



PACIFIC PLYWOOD HOLDINGS LIMITED

太平洋實業控股有限公司*

(incorporated in Bermuda with limited liability)

(Stock code: 767)

**Form of proxy for use at the Annual General Meeting to be held
at Joint Professional Centre, Unit 1, G/F., The Centre, 99 Queen's Road Central, Hong Kong
on Monday, 30 May 2011 at 9:00**

I/We ^(Note 1) _____
of ^(Note 1) _____
being the registered holder(s) of ^(Note 2) _____ shares of HK\$0.025 each in the capital of the
above-named company (the "Company") HEREBY APPOINT ^(Note 3) _____
of ^(Note 3) _____
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 Joint Professional Centre, Unit 1, G/F., The Centre, 99 Queen's Road Central, Hong Kong on Monday, 30 May 2011
at 9:00, 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 ^(Note 4)	Against ^(Note 4)
1	To receive and adopt the audited financial statements and the directors' report and auditors' report for the year ended 31 December, 2010.		
2	(a) To re-elect Mr. Huang Chuan Fu as an executive director.		
	(b) To re-elect Ms. Jia Hui as an executive director.		
	(c) To re-elect Mr. Cheng Po Yuen as an independent non-executive director.		
	(d) To authorize the board of directors of the company to fix directors' remuneration.		
3	To re-appoint SHINEWING (HK) CPA Limited as the Company's auditors until the conclusion of the next annual general meeting and to authorize 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)).		
7	To pass ordinary resolution No. 4(D) of the notice of Annual General Meeting (to refresh the scheme mandate limit under the share option scheme adopted by the Company).		

Dated _____ day of _____

Signature ^(Note 5) _____

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 the resolution how you wish the proxy to vote on your behalf.
- This form of proxy must be signed by you and your attorney duly authorized in writing or, in case of a corporation, must either be executed under seal or under the hand of an officer or attorney duly authorized.
- 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 to the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17/F., Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the meeting.
- 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.

* For identification purpose only