

## Monthly Return of Equity Issuer on Movements in Securities

| For the month ended (dd/mm/yyyy) : | 31/5/2014 |  |
|------------------------------------|-----------|--|
|                                    |           |  |

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | Epicurean and Company, Limited |
|----------------|--------------------------------|
| Date Submitted | 5 June 2014                    |

I. Movements in Authorised Share Capital

| 1. Ordinary Shares                  |                        |                                  |   |
|-------------------------------------|------------------------|----------------------------------|---|
| (1) Stock code : <u>8213</u> Descri | ption :                |                                  |   |
|                                     | No. of ordinary shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
| Balance at close of preceding month | 5,000,000,000          | 0.01                             | 50,000,000                                      |
| Increase/(decrease)                 |                        |                                  |   |
| Balance at close of the month       | 5,000,000,000          | 0.01                             | 50,000,000                                      |
| (2) Stock code :Descri              | ption :                |                                  |   |
|                                     | No. of ordinary shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
| Balance at close of preceding month |                        |                                  |   |
| Increase/(decrease)                 |                        |                                  |   |
| Balance at close of the month       |                        |                                  |   |

# 2. Preference Shares

| Stock code :                     | Description :            |                                  |   |
|----------------------------------|--------------------------|----------------------------------|---|
|                                  | No. of preference shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
| Balance at close of preceding mo | nth                      |                                  |   |
| Increase/(decrease)              |                          |                                  |   |
| Balance at close of the month    |                          |                                  |   |

## 3. Other Classes of Shares

| Stock code : Descr                  | iption :                       |                                  |   |
|-------------------------------------|--------------------------------|----------------------------------|---|
|                                     | No. of other classes of shares | Par value<br>(State<br>currency) | Authorised share<br>capital<br>(State currency) |
| Balance at close of preceding month |                                |                                  |   |
| Increase/(decrease)                 |                                |                                  |   |
| Balance at close of the month       |                                |                                  |   |

Total authorised share capital at the end of the month (*State* **HK\$50,000,000** *currency*) :

## II. Movements in Issued Share Capital

|  | No. of ordinary shares |      | No of preference | No. of other classes |  |
|--|------------------------|------|------------------|----------------------|--|
|  | (1)                    | (2)  | shares           | of shares            |  |
| Balance at close of preceding month      | 2,242,950,000          | N/A  | N/A              | N/A                  |  |
| preceding month                          | 2,242,930,000          | 1V/A |                  | 1 <b>N</b> /A        |  |
| Increase/ (decrease)<br>during the month | <u> </u>               | N/A  | N/A              | N/A                  |  |
| Balance at close of the month            | 2,242,950,000          | N/A  | N/A              | N/A                  |  |

