GREENFIELD CHEMICAL HOLDINGS LIMITED
嘉輝化工控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 582)

FINAL RESULTS FOR THE YEAR ENDED 31ST DECEMBER, 2008

The Board of Directors ("Directors") of Greenfield Chemical Holdings Limited (the "Company") is pleased to announce the audited consolidated results of the Company and its subsidiaries (the "Group") for the year ended 31st December, 2008 together with the comparative figures.

CONSOLIDATED INCOME STATEMENT
FOR THE YEAR ENDED 31ST DECEMBER, 2008

		2008	2007
	NOTES	***HK$'000***	*HK$'000*
Revenue	*3*	**335,697**	317,066
Cost of sales		**(291,419)**	(270,503)
Gross profit		**44,278**	46,563
Other income		**22,800**	17,840
Distribution and selling expenses		**(16,235)**	(13,864)
Administrative expenses		**(50,622)**	(37,587)
Loss on partial disposal of a subsidiary		**—**	(2,991)
Share of profits of associates		**18,009**	16,612
Profit before taxation	*4*	**18,230**	26,573
Taxation	*5*	**(3,326)**	(3,347)
Profit for the year		**14,904**	23,226
Attributable to:			
Equity holders of the Company		**4,376**	24,535
Minority interests		**10,528**	(1,309)
		14,904	23,226
Dividends	*6*	**18,000**	22,500
Earnings per share, basic	*7*	**HK1.5 cents**	HK9.4 cents

* *For identification purposes only*

CONSOLIDATED BALANCE SHEET

AT 31ST DECEMBER, 2008

	NOTES	2008 HK$'000	2007 HK$'000
NON-CURRENT ASSETS			
Property, plant and equipment		**83,232**	83,669
Prepaid lease payments		**13,885**	13,397
Interests in associates	*8*	**72,752**	56,245
Available-for-sale investments		**10**	10
Deposit for acquisition of a subsidiary		**—**	100,000
Loans receivable		**159,055**	—
Deferred tax assets		**163**	114
		329,097	253,435
CURRENT ASSETS			
Prepaid lease payments		**340**	320
Inventories		**29,745**	35,431
Trade and other receivables	*9*	**84,596**	102,815
Advance to an associate		**10,000**	18,566
Dividend receivable from an associate		**4,500**	4,500
Tax recoverable		**511**	1,164
Bank balances and cash		**106,945**	173,948
		236,637	336,744
CURRENT LIABILITIES			
Trade and other payables	*10*	**29,439**	53,933
Amounts due to related companies		**—**	2,505
		29,439	56,438
NET CURRENT ASSETS		**207,198**	280,306
TOTAL ASSETS LESS CURRENT LIABILITIES		**536,295**	533,741
CAPITAL AND RESERVES			
Share capital		**30,000**	30,000
Reserves		**361,168**	370,227
Equity attributable to equity holders of the Company		**391,168**	400,227
Minority interests		**145,127**	133,514
Total Equity		**536,295**	533,741

NOTES TO THE CONSOLIDATED FINANCIAL STATMENTS

1. APPLICATION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS ("HKFRS")

In the current year, the Group has applied for the first time the following amendments and interpretations ("new HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") which are or have become effective:

HKAS 39 & HKFRS 7 (Amendments)	Reclassification of Financial Assets
HK(IFRIC) — Int 11	HKFRS 2: Group and Treasury Share Transactions
HK(IFRIC) — Int 12	Service Concession Arrangements
HK(IFRIC) — Int 14	HKAS 19 — The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction

The adoption of the new HKFRSs had no material effect on how the results and financial position for the current or prior accounting periods have been prepared and presented. Accordingly, no prior period adjustment has been required.

The Group has not early applied the following new and revised standards, amendments or interpretations that have been issued but are not yet effective:

