

PERSONS HAVING NOTIFIABLE INTERESTS UNDER THE SFO
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DISCLOSURE OF INTEREST UNDER THE SFO

(i) Interests and/or short positions of our Directors and the chief executive of our Company in the shares, underlying shares and debentures of our Company and its associated corporations following the Share Offer

Immediately following completion of the Share Offer (but taking no account of any Shares which may be allotted and issued pursuant to the Share Option Scheme and exercise of the Over-allotment Option), the interests and/or short positions of our Directors and chief executive in our Shares, underlying Shares or debentures of our Company and its associated corporations (within the meaning of Part XV of the SFO) which will have to be notified to our Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions in which they are taken or deemed to have under such provisions of the SFO), or which will be required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or which will be required to be notified to our Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers contained in the Listing Rules, once the Shares are listed, will be as follows:

Our Company

(a) Interests in Shares

Long positions in the Shares of our Company

<u>Name of Directors</u>	<u>Nature of interest</u>	<u>Number of Shares held</u>	<u>Approximate percentage of shareholding</u>
Mr. Wang MX . . .	Interest of controlled corporations (Note 1)	325,000,000 Shares (L)	65%
Mr. Wang MF . . .	Interest of controlled corporations (Note 1)	325,000,000 Shares (L)	65%
Mr. Wang ML . . .	Interest of controlled corporations (Note 1)	325,000,000 Shares (L)	65%

Note:

(1) The Wang Brothers are taken to be interested in the 325,000,000 Shares held by Corn Oil Luxembourg, which is owned as to approximately 82.733% by Sanxing Trade, which in turn is owned as to 100% by Sanxing Grease, which in turn is owned as to 33.4% by Mr. Wang MX, 16.5% by Mr. Wang MF, 16.5% by Ms. Huo and 33.6% by Shandong Sanxing, which in turn is owned as to 20.4% by Mr. Wang MF, 20% by Mr. Wang MX, 20% by Mr. Wang ML, 4.4% by Mr. Sun Guohui and 35.2% by eight individuals who are past or present employees of Sanxing Group.

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Associated Corporations

<u>Name of Directors</u>	<u>Name of associated corporation</u>	<u>Capacity</u>	<u>Approximate percentage of shareholding in the company</u>
Mr. Wang MX . .	Sanxing Grease	Beneficial owner	33.4%
	Sanxing Trade	Interest of a controlled corporation	33.4%
	Corn Oil Luxembourg <i>(Note 1)</i>	Interest of a controlled corporation	33.4%
Mr. Wang MF . .	Sanxing Grease	Beneficial owner	16.5%
	Sanxing Trade	Interest of a controlled corporation	16.5%
	Corn Oil Luxembourg <i>(Note 1)</i>	Interest of a controlled corporation	16.5%
Mr. Wang ML . .	Sanxing Grease	Interest of a spouse <i>(Note 2)</i>	16.5%
	Sanxing Trade	Interest of a spouse <i>(Note 2)</i>	16.5%
	Corn Oil Luxembourg <i>(Note 1)</i>	Interest of a spouse <i>(Note 2)</i>	16.5%

Notes:

- (1) As at the Latest Practicable Date, it is the intention of the majority shareholders of Corn Oil Luxembourg to voluntarily liquidate Corn Oil Luxembourg. Please refer to the section headed "History and Corporate Development" in this prospectus for details.
- (2) Ms. Huo owns 16.5% equity interest in Sanxing Grease, which holds 100% equity interest in Sanxing Trade, which in turn holds approximately 82.733% interest in Corn Oil Luxembourg. Ms. Huo is the spouse of Mr. Wang ML, Mr. Wang ML is therefore taken to be interested in 16.5% equity interest in Sanxing Grease.

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(ii) Interests and/or short positions of the Substantial Shareholders in the Shares and underlying Shares which are discloseable under Division 2 and 3 of Part XV of the SFO

Immediately following completion of the Share Offer (but taking no account of any Shares which may be allotted and issued pursuant to the Share Option Scheme and exercise of the Over-allotment Option), so far as the Directors are aware, the following persons (not being a Director or a chief executive of our Company) will have an interest or short position in the Shares or underlying Shares which would fall to be disclosed to our Company and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or who will, directly or indirectly, be interested in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any other member of our Group.