III. Details of Movements in Issued Share Capital

L

| Share Options (under   | Share Option | Schemes of the  | Issuer)       |              |                      |                          |
|------------------------|--------------|-----------------|---------------|--------------|----------------------|--------------------------|
| Particulars of share   |              |                 |               |              | No. of new shares of |                          |
| option scheme          |              |                 |               |              | issuer issued during | issuer which may be      |
| including EGM          |              |                 |               |              | the month pursuant   | issued pursuant thereto  |
| approval date          |              | Movement duri   | ing the month |              | thereto              | as at close of the month |
| (dd/mm/yyyy) and -     |              |                 |               |              | -                    |                          |
| class of shares        |              |                 |               |              |                      |                          |
| issuable               | Granted      | Exercised       | Cancelled     | Lapsed       |                      |                          |
| 1. Share option        |              |                 |               |              |                      |                          |
| scheme adopted         |              |                 |               |              |                      |                          |
| on 26/02/2003          |              |                 |               |              |                      |                          |
|                        |              |                 |               |              |                      |                          |
|                        |              |                 |               |              |                      |                          |
| Ordinary shares        | -            | -               | -             | -            | -                    | 34,400,000               |
| $\overline{(Note 1)}$  |              |                 |               |              |                      |                          |
| (1000 1)               |              |                 |               | ×            |                      |                          |
| 2. Share option        |              |                 |               |              |                      |                          |
| scheme adopted         |              |                 |               |              |                      |                          |
| on 20/07/2012          |              |                 |               |              |                      |                          |
| on 20/07/2012          |              |                 |               |              |                      |                          |
|                        |              |                 |               |              |                      |                          |
|                        |              |                 |               |              |                      |                          |
| Ordinary shares        |              | -               |               |              |                      | 13,000,000               |
| (Note 1)               |              |                 |               |              |                      |                          |
|                        |              |                 |               |              |                      |                          |
| 3.                     |              |                 |               |              |                      |                          |
|                        |              |                 |               |              |                      |                          |
|                        |              |                 |               |              |                      |                          |
|                        |              |                 |               |              |                      |                          |
|                        |              |                 |               |              |                      |                          |
| shares                 |              |                 |               |              |                      |                          |
| (Note 1)               |              |                 |               |              |                      |                          |
| (1000 1)               |              | Т               | otal A (Ordin | ary charec)  |                      |                          |
|                        |              | IC              | (Droforo      | ence shares) |                      |                          |
|                        |              |                 |               | ,            |                      |                          |
|                        |              |                 |               | Other class) |                      |                          |
| Total funds raised du  |              | from exercise o | of            |              |                      |                          |
| options (State current | :y)          |                 |               |              |                      |                          |

| Description of warrants<br>(Date of expiry - dd/mm/yyyy)  | Currency of N<br>nominal | Nominal value at<br>close of<br>preceding month | Exercised<br>during the<br>month | Nominal value<br>at close of the<br>month    | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|---|--------------------------|---|----------------------------------|--|--|--|
| 1.  |                          |   |                                  |  |  |  |
| ( / / )<br>Stock code (if listed)<br>Class of shares<br>issuable (Note 1)<br>Subscription price<br>EGM approval date<br>(if applicable)   |                          |   |                                  |  |  |  |
| (dd/mm/yyyy)  | ( / /                    | )   |                                  |  |  |  |
|   |                          |   |                                  |  |  |  |
| ( / / )         Stock code (if listed)         Class of shares         issuable (Note 1)         Subscription price         EGM approval date         (if applicable)         (dd/mm/yyyy)         3. |                          | )   |                                  |  |  |  |
| · · · · · · · · · · · · · · · · · · ·   |                          |   |                                  |  |  |  |
| Stock code (if listed)<br>Class of shares<br>issuable (Note 1)  |                          |   |                                  |  |  |  |
| Subscription price  |                          |   |                                  |  |  |  |
| (if applicable)<br>(dd/mm/yyyy)   | ( / /                    | )   |                                  |  |  |  |
| 4   |                          |   |                                  |  |  |  |
| Class of shares<br>issuable (Note 1)<br>Subscription price<br>EGM approval date<br>(if applicable)  | ( / /                    |   |                                  |  |  |  |
|   |                          | Total   | (Prefere                         | nary shares)<br>ence shares)<br>Other class) |  | _  |

#### For Main Board and GEM listed issuers

| Convertibles ( | i.e. Convertible into Shares of the Issuer which a | are to be Listed) |
|----------------|--|-------------------|
| Convertibles   | i.e. Convertible into Shares of the issuer which a | ine to be Listed) |

| Class and description   | Currency of<br>amount<br>outstanding | Amount at close<br>of preceding<br>month | Converted<br>during the<br>month | Amount at<br>close of the<br>month           | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|---|--------------------------------------|--|----------------------------------|--|--|--|
| 1. Convertible bond due in three  |                                      |  |                                  |  |  |  |
| years issued on 21 August 2012  |                                      |  |                                  |  |  |  |
| bearing interest at the rate of 2%  |                                      |  |                                  |  |  |  |
| per annum<br>Stock code (if listed)<br>Class of shares  | HK\$                                 | 80,000,000                               | -                                | 80,000,000                                   |  | 1,000,000,000  |
| issuable (Note 1)   | Ordinary                             |  |                                  |  |  |  |
| Subscription price  | HK\$0.080                            |  |                                  |  |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy))<br>2.   | (14/08/2012)                         |  |                                  |  |  |  |
| Stock code (if listed)<br>Class of shares<br>issuable ( <i>Note 1</i> )<br>Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)<br>3. |                                      | ·  | -                                |  |  |  |
| Stock code (if listed)<br>Class of shares<br>issuable ( <i>Note 1</i> )<br>Subscription price<br>EGM approval date<br>(if applicable)<br>(dd/mm/yyyy)<br>4. | ( / /)<br>                           |  |                                  |  |  |  |
| EGM approval date<br>(if applicable)  | <br>( / /)                           |  | (Prefere                         | nary shares)<br>ence shares)<br>Other class) |  |  |

| Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable: | No. of new shares of<br>issuer issued during<br>the month pursuant<br>thereto | No. of new shares of<br>issuer which may be<br>issued pursuant thereto<br>as at close of the month |
|---|---|--|
| 1   |   |  |
|   | -   |  |
|   |   |  |
| Ordinary shares (Note 1)  | -   |  |
|   |   |  |
| 2   | -   |  |
|   |   |  |
|   | -   |  |
| shares (Note 1)   |   |  |
|   |   |  |
| 3   |   |  |
|   |   |  |
|   |   |  |
| shares (Note 1)   |   |  |
|   |   |  |
| Total D. (Ordinary shares)  | 1   |  |
| (Preference shares)   |   |  |
| (Other class)   |   |  |
|   |   |  |

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

|    |               | ssued Share Capital |  |       |   | No. of new<br>shares of<br>issuer issued<br>during the<br>month<br>pursuant<br>thereto | No. of new<br>shares of<br>issuer which<br>may be<br>issued<br>pursuant<br>thereto as at<br>close of the<br>month |
|----|---------------|---------------------|--|-------|---|--|---|
|    | Type of Issue |                     |  |       |   | <u> </u>   | month   |
|    |               |                     | Class of shares issuable ( <i>Note 1</i> ) |       |   |  |   |
| 1. | Rights issue  | At price : State    | Issue and allotment<br>date : (dd/mm/yyyy) | ( / / | ) |  |   |
|    |               |                     | EGM approval date:<br>(dd/mm/yyyy)         | ( / / | ) |  |   |
|    |               |                     | Class of shares issuable                   |       |   |  |   |
|    |               |                     | (Note 1)                                   |       |   |  |   |
| 2. | Open offer    | At price : State    | Issue and allotment<br>date : (dd/mm/yyyy) | ( / / | ) |  |   |
|    |               |                     | EGM approval date:<br>(dd/mm/yyyy)         | ( / / | ) |  |   |
|    |               |                     |  |       |   |  |   |
|    |               |                     | Class of shares issuable ( <i>Note 1</i> ) |       |   |  |   |
| 3. | Placing       | At price : State    | Issue and allotment<br>date : (dd/mm/yyyy) | ( / / | ) |  |   |
|    |               |                     | EGM approval date:<br>(dd/mm/yyyy)         |       |   |  |   |
|    |               |                     |  | ( / / | ) |  |   |
|    |               |                     | Class of shares issuable ( <i>Note 1</i> ) |       |   |  |   |
| 4. | Bonus issue   |                     | Issue and allotment<br>date : (dd/mm/yyyy) | ( / / | ) |  |   |
|    |               |                     | EGM approval date:<br>(dd/mm/yyyy)         | ( / / | ) |  |   |
|    |               |                     |  |       |   |  |   |
|    |               |                     |  |       |   |  |   |

