

**FINANCIAL BALLOTING GROUP LLC**  
**757 THIRD AVENUE - 3RD FLOOR**  
**NEW YORK, NY 10017**

November 26, 2008

To Beneficial Owners of Portola 8¼% Senior Notes due February 1, 2012 and their Bank, Brokerage Firm, or Other Nominee

Re: Common Stock of New Portola Packaging, Inc. to be distributed to holders of 8¼% Senior Notes (CUSIP 737008AD4)

Ladies and Gentlemen:

Financial Balloting Group LLC (“**FBG**”) is acting as special agent in connection with the Debtors’ Second Amended Prepackaged Joint Plan of Reorganization (the “**Plan**”) in the matter of In re: Portola Packaging, Inc. (“**Portola**”), et al. in United States Bankruptcy Court, District of Delaware, (Jointly Administered Case No. 08-12001). As you may know, the Plan contemplates the issuance of new shares of common stock (“**New Common Stock**”) of Portola to be distributed to holders of Senior Notes Claims (as defined in the Plan), including you, in accordance with Article 4 of the Plan.

As a pre-requisite for the closing of the transactions under the Plan (the “**Effective Date**”), the New Common Stock will initially be distributed to U.S. Bank National Association, as indenture trustee, for the benefit of the holders of the Senior Note Claims (the “**Trustee**”). As a condition to receiving the New Common Stock from the Trustee, each recipient of New Common Stock is required to execute and deliver a signed copy of the Stockholders’ Agreement (the “**Stockholders’ Agreement**”) and the Registration Rights Agreement (the “**Registration Rights Agreement**”), each of which is to be entered into by each shareholder of New Common Stock.

As described in the Plan, the New Common Stock will not be, as of the date of issuance, registered with the Securities and Exchange Commission (“**SEC**”) and, therefore, will be RESTRICTED stock that is not eligible for resale, except pursuant to an exemption from registration or Rule 144, as promulgated by the SEC. Additionally, the New Common Stock is subject to certain restrictions on transfer, including a right of first refusal on the sale of your New Common Stock. Because the New Common Stock is RESTRICTED and is subject to other restrictions on transfer, the Beneficial Owner of the Portola 8¼% Senior Notes (the “**Beneficial Owner**”) must complete certain documentation, and the Bank, Brokerage Firm, or Other Nominee (the “**Nominee**”) holding the Notes on behalf of the Beneficial Owner must take certain steps as well. An outline of the steps to be taken by Beneficial Owners and Nominees follows:

1. The NOMINEE should tender the Senior Notes through DTC’s ATOP system on an account by account basis. A separate VOI number will be assigned to each account.
2. The NOMINEE should distribute copies of this letter, the Registration Instruction Sheet, the Stockholders Agreement and the Registration Rights Agreement to Beneficial Owners. (Or the

Beneficial Owner may obtain the documents directly, and then contact their NOMINEE with respect to processing them.)

3. The BENEFICIAL OWNER should complete the Registration Instruction Sheet and execute the Stockholders' Agreement and Registration Rights Agreement and return them to their NOMINEE, as directed.
4. The NOMINEE should then take the following steps:
  - Add the requested information to the last pages of the Stockholders' Agreement and the Registration Rights Agreement (including participant name, participant number, and medallion stamp).
  - Enter the requested information with respect to the Beneficial Owner on FBG's website established for that purpose at [www.fbgregister.com/port](http://www.fbgregister.com/port) including the VOI number for the tender, and confirmation that it has received the Stockholders' Agreement and the Registration Rights Agreement from the Beneficial Owner.
  - Send the originally executed and medallion stamped Stockholders' Agreement and Registration Rights Agreement to FBG at the address set forth below, by hand, first class mail, or overnight courier:

Financial Balloting Group LLC  
757 Third Avenue, 3rd Floor  
New York, NY 10017  
Attn: Portola Processing  
Telephone: (646) 282-1800

#### TIMING:

These documents are being sent to Nominees on or about the Effective Date, November 25, 2008.

The shares of New Common Stock will be issued to the Trustee, for the benefit of the holders of the Senior Notes on the Effective Date. As soon as practicable after the Effective Date, Nominees must respond to the mandatory redemption on DTC's ATOP system. The ATOP will remain open for a period of thirty (30) days.

As soon as practicable after the Senior Notes have been tendered on DTC's ATOP System and the Beneficial Holder has completed the registration steps outlined above, confirmations of the New Common Stock that has been registered in the name of the Beneficial Owner will be forwarded to those Beneficial Owners whose shares have been fully registered, pursuant to the steps outlined above.

The registration website will be available for a period of six (6) months after the Effective Date. A Beneficial Owner will not be entitled to any information about Portola or any other rights of a stockholder until they complete the registration process.

If you have any questions, please feel free to call Financial Balloting Group at (646) 282-1800.