戶口號碼

Signature(s) of Qualifying Shareholder(s)
(all joint Shareholders must sign)

合資格股東簽署(所有聯名股東均須簽署)

1. _____
2. _____
3. _____
4. _____

Signature(s) of transferee(s)
(all joint transferee(s) must sign)

承讓人簽署(所有聯名承讓人均須簽署)

1. _____
2. _____
3. _____
4. _____

Date 日期：_____

Ad valorem stamp duty is payable by the transferor(s) and the transferee(s) if this form is completed.

如已填妥本表格，轉讓人及承讓人須繳納從價印花稅。

* Delete as appropriate

* 刪去不適用者



PACIFIC PLYWOOD HOLDINGS LIMITED

太平洋實業控股有限公司 *

(Incorporated in Bermuda with limited liability)

(Stock code: 767)

16 October 2013

Dear Qualifying Shareholders,

In accordance with the terms set out in the prospectus dated 16 October 2013 (the "Prospectus") dispatched to shareholders of Pacific Plywood Holdings Limited (the "Company"), a copy of which is enclosed, the directors of the Company have provisionally allotted to you a number of rights shares (the "Rights Shares") and bonus shares (the "Bonus Shares") on the basis of two Rights Shares for every one share held and registered in your name(s) as at 15 October 2013 at a subscription price of HK\$0.18 per Rights Share with one Bonus Share for every one Rights Share taken up. Your holding of Shares as at 15 October 2013 is set out in Box A and the number of Rights Shares provisionally allotted to you is set out in Box B. Terms defined in the Prospectus have the same meanings herein unless the context requires otherwise.

No action has been taken to permit the offering of the Rights Shares or the distribution of the Prospectus Documents in any jurisdiction other than Hong Kong. No person receiving a copy of the Prospectus or a provisional allotment letter or excess application form in any jurisdiction outside Hong Kong may treat it as an offer or invitation to apply for the Rights Shares unless in the relevant jurisdictions, such an offer or invitation could lawfully be made without compliance with any registration or other legal or regulatory requirements. It is the responsibility of any person outside Hong Kong wishing to make on his/her/its/their behalf an application for the Rights Shares to satisfy himself/herself/itself/themselves as to the observance of the laws and regulations of all relevant jurisdiction, including the obtaining of any government or other consents, and to pay taxes and duties required to be paid in such jurisdiction in connection therewith. The Company reserves the right to refuse to accept any application for Rights Shares where it believes in doing so would violate the applicable securities or other laws or regulations of any jurisdiction.

When issued, allotted and fully paid, the Rights Shares and the Bonus Shares shall rank pari passu in all respects with the Shares then in issue. Holders of fully-paid Rights Shares and the Bonus Shares will be entitled to receive all future dividends and distributions which are declared, made or paid after the date of allotment of the fully-paid Rights Shares and the Bonus Shares.

PROCEDURE FOR ACCEPTANCE

To take up your provisional allotment in full, you must lodge the whole of this provisional allotment letter ("PAL") intact with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong together with a remittance for the full amount payable on acceptance, as set out in Box C, so as to be received by no later than 4:00 p.m. on Wednesday, 30 October 2013. All remittances must be made by cheque or cashier's order in Hong Kong dollars. Cheques must be drawn on an account with, and cashier's orders must be issued by, a bank in Hong Kong and made payable to "Pacific Plywood Holdings Limited — Rights Issue Account" and crossed "Account Payee Only". Such payment will constitute acceptance of the provisional allotment of Rights Shares on the terms of this PAL and the Prospectus and subject to the Bye-laws of the Company. No receipt will be given for such remittances. All enquiries in connection with this PAL should be addressed to the Company's branch share registrar in Hong Kong at the above address.

It should be noted that unless this PAL, together with the appropriate remittance for the amount shown in Box C, has been received as described above by no later than 4:00 p.m. on Wednesday, 30 October 2013 whether by the original allottee or any person to whom the rights have been validly transferred, this provisional allotment and all rights hereunder will be deemed to have been declined and will be cancelled. The Company is not obliged to treat but may at its absolute discretion treat a provisional allotment letter as valid and binding on the person(s) by whom and on whose behalf is lodged even if the provisional allotment letter is not completed in accordance with the relevant instructions.

EXCESS RIGHTS SHARES

If you are a Qualifying Shareholder and you wish to apply for any Rights Shares in addition to those provisionally allotted to you, you should complete and sign the accompanying excess application form ("EAF") as indicated therein and lodge it, together with a separate remittance for the amount payable on application in respect of the excess Rights Shares applied for, with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong so as to be received by no later than 4:00 p.m. on Wednesday, 30 October 2013. All remittances must be made by cheque or cashier's order in Hong Kong dollars. Cheques must be drawn on an account with, and cashier's orders must be issued by, a bank in Hong Kong and made payable to "Pacific Plywood Holdings Limited — Excess Application Account" and crossed "Account Payee Only".

