Provisional Allotment Letter No. 暫定配額通知書編號

Registered office:

8/F Floor Pedder Building 12 Pedder Street

Central Hong Kong

註冊辦事處 香港 中環

畢打街12號 畢打行

IMPORTANT

重要提示

上 スレビル

THIS FORM IS VALUABLE AND TRANSFERABLE AND REQUIRES YOUR IMMEDIATE ATTENTION. THE OFFER CONTAINED IN THIS DOCUMENT AND THE ACCOMPANYING FORM OF APPLICATION FOR EXCESS RIGHTS SHARES EXPIRES AT 4:00 P.M. ON FRIDAY, 11 NOVEMBER 2011.

此り有價及可轉離的表格,並應即時處理。本文件及隨附的額外供股股份申請表格所載的要約將於二零一一年十一月十一日(星期五)下午四時正截止。

IF YOU ARE IN ANY DOUBT ABOUT THIS FORM, OR A STO THE ACTION TO BE TAKEN, OR IF YOU HAVE SOLD ALL OR PART OF YOUR SHARES OF EPICUREAN AND COMPANY, LIMITED (THE "COMPANY"), YOU SHOULD CONSULT YOUR STOCK BROKER OR OTHER REGISTERED DEALER IN SECURITIES, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISER.

IN 不列目本表核返差接取的行動者任何复制或如 IN TOLH EXPLORED HEAD REGISTERED DEALER IN SECURITIES, BANK MANAGER, SOLICITOR, PROFESSIONAL ACCOUNTANT OR OTHER PROFESSIONAL ADVISER.

A copy of this form, together with a copy of the rights issue prospectus of the Company dated Friday, 28 October 2011 (the "Prospectus") and a copy of the form of application for excess Rights Shares, have been registered with the Registrar of Companies in Hong Keng pursuant to section 3422 of the Companies of Ordinance. The Registrar of Companies in Hong Keng pursuant to section 3422 of the Companies of Hong Keng pursuant to section 3422 of the Companies of Hong Keng Received and a copy of the form to application for excess Rights Shares, have been registered with the Registrar of Companies in Hong Keng pursuant to section 3422 of the Companies of Hong Keng Received Received

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epicurean|惟膳 Epicurean and Company, Limited 惟膳有限公司

Branch share registrar and Transfer Office in Hong Kong

Brainen snare registrar and Transfer Of Computershare Hong Kong Investor Services Limited Shops 1712-1716 17th Floor Hopewell Centre 183 Queen's Road East Wanchai, Hong Kong

會港級饮物戶登配分處: 香港中央證券登配有限公司 香港,灣仔 雪星后大道東183號 合和中心17樓 1712-1716號鋪

(Incorporated in the Cayman Islands with limited liability) (於開曼群島註冊成立之有限公司) (Stock Code: 8213)

(股份代號:8213)

RIGHTS ISSUE OF 547,650,000 RIGHTS SHARES AT HK\$0.06 EACH ON THE BASIS OF ONE RIGHTS SHARE FOR **EVERY TWO EXISTING SHARES HELD ON THE RECORD DATE**

> 按於記錄日期每持有兩股現有股份 獲配發一股供股股份的基準 以每股0.06港元發行547,650,000股供股股份的供股

PAYABLE IN FULL ON ACCEPTANCE NOT LATER THAN 4:00 P.M. ON FRIDAY, 11 NOVEMBER 2011

股款須於接納時(不遲於二零一一年十一月十一日(星期五)下午四時正)全數繳足

PROVISIONAL ALLOTMENT LETTER 暫定配額通知書

Name(s) and address of Qualifying Shareholder(s) 合資格股東姓名及地址	BOX A Total number of existing Shares registered in your name(s) on Frida 28 October 2011 甲欄 於二零一一年十月二十八日(星期五)登記於 閣下名下的現有股 總數
	BOX B Number of Rights Shares allotted to you subject to payment in full of
	acceptance by no later than 4:00 p.m. on Friday, 11 November 201 乙欄 配發予 閣下的供股股份數目·股款須於接納時(不遲於二零一一十一月十一日(星期五)下午四時正)全數繳足
	BOX C Total subscription monies payable 丙欄 應線認購股款總額 HK\$ 港元
Contact Telephone No.:	
聯絡電話: Terms defined in the Prospectus have the same meanings herein unless the context otherwise requires. 除非文義另有所指,否则供股章程所界定的調彙與本通知書所採用者具有相同涵義。	