HKFRSs (Amendments)	Improvements to HKFRSs[1]
HKAS 1 (Revised)	Presentation of Financial Statements[2]
HKAS 23 (Revised)	Borrowing Costs[2]
HKAS 27 (Revised)	Consolidated and Separate Financial Statements[3]
HKAS 32 & 1 (Amendments)	Puttable Financial Instruments and Obligations Arising on Liquidation[2]
HKAS 39 (Amendment)	Eligible hedged items[3]
HKFRS 1 & HKAS 27 (Amendments)	Cost of an Investment in a Subsidiary, Jointly Controlled Entity or Associate[2]
HKFRS 2 (Amendment)	Vesting Conditions and Cancellations[2]
HKFRS 3 (Revised)	Business Combinations[3]
HKFRS 7 (Amendments)	Improving Disclosures about Financial Instruments[2]
HKFRS 8	Operating Segments[2]
HK(IFRIC) — Int 9 & HKAS 39 (Amendments)	Embedded Derivatives[4]
HK(IFRIC) — Int 13	Customer Loyalty Programmes[5]
HK(IFRIC) — Int 15	Agreements for the Construction of Real Estate[2]
HK(IFRIC) — Int 16	Hedges of a Net Investment in a Foreign Operation[6]
HK(IFRIC) — Int 17	Distribution of Non-cash Assets to Owners[3]
HK(IFRIC) — Int 18	Transfers of Assets from Customers[7]

[1] Effective for annual periods beginning on or after 1st January, 2009 except the amendments to HKFRS 5, effective for annual periods beginning on or after 1st July, 2009

[2] Effective for annual periods beginning on or after 1st January, 2009

[3] Effective for annual periods beginning on or after 1st July, 2009

[4] Effective for annual periods ending on or after 30th June, 2009

[5] Effective for annual periods beginning on or after 1st July, 2008

[6] Effective for annual periods beginning on or after 1st October, 2008

[7] Effective for transfers on or after 1st July, 2009

The application of HKFRS 3 (Revised) may affect the Group's accounting for business combination for which the acquisition date is on or after 1st January, 2010. HKAS 27 (Revised) will affect the accounting treatment for changes in the Group's ownership interest in a subsidiary. The directors of the Company anticipate that the application of the other new and revised standards, amendments or interpretations will have no material impact on the results and financial position of the Group.

2. SIGNIFICANT ACCOUNTING POLICIES

The consolidated financial statements have been prepared on the historical cost basis.

The consolidated financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards issued by the HKICPA. In addition, the consolidated financial statements include applicable disclosures required by the Rules Governing the Listing of Securities (the "Listing Rules") on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") and by the Hong Kong Companies Ordinance. The accounting policies and basis of preparation used in the preparation of these consolidated financial statements for the year are consistent with those used in the audited consolidated financial statements for the year ended 31st December, 2007.

3. REVENUE AND SEGMENTAL INFORMATION

Revenue represents the amounts received and receivable for goods sold, net of discount and sales related taxes, during the year.

The Group is principally engaged in manufacturing and trading of liquid coatings, powder coatings and solvents which are subject to similar risks and returns and which accounts for more than 90% of the turnover and profits of the Group for the current and prior years. Accordingly, no business segment is presented.

The Group's primary format for reporting segment information is geographical segments (based on location of customers).

2008

	Hong Kong	The People's Republic of China (the "PRC")	Eliminations	Consolidated
	HK$'000	*HK$'000*	*HK$'000*	*HK$'000*
REVENUE				
External sales	**178,700**	**156,997**	**—**	**335,697**
Inter-segment sales *(note)*	**144,238**	**3,408**	**(147,646)**	**—**
Total revenue	**322,938**	**160,405**	**(147,646)**	**335,697**
RESULTS				
Segment results	**12,833**	**5,251**		**18,084**
Interest income				**5,281**
Unallocated corporate income				**9,508**
Unallocated corporate expenses				**(32,652)**
Share of profits of associates				**18,009**
Profit before taxation				**18,230**
Taxation				**(3,326)**
Profit for the year				**14,904**

	Hong Kong	The PRC	Consolidated
	HK$'000	*HK$'000*	*HK$'000*
ASSETS			
Segment assets	**27,788**	**51,406**	**79,194**
Unallocated corporate assets			**486,540**
Consolidated total assets			**565,734**
LIABILITIES			
Unallocated corporate liabilities			**29,439**

OTHER INFORMATION

	Hong Kong	The PRC	Consolidated
	HK$'000	*HK$'000*	*HK$'000*
Impairment losses on trade receivables recognised in the consolidated income statement	**1,462**	**723**	**2,185**

2007

	Hong Kong	The PRC	Eliminations	Consolidated
	HK$'000	*HK$'000*	*HK$'000*	*HK$'000*
REVENUE				
External sales	195,576	121,490	—	317,066
Inter-segment sales *(note)*	166,284	581	(166,865)	—
Total revenue	361,860	122,071	(166,865)	317,066
RESULTS				
Segment results	13,562	7,999		21,561
Interest income				2,215
Unallocated corporate income				7,002
Unallocated corporate expenses				(17,826)
Loss on partial disposal of a subsidiary				(2,991)
Share of profits of associates				16,612
Profit before taxation				26,573
Taxation				(3,347)
Profit for the year				23,226