TRANSFER

If you wish to transfer all of your rights to subscribe for the Rights Shares provisionally allotted to you hereunder, you must complete and sign the form of transfer (Form B) and hand this PAL to the person(s) to or through whom you are transferring your rights. The transferee(s) must then complete and sign the form of transfer (Form B) and lodge this PAL intact together with a remittance for the full amount payable on acceptance as set out in Box C with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong so as to be received by no later than 4:00 p.m. on Wednesday, 30 October 2013. It should be noted that Hong Kong stamp duty is payable in connection with the transfer of your rights to subscribe for the relevant Rights Shares and the acceptance by the transferee(s) of such rights.

SPLITTING

If you wish to accept only part of your provisional allotment or transfer part of your rights to subscribe for the Rights Shares provisionally allotted hereunder, or to transfer your rights to more than one person, the original PAL must be surrendered and lodged for cancellation by no later than 4:00 p.m. on Tuesday, 22 October 2013 with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, who will cancel the original PAL and issue new PAL(s) in the denominations required, which will be available for collection at Computershare Hong Kong Investor Services Limited after 9:00 a.m. on the second business day after your surrender of the original PAL.

TERMINATION OF THE UNDERWRITING AGREEMENT

It should be noted that the Shares had been dealt in on an ex-rights basis since Tuesday, 8 October 2013. Dealings in the Rights Shares in their nil-paid form will take place from Friday, 18 October 2013 to Friday, 25 October 2013 (both days inclusive). If the conditions of the Rights Issue are not fulfilled and/or waived at or before 4:00 p.m. on Monday, 4 November 2013 (or such later time and/or date as the Company and the Underwriter may determine), the Underwriting Agreement shall terminate and the Rights Issue will lapse. Any persons contemplating buying or selling Shares up to the date on which all the conditions of the Rights Issue are fulfilled and/or waived, and any dealing in the Rights Shares in their nil-paid form between Friday, 18 October 2013 to Friday, 25 October 2013 (both days inclusive), bear the risk that the Rights Issue may not become unconditional or may not proceed. Any Shareholders or other persons contemplating dealing in the Shares or the Rights Shares in their nil-paid form are recommended to consult their own professional advisers.

CHEQUES OR CASHIER'S ORDERS

All cheques and cashier's orders will be presented for payment immediately following receipt and all interest earned on such monies will be retained for the benefit of the Company. If any cheque or cashier's order lodged with this PAL is not honoured upon first presentation, this PAL is liable to be rejected, and in that event the provisional allotment and all rights given pursuant to it will be deemed to have been declined and will be cancelled. You must pay the exact amount payable upon application for the Rights Shares, underpaid application will be rejected. In the event of overpaid application, a refund cheque will be made out to you only if the overpaid amount is HK\$100 or above. Completion and return of this PAL together with a cheque or cashier's order in payment for the Rights Shares will constitute a warranty by the subscriber that the cheque or cashier's order will be honoured on first presentation.

SHARE CERTIFICATES

It is expected that certificates for the fully-paid Rights Shares and the Bonus Shares will be dispatched to you by the Company's branch share registrar in Hong Kong by ordinary post at your own risk on or before Thursday, 7 November 2013. You will receive one share certificate for all the Rights Shares and one share certificate for the Bonus Shares issued to you.

EFFECT OF BAD WEATHER

If there is a "black" rainstorm warning or a tropical cyclone warning signal number 8 or above in force in Hong Kong ("Bad Weather") at any local time before 12:00 noon and no longer in force after 12:00 noon on Wednesday, 30 October 2013, the latest time for acceptance of and payment for the Right Shares and for application and payment for excess Rights Shares will be extended to 5:00 p.m. on the same business day. If there is Bad Weather in force in Hong Kong at any local time between 12:00 noon and 4:00 p.m. on Wednesday, 30 October 2013, the latest time for acceptance of and payment for the Rights Shares and for application and payment for excess Rights Shares will be rescheduled to 4:00 p.m. on the following business day which does not have either of those warnings in force at any time between 9:00 a.m. and 4:00 p.m..

GENERAL

Lodgment of this PAL with, where relevant, the form of transfer and nomination purporting to have been signed by the person(s) in whose favour it has been issued shall be conclusive evidence of the title of the party or parties lodging it to deal with the same and to receive split letters of allotment and/or share certificates.