行共政權下台區、介護收入县。
Milh-paid Riphts will take place from Tuesday, 1 November 2011 to Tuesday, 8 November 2011 (both days inclusive). The Rights Issue is conditional upon the Underwriting Agreement becoming unconditional and not being minated. If the condition of the Rights Issue is not fulfilled, the Rights Issue will not proceed. Any dealing in the Shares or Nii-Paid Rights up to the date on which the condition of the Rights Issue is fulfilled will accordingly bear the risk that the Rights Issue is unconditional or may not proceed. Shareholders and potential investors should therefore exercise caucition when dealing in the Shares or Nii-paid Rights, and if they are in any doubt about their position, they are commended to consult their professional advisers. The latest time for acceptance of and payment for the Rights Shares is 4:00 p.m. on Friday, 11 November 2011. The procedures for acceptance or transfer of the Rights Shares are set out in the

Prospectus (Text Proposed Control of the Control of Co

OUNT!,並以「只准入抬頭人賬戶」劃線方式開出,有關分拆配額的指示載於背頁。本公司將不另發股款收據。 FORM IS NOT FOR PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES. 格不可直接或間接於美顯東內或向美國集內人士刊發或分發。



epicurean|惟膳 Epicurean and Company, Limited

惟膳有限公司

(Incorporated in the Cayman Islands with limited liability) (Stock Code: 8213)

28 October 2011

Dear Shareholder

INTRODUCTION

In accordance with the terms and subject to the conditions in the Prospectus accompanying this letter, the Directors have provisionally allotted to you the number of Rights Shares in the Company indicated on the front page of this provisional allotment letter on the basis of one Rights Share for every two existing Shares registered in your name in the register of members on Friday, 28 October 2011. Your holdings of the existing Shares as at that date is set out in Box A and the number of Rights Shares provisionally allotted to you is set out in Box B. Terms defined in the Prospectus have the same meanings when adopted herein unless the context otherwise requires.

RIGHTS SHARES

The Rights Shares (when allotted, issued and fully paid) will rank pari passu with the then existing Shares in issue in all respects. Holders of fully-paid Rights Shares will be entitled to receive all future dividends and distributions which may be declared, made or paid after the date of allotment and issue of the Rights Shares. Subject to the granting of the listing of, and permission to deal in, the Nil-paid Rights and Rights Shares on the Stock Exchange, the Rights Shares and Nil-paid Rights will be accepted as eligible securities by HKSCC for tdeposit, clearance and settlement in CCASS with effect from the respective commencement dates of dealings in the Rights Shares and Nil-paid Rights on the Stock Exchange or such other dates as determined by the HKSCC. Settlement of transactions between the participants of the Stock Exchange or any trading day is required to take place in CCASS on the second trading day thereafter. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

No action (including registration or filing under any applicable legislation of any jurisdiction other than Hong Kong) has been taken to permit the offering of the Rights Shares or the distribution of the Prospectus, this provisional allotment letter and the form of application for excess Rights Shares in any jurisdiction other than Hong Kong. No person receiving a copy of the Prospectus or this provisional allotment letter or a form of application for excess Rights Shares in any jurisdiction outside Hong Kong may treat it as an offer or invitation to apply for the Rights Shares, unless in the relevant jurisdiction such an offer or invitation could lawfully be made without compliance with any registration or other legal or regulatory requirements. It is the responsibility of any person outside Hong Kong wishing to make an application for Rights Shares to satisfy himself/herself/fileself as to the observance of the laws and regulations of all relevant territories, including the obtaining of any government or other consents, and to pay any taxes and duties required to be paid in such jurisdiction in connection therewith. No application for Rights Shares with be accepted from any Excluded Shareholders. The Company reserves the right to refuse to accept any application for Rights Shares where it believes that acceptance would violate the applicable securities or other laws or regulations of any jurisdiction outside Hong Kong.

Completion and return of a provisional allotment letter by any person in Hong Kong will constitute a warranty and representation to the Company, by such person, that all registration, legal or regulatory requirements of all relevant jurisdictions in connection with the provisional allotment letter, have been, or will be, complied with.

