

## DEFINITIONS

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*In this prospectus, unless the context otherwise requires, the following terms shall have the meanings set out below. Certain other terms are explained in the section headed “Glossary of Technical Terms”.*

“Anhui Hualin”	Anhui Hualin Woodbased Panel Co., Ltd. (安徽華林人造板有限公司), a company incorporated under the laws of the PRC, which is owned as to 53.5% by SIL and is one of the Remaining Businesses
“Anhui Tongling”	Anhui Tongling Anlin Wood Plantation Co., Ltd. (安徽銅陵安林木業有限公司), a company incorporated under the laws of the PRC, which is a wholly-owned subsidiary of SIL and is one of the Remaining Businesses
“Application Form(s)”	white application form(s) and yellow application form(s), or where the context so requires, any of them
“associate”	has the meaning ascribed thereto under the Listing Rules
“Board of Directors” or “Board”	the board of directors of our Company
“Business Day”	any day (other than Saturday and Sunday) in Hong Kong on which banks in Hong Kong are open generally for normal banking business
“Bye-laws”	the Bye-laws of our Company, conditionally adopted on February 12, 2007 and as amended from time to time
“CCASS”	the Central Clearing and Settlement System established and operated by HKSCC
“CCASS Broker Participant”	a person admitted to participate in CCASS as a broker participant
“CCASS Custodian Participant”	a person admitted to participate in CCASS as a custodian participant
“CCASS Investor Participant”	a person admitted to participate in CCASS as an investor participant who may be an individual or joint individuals or a corporation
“CCASS Participant”	a CCASS Broker Participant or a CCASS Custodian Participant or a CCASS Investor Participant
“CFK”	Chandler Fraser Keating Limited
“Companies Act”	the Companies Act 1981 of Bermuda
“Company” or “our Company” or “SGL”	Samling Global Limited, an exempted company incorporated in Bermuda with limited liability on June 27, 2005 under the Companies Act, or where the context refers to any time prior to its incorporation, those businesses and operations which its predecessors were engaged in and which were subsequently assumed by it pursuant to the Reorganization in contemplation of the Global Offering

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“Controlling Shareholders”	has the meaning ascribed to it under the Listing Rules and in the context of our Company, means Datuk Yaw Teck Seng, Yaw Chee Ming, Yaw Holding Sdn. Bhd. and Samling Strategic (and where the context requires, includes companies controlled by them)
“Credit Suisse”	Credit Suisse (Hong Kong) Limited, deemed licensed for type 1 (dealing in securities) regulated activity, type 4 (advising on securities) regulated activity and type 6 (advising on corporate finance) regulated activity under the SFO
“Director(s)”	the director(s) of our Company
“FAO”	the Food and Agriculture Organization of the United Nations
“FIC”	the Foreign Investment Committee of the Economic Planning Unit of the Prime Minister’s Department of Malaysia
“Foothill”	Foothill LVL & Plywood (Cangshan) Co., Ltd. (魯林木業(蒼山)有限公司), a company incorporated under the laws of the PRC on November 26, 2002, and a wholly-owned subsidiary of our Company
“FSC”	Forest Stewardship Council, a non-profit organization devoted to encouraging the responsible management of the world’s forests. Through consultative processes, it sets international standards for responsible forest management and accredits independent third party organizations who can certify forest managers and forest product producers to FSC standards
“GDP”	gross domestic product
“Glenealy”	Glenealy Plantations (Malaya) Berhad, a company incorporated in Malaysia on May 14, 1959 and listed on the Malaysia Stock Exchange, in which Lingui held a 36.42% shareholding, and Samling Strategic, one of our Controlling Shareholders, held a 15.35% shareholding, as at the Latest Practicable Date
“Global Coordinator”	Credit Suisse
“Global Offering”	the Hong Kong Public Offering and the International Offering
“Group” or “we” or “us”	the Company and its subsidiaries and, in respect of the period before the Company became the holding company of such subsidiaries, the entities which carried on the business of the Group

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“HFF”	Hikurangi Forest Farms Limited, a company incorporated in New Zealand on June 19, 1980 and a wholly-owned subsidiary of Lingui
“HK\$” or “HK dollars”	Hong Kong dollars, the lawful currency of Hong Kong
“HKSCC”	Hong Kong Securities Clearing Company Limited
“HKSCC Nominees”	HKSCC Nominees Limited, a wholly-owned subsidiary of HKSCC
“Hong Kong” or “HK”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Branch Share Registrar”	Computershare Hong Kong Investor Services Limited
“Hong Kong Companies Ordinance”	the Companies Ordinance of Hong Kong (Chapter 32 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
“Hong Kong Public Offering”	the offer of Public Offer Shares for subscription by the public in Hong Kong for cash at the Offer Price, on and subject to the terms and conditions described in this prospectus and the Application Forms
“Hong Kong Underwriters”	the several underwriters of the Hong Kong Public Offering listed in the section entitled “Underwriting — Hong Kong Underwriters”
“Hong Kong Underwriting Agreement”	the underwriting agreement dated February 22, 2007 relating to the Hong Kong Public Offering entered into among us, the Hong Kong Underwriters and the Joint Bookrunners
“HSBC”	The Hongkong and Shanghai Banking Corporation Limited
“IAS”	International Accounting Standards
“IFRS”	International Financial Reporting Standards
“Independent Third Party”	a party which is independent of and not connected with our Directors, substantial shareholders (within the meaning under the Listing Rules) or chief executive of our Company or any of their respective associates
“International Offering”	the conditional placing by the International Underwriters of the International Offering Shares with institutional and professional investors, as further described in the section headed “Structure of the Global Offering”