This PAL and any acceptance of the offer contained in it shall be governed by, and construed in accordance with, Hong Kong law.

Further copies of the Prospectus giving details of the Rights Issue (with the Bonus Issue) are available from Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong during normal business hours.

Yours faithfully,
For and on behalf of the Board of
Pacific Plywood Holdings Limited
太平洋實業控股有限公司
Huang Chuan Fu
Executive Director and Chairman



PACIFIC PLYWOOD HOLDINGS LIMITED
太平洋實業控股有限公司*

(於百慕達註冊成立之有限公司)
(股份代號：767)

敬啟者：

根據已隨附本通知書於二零一三年十月十六日一併寄發予太平洋實業控股有限公司(「本公司」)股東之供股章程(「供股章程」)所載條款，本公司董事已向閣下暫定配發若干數目之供股股份(「供股股份」)及紅利股份(「紅利股份」)，基準為在二零一三年十月十五日以前閣下名義登記持有之每一股股份，可按每股供股股份0.18港元之認購價獲發兩股供股股份，以及每承購一股供股股份可獲發一股紅股。閣下於二零一三年十月十五日持有之股份載於甲欄，而閣下獲暫定配發之供股股份數目載於乙欄。除文義另有所指外，供股章程所界定之詞彙在本文件內具相同涵義。

本公司並無採取任何行動，以尋求獲准於香港以外之任何司法權區提呈發售供股股份或派發章程文件。於香港境外之任何司法權區接獲供股章程或暫定配額通知書或額外供股股份申請表格之人士，概不應視之為申請認購供股股份之要約或邀請，除非有關要約或邀請可在有關司法權區毋須進行任何登記或遵守其他法律或監管規定之情況下合法進行。有意以本身名義申請認購供股股份之任何香港境外人士，均有責任確保其遵守所有有關司法權區之法律及規例，包括取得任何政府或其他同意，以及支付該司法權區規定應付之相關稅項及徵費。本公司保留權利在其相信接納任何供股股份申請將觸犯任何司法權區之適用證券或其他法例或規例之情況下，拒絕接納有關申請。

供股股份及紅股於發行、配發及悉數繳足股款後，將在各方面與已發行股份享有同等權益。繳足股款供股股份及紅股之持有人將有權收取所有於繳足股款供股股份配發之日後宣派、作出或派付之未來股息及分派。

接納手續

閣下如悉數承購暫定配額，須於二零一三年十月三十日(星期三)下午四時正前，將本暫定配額通知書(「暫定配額通知書」)整份連同丙欄所載須於接納時繳足之股款，送交本公司之香港股份過戶登記分處香港中央證券登記有限公司，地址為香港灣仔皇后大道東183號合和中心17樓1712-1716室。所有股款均須以港元支票或銀行本票繳付。支票須以香港之銀行戶口開出，銀行本票須由香港之銀行發出，註明抬頭人為「Pacific Plywood Holdings Limited – Rights Issue Account」，並以「只准入抬頭人賬戶」劃線方式開出。有關付款將構成根據本暫定配額通知書及供股章程之條款，並在本公司組織章程細則之規限下接納供股股份暫定配額。概不會就股款發出收據。所有有關本暫定配額通知書之查詢應寄往本公司之香港股份過戶登記分處(地址如上)。

敬請注意，除非如上文所述於二零一三年十月三十日(星期三)下午四時正前接獲原承配人或有效承讓有關權利之人士交回本暫定配額通知書連同丙欄所示之適當款項，否則本暫定配額及一切有關權利將視為已遭拒絕而將予取消。本公司毋須但可絕對酌情視一份暫定配額通知書為有效，並對所提交或被代為提交之人士具有約束力，儘管該暫定配額通知書並未根據有關指示填妥。

額外供股股份

如閣下為合資格股東，並欲申請認購所獲暫定配額以外之供股股份，則必須依照隨附之額外供股股份申請表格(「額外供股股份申請表格」)所印指示將其填妥及簽署，連同所申請認購額外供股股份須另行支付之有關股款，於二零一三年十月三十日(星期三)下午四時正前交回本公司之香港股份過戶登記分處香港中央證券登記有限公司，地址為香港灣仔皇后大道東183號合和中心17樓1712-1716室。所有股款均須以港元支票或銀行本票繳付。支票須以香港之銀行戶口開出，銀行本票須由香港之銀行發出，註明抬頭人為「Pacific Plywood Holdings Limited – Excess Application Account」，並以「只准入抬頭人賬戶」劃線方式開出。

