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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)**

- (I) PROPOSED SHARE CONSOLIDATION**  
**(II) PROPOSED RIGHTS ISSUE ON THE BASIS OF**  
**TWO RIGHTS SHARES FOR EVERY ONE CONSOLIDATED SHARE**  
**HELD ON THE RECORD DATE AT HK\$0.56 PER**  
**RIGHTS SHARE WITH BONUS ISSUE ON THE BASIS OF**  
**FIVE BONUS SHARES FOR EVERY ONE RIGHTS SHARE**  
**TAKEN UP UNDER THE RIGHTS ISSUE**  
**(III) APPLICATION FOR WHITEWASH WAIVER**  
**AND**  
**(IV) PROPOSED AMENDMENTS TO THE BYE-LAWS**  
**OF THE COMPANY**

**DESPATCH OF CIRCULAR**

The Circular containing, among other things, (i) further details about the Share Consolidation, the Rights Issue (with the Bonus Issue), the Whitewash Waiver and the Bye-laws Amendments; (ii) a letter of recommendation from the Independent Board Committee to the Independent Shareholders in respect of the Rights Issue (with the Bonus Issue) and the Whitewash Waiver; (iii) a letter of advice from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders in respect of the Rights Issue (with the Bonus Issue) and the Whitewash Waiver; (iv) the notice convening the SGM; and (v) other information as required under the Listing Rules and the Takeovers Code, shall be despatched to the Shareholders on 14 August 2012.

Reference is made to the announcements of the Company dated 10 July 2012, 19 July 2012, 30 July 2012 and 10 August 2012 respectively in relation to the Share Consolidation, the Rights Issue (with the Bonus Issue), the Whitewash Waiver, the connected transaction in respect of the underwriting commission and the Bye-laws Amendments. Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the announcement of the Company dated 10 August 2012.

\* For identification purposes only

## DESPATCH OF CIRCULAR

The Board is pleased to announce that the Circular containing, among other things, (i) further details about the Share Consolidation, the Rights Issue (with the Bonus Issue), the Whitewash Waiver and the Bye-laws Amendments; (ii) a letter of recommendation from the Independent Board Committee to the Independent Shareholders in respect of the Rights Issue (with the Bonus Issue) and the Whitewash Waiver; (iii) a letter of advice from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders in respect of the Rights Issue (with the Bonus Issue) and the Whitewash Waiver; (iv) the notice convening the SGM; and (v) other information as required under the Listing Rules and the Takeovers Code, shall be despatched to the Shareholders on 14 August 2012.

The SGM will be held at 9:30 a.m. on Friday, 7 September 2012, details of which are set out in the notice of the SGM contained in the Circular.

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

Hong Kong, 13 August 2012

As at the date of this announcement, the Directors are:

*Executive Directors*

Mr. Ng Kwok Fai (*Chairman*)  
Mr. Huang Chuan Fu (*Deputy Chairman*)  
Mr. Liang Jian Hua  
Ms. Jia Hui  
Mr. Jiang Yi Ren

*Independent non-executive Directors*

Mr. Cheng Po Yuen  
Mr. Wong Chun Hung  
Mr. Li Sui Yang

*Non-executive Director*

Mr. Chan Kin Sang

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement, and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any such statement contained in this announcement misleading.*