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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 THE SPECIAL GENERAL MEETING HELD  
AT 9:30 A.M. ON 4 OCTOBER 2013**

**POLL RESULTS OF THE SGM**

The Board is pleased to announce that the ordinary resolution set out in the notice of SGM in relation to the Rights Issue (with the Bonus Issue) and the transactions contemplated thereunder was duly passed by the Independent Shareholders at the SGM held at 9:30 a.m. on 4 October 2013 by way of poll.

**DESPATCH OF THE PROSPECTUS DOCUMENTS IN RESPECT OF THE RIGHTS ISSUE (WITH THE BONUS ISSUE)**

Subject to the registration of the Prospectus Documents with the Registrar of Companies in Hong Kong, the Prospectus Documents will be despatched to the Qualifying Shareholders on 16 October 2013 and the Prospectus will be despatched to the Non-Qualifying Shareholders (if any) on 16 October 2013 for information only. The Prospectus Documents will be filed in Bermuda as soon as reasonably practicable.

**The Rights Issue is conditional upon the fulfillment of the conditions set out in the section headed “Conditions of the Rights Issue (with the Bonus Issue)” in the “Letter from the Board” in the Circular. If the conditions of the Underwriting Agreement are not fulfilled or waived (where applicable) or the Underwriting Agreement is terminated by the Underwriter, the Rights Issue (with the Bonus Issue) will not proceed.**

**Shareholders and potential investors should therefore exercise caution when dealing in the Shares or the Rights Shares in their nil-paid form and, if they are in any doubt about their position, they should consult their professional adviser(s).**

\* For identification purposes only

Reference is made to the circular of the Company dated 16 September 2013 (the “**Circular**”) in relation to, among other things, the Right Issue (with the Bonus Issue) and the transactions contemplated thereunder. Unless defined otherwise, capitalised terms used herein shall have the same meanings as those defined in the Circular.

## **POLL RESULTS OF THE SGM**

The Board is pleased to announce that the ordinary resolution set out in the notice of SGM in relation to the Rights Issue (with the Bonus Issue) and the transactions contemplated thereunder was duly passed by the Independent Shareholders at the SGM held at 9:30 a.m. on 4 October 2013 by way of poll. Details of the ordinary resolution were set out in the notice of SGM contained in the Circular.

Computershare Hong Kong Investor Services Limited, the Company’s branch share registrar in Hong Kong, acted as the scrutineer for the vote-taking at the SGM. Set out below is the poll results in respect of the resolution set out in the notice of SGM:

<b>ORDINARY RESOLUTION</b> <i>(Note)</i>	<b>For</b>	<b>Against</b>
	<b>Number of votes</b> <i>(Approximate percentage)</i>	
To approve the Rights Issue (with the Bonus Issue) and the transactions contemplated thereunder.	2,396,305 (100%)	0 (0%)

*Note:* The full text of the ordinary resolution was set out in the notice of SGM dated 16 September 2013.

As more than 50% of the votes were cast in favour of the ordinary resolution, the ordinary resolution was duly approved at the SGM.

As at the date of the SGM, the total number of Shares in issue was 556,420,530 Shares. Allied Summit, holding 324,243,951 Shares, representing approximately 58.27% of issued share capital of the Company, and being entitled to exercise control over the voting right of all its Shares, is a controlling Shareholder. In compliance with Rule 7.19(6) of the Listing Rules, Allied Summit and its associates were required to, and did, abstain from voting in favour of the resolution approving the Rights Issue (with the Bonus Issue) and the transactions contemplated thereunder at the SGM. Accordingly, a total of 232,176,579 Shares were held by the Independent Shareholders who were entitled to attend, either in person or by proxy, and vote for or against the ordinary resolution at the SGM.

Save as disclosed above, there were no Shares entitling the Shareholders to attend and abstain from voting in favour of the ordinary resolution at the SGM and no other Shareholders were required under the Listing Rules to abstain from voting on the ordinary resolution at the SGM.

## **DESPATCH OF THE PROSPECTUS DOCUMENTS IN RESPECT OF THE RIGHTS ISSUE (WITH THE BONUS ISSUE)**

Given the ordinary resolution relating to the Rights Issue (with the Bonus Issue) was duly approved by the Independent Shareholders at the SGM, the dates and times mentioned in the expected timetable as set out in the Circular regarding the Rights Issue (with the Bonus Issue) remain unchanged.

Subject to the registration of the Prospectus Documents with the Registrar of Companies in Hong Kong, the Prospectus Documents will be despatched to the Qualifying Shareholders on 16 October 2013 and the Prospectus will be despatched to the Non-Qualifying Shareholders (if any) on 16 October 2013 for information only. The Prospectus Documents will be filed in Bermuda as soon as reasonably practicable.

**The Rights Issue is conditional upon the fulfillment of the conditions set out in the section headed “Conditions of the Rights Issue (with the Bonus Issue)” in the “Letter from the Board” in the Circular. If the conditions of the Underwriting Agreement are not fulfilled or waived (where applicable) or the Underwriting Agreement is terminated by the Underwriter, the Rights Issue (with the Bonus Issue) will not proceed.**

**Shareholders and potential investors should therefore exercise caution when dealing in the Shares or the Rights Shares in their nil-paid form and, if they are in any doubt about their position, they should consult their professional adviser(s).**

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

Hong Kong, 4 October 2013

As at the date of this announcement, the directors of the Company are:

*Executive Directors*

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

*Independent non-executive Directors*

Mr. Wong Chun Hung  
Mr. Wong Sze Kai  
Mr. Zheng Zhen

*In the case of any inconsistency, the English text of this announcement shall prevail over the Chinese text.*