轉讓

閣下如欲轉讓本通知書所述閣下獲暫定配發可認購供股股份之全部權利，必須將轉讓表格(表格乙)填妥及簽署，並將本暫定配額通知書送交承讓權利之人士或經手轉讓權利之人士。承讓人須將轉讓表格(表格乙)填妥及簽署，於二零一三年十月三十日(星期三)下午四時正前將本暫定配額通知書整份連同丙欄所載須於接納時繳足之股款送交本公司之香港股份過戶登記分處香港中央證券登記有限公司，地址為香港灣仔皇后大道東183號合和中心17樓1712-1716室。敬請注意，轉讓閣下可認購有關供股股份之權利及承讓人接納該等權利均須繳付香港印花稅。

拆細

閣下如僅欲接納部分暫定配額或轉讓本通知書所述獲暫定配發可認購供股股份之部分權利，或將權利轉讓予一位以上之人士，則最遲須於二零一三年十月二十二日(星期二)下午四時正前將原有之暫定配額通知書交回及呈交本公司之香港股份過戶登記分處香港中央證券登記有限公司以供註銷，地址為香港灣仔皇后大道東183號合和中心17樓1712-1716室，以便股份過戶登記分處註銷原來之暫定配額通知書，並按所需數額發出新暫定配額通知書。新暫定配額通知書可於閣下交回原有之暫定配額通知書後第二個營業日上午九時正後在香港中央證券登記有限公司領取。

終止包銷協議

敬請注意，股份已由二零一三年十月八日(星期二)起按除權基準買賣。未繳股款供股股份將於二零一三年十月十八日(星期五)至二零一三年十月二十五日(星期五)(包括首尾兩日)進行買賣。倘供股之條件未能於二零一三年十一月四日(星期一)下午四時正(或本公司與包銷商可能釐定之有關較後時間及/或日期)或之前達成及/或獲豁免，則包銷協議將告終止及供股將失效。任何人士擬於所有供股條件達成及/或獲豁免之日前買賣股份，及於二零一三年十月十八日(星期五)至二零一三年十月二十五日(星期五)(包括首尾兩日)期間內買賣任何未繳股款供股股份，均須承擔供股未必能成為無條件或未必進行之風險。擬買賣股份或未繳股款供股股份之任何股東或其他人士，務請諮詢彼等之專業顧問。

支票或銀行本票

所有支票及銀行本票將於收訖後隨即過戶，而就有關股款所賺取之利息將全部撥歸本公司所有。凡隨附本暫定配額通知書送交之支票或銀行本票於首次過戶時未能兌現，則本暫定配額通知書可遭拒絕受理，而在此情況下，暫定配額及據此而賦予之所有權利將被視作已遭放棄而將予取消。閣下須於申請認購供股股份時繳付確實應付金額，如遇支付金額不足，有關申請會遭拒絕受理。在多繳申請金額之情況下，只有多繳申請金額等於100港元或以上方會獲得退款支票。填妥及交回本暫定配額通知書，連同繳付供股股份之股款支票或銀行本票，即構成認購人作出之一項保證，保證支票或銀行本票於首次過戶時將會兌現。

股票

預期本公司之香港股份過戶登記分處將於二零一三年十一月七日(星期四)或之前以普通郵遞方式將繳足股款供股股份及紅股之股票寄予閣下，郵誤風險概由閣下自行承擔。閣下將就所有獲發之供股股份及紅股收取一張供股股份股票及一張紅股股票。

惡劣天氣之影響

倘於二零一三年十月三十日(星期三)中午十二時正前任何香港本地時間發出「黑色」暴雨警告或懸掛八號或以上熱帶氣旋警告信號(「惡劣天氣」)，並於當日中午十二時正後解除，則接納供股股份並繳付股款以及申請額外供股股份並繳付股款之最後時限將順延至同一營業日下午五時正。倘香港於二零一三年十月三十日(星期三)中午十二時正至下午四時正期間任何本地時間出現惡劣天氣，則接納供股股份並繳付股款以及申請額外供股股份並繳付股款之最後時限將改為下一營業日(有關警告於當日上午九時正至下午四時正期間任何時間並無生效)下午四時正。

一般事項

遞交本暫定配額通知書及(在有關情況下)擬由獲發人士簽署之轉讓及提名表格，將為最終擁有權證明，顯示遞交有關文件之人士有權處理有關文件及接收分拆配額函件及/或股票。

本暫定配額通知書及任何對其所載要約之接納須受香港法例管轄並按其詮釋。

載有供股(連紅利發行)詳情之供股章程可於一般辦公時間向香港中央證券登記有限公司(地址為香港灣仔皇后大道東183號合和中心17M樓)索取。

此致
列位合資格股東 台照

代表董事會
太平洋實業控股有限公司
主席兼執行董事
黃傳福
謹啟

二零一三年十月十六日