	Hong Kong	The PRC	Consolidated
	HK$'000	*HK$'000*	*HK$'000*
ASSETS			
Segment assets	60,377	35,976	96,353
Unallocated corporate assets			493,826
Consolidated total assets			590,179
LIABILITIES			
Unallocated corporate liabilities			56,438

OTHER INFORMATION

	Hong Kong	The PRC	Consolidated
	HK$'000	*HK$'000*	*HK$'000*
Impairment losses on trade receivables recognised in the consolidated income statement	—	1,176	1,176

Note: Inter-segment sales are charged at prices with reference to the prevailing market rates.

The following is an analysis of the carrying amount of segment assets and expenditure on property, plant and equipment, analysed by the geographical area in which the assets are located:

	Carrying amount of segment assets		Expenditure on property, plant and equipment	
	2008	2007	**2008**	2007
	HK$'000	*HK$'000*	***HK$'000***	*HK$'000*
The PRC	**174,049**	166,161	**7,496**	19,864
Hong Kong	**37,749**	69,471	**769**	428
	211,798	235,632	**8,265**	20,292

4. PROFIT BEFORE TAXATION

	2008	2007
	HK$'000	*HK$'000*
Profit before taxation has been arrived at after charging:		
Directors' remuneration		
Fees	**300**	300
Other emoluments	**1,711**	5,054
Other employee benefits expense	**87,269**	65,839
Total employee benefits expense	**89,280**	71,193
Impairment losses on trade receivables	**2,185**	1,176
Amortisation of prepaid lease payments	**329**	241
Auditor's remuneration	**660**	640
Cost of inventories recognised as expense	**291,419**	270,503
Depreciation of property, plant and equipment	**13,215**	10,910
Loss on disposal of property, plant and equipment	**230**	—
Operating lease rentals in respect of rented premises	**1,769**	1,025
Share of taxation of associates (included in share of profits of associates)	**4,502**	3,924
and after crediting:		
Exchange gain, net	**1,937**	2,397
Gain on disposal of property, plant and equipment	**—**	40
Management fee income	**6,474**	6,783
Royalty fee income	**4,231**	3,807
Interest income earned from:		
Advance to an associate	**1,092**	1,333
Bank deposits	**827**	882
Loans receivable	**3,362**	—

5. TAXATION

	2008	2007
	HK$'000	*HK$'000*
The charge comprises:		
Hong Kong Profits Tax:		
Current year	**2,154**	1,733
Underprovision in prior year	**133**	932
	2,287	2,665
PRC Enterprise Income Tax:		
Current year	**839**	676
Underprovision in prior year	**249**	95
	1,088	771
Deferred tax:		
Current year	**(56)**	(89)
Attributable to a change in tax rate	**7**	—
	(49)	(89)
	3,326	3,347

On 26th June, 2008, the Hong Kong Legislative Council passed the Revenue Bill 2008 which reduced corporate profits tax rate from 17.5% to 16.5% effective from the year of assessment 2008/2009. Therefore, Hong Kong Profits Tax is calculated at 16.5% (2007: 17.5%) of the estimated assessable profits for the year.

Pursuant to the relevant laws and regulations in the PRC, certain of the Company's PRC subsidiaries are entitled to exemption from PRC Enterprise Income Tax for two years starting from their first profit-making year, followed by a 50% reduction for the next three years while the Company's other PRC subsidiaries are subject to preferential tax rate.

The newly promulgated Enterprise Income Tax Law (the "New Law") of the PRC is effective on 1st January, 2008. In February 2008, the Ministry of Finance and the State Administration of Taxation issued several important tax circulars which clarify the implementation of the New Law. Following the New Law and tax circulars, one of the Company's PRC subsidiaries which enjoyed the preferential tax rate of 15% in a prior year is subject to 18% tax rate in the current year and the tax rate will increase progressively to 25% until 2012. Another PRC subsidiary which enjoyed 12% effective tax rate in prior year is subject to 25% tax rate starting from 1st January, 2008, while the remaining two PRC subsidiaries are entitled to full tax exemption in the current and prior years and therefore does not provide for PRC Enterprise Income Tax for both years.