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“International Offering Shares”	the 945,000,000 Shares initially being offered by us for subscription at the Offer Price under the International Offering, subject to adjustment as described in the section headed “Structure of the Global Offering”
“International Purchase Agreement”	the international purchase agreement relating to the International Offering and to be entered into among us and the Joint Bookrunners (in connection with which the Joint Sponsors are acting as representatives of the International Underwriters) on or around March 1, 2007
“International Underwriters”	the several underwriters of the International Offering named in the International Purchase Agreement, led by the Global Coordinator
“ITTO”	the International Tropical Timber Organization
“JAS”	Japanese Agricultural Standards
“JIS”	Japanese Industrial Standards
“Joint Bookrunners”	Credit Suisse, Macquarie and HSBC
“Joint Sponsors”	Credit Suisse and Macquarie
“Latest Practicable Date”	February 15, 2007, being the latest practicable date prior to the publication of this prospectus for ascertaining certain information
“Lingui”	Lingui Developments Berhad, a company incorporated in Malaysia on December 27, 1967 and listed on the Malaysia Stock Exchange, in which our Company owned a 59.69% interest as at the Latest Practicable Date
“Lingui Group”	Lingui and its subsidiaries
“Lingui SPA”	a sale and purchase agreement dated July 13, 2005 (as supplemented by agreements dated February 15, 2006 and April 18, 2006, respectively) entered into between Samling Strategic, Megadasa Sendirian Berhad and Strategic Corporation Sdn. Bhd. as vendors, and our Company as purchaser, in relation to the sale and purchase of an aggregate of 262,985,001 ordinary shares of RM0.50 each in Lingui, representing 39.87% of the issued share capital of Lingui as at July 13, 2005
“Listing”	the listing of the Shares on the Stock Exchange

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“Listing Date”	the date on which dealings in the Shares first commence on the Stock Exchange
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended from time to time)
“Macquarie”	Macquarie Securities Limited, a licensed corporation under the SFO to conduct types 1 (dealing in securities), 4 (advising on securities) and 6 (advising on corporate finance) of the regulated activities as defined in the SFO
“MAF”	Ministry of Agriculture and Forestry of New Zealand
“Malaysia Stock Exchange”	Bursa Malaysia Securities Berhad
“Malaysia Takeovers Code”	the Malaysian Code on Take-overs and Mergers 1998 (as amended from time to time)
“Masonite”	Masonite International Corporation, a global building products company incorporated under the laws of the Province of Ontario, Canada with its headquarters in Florida, U.S., an Independent Third Party
“Memorandum of Association”	the memorandum of association of our Company adopted on June 29, 2005 as amended from time to time
“MITI”	the Ministry of International Trade and Industry of Malaysia
“MTCC”	The Malaysian Timber Certification Council, an independent non-profit organization established to plan and operate a voluntary national forest certification scheme to provide assurance to buyers of Malaysian timber products that the products have been sourced from certified forests
“Offer Price”	the final Hong Kong dollar price per Share (exclusive of brokerage, SFC transaction levy and Stock Exchange trading fee) at which the Offer Shares are to be sold pursuant to the Hong Kong Public Offering, to be determined as further described in “Structure of the Global Offering — Pricing and Allocation” in this prospectus
“Offer Shares”	the Public Offer Shares and the International Offering Shares together, where relevant, with any additional Shares allotted and issued pursuant to the exercise of the Over-allotment Option

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“Over-allotment Option”	the option to be granted by us to the International Underwriters, exercisable by the Global Coordinator (on behalf of the International Underwriters) under the International Purchase Agreement pursuant to which we may be required by the Global Coordinator (on behalf of the International Underwriters) to allot and issue up to an aggregate of 157,500,000 additional Shares, representing in aggregate 15% of the initial Offer Shares, at the Offer Price, to, amongst other things, cover over-allocations in the International Offering, if any
“PDT”	Perkapalan Damai Timur Sdn. Bhd., a company incorporated under the laws of Malaysia, an existing shareholder of our Company and held as to 40% by Wan Morshidi Bin Tuanku Abdul Rahman, who is a director of certain of our subsidiaries
“Pöyry”	Pöyry Forest Industry Pte Ltd, an independent technical consultant engaged by our Company to review our forestry and processing operations
“PRC” or “China”	the People’s Republic of China and, except where the context requires and only for the purpose of this prospectus, references in this prospectus to the PRC or China do not apply to Taiwan or the Hong Kong and Macau Special Administrative Regions
“Premier Woodworking”	Premier Woodworking (Anqing) Corporation (安徽中林木業有限公司), a company incorporated under the laws of the PRC, which is owned as to 75% by Anhui Hualin and is one of the Remaining Businesses
“Price Determination Date”	the date, expected to be on or around Thursday, March 1, 2007 but no later than Monday, March 5, 2007 on which the Offer Price is fixed for the purposes of the Global Offering
“Principal Share Registrar”	Butterfield Fund Services (Bermuda) Limited
“Public Offer Shares”	the 105,000,000 Shares initially being offered by us for subscription at the Offer Price under the Hong Kong Public Offering, subject to adjustment as described in the section headed “Structure of the Global Offering”
“Qianshan Hualin”	Qianshan Hualin Woodworking Corporation (潛山華林木業有限公司), a company incorporated under the laws of the PRC, which is owned as to 99% by Anhui Hualin and is one of the Remaining Businesses

