金杜律师事务所
KING&WOOD MALLESONS

北京市朝阳区东三环中路1号
环球金融中心办公楼东楼20层　邮编：100020

20th Floor, East Tower, World Financial Center
1 Dongsanhuan Zhonglu
Chaoyang District
Beijing, 100020
P.R. China

T +86 10 5878 5588
F +86 10 5878 5577

www.kwm.com

/		
/ /		601118
		HSF (S) Pte. Ltd.
		Hainan State Farms Investment Limited
		Sandana Dass Lim Beng Seng Ling Chan Yew Ho Wai Leong Toshinobu Handa Lee Chee Hoe Oh Kian Chew Leow Wei Chang Lim Chin Seng Leslie Cheng Tsin Tzun Nguyen Dai Thao Wong Kien Hian Yeoh Wee Chia Mantha Srinivas Sastry Koravangattu Vinayraj
R1 / /		R1 International Pte. Ltd.
R1 Delta		R1 Delta CIS Pte. Ltd.
R1 DP		R1 Delta Polymers Pte. Ltd.

RMLIB		RMLIB Rubber Company Pte. Ltd.
R1 RV		R1 Rubber Ventures Pte. Ltd.
R1		R1 International Company Limited Vietnam
R1 QV		Quoc Viet Rubber Company Limited
R1		PT Bintang Agung Persada
R1		R1 International (India)Private Limited
R1		R1 International (Thailand) Ltd.
R1		R1 International Japan Limited
R1		R1 International (Americas)Inc.
R1		R1 International Malaysia Sdn. Bhd.
R1 HY		Hwah Yang Agro Industries Sdn. Bhd.
/		R1 Delta R1 DP RMLIB R1 RV R1 R1 QV R1 R1 R1 R1 R1 R1 HY
		Hainan Rubber Group (Singapore) Development Pte. Ltd.
KM		PT.Kirana Megatara
ART		Archipelago Rubber Trading Pte.Ltd.

/ /		5,010,888
/		5,010,888
		ZICO Insights Law LLC ZICO Law Vietnam ZICOlaw (Thailand) Limited Roosdiono & Partners Zaid Ibrahim & Co 8 5 Mei & Mark LLP King & Wood Mallesons Walkers
		2019 3 15 3 17
		2019 3 15
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		2018 8 3 R1 International Pte Ltd 2018 61230935_B02 2018 11 30 R1 International Pte Ltd 2018 61230935_B03 2019 4 10 R1 International Pte Ltd 2019 61230935_B01

		2018 12 30 R1 International Pte. Ltd. R1 International Pte. Ltd. (2018) 1290
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5,010,888
71.58% 65,542,415.04
54,936,000.00
4,200,000 10,606,415.04
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[2018] 170011
2017 2017
10,818,322,651.34
2017 8,096,152,201.10
2017 2017
50%

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4,200,000

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5,010,888

			%
1.		4,200,000	60.00
2.	Sandana Dass	350,000	5.00
3.	Lim Beng Seng	88,888	1.27
4.	Ling Chan Yew	88,000	1.26
5.	Ho Wai Leong	80,000	1.14
6.	Toshinobu Handa	50,000	0.71
7.	Lee Chee Hoe	40,000	0.57
8.	Oh Kian Chew	20,000	0.29
9.	Leow Wei Chang	20,000	0.29
10.	Lim Chin Seng	15,000	0.21
11.	Leslie Cheng Tsin Tzun	13,000	0.19
12.	Nguyen Dai Thao	10,000	0.14
13.		10,000	0.14
14.	Wong Kien Hian	8,000	0.11
15.	Yeoh Wee Chia	8,000	0.11
16.	Mantha Srinivas Sastry	5,000	0.07
17.	Koravangattu Vinayraj	5,000	0.07
		5,010,888	**71.58%**

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2018 4 30

1.		4,200,000	54,936,000.00
2.	Sandana Dass	350,000	4,578,000.00
3.	Lim Beng Seng	88,888	1,162,655.04
4.	Ling Chan Yew	88,000	1,151,040.00
5.	Ho Wai Leong	80,000	1,046,400.00
6.	Toshinobu Handa	50,000	654,000.00
7.	Lee Chee Hoe	40,000	523,200.00
8.	Oh Kian Chew	20,000	261,600.00
9.	Leow Wei Chang	20,000	261,600.00
10.	LIM CHIN SENG	15,000	196,200.00
11.	Leslie Cheng Tsin Tzun	13,000	170,040.00
12.	Nguyen Dai Thao	10,000	130,800.00
13.		10,000	130,800.00
14.	Wong Kien Hian	8,000	104,640.00
15.	Yeoh Wee Chia	8,000	104,640.00
16.	Mantha Srinivas Sastry	5,000	65,400.00
17.	Koravangattu Vinayraj	5,000	65,400.00
		5,010,888	**65,542,415.04**