PROCEDURE FOR ACCEPTANCE

To take up your provisional allotment of Rights Shares in full, you must lodge the whole of this provisional allotment letter intact with the Company's branch share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong together with a remittance for the full amount payable on acceptance, as shown in Box C, so as to be received by not later than 4:00 p.m. on Friday, 11 November 2011. All remittances must be made in Hong Kong dollars and cheques must be drawn on a bank account with, or cashier orders must be issued by, a licensed bank in Hong Kong and made payable to "Epicurean and Company, Limited — Rights Issue Account" and crossed "Account Payee Only". Such payment will constitute acceptance of the provisional allotment on the terms of this provisional allotment letter and the Prospectus and subject to the memorandum of association and articles of association of the Company. No receipt will be given for such remittances. All enquiries in connection with this provisional allotment letter should be addressed to the Company's branch share registrar in Hong Kong at the above address.

It should be noted that, unless a provisional allotment letter, duly completed, together with the appropriate remittance shown in Box C, has been received as described above by 4:00 p.m. on Friday, 11 November 2011, whether by the original allottee or any person in whose favour the rights have been validly transferred, your provisional allotment and all rights thereunder will be deemed to have been declined and will be cancelled. The Company may (at its sole discretion) treat a provisional allotment letter as valid and binding on the person(s) by whom or on whose behalf it is lodged even if not completed in accordance with the relevant instructions.

TRANSFER AND SPLITTING

If you wish to accept only part of your provisional allotment or transfer a part of your rights to subscribe for the Rights Shares provisionally allotted to you hereunder or to transfer all or part of your rights to more than one person, this original allotment letter must be surrendered and lodged for cancellation by no later than 4:30 p.m. on Thursday, 3 November 2011 with the Company's branch share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, who will cancel this original allotment letter in the denominations required which will be available for collection at the Company's branch share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong after 9:00 a.m. on the second Business Day after the surrender of this original allotment letter. It should be noted that stamp duty is payable in connection with the transfer of your rights to subscribe for the relevant Rights Shares to the transferee(s) and the acceptance by the transferee(s) of such rights. The Company may (as its sole discretion) treat a provisional allotment letter as valid and binding on the person(s) by whom or on whose behalf it is lodged even if not completed in accordance with the relevant instructions.

Shareholders should note that the Underwriting Agreement contains provisions entitling the Underwriter, by notice in writing, the right to terminate the Underwriter's obligations thereunder on the occurrence of certain events. The Underwriter may, terminate the Underwriting Agreement at any time between the date of the Underwriting Agreement and 5:00 p.m. on the third Business Day following the Acceptance Date if one or more of following events or matters (whether or not forming part of a series of event) shall occur, arise or exist:

- the Underwriter shall become aware of the fact that, or shall have reasonable cause to believe that, any of the warranties under the Underwriting Agreement is untrue, inaccurate, misleading or breached, and in each case the same is (in the reasonable opinion of the Underwriter) material in the context of the Rights Issue; or
- any new law or regulation is enacted, or there is any change in existing laws or regulations or any change in the interpretation or application thereof by any court or other competent authority, whether in Hong Kong or elsewhere; (i)
 - there is any change in local, national or international financial, political, industrial or economic conditions;
 - there is any change of an exceptional nature in local, national or international equity securities or currency markets;
 - there is any local, national or international outbreak or escalation of hostilities, insurrection or armed conflict: (iv)
 - (v) there is any moratorium, suspension or material restriction on trading in securities generally on the Stock Exchange;
 - (vi) there is any suspension in the trading of the Shares on the Stock Exchange for a continuous period of ten (10) Business Days;
 - there is any change or development involving a prospective change in taxation or exchange controls in Hong Kong or elsewhere which will or may materially and adversely affect the Group or a material proportion of the Shareholders in their capacity as such,

which event or events is or are in the reasonable opinion of the Underwriter:-

- (1) likely to have a material adverse effect on the business or financial or trading position or prospects of the Company or the Group taken as a whole; or
- (2) likely to have a material adverse effect on the success of the Rights Issue or the level of Rights Shares to be Taken Up; or
- (3) so material as to make it inappropriate, inadvisable or inexpedient to proceed further with the Rights Issue

If the Underwriter terminates the Underwriting Agreement, the Rights Issue will not proceed. Further announcement will be made if the Underwriting Agreement is terminated by the Underwriter.