| 5. Scrip           | rchase of       | At price : | State<br>currency ——  | Class of shares issuable<br>( <i>Note 1</i> )<br>Issue and allotment<br>date : (dd/mm/yyyy)<br>EGM approval date:<br>(dd/mm/yyyy)<br>Class of shares<br>repurchased ( <i>Note 1</i> ) | ( | / / |      | month |
|--------------------|-----------------|------------|-----------------------|---|---|-----|------|-------|
| 6. Reput           | rchase of       | At price : | State<br>currency ——  | <ul> <li>(Note 1)</li> <li>Issue and allotment<br/>date : (dd/mm/yyyy)</li> <li>EGM approval date:<br/>(dd/mm/yyyy)</li> <li>Class of shares</li> </ul>                               | ( |     |      |       |
|                    |                 |            |                       |   |   |     | <br> |       |
|                    |                 |            |                       | Cancellation date :<br>(dd/mm/yyyy)<br>EGM approval date:<br>(dd/mm/yyyy)   |   | / / |      |       |
| 7. Reder<br>shares | mption of<br>s  |            |                       | Class of shares<br>redeemed ( <i>Note 1</i> )<br>Redemption date :<br>(dd/mm/yyyy)<br>EGM approval date:<br>(dd/mm/yyyy)  |   | / / |      |       |
| 8. Consi           | ideration issue | At price : | State<br>currency ——— | Class of shares issuable<br>( <i>Note 1</i> )<br>Issue and allotment<br>date : (dd/mm/yyyy)<br>EGM approval date:<br>(dd/mm/yyyy)   | ( | / / |      |       |

|     |                  |                  | For Main Board and GEM listed issuers |                |               |                    |
|-----|------------------|------------------|---------------------------------------|----------------|---------------|--------------------|
|     |                  |                  |                                       |                | No. of new    | No. of new         |
|     |                  |                  |                                       |                | shares of     | shares of          |
|     |                  |                  |                                       |                | issuer issued |                    |
|     |                  |                  |                                       |                | during the    | may be             |
|     |                  |                  |                                       |                | month         | issued             |
|     |                  |                  |                                       |                | pursuant      | pursuant           |
|     |                  |                  |                                       |                | thereto       | thereto as at      |
|     | <b>T</b> 61      |                  |                                       |                |               | close of the month |
|     | Type of Issue    |                  |                                       |                |               | monui              |
|     |                  |                  | Class of shares issuable              |                |               |                    |
|     |                  |                  |                                       |                |               |                    |
|     |                  |                  | (Note 1)                              |                |               |                    |
| 9.  | Capital          |                  | Issue and allotment                   | ( / / )        |               |                    |
|     | reorganisation   |                  | date : (dd/mm/yyyy)                   |                |               |                    |
|     |                  |                  |                                       |                |               |                    |
|     |                  |                  | EGM approval date:                    | ( / / )        |               |                    |
|     |                  |                  | (dd/mm/yyyy)                          |                |               |                    |
|     |                  |                  |                                       |                |               |                    |
|     |                  |                  |                                       |                |               |                    |
|     |                  |                  |                                       |                |               |                    |
|     |                  |                  |                                       |                |               |                    |
|     |                  |                  |                                       |                |               |                    |
|     |                  |                  | Class of shares issuable              |                |               |                    |
|     |                  |                  | ( <i>Note</i> 1)                      |                |               |                    |
| 10. | Other            | At price : State | - Issue and allotment                 | (//)           |               |                    |
|     | (Please specify) | currency         | date : (dd/mm/yyyy)                   | ``´´           |               |                    |
|     |                  |                  |                                       |                |               |                    |
|     |                  |                  | EGM approval date:                    | ( / / )        |               |                    |
|     |                  |                  | (dd/mm/yyyy)                          |                |               |                    |
|     |                  |                  |                                       |                |               |                    |
| -   |                  |                  | Total E. (0                           | Ordinary share | s)            |                    |
|     |                  |                  | (Pr                                   | eference share | s)            | -                  |
|     |                  |                  |                                       | (Other clas    | s)            | _                  |
|     |                  |                  |                                       |                |               |                    |
|     |                  |                  |                                       |                |               |                    |

| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):                          | (1) | N/A |  |  |  |
|--|-----|-----|--|--|--|
|  | (2) | N/A |  |  |  |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):                        | N/A |     |  |  |  |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):                  | N/A |     |  |  |  |
| (These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").) |     |     |  |  |  |

Submitted by: <u>Ho King Yee</u>

 
 Company Secretary (Director, Secretary or other duly authorised officer)

Notes :

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. If there is insufficient space, please append the prescribed continuation sheet.