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	Hainan State Farms Investment Limited
	Vistra Corporate Services Centre Wickhams Cay II, Road Town, Tortola, VG 1110, British Virgin Islands
	1692511
	50,000 1
	50,000
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1 Sandana Dass

2 Sandana Dass 2018 10 19

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9 8 Robinson Rd, Singapore

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2018 10 19 Sandana Dass

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Sandana Dass R1
7,000,000 Sandana Dass
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A 2019 12 31
(RP 48) * Q1 RP = Q1 =
2018 1 1

B 2020 1 1 2021 12 31
(RP 24) * Q2 RP = Q2 =
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1 Sandana Dass

Sandana Dass

Sandana Dass

A Sandana Dass
90%

B 10
Sandana Dass 10%

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A 50%

B 2020 3 31 25%

C 2022 3 31

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R1 60% 2018 93

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5,010,888

71.58%

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	/			
	Investment Limited			
19.	Leow Wei Chang (Liu Weiqiang)		20,000	0.29%
			6,820,888	100%

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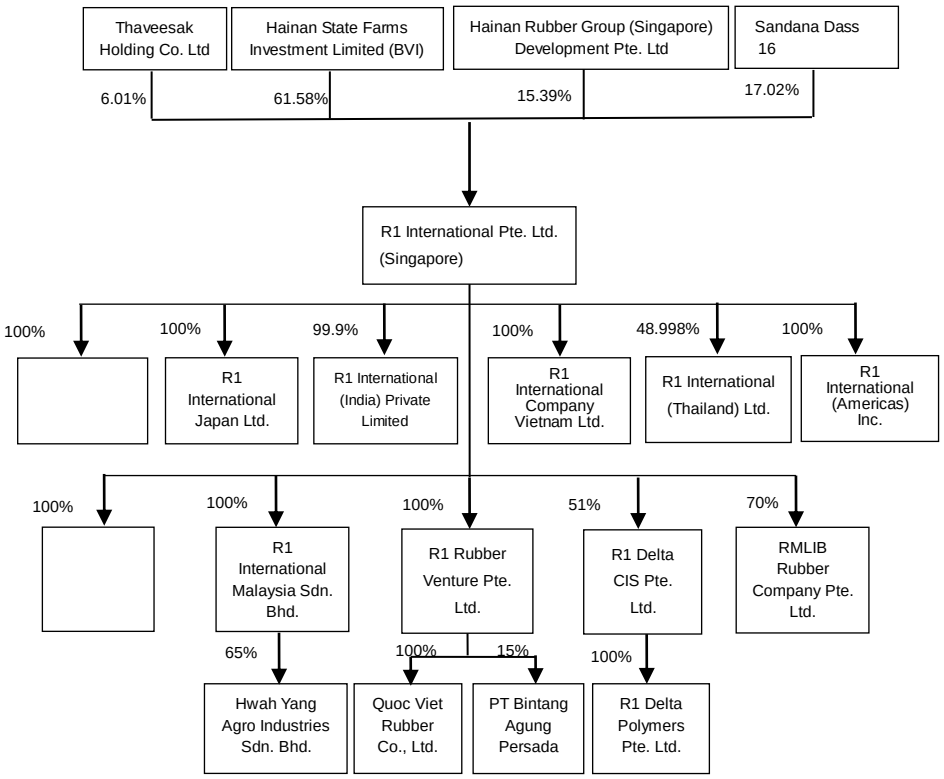

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R1 RV R1 40,000 KM

2019 2 R1

1 R1 Delta

R1 Delta

	R1 Delta CIS Pte. Ltd.
	221 Henderson Road #08-15 Henderson Building Singapore 159557
	200612801W
	1,000,000
	51% Delta Exports Pte. Ltd. 49%
	2006 9 1
	22111

2 R1 DP

R1 DP

	R1 Delta Polymers Pte. Ltd.
	221 Henderson Road #08-15 Henderson Building Singapore 159557
	201413437W
	1
	R1 Delta 100%
	2014 5 9
	46900 ;