In addition, the IRD issued additional assessment in aggregate of approximately HK$11,001,000 to an indirect wholly-owned subsidiary of the Company disallowing its offshore claims in respect of its production activities for years of assessment 2002/03, 2003/04, 2004/05 and 2005/06 during the year ended 31st December, 2006. The Group had purchased tax reserve certificates totalling HK$11,001,000 and an amount of HK$10,000,000 was recognised as income tax expense against such tax reserve certificates in previous year and the remaining amount of tax reserve certificates of HK$1,001,000 was included in tax recoverable as at the balance sheet date. In the opinion of the directors of the Company, the ultimate outcome of the additional assessment remains undetermined and the Group will continue to defend vigorously against the additional assessment.

6. DIVIDENDS

	2008	2007
	HK$'000	*HK$'000*
Dividends paid and recognised as distribution during the year:		
2008 Interim — Nil (2007: 2007 Interim — HK2.5 cents) per ordinary share	**—**	7,500
2007 Final — HK3 cents (2007: 2006 Final — HK3 cents) per ordinary share	**9,000**	7,500
2007 Special — HK3 cents (2007: 2006 Special — HK3 cents) per ordinary share	**9,000**	7,500
	18,000	22,500

No final or special dividend was proposed during 2008, nor has any final or special dividend been proposed since balance sheet date.

7. EARNINGS PER SHARE

The calculation of basic earnings per share attributable to equity holders of the Company is based on the profit for the year attributable to equity holders of the Company of HK$4,376,000 (2007: HK$24,535,000) and on the weighted average number of ordinary shares of 300,000,000 (2007: 262,054,795) in issue during the year.

No diluted earnings per share is presented as the Group did not have any potential ordinary shares in issue at any time during the year.

8. INTERESTS IN ASSOCIATES

	THE GROUP	
	2008	2007
	HK$'000	*HK$'000*
Unlisted investments, at cost	**178**	178
Share of post-acquisition translation reserve	**7,459**	4,461
Share of post-acquisition profits, net of dividends received	**65,115**	51,606
	72,752	56,245

In prior years, the interests in associates were recorded in the consolidated balance sheet based on the Group's effective interests in the share capital of Chemfield Trading Company Limited and CMW Holding Limited, which are associates indirectly held by the Company.

In 2008, the Group has used the proportion interest of equity held by the Company and its subsidiaries to state the carrying amount of the Group's interests in the net assets of its associates. The respective comparative figures have been restated. The previously stated amounts of interests in associates and minority interests, that are HK$28,685,000 and HK$105,954,000 respectively, have been restated to HK$56,245,000 and HK$133,514,000 respectively.

9. TRADE AND OTHER RECEIVABLES

	2008	2007
	HK$'000	*HK$'000*
Trade receivables from third parties	**68,753**	81,639
Trade receivables from associates	**10,441**	14,714
Other receivables	**5,402**	6,462
	84,596	102,815

The Group allows an average credit period of 30 days to 90 days to its trade customers. The following is an aged analysis of trade receivables net of allowance for doubtful debts at the balance sheet dates:

	Trade receivables from third parties		**Trade receivable from associates**	
	2008	2007	**2008**	2007
	HK$'000	*HK$'000*	***HK$'000***	*HK$'000*
0-30 days	**18,659**	23,699	**1,984**	8,222
31-60 days	**19,694**	26,583	**2,903**	1,679
61-90 days	**15,877**	20,117	**2,704**	1,292
Over 90 days	**14,523**	11,240	**2,850**	3,521
	68,753	81,639	**10,441**	14,714

10. TRADE AND OTHER PAYABLES

	2008	2007
	HK$'000	*HK$'000*
Trade payables to third parties	**13,586**	34,059
Trade payable to an associate	**35**	4,212
Other payables	**15,818**	15,662
	29,439	53,933

The following is an aged analysis of trade payables at the balance sheet dates:

	Trade payables to third parties		**Trade payable to an associate**	
	2008	2007	**2008**	2007
	HK$'000	*HK$'000*	***HK$'000***	*HK$'000*
0-30 days	**4,282**	19,991	**35**	4,212
31-60 days	**8,264**	10,498	**—**	—
61-90 days	**1,040**	2,706	**—**	—
Over 90 days	**—**	864	**—**	—
	13,586	34,059	**35**	4,212

FINANCIAL RESULTS

For the year ended 31 December 2008, although the Group's consolidated turnover increased by 5.88% to HK$335,697,000 (2007: HK$317,066,000), the net profit attributable to shareholders of the Company decreased to HK$4,376,000 in comparison with that of HK$24,535,000 in 2007. Earnings per share decreased from HK9.4 cents for last year to HK1.5 cents this year.