CHEQUES AND CASHIER ORDERS

All cheques and cashier orders will be presented for payment immediately following receipt and all interest earned on such monies will be retained for the benefit of the Company. Any provisional allotment letter in respect of which the accompanying cheque or cashier order is dishonoured on first presentation is liable to be rejected. Completion and return of a provisional allotment letter together with a cheque or cashier order in payment for the Rights Shares accepted will constitute a warranty by the applicant that the cheque or cashier order will be honoured on first presentation. Without prejudice to its other rights in respect thereof, the Company reserves the right to reject any provisional allotment letter in respect of which the accompanying cheque or cashier order is dishonoured on first presentation, and, in that event, the relevant provisional allotment and all rights given pursuant to it will be deemed to have been declined and will be cancelled.

SHARE CERTIFICATES

It is expected that the certificates for all fully-paid Rights Shares will be posted by the Company's branch share registrar to the persons entitled thereto at their own risk on or before Thursday, 17 November 2011.

If you wish to apply for any Rights Shares in addition to your provisional allotment under the Rights Issue, you must complete and sign the accompanying form of application for excess Rights Shares and lodge it, together with a separate remittance for the amount payable on application in respect of the excess Rights Shares applied for, in accordance with the instructions set out in it with the Company's branch share registrar. Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hoppwell Centre, 183 Queen's Road East, Wanchai, Hong Kong so as to be received by not later than 4:00 p.m. on Friday, 11 November 2011. All remittances must be in Hong Kong dollars and must be forwarded either by cheque drawn on a Hong Kong dollar account with a licensed bank in Hong Kong or by a separate cashier order issued by a licensed bank in Hong Kong. All such cheques or cashier orders must be made payable to "Epicurean and Company, Limited — Excess Application Account" and crossed "Account Payee Only". No receipt will be given for such remittances.

The Board will allocate the excess Rights Shares based on a sliding scale with reference to the number of the excess Rights Shares applied for by Qualifying Shareholders in pre-determined categories (i.e. Qualifying Shareholders belonging to pre-determined categories consisting of applications for a smaller number of Rights Shares will be allocated with a higher percentage of the excess Rights Shares they have applied for but will receive a lesser number of Rights Shares whereas Qualifying Shareholders belonging to pre-determined categories consisting of applications for a larger number of Rights Shares will be allocated with a smaller percentage of the excess Rights Shares they have applied for but will receive a higher number of Rights Shares of the excess Rights Shares they have applied for but will receive a higher number of Rights Shares of the excess Rights Shares they have applied for but will receive a higher number of Rights Shares share will be allocated with a smaller percentage of the excess Rights Shares they have applied for but will receive a higher number of Rights Shares will be allocated with a higher percentage of the excess Rights Shares share high shares they have applied for but will receive a higher number of Rights Shares high shares will be allocated with a smaller percentage of the excess Rights Shares shares will be allocated with a higher percentage of the excess Rights Shares high shares will be allocated with a higher percentage of the excess Rights Shares high shares will be allocated with a higher percentage of the excess Rights Shares high shares will be allocated with a higher percentage of the excess Rights Shares high shares will be allocated with a higher percentage of the excess Rights Shares high shares will be allocated with a higher percentage of the excess Rights Shares will be allocated with a higher percentage of the excess Rights Shares will be allocated with a higher percentage of the excess Rights Shares will be allocated with a higher percentage of the excess Righ

Lodgment of the provisional allotment letter with, where relevant, the form of transfer and nomination purporting to have been signed by the person(s) in whose favour the provisional allotment letter has been issued, shall be conclusive evidence of the party or parties lodging it to deal with the same and to receive a split letter of allotment and/or the relative share certificates. Further copies of the Prospectus are available at the Company's branch share registrar, Computershare Hong Kong Investor Services Limited (telephone number: 2862 8555), at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

All documents, including cheques for refund, will be sent by ordinary post at the risk of the relevant applicants or other persons entitled thereto.

This provisional allotment letter and all acceptances of the offer contained in it shall be governed by and construed in accordance with the laws of Hong Kong.