3 RMLIB

RMLIB

	RMLIB Rubber Company Pte. Ltd.
	8 Robinson Road #05-00 ASO Building Singapore 048544
	201314463E
	100
	70% Lyon Rubber Limited 30%

	2013 5 30
	46900 ;

4 R1 RV

R1 RV

	R1 Rubber Ventures Pte. Ltd.
	8 Robinson Road #05-00 ASO Building Singapore 048544
	201410155H
	5,392,339
	100%
	2014 4 8
	64202 ; 46900

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	2 1 204 A
	91370220395548811Q
	200
	100%
	2014 9 18

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	8 609
	91310000752479966F
	100
	100%
	2003 7 15

7 R1

R1

	R1 International Company Limited Vietnam
	9th floor, 54-56, Nguyen Trai Street, Ben Thanh Ward, District 1, Ho Chi Minh City, Vietnam
	0310344385
	4,625,000,000 250,000
	100%
	2010 9 6
	4690 4799

8 R1 QV

R1 QV

	Quoc Viet Rubber Company Limited
	Hamlet 1, Dong Tien Commune, Dong Phu Ward, Binh Phuoc District, Vietnam
	3801096482
	21,458,000,000 (1,000,000)
	R1 RV 100%
	2015 3 9

	2013 7020 4669

9 R1

R1

	R1 International (India) Private Limited R1 I International (India) Private Limited 2004 10
	No. 10-1, Old No. 210/1 , Vanaraveera Sankirna, 5th Cross, 9th A Main, Jayanagar, 2nd Block, Bangalore- 560011, Karnataka, India
	U25199KA2004PTC034610
	70,000,000
	99.99% Sandana Dass Anthony 0.01%
	2004 9 1

10 R1

R1

	R1 International (Thailand) Co., Ltd.
	No. 66-68-70, Nipatuthit 1 Road, Hat Yai Sub-District, Hat Yai District, Songkhla Province
	10,000,000
	48.998% Sandana Dass -0.002% Anuthep Sritavee 51%
	2001 8 14

Anuthep Sritavee R1

51% R1

R1

R1 100%

11 R1

R1

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411043001405 0310344385

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Department of Industry and Trade of Ho Chi Minh City

6608/SCT-TTTNNN

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R1 QV R1

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A 24,962

R1 QV 24,962

BN971526

R1 QV R1 QV

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B 8,837.5

R1 QV
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R1 QV
Nguyen Thi Mai Dung

Nguyen Thi Mai Dung R1 QV R1 QV

R1 QV

R1 QV
Binh Phuoc Province Department of
Natural Resource and Environment 2751/STNMT-CCQLDD
R1 QV Nguyen Thi Mai Dung
R1 QV

R1 QV

i R1 QV

ii 8,837.5 R1 QV
Nguyen Thi Mai Dung
R1 QV

iii

997,329 R1 QV

33,799.5 3.39%

R1 QV 2016 2017 2018

0.93% 1.18% 1.03% R1 QV

R1

iv R1 QV BN971526

BX189978 BX189979

R1 QV

2 R1 HY

R1 HY

Bukar-Sadong 4 1293

R1 HY

R1 HY

R1 HY

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R1 HY

R1 HY

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997,329 R1 HY

Bukar-Sadong 4 1293 10,358

1.04% R1 HY 2018

2.00%

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R1 RV R1 40,000 R1

80% KM

R1 QV R1 QV

R1 QV

R1 QV

i R1 QV 2016 2017
2018 0.93% 1.18%
1.03% R1 QV R1

ii R1

R1 QV

R1 QV

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R1 QV

R1 2016 4 5
R1 14,218,081 1,310,497 R1

R1
R1
R1

R1 R1 2007-2008

R1 R1

2 2011-2012

2017 3 13 R1
2011-2012 R1
R1 2018
6 6 R1 2005 Kerala
13,003,782 1,198,573 R1
2018 7 2
2018 7 4 R1

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R1

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250 2017
0.03% 4.41% R1
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1,050,000

4,200,000

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1 2012 4
15% 60%

2 2017 7 KM
45% ART 62.5% KM
SIR10 10
SIR20 20
R1 RV R1 80%
KM 2019 2 ART
KM
KM ART

KM ART

29
KM
45% ART 62.5%

KM ART

2

R1 1,050,000
R1 5,010,888 R1 6,060,888 R1
88.86% R1

1
4,200,000 KM 45%
[1] ART 62.5%

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2017 7 1

30 HSF(S)Pte.Ltd.
PT.Kirana Megatara 02 45%
Archipelago Rubber Trading Pte.Ltd. &79 62.5%
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30
HSF(S)Pte.Ltd. KM ART 3

