



# PACIFIC PLYWOOD HOLDINGS LIMITED

(incorporated in Bermuda with limited liability)

(Stock Code: 767)

## Form of proxy for use at the Annual General Meeting to be held on Friday, 18 June 2010 at 10:00 a.m. (or any adjournment thereof)

I/We <sup>(Note 1)</sup> . . . . .  
of <sup>(Note 1)</sup> . . . . .  
being the registered holder(s) of <sup>(Note 2)</sup> . . . . . shares of HK\$0.025 each in the  
capital of the above-named Company (the "Company") HEREBY APPOINT <sup>(Note 3)</sup> . . . . .  
of <sup>(Note 3)</sup> . . . . .  
or failing him, the Chairman of the meeting, to act for me/us as my/our proxy at the Annual General Meeting of the Company to be held at Kennedy Room, Level 7, Conrad Hong Kong Hotel, Pacific Place, 88 Queensway, Hong Kong on Friday, 18 June 2010 at 10:00 a.m. and at any adjournment thereof and to vote for me/us and on my/our behalf in respect of such resolutions as indicated below, and if no such indication is given, as my/our proxy thinks fit.

	For <sup>(Note 4)</sup>	Against <sup>(Note 4)</sup>	Abstain <sup>(Note 4)</sup>
1. To receive and consider the audited accounts and the directors' report and auditor's report for the year ended 31 December 2009.			
2. (a) To re-elect Mr. Yu Chien Te as an executive director.			
(b) To re-elect Ms. Jia Hui as an executive director.			
(c) To re-elect Mr. Huang Chuan Fu as an executive director.			
(d) To re-elect Mr. Jiang Yi Ren as an executive director.			
(e) To re-elect Mr. Liang Jian Hua as an executive director.			
(f) To re-elect Mr. Chan Kin Sang as an independent non-executive director.			
(g) To re-elect Mr. Wong Chun Hung as an independent non-executive director.			
(h) To dispose of vacant office(s) of director, if any.			
(i) To fix directors' remuneration.			
3. To appoint SHINEWING as the auditor of the Company following the retirement of PricewaterhouseCoopers and to authorise the board of directors to fix their remuneration.			
4. To pass ordinary resolution no. 4(A) of the notice of Annual General Meeting (to grant a general mandate to the directors to allot shares).			
5. To pass ordinary resolution no. 4(B) of the notice of Annual General Meeting (to grant a general mandate to the directors to repurchase the Company's own shares).			
6. To pass ordinary resolution no. 4(C) of the notice of Annual General Meeting (to add the nominal amount of the shares repurchased by the Company in the nominal amount of share capital that may be allotted pursuant to the mandate granted to the directors under ordinary resolution no. 4(A)).			

Dated . . . . . day of . . . . . 2010

Signature <sup>(Note 5)</sup> . . . . .

**Notes:**

- Full name(s) and address(es) shall be inserted in BLOCK CAPITALS.
- Please insert the number of share registered in your name(s), if no number is inserted, this form of proxy will be deemed to relate to all the shares in the capital of the Company registered in your name(s).
- Full name(s) and address(es) shall be inserted in BLOCK CAPITALS. If not completed, the Chairman of the meeting will act as your proxy.
- Please indicate with an "X" in the appropriate box beside each of the resolutions how you wish the proxy to vote on your behalf, if no direction is given, the proxy may vote or abstain as he thinks fit.
- This form of proxy must be signed by you or your attorney duly authorised in writing or, in case of a corporation, must either be executed under seal or under the hand of an officer or attorney duly authorised.
- In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote of the other joint holder(s) of the shares. For this purpose, seniority will be determined by the order in which the names stand in the register of members in respect of the joint holding.
- To be valid, this form of proxy together with any power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power of attorney or authority, must be deposited at the Company's principal office at Room 602, Yue Xiu Building, 160-174 Lockhart Road, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the meeting or adjourned meetings.
- The proxy need not be a member of the Company but must attend the meeting in person to represent you.
- Completion and return of this form of proxy will not preclude you from attending and voting at the meeting.