As at 31 December 2008, the net asset value per share attributable to shareholders of the Company was HK$1.30 (2007: HK$1.33)

DIVIDEND

The directors do not recommend the payment of a dividend for the year ended 31st December, 2008 (2007: final dividend of HK3 cents per share and a special dividend of HK3 cents per share).

REVIEW OF OPERATIONS

During the year under review, despite the fierce competition in the paints market, the Group achieved a moderate increase of 5.88% to HK$335,697,000 (2007: HK$317,006,000) in turnover. The increase in turnover was mainly due to the Group's constant efforts to upgrade products and services, develop new markets, deepen its contacts and consolidate closer ties with its customers.

The Group endeavoured to tighten stringent cost control, search for less expensive raw material, expand sources of supply, rationalize and streamline the work and production process in order to improve operational efficiency and enhance the Group's competitiveness. However, with the escalation in price of crude oil, price of other key raw material, labour cost and administrative expenses prior to the financial crisis beginning in September 2008, the net profit for the year decreased by 35.83% to HK$14,904,000 (2007: HK$23,226,000), together with the dilution effect as a result of the disposal of 49% equity interests in Rookwood Investments Limited in the fourth quarter of 2007, the profit attributable to shareholders of the Company dropped by 82.16% to HK$4,376,000 (2007: HK$24,535,000).

In November 2007, the Group entered into a conditional sale and purchase agreement (the "Conditional Agreement") with independent third parties, subject to satisfaction of certain conditions precedent, to acquire two coal mines in Inner Mongolia. As a result of the financial crisis and decline in the economies of the world, the demand for natural resources including coal has become uncertain. After careful consideration and deliberation with the vendors, it was agreed and decided that it might not be in the interests of the parties concerned to proceed with the Conditional Agreement under the prevalent economic circumstances and the vendors and the Group mutually agreed to terminate the Conditional Agreement in November 2008. Hence, a deed of termination to terminate the Conditional Agreement was executed to consolidate and restructure the debts in the form of the indebtedness for a term of two years from the date of the deed of termination in order to safeguard the repayment to and recovery by the Group of the indebtedness. Interest income will be received quarterly by the Group during the term of the indebtedness.

OUTLOOK

The global financial tsunami hit the global economy badly and damaged business confidence throughout the world. Looking ahead, the growth of the business will depend on the ability of the global economy to recover from the financial crisis and the year 2009 will be very challenging for the industry of paints and petrochemical and related products. Despite the adverse market conditions, the Group aims to reinforce its competitiveness, consolidate its relationship with customers, expand its customer base, increase the sale of its high-yield products and enhance product quality in order to maintain continual growth when the global economy revives from the financial crisis.

In light of the global financial crisis, the Group will take a more cautious view in its investment activities. Equipped with a strong and healthy financial position, the Group is well-placed to continue to identify grossly under-valued investment opportunities in order to diversify the business of the Group and maximize returns for its shareholders.

Subsequent to the year end, the Company repurchased 27,140,000 ordinary shares of the Company on The Stock Exchange of Hong Kong Limited in the range from HK$0.84 to HK$0.85 for a total consideration of approximately HK$23,000,000. At the balance sheet date, the net asset value per share attributable to shareholders of the Company was HK$1.30, therefore, such repurchase would lead to an enhancement of the net asset value per share and earnings per share of the Company where the directors consider it to be in the best interests of the Company.

FINANCIAL RESOURCES, BORROWINGS AND CAPITAL STRUCTURE

As at 31 December 2008, the Group's non-current assets amounted to HK$329,097,000 (2007: HK$253,435,000) and net current assets amounted to HK$207,198,000 (2007: HK$280,306,000) with a current ratio of 8.0 (2007: 6.0) calculated on the basis of the Group's current assets over current liabilities.

During the year ended 31st December 2008, the Group had no borrowings outstanding. The Group has sufficient cash surplus to finance operation from internally generated cash flow. The Group maintained a satisfactory financial position derived from the steady growth of its business. As at 31st December 2008, the Group had cash on hand of HK$106,945,000 (2007: HK$173,948,000).