Interests and short positions in the Shares and underlying Shares of the Company

<u>Name of Substantial Shareholders</u>	<u>Nature of interest</u>	<u>Total number of Shares or underlying Shares</u>	<u>Approximate percentage or attributable percentage of shareholding</u>
Corn Oil Luxembourg . .	Beneficial owner (Note 1)	325,000,000 Shares (L)	65%
Sanxing Trade	Interest of a controlled corporation (Note 1)	325,000,000 Shares (L)	65%
Sanxing Grease	Interest of a controlled corporation (Note 1)	325,000,000 Shares (L)	65%
Shandong Sanxing	Interest of controlled corporations (Note 1)	325,000,000 Shares (L)	65%
Ms. Huo	Interest of a spouse (Note 2)	325,000,000 Shares (L)	65%

Note:

- (1) Corn Oil Luxembourg is the registered owner of 325,000,000 Shares upon completion of the Share Offer. Corn Oil Luxembourg is owned as to approximately 82.733% by Sanxing Trade, which in turn is owned as to 100% by Sanxing Grease, which in turn is owned as to 33.6% by Shandong Sanxing. Upon the winding up of Corn Oil Luxembourg, it is intended that all the issued shares in the Company held by Corn Oil Luxembourg will be distributed by way of transfer to the then existing shareholders of Corn Oil Luxembourg on a pro-rata basis. Please refer to the section headed "History and Corporate Development" in this prospectus for details.
- (2) Ms. Huo owns 16.5% equity interest in Sanxing Grease, which holds 100% equity interest in Sanxing Trade, which in turn holds approximately 82.733% interest in Corn Oil Luxembourg. Ms. Huo is the spouse of Mr. Wang ML, our executive Director and is taken to be interested in 65% interest in the Company.

UNDERTAKINGS TO THE STOCK EXCHANGE UNDER THE LISTING RULES

(i) Restrictions on Disposal of Shares

1. Sanxing Grease, Shandong Sanxing, Wang MX, Wang MF, Wang ML and Ms. Huo, being the controlling shareholders (as defined in the Listing Rules) of the Company have jointly and severally, and Sanxing Trade has individually undertaken to the Stock Exchange, the Company, Taifook Capital and Taifook Securities (for itself and on behalf of the Underwriters) that:
 - (a) they shall not, and shall procure that the relevant registered holder(s) shall not, except pursuant to the Share Offer and the Over-allotment Option, or the Stock Borrowing Agreement, dispose of or enter into any agreement to dispose of or otherwise create any options, rights, interests or encumbrances in respect of any of those securities of the Company in respect of which they are shown by this prospectus to be the beneficial owners (the “**Relevant Securities**”), in the period commencing on the date by reference to which disclosure of their shareholding is made in this prospectus and ending on the date which is six months from the date on which dealings in the securities of the Company commence on the Stock Exchange (the “**First Six-Month Period**”);
 - (b) they shall not, and shall procure that the relevant registered holder(s) shall not, except pursuant to the Share Offer and the Over-allotment Option, in the period of six months commencing on the date on which the First Six-Month Period expires (the “**Second Six-Month Period**”), dispose of, or enter into any agreement to dispose of or otherwise create any options, rights, interests or encumbrances in respect of any of the Relevant Securities, if immediately following such disposal or upon the exercise or enforcement of such options, rights, interests or encumbrances, they would cease to be controlling shareholders (as defined in the Listing Rules) of the Company; and
 - (c) within the period commencing on the date by reference to which disclosure of their shareholding is made in this prospectus and ending on the date which is twelve months from the date on which dealings in the securities of the Company commence on the Stock Exchange, they shall:
 - i. when they pledge or charge any securities beneficially owned by them in favour of an authorized institution (as defined in the Banking Ordinance, Chapter 155 of the Laws of Hong Kong) for a bona fide commercial loan, immediately inform the Company of such pledge or charge together with the number of the securities so pledged or charged; and
 - ii. when they receive any indications, either verbal or written, from the pledgee or chargee that any of the pledged or charged securities will be disposed of, immediately inform the Company of such indications.