[1] 2019 3 8 KM 50.46%

30 HSF(S)Pte.Ltd. KM
ART 4 HSF(S)Pte.Ltd. KM
ART HSF(S)Pte.Ltd.
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2018/2/6	500,000	
2018/2/7	500,000	
2018/2/8	500,000	
2018/2/9	1,000,000	
2018/2/12	500,000	

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2017 11 24	-1,300	
2017 11 27	-200	
2017 12 11	200	

2017 12 13	1,600	
2017 12 19	25,600	
2017 12 21	1,200	
2018 1 5	-800	
2018 1 8	999,400	
2018 1 9	704,100	
2018 1 15	-25,300	
2018 1 16	800	
2018 1 17	324,600	
2018 1 18	24,400	
2018 1 19	-20,500	
2018 1 22	-3,900	
2018 1 23	4,900	
2018 1 24	1,900	
2018 1 25	1,800	
2018 1 26	900	
2018 1 29	-313,907	

2018 4 20	183,700	
2018 4 23	-16,400	
2018 4 26	-3,000	
2018 5 3	900	
2018 5 4	300	
2018 5 15	-600	
2018 5 16	-11,900	
2018 5 22	700	
2018 5 23	-1,688,800	

		2018 3 1	-900	
		2018 4 10	500	
		2018 4 17	-500	
		2018 4 24	500	
		2018 4 26	200	
		2018 5 2	300	
		2018 5 7	500	
		2018 5 15	400	
		2018 5 21	-400	

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（此页无正文，系《北京市金杜律师事务所关于浙江东方金融控股集团股份有限公司重大资产购买暨关联交易之法律意见书》之签字盖章页）

北京市金杜律师事务所

吴海波

赖江临

赖江临

经办律师负责人：王玉

1	R1	Zico Insights Law LLC 2019 3 15 R1 Due Diligence Report
2	R1 Delta	Zico Insights Law LLC 2019 3 15 R1 Delta Due Diligence Report
3	R1 DP	Zico Insights Law LLC 2019 3 15 R1 DP Due Diligence Report
4	RMLIB	Zico Insights Law LLC 2019 3 15 RMLIB Due Diligence Report
5	R1 RV	Zico Insights Law LLC 2019 3 15 R1 RV Due Diligence Report
6	R1	Zicolaw (Vietnam) Limited 2019 3 15 R1 R1 International Company Limited (Vietnam) Legal Due Diligence Report in relation to R1 International Company Limited (Vietnam)
7	R1 QV	Zicolaw (Vietnam) Limited 2019 3 15 R1 QV Quoc Viet Rubber Company Limited Legal Due Diligence Report in relation to Quoc Viet Rubber Company Limited
8	R1	Roosdiono & Partners 2019 3 15 R1 PT Bintang Agung Persada Due Diligence Report PT Bintang Agung Persada

9	R1	8 5 2019 3 15 R1 R1 International (India) Private Limited R1 International (India) Private limited Legal Due Diligence Report
10	R1	ZICOlaw (Thailand) Limited 2019 3 17 R1 Due Diligence Report
11	R1	King & Wood Mallesons 2019 3 15 R1 R1 International Japan Limited Legal Due Diligence Report on R1 International Japan Limited
12	R1	Mei & Mark 2019 3 15 R1 R1 International (Americas) Inc. Due Diligence on R1 International (Americas) Inc.
13	R1 R1 HY	Zaid Ibrahim & CO. 2019 3 15 R1 R1 International Malaysia Sdn Bhd 557593-W Hwah Yang Agro Industries Sdn Bhd 500858-W Legal Due Diligence Report on R1 International Malaysia Sdn Bhd (Company No. 557593-W) and Hwah Yang Agro Industries Sdn Bhd (Company No. 500858-W)

1		Licence to Deal In, Treat and Store Rubber	Enterprise Singapore	No. RD624	2018 11 1 2019 10 31
2		Licence to Ship Rubber for Export	Enterprise Singapore	No. SS998	2018 11 1 2019 10 31
3	R1 QV	Environment Impact Assessment Report Approval	5 (of Binh Phuoc Provinc	1858/QD-UBND	-
4	R1 QV	Registration Book of Generator of the Hazardous Waste	Department of Natural Resource and Environment of Binh Phuoc Province	70.000128.T	2016 5 4 R1 QV
5	R1 QV	Permit to Discharge Sewage into Water Sources	5 (of Binh Phuoc Province	18/GP-UBND	2018 4 3 3
6	R1 QV	Permit for Exploration and Use of surface water	5 (of Binh Phuoc Province	64/GP-UBND	2016 8 2 10
7	R1 QV	Permit for Exploration and Use of Underground Water	5 (of Binh Phuoc Province	13/GP-UBND	2015 4 17 5