By completing, signing and submitting this provisional allotment letter, you agree to disclose to the Company and/or its share registrar and their respective advisers and agents personal data and any information which they require about you or the person(s) for whose benefit you have made the acceptance of the provisional allotment of Rights Shares. The Personal Data (Privacy) Ordinance provides the holders of securities with rights to ascertain whether the Company or its share registrar hold their personal data, to obtain a copy of that data, and to correct any data that is inaccurate. In accordance with the Personal Data (Privacy) Ordinance, the Company and its share registrar have the right to charge a reasonable fee for the processing of any data access request. All requests for access to data or correction of data or for information regarding policies and practices and the kinds of data held should be addressed to the Company, at its register office at 8th Floor, Pedder Building, 12 Pedder Street, Central, Hong Kong or as notified from time to time in accordance with applicable law, for the attention of the Company Secretary or (as the case may be) the branch share registrar.



epicurean | 惟膳 **Epicurean and Company, Limited**

惟膳有限公司

(於開曼群島註冊成立之有限公司) (股份代號:8213)

勘酌者:

緒言

根據隨附本函件的供股章程所載條款及在其條件規限下・董事已暫定配登於本暫定配額通知書首頁所載數目的本公司供股股份予 閣下・基準為於二零一一年十月二十八日(星期五)以 閣下名義在股東名冊上登記每兩股現 有股份可獲配發一股供股股份。 閣下於該日持有的現有股份列於甲欄・而所獲暫定配發的供股股份數目則列於乙欄。除文義另有所指外・於供股章程中已界定的詞彙與本函件所採用者具相同涵義。

供股股份

供股限份(經配發、發行及繳足股款後)將在所有方面與當時已發行的現有股份享有同等權益。繳足股款供股股份的持有人將有權收取於配發及發行供股股份之日期後可能宣派,作出或派付的一切日後股息及分派。待未繳款供股權及供股股份獲准於聯交所上市及買賣後,供股股份及未繳款供股權將獲香港結算接納為合資格證券,可自供股股份及未繳款供股權各自於聯交所開始買賣之日或由香港結算選定的任何其它日期起,在中央結算系統內番谷、結算及交收。聯交所參與者之間在任何交易日所進行的交易交收須在其後第二個交易日在中央結算系統內進行。所有在中央結算系統內進行的活動均須依據其不時生效的《中央結算系統一般規則》及《中央結算系統理作程序規則》進行。

本公司並無採取任何行動(包括根據香港境外任何司法管轄區的適用法例進行登記或存檔)以獲准在香港境外任何司法管轄區發售供股股份或派發供股章程、本暫定配額通知書及額外供股股份申請表格。任何在香港境外司法管轄區的人士倘接獲供股章程或本暫定配額通知書及額外供股股份申請表格,除非於有關司法管轄區可合法提出申請供股股份的要約或邀請而毋窺辦理任何登記手續或符合其它法例或監管規定,否則不得規為申請供股股份的要約或邀請。任何在香港境外司法管轄區的人士如欲申請認購供股股份,有責任自行遵守,切有關地區的法律及法規,包括取得任何政府或其它方面的同意,以及繳付該司法管轄區規定須就此繳付的任何稅項及繳費。本公司不會接受除外股東的供股股份申請。倘本公司相信接受任何供股股份申請會觸犯任何香港境外司法管轄區適用的證券或其它法例或規則,則本公司有權拒絕接受任何兩用申請。

香港境內任何人士填妥及交回暫定配額通知書,將構成對本公司作出的一項保證及聲明,表示該人士已遵照或將遵照有關暫定配額通知書在所有有關司法管轄區的所有登記、法律或監管規定。

埣 幼 王 鏪

閣下如全數接納供股股份暫定配額,必須將整份暫定配額通知書連同丙欄所示須於接納供股股份時應付的全數股款,於二零一一年十一月十一日(星期五)下午四時正前交回本公司的股份過戶登記分處香港中央證券登記有限公司(其地址為香港灣仔皇后大道東183號合和中心17樓1712-1716號館)。所有股款須以港元繳付,並以香港持牌銀行戶口開出的支票或以香港持牌銀行發出的銀行本票支付。所有支票或銀行本票均須註明拾頭人為「Epicurean and Company, Limited — Rights Issue Account」,並以「只准入拾頭人賬戶」劃線方式開出。繳付股款後,即表示已按本暫定配額通知書及供股章程所載的條款,及在本公司組織章程大網及細則的規限下接納暫定配額。本公司將不另發股款收據。所有有關本暫定配額通知書的查詢均須需交上述地址的本公司高考股股份過戶登記分處。