PLEDGE OF ASSETS

As at 31st December 2008, the Group has pledged certain land and buildings in Hong Kong with a carrying amount of approximately HK$2,272,000 (2007: HK$2,348,000) to secure general banking facilities of HK$10,000,000 (2007: HK$10,000,000) granted to the Group.

CAPITAL COMMITMENTS

	2008	2007
	HK$'000	*HK$'000*
Capital expenditure in respect of the acquisition of property, plant and equipment contracted but not provided for in the consolidated financial statements	**1,023**	1,043

EXPOSURE TO FOREIGN EXCHANGE RISK

Business transactions of the Group are mainly denominated in Hong Kong dollars and Renminbi. Currently, the Group does not engage in any hedging contract. In view of the fluctuation of Renminbi during the year, the Group will monitor the situation closely and will introduce suitable measures if there are likely to be any changes.

EMPLOYEE AND REMUNERATION POLICIES

As at 31st December 2008, the Group had around 1,100 full-time employees. They included management and administrative staff and production workers. Most of them were stationed in Mainland China while the rest were in Hong Kong. The remuneration, promotion and salary increments of employees are assessed according to individual performance, as well as professional and working experience, and in accordance with prevalent industry practices.

PURCHASE, SALE OR REDEMPTION OF SHARES

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's listed shares during the year ended 31st December, 2008.

CORPORATE GOVERNANCE

Throughout the year under review, the Company has complied with the Code on Corporate Governance Practices as set out in Appendix 14 of the Listing Rules, except for the following deviations:

Code provision A.2.1

Code provision A.2.1 stipulates that the roles of the chairman and chief executive officer should be separate and should not be performed by the same individual.

The Company does not have a separate chairman and chief executive officer and Mr. Lau Yau Cheung, an Executive Director of the Company, currently assumes both roles. The Board believes that the vesting of the roles of chairman and chief executive officer in the same person provides the Group with strong and consistent leadership and allows for more effective planning and execution of long-term business strategies, as well as ensuring effective oversight of management. The Board also believes that the Company already has a strong corporate governance structure and as such the present structure is considered to be appropriate under the circumstances.

Code provisions A.4.1 and A.4.2

Code provisions A.4.1 and A.4.2 stipulate that (a) non-executive directors should be appointed for a specific term and subject to re-election; and (b) all directors appointed to fill a causal vacancy should be subject to election at the first general meeting after their appointment, and every director, including those appointed for a specific term, should be subject to retirement by rotation at least once every three years.

The Company does not fully comply with code provisions A.4.1 and A.4.2. The existing Non-executive Directors are not appointed for a specific term but are subject to retirement by rotation and re-election at the annual general meeting.

The Board does not believe that arbitrary term limits on Directors' service are appropriate given that Directors ought to be committed to representing the long-term interests of the Shareholders.

Pursuant to the Articles of Association of the Company, the Directors are not subject to retirement by rotation at least once every three years. This constituted a deviation from code provision A.4.2. However, the Articles of Association requires one-third of the Directors (other than the Managing Director or Joint Managing Director) for the time being, or, if their number is not three or a multiple of three, then the number nearest to, but not exceeding, one-third, shall retire from the office by rotation at every annual general meeting.

MODEL CODE FOR SECURITIES TRANSACTION BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers ("Model Code") as set out in Appendix 10 of the Listing Rules for securities transactions by the Directors of the Company. Having made specific enquiry, all Directors confirmed that they have complied with the required standard set out in the Model Code throughout the year ended 31st December, 2008.

AUDIT COMMITTEE

The Audit Committee has reviewed with management the accounting principles and practices adopted by the Group and has discussed auditing, internal controls and financial reporting matters including the review of the audited financial statements for the year ended 31st December, 2008.

ACKNOWLEDGEMENT

On behalf of the Board, I would like to convey its sincere gratitude to our employees for their diligence and contributions to the Group. I would also like to acknowledge the continual support of our customers, suppliers and shareholders during the year of 2008.

BOARD OF DIRECTORS

As at the date of this announcement, the Board comprises Mr. Lau Yau Cheung and Mr. Tsui Robert Che Kwong as Executive Directors, Mr. Chung Tze Hien and Mr. Ng Seng Nam as Non-executive Directors, and Mr. Lau Siu Ki, Kevin, Mr. Wu Wing Kit and Dr. Chui Hong Sheung,JP as Independent Non-executive Directors.

By Order of the Board
Greenfield Chemical Holdings Limited
Lau Yau Cheung
Executive Director

Hong Kong, 24th April 2009