8	R1	License to buy and sell rubber	Rubber Board	D1423441	2017 4 1 2022 3 31
9	R1	Warehouse License	Rubber Board	B141050_D1423441	2018 4 1 2022 3 31
10	R1	Warehouse License	Rubber Board	B141051_D1423441	2018 4 1 2022 3 31
11	R1	Warehouse License	Rubber Board	B141052_D1423441	2018 4 1 2022 3 31
12	R1	Warehouse License	Rubber Board	B141053_D1423441	2018 4 1 2022 3 31
13	R1	Warehouse License	Rubber Board	B130927_D1423441	2018 9 13 2022 3 31
14	R1	Warehouse License	Rubber Board	B141120_D1423441	2019 1 28 2021 3 31
15	R1	Warehouse License	Rubber Board	B141112_D1423441	2018 11 22 2022 3 31
16	R1	a license for rubber trading, issued under Section 22 of the Rubber Act B.E. 2542 1999	The Director-General of the Agriculture	SorKor. 0400144/2561	2018 12 15 2019 12 14

17	R1	a rubber export license, issued under Section 26 of the Rubber Act B.E. 2542 1999	The Director-General of the Agriculture	SorKor. 0700072/2561	2018 12 15 2019 12 14
18				3702395548811	/
19				3702641164	
20				3122444114	
21	R1	2019 2019 Business License	Charlottesville City	5019-6155260	2019 1 1 2019 12 31

27	R1 HY	Prescribed Premises for Raw Natural Rubber	Department of Environment, Kuching	003089	2018 4 1 2019 3 31
28	R1 HY	Processing Licence to Package and Export Rubber	Malaysian Rubber Board	No. Q/03/0001; Serial No. 025502	2018 6 30 2019 6 29
29	R1 HY	SMR SMR Code Certificate	Malaysian Rubber Board	2019/JS	2019 1 1 2019 12 31
30	R1 HY	- 28,000 Scheduled Controlled Goods Permit for purchase of diesel up to 28,000 litre from licensed wholesalers	Ministry of Domestic Trade and Consumer Affairs	Reference No. PPDN(W)PGK/04/08/799/7; Serial No. Q001073	2018 8 14 2019 8 13

		m^2					
1	BN971526	24,962			R1 QV		24,562 2061 1 26 400
2	BX189978	3,969.4			R1 QV		2065 12 31
3	BX189979	4,868.1			R1 QV		2065 12 31
4	Lot 1293, Block 4, District of Bukar-Sadong, Sarawak	1.0358ha 10,358m^2			R1 HY	1	2015 7 28 2075 7 27
5	Lot 1294, Block 4, District of Bukar-Sadong, Sarawak	1.3854ha 13,854m^2			R1 HY	1	1932 9 3 2031 12 31
6	Serian Occupation Ticket No. 3520	1.6794ha 16,794m^2			R1 HY	/	1932 9 3 2031 12 31

1 4-5 R1 HY Hong Leong Bank Berhad Hong Leong Bank Berhand R1 HY

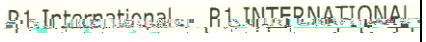
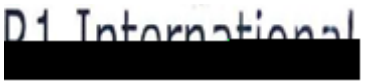
				m^2	
1		Penfield Company Limited	8 Robinson Road, #10-00 ASO Building, Singapore 048544	2,411sqft 223.99m^2	2017 12 1 2019 11 30
2		Penfield Company Limited	8 Robinson Road, #05-00 ASO Building, Singapore 048544	2,411sqft 223.99m^2	2017 12 1 2019 11 30
3			2 1 204	56	
4			458 1404 1405	223.85	2019 1 1 2019 12 31
5			8 6 609	49.57	2018 11 1 2019 10 31
6	R1	Zen Plaza Co., Ltd.	9th floor, 54-56, Nguyen Trai Street, Ben Thanh Ward, District 1, Ho Chi Minh City, Vietnam	158	2016 7 1 2019 6 30
7	R1	Mr. Krishnamurthy	Old No. 210/1, Vanaraveera Sankirna, 5th Cross, 9th Main A, Jayanagar, 2nd Block, Bangalore-56011, Karnataka, India.	400sqft 37.16m^2	2016 7 1 2019 6 30