務請注意・除非由原獲配售人或經已獲有效轉讓有關權利的任何人士填妥的暫定配額通知書連同丙欄所示的應繳股款已按上文所述於二零一一年十一月十一日(星期五)下午四時正前送達・否則 閣下的暫定配額及一切據此 而獲得的權利將規作已遭放棄而被取消。本公司或會(令權兩情)將並未遵照有關指示填妥的暫定配額确知書規作有效・日對交回的人十或代表其交回的人十具有約束力。

轉讓及分拆

閣下如欲只接納 閣下的部分暫定配額,或轉讓根據暫定配額通知書暫定配發予 閣下的認購供股股份的部分權利,或向超過一名人士轉讓 閣下的全部或部分權利,則 閣下須最遲於二零一一年十一月三日(星期四)下午四時三十分前將此份原暫定配額通知書交回本公司的股份過戶登記分處害港中央證券登記有限公司(其地址為香港灣仔皇后大道東183號合和中心17樓1712-1716號舖)並予以註銷,而本公司股份過戶登記分處將會註銷此份原暫定配額通知書,並按所需數目發出新暫定配額通知書。新暫定配額通知書將可於註銷此份原暫定配額通知書,並按所需數目發出分處香港中央證券登記有限公司(其地址為香港灣仔皇后大道東183號合和中心17樓1712-1716號舖)強取。新暫定配額通知書將可於註銷此份原暫定配額通知書後第二個營業日上午九時正後於本公司股份過戶登記分處香港中央證券登記有限公司(其地址為香港灣仔皇后大道東183號全和中心17樓1712-1716號舖)領取。務請注意, 閣下轉讓有關供股股份的認購權予承讓人時須繳付印花稅,而承讓人於接納有關權利時亦須繳付印花稅。本公司或會(全權酌情)將並未遵照有關指示填妥的暫定配額通知書視作有效,且對交回的人士或代表其交回的人士具有約束力。

终止句錯協議

敬請股東留意,包銷協議的條文授予包銷商權利,於發生若干事件時以書面通知形式終止包銷商於包銷協議下的責任。倘出現、發生或存在一項或以上的下列事件或事項(不論是否構成連串事件的部分),則包銷商可於包銷 協議日期至接納日期後第三個營業日下午五時正期間任何時間終止包銷協議:

- a) 包銷商得悉或有合理理由相信任何包銷協議下的保證為不實、不準確、誤轉或遭違反・而於各情況下該等事項(包銷商合理認為)對供股而言為重大:或
- (b) (i) 香港或其它地方引入任何新法例或法規・或任何法院或其它具權力機構對現行法例或法規作出變動或對其詮釋或應用產生任何變動:
 - (ii) 本地、全國或國際金融、政治、工業或經濟狀況出現任何變動:
 - (iii) 本地、全國或國際股票或貨幣市場出現性質特殊的任何變動
 - (iv) 任何本地、全國或國際敵對行為、暴動或武裝衝突爆發或升級:
 - (v) 於聯交所整體施行股份禁售、暫停或嚴格限制證券買賣:
 - (vi) 股份於聯交所連續十(10)個營業日暫停買賣:
 - (vii) 涉及香港或其它地方的稅務或外匯管制出現任何預期變動或發展而對本集團或大部分股東(作為股東)構成或可能構成重大不利影響。

而句绌商就一項或多項事件**今**理初为

- (1) 可能對本公司或本集團整體的業務或財政或交易狀況或前景構成重大不利影響:或
- (2) 可能對成功進行供股或供股股份獲接納的程度構成重大不利影響:或
- (3) 程度重大致使進一步進行供股屬不恰當、不應或不宜。

若包銷商終止包銷協議,供股將不會進行。若包銷商終止包銷協議,將另行刊發公告。

支票及銀行本票

所有支票及銀行本票於收訖後隨即過戶,而有關款項產生的全部利息將撥歸本公司所有。任何暫定配額過知書所隨附的支票或銀行本票未能於首次過戶時兑現,有關通知書有可能被拒絕受理。填妥的暫定配額通知書建同所 接納供股股份的付款支票或銀行本票交回後將構成申請人的一項保證,表示該支票或銀行本票於首次過戶時將可兑現。在不影響其它有關權利的情況下,本公司有權在任何暫定配額通知書所隨附之支票或銀行本票首次過戶 未能兑現時拒絕受理有關的暫定配額通知書。在此情況下,有關的暫定配額及就此而獲賦予的所有權利將被視作不獲接納而予以註銷。