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We will also, as soon as we have been informed of the above matters (if any) by Sanxing Grease, Shandong Sanxing, Wang MX, Wang MF, Wang ML, Ms. Huo or Sanxing Trade, inform the Stock Exchange and disclose such matters as soon as possible by way of an announcement to be published as required under the Listing Rules.

2. Corn Oil Luxembourg, being a controlling shareholder (as defined in the Listing Rules) of the Company has undertaken to the Stock Exchange, the Company, Taifook Capital and Taifook Securities (for itself and on behalf of the Underwriters) that subject to paragraph 3 below:
 - (a) it shall not, and shall procure that the relevant registered holder(s) shall not, except pursuant to the Share Offer and the Over-allotment Option, or the Stock Borrowing Agreement, dispose of or enter into any agreement to dispose of or otherwise create any options, rights, interests or encumbrances in respect of the Relevant Securities, in the period commencing on the date by reference to which disclosure of its shareholding is made in this prospectus and ending on the First Six-Month Period;
 - (b) it shall not, and shall procure that the relevant registered holder(s) shall not, except pursuant to the Share Offer and the Over-allotment Option, in the Second Six-Month Period, dispose of, or enter into any agreement to dispose of or otherwise create any options, rights, interests or encumbrances in respect of any of the Relevant Securities, if immediately following such disposal or upon the exercise or enforcement of such options, rights, interests or encumbrances, it would cease to be a controlling shareholder (as defined in the Listing Rules) of the Company; and
 - (c) within the period commencing on the date by reference to which disclosure of its shareholding is made in this prospectus and ending on the date which is twelve months from the date on which dealings in the securities of the Company commence on the Stock Exchange, it shall:
 - i. when it pledges or charges any securities beneficially owned by it in favour of an authorized institution (as defined in the Banking Ordinance, Chapter 155 of the Laws of Hong Kong) for a bona fide commercial loan, immediately inform the Company of such pledge or charge together with the number of the securities so pledged or charged; and
 - ii. when it receives any indications, either verbal or written, from the pledgee or chargee that any of the pledged or charged securities will be disposed of, immediately inform the Company of such indications.

We will also, as soon as we have been informed of the above matters (if any) by Corn Oil Luxembourg, inform the Stock Exchange and disclose such matters as soon as possible by way of an announcement to be published as required under the Listing Rules.

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3. As at the Latest Practicable Date, it is the intention of the majority shareholders of Corn Oil Luxembourg to apply for the voluntary winding up of Corn Oil Luxembourg. It is expected that the relevant procedures may be completed before the expiry of the Second Six-Month Period. Pursuant to and following such liquidation, all the issued shares in the Company (the “**Relevant Shares**”) held by Corn Oil Luxembourg will be distributed by way of transfer to its then existing shareholders, namely, Sanxing Trade, CDCP, GMIM, NGPL and Other Investors of Corn Oil Luxembourg or their representative(s), trustee(s), nominee(s) or agent(s), as may be appropriate, on a pro-rata basis, such that Sanxing Trade, CDCP, GMIM, NGPL and Other Investors of Corn Oil Luxembourg or their representative(s), trustee(s), nominee(s) or agent(s), as may be appropriate, will directly hold the Relevant Shares (the “**Distribution**”). The Distribution shall not, for the purpose of the non-disposal undertakings given by Corn Oil Luxembourg, constitute a breach of the undertakings set forth in paragraph 2 above. Further, the Shares to be received by Sanxing Trade pursuant to the Distribution are also subject to the undertakings set out in paragraph 1 above.
4. CDCP, GMIM and NGPL, being Independent Third Parties as at the Latest Practicable Date, are not subject to any of the non-disposal undertaking in respect of securities of the Company.

(ii) Non-issue of Shares

Pursuant to Rule 10.08 of the Listing Rules, we have undertaken to the Stock Exchange that no further Shares or securities convertible into equity securities of our Company (whether or not of a class already listed) will be issued or form the subject of any agreement to such an issue within 6 months from the date on which the Shares first commence dealing on the Stock Exchange (whether or not such issue of Shares will be completed within 6 months from the commencement of dealing), except (1) in certain circumstances prescribed by Rule 10.08 of the Listing Rules, such as the issue of Shares pursuant to options that may be granted under the Share Option Scheme; and (2) pursuant to the Over-allotment Option.