				m^2	
8	R1	Mr. N. V. Shenoy	4th Floor, Kannankeri Estate, Shanmugham Road, Marine Drive, Kochi-682031, Kerala, India	1,700sqft 157.94m^2	2013 8 15 2022 8 14
9	R1	Mr. K P. Ramesh	Building No. NP 6/477, Thondy, Koottanpara, Nilambur, having re-survey No. 446/1, Block No. 92, Malappuram District, Kerala, India	2,000sqft 185.81m^2	2015 8 1 2020 7 31
10	R1	Mr. E.P. James Mr. E. P. Antony Mr. Subin James Ms. Anie Antony	Building No. VIII/565C, Koovappady Grama Panchayat situated in Block No. 9, Revenue Survey No. 46/12-4, Aimury P.O, Perumbavoor, Kerala, India	10,700sqft 994.12m^2	2015 11 1 2019 10 31
11	R1	Mr. K. P. Ramesh	Building No. NP 6/476, Thondy, Koottanpara, Nilambur having revenue survey No. 446/1, Block No. 92, Malappuram District, Kerala, India.	5,000sqft 464.52m^2	2016 11 3 2019 10 31
12	R1	Mr. B. Raghava Udapa	Building No. 3-129(11) of Balkur Grama Panchayath, situated in Survey No. 127/13 of Balkur Village	4,240sqft 393.91 m^2	2018 7 1 2023 6 30
13	R1	Mrs. Mary Thomas Mr. Kiran Jacob Tom	Building Number 1/421- E,F,G,H,I, Chengalayi Grama Panchayath, Survey No. 30/118, Chuzhali Village, Kanadipara Road Kolathoor, Kannur- 670142, Kerala, India	13,627sqft 1265.99 m^2	2018 11 1 2028 10 31

				m^2	
14	R1	Mr. K.P Ramesh	Building No. 21/240 (A,B,C and D) of Wandoor Grama Panchayath, Survey No. 5-80/99/2R-80/99/2, Wandoor Village	10,000sqft 929.03 m^2	2019 1 1 2029 12 31
15	R1	Mr. Boonchai Tantinarawat	2nd floor of the building addressed 66-68-70 Niphat Uthit 1 Road, Hatyai, Songkla	300.5	2017 11 1 2020 10 31
16	R1	Mitsui Fudosan Co.,Ltd	6, Nakase 2-chome, Mihama-ku, Chiba-shi, Chiba, Japan	113.13	2018 8 1 2020 7 31
17	R1	Elmdale Properties, LLC	1207 Gordon Avenue, Richmond, VA	3 12,140.57m^2	2016 5 1 2022 4 30 12 6
18	R1	LAD Enterprises, LLC	250 West Main Street, Charlottesville, VA	1,730sqft 160.72m^2	2018 1 1 2019 12 30 90
19	Kevin McManus R1	Tom Pomposelli Quick Pack & Shop	295 Seven Farms Dr., Charleston SC		

				m^2	
20	R1	RHB Trustees Berhad Sunway Real Estate Investment Trust	Suite 20B, 20th Floor, Sunway Tower, No. 86 Jalan Ampang, 50450 Kuala Lumpur	4,370sqft 405.99m	2016 11 14 2019 11 13
21	R1 HY	Hwah Yang Sdn Bhd	31, 1st Floor, RH Plaza Centre, Lorong 1, Jalan Lapangan Terbang, 93350 Kuching, Sarawak		2016 1 1

1	[redacted]		T0717629Z	35	2007 8 22 2027 8 22	
2	R1 INTERNATIONAL serve • grow • prosper		T0718222B	35	2007 8 22 2027 8 22	
3	[redacted]		013475645	1, 17, 35	2015 5 13 2024 11 19	
4	R1 INTERNATIONAL		013468954	1, 17, 35	2015 5 7 2024 11 18	

5			07016719	35	2017 8 24 2027 8 24	
6			07016718	35	2017 8 24 2027 8 24	
7			6414980	35	2010 7 7 2020 7 6	
8			6414809	35	2011 10 7 2021 10 6	
9			6414808	35	2011 10 7 2021 10 6	

10	R1 International R1 INTERNATIONAL		1593944	35	2017 8 23 2027 8 23	
11			1593943	35	2017 8 23 2027 8 23	