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“QIBs”	qualified institutional buyers within the meaning of Rule 144A
“Regulation S”	Regulation S under the US Securities Act
“Remaining Businesses”	the timber and timber product-related businesses excluded from our Group and carried on by Limbang Trading (Bintulu) Sdn. Bhd., Grand Perfect Sdn. Bhd., Hormat Saga Sdn. Bhd., Adat Mayang Sdn. Bhd., Anhui Hualin, Qianshan Hualin, Premier Woodworking, Anhui Tongling, Interwil Holdings (Proprietary) Limited and Interwil (Proprietary) Limited in which our Controlling Shareholders are interested
“Reorganization”	the reorganization of the businesses comprising our Group in preparation for the Listing, as described in the section headed “Our History and Corporate Structure — Reorganization of our Company” and the section headed “Reorganization” in Appendix VIII of this prospectus
“Ringgit” or “RM”	Malaysian Ringgit, the lawful currency of Malaysia
“Riverside”	Riverside Plywood Corporation (三林合板(南通)有限公司), a company incorporated under the laws of the PRC on August 13, 2002, and a wholly-owned subsidiary of our Company
“Rule 144A”	Rule 144A under the US Securities Act
“Samling Strategic”	Samling Strategic Corporation Sdn. Bhd., a company incorporated under the laws of Malaysia wholly-owned by Yaw Holding Sdn. Bhd., and one of our Controlling Shareholders
“Samling Strategic Licensed Group”	Samling Strategic and the companies which may come under its direct or indirect control, excluding ourselves and our subsidiaries and associated corporations
“Sarawak”	the State of Sarawak, Malaysia
“Securities and Futures Commission” or “SFC”	the Securities and Futures Commission of Hong Kong
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	ordinary shares issued by the Company, with a nominal value of US\$0.10 each

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“Shareholder(s)”	holder(s) of our Share(s)
“Share Option Scheme”	the share option scheme conditionally adopted by our Company pursuant to the resolutions passed by our Shareholders on February 2, 2007 and our Directors on February 4, 2007, a summary of the principal terms of which is set out in the paragraph headed “Share Option Scheme” in Appendix VIII
“SIL”	Samling International Limited, a company incorporated under the laws of the States of Jersey on November 5, 1992 which is owned as to 99.9% by Datuk Yaw Teck Seng and as to 0.1% by Yaw Chee Ming
“SST”	Syarikat Samling Timber Sdn. Bhd., a company incorporated under the laws of Malaysia on October 26, 1976 and a wholly-owned subsidiary of our Company
“STIDC”	Sarawak Timber Industry Development Corporation, a government authority in Sarawak, Malaysia that controls and co-ordinates the manufacturing standards and trade practices of Sarawak timber industries and makes recommendations to the Sarawak state government as to the methods, measures and policies to be adopted to facilitate the improvement of the existing timber industry in Sarawak, Malaysia
“Stock Borrowing Agreement”	a stock borrowing agreement expected to be entered into between Credit Suisse and Samling Strategic, pursuant to which Samling Strategic will agree to lend up to 157,500,000 Shares to Credit Suisse on the terms set out therein, further details of which are set out in the section headed “Information about this Prospectus and the Global Offering — Stabilization” in this prospectus
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Tapah”	Tapah Plantation Sdn. Bhd., a company incorporated under the laws of Malaysia, an existing shareholder of our Company and an Independent Third Party
“Track Record Period”	the period comprising the three years ended June 30, 2006 and the three months ended September 30, 2006
“Underwriters”	the Hong Kong Underwriters and the International Underwriters

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“Underwriting Agreements”	the Hong Kong Underwriting Agreement and the International Purchase Agreement
“United Kingdom” or “U.K.”	the United Kingdom of Great Britain and Northern Ireland
“United States” or “U.S.”	the United States of America, including its territories and possessions
“US\$” or “U.S. Dollars”	United States dollars, the lawful currency of the United States
“US person” or “US persons”	has that definition ascribed to it in Rule 902 of Regulation S
“US Securities Act”	the US Securities Act of 1933, as amended, and the rules and regulations promulgated thereunder
“WWF”	World Wild Fund for Nature, an independent conservation organization based in Switzerland and operating in more than 100 countries aiming to stop the degradation of the world’s natural environment