缴足股款供股股份的股票預期將於二零一一年十一月十七日(星期四)或之前由本公司股份過戶登記分處寄予應得的人士・郵誤風險概由彼等自行承擔。

額外供股股份

閣下如擬申請認購多於 閣下根據供股所獲暫定配發的任何供股股份,必須按隨附的額外供股股份申請表格的指示填妥並簽署表格,連同就所申請認購額外供股股份時須繳付的獨立股款,最遲於二零一一年十一月十一日(星期五)下午四時正前交回本公司股份過戶登記分處香港中央證券登記有限公司(其地址為香港灣仔皇后大道東183號合和中心17樓1712-1716號舖)·方為有效。所有股款須以香港持牌銀行港元戶口開出的港元支票或以香港持牌銀行發出的獨立港元銀行本票支付,所有支票或銀行本票均須註明抬頭人為「Epicurean and Company, Limited — Excess Application Account」·並以「**只准入抬頭人賬戶**」方式劃線。本公司將不另發股款收據。

董事會將按合資格股東申請額外供股股份數目作預先分類,並以滑準法向彼等作出分配(即預先分類的申請較少數目供股股份的合資格股東會獲分配彼等所申請額外供股股份的百分比較高,但會獲發較少數目的供股股份。 而預先分類的申請較多數目供股股份的合資格股東會獲分配彼等所申請額外供股股份的百分比較低,但會獲發較多數目的供股股份),並且可能會涉及抽籤,即表示於預先分類的各個股東組別中,部分合資格股東可能較其他合資格股東獲分配較多額外供股股份,而未中籤的合資格股東則不獲分配任何額外供股股份。

一般事項

暫定配額通知書連同(如適用)由獲發暫定配額通知書人士所簽署之轉讓及提名表格一經交回,即確證交回之人士(一名或多名)有權處理暫定配額通知書及收取分拆配額通知書及/或有關股票。 閣下如需要額外之供股章程,可於本公司之股份過戶登記分處香港中央證券登記有限公司(電話號碼: 2862 8555)索取,其地址為香港灣仔皇后大道東183號合和中心17樓1712-1716號舖。

所有文件包括退款支票在内・將以平郵投遞方式寄予有關申請人或其他應得之人士・郵誤風險概由收件人自行承擔。

本暫定配額通知書及其中所載的要約之所有接納均須受香港法例監管,並按其詮釋。

倘若填妥、簽署及交回本暫定配額通知書, 關下同意向本公司及/或其股份過戶登記處及彼等各自之顧問及代理披露個人資料及彼等所需而有關 閣下或 閣下為其利益而接納供股股份暫定配額的人士之任何資料。《個人資料 (私隱)條例》給予證券持有人權利可確定本公司或其股份過戶登記處是否持有其個人資料。索取有關資料之副本,以及改正任何不準確之資料。根據《個人資料(私隱)條例》,本公司及其股份過戶登記處有權就處理任何查閱資料之要求收取合理費用。有關查閱資料或投資料或有關政策及慣例以及持有資料種類之資料的所有要求,應寄往本公司之註冊辦事處(地址為香港中環畢打街12號畢打行8樓)或根據適用法律不時通知之地點並以公司秘書為收件人,或(視屬向情况而定)股份過戶登記分處。

IN THE EVENT OF TRANSFER OF RIGHTS TO SUBSCRIBE FOR RIGHTS SHARE(S) REPRESENTED BY THIS DOCUMENT, AD VALOREM STAMP DUTY IS PAYABLE ON EACH SALE AND EACH PURCHASE. A GIFT OR TRANSFER OF BENEFICIAL INTEREST OTHER THAN BY WAY OF SALE IS ALSO LIABLE TO AD VALOREM STAMP DUTY. EVIDENCE OF PAYMENT OF AD

VALOREM STAMP DUTY WILL BE REQUIRED BEFORE REGISTRATION OF THIS DOCUMENT.
在轉讓本文件代表之供股股份認購權利時,每宗買賣均須繳付從價印花稅。除出售外,饋贈或轉讓實益擁有之權益亦須繳付從價印花稅。在辦理本文件之登記手續前,須出示已繳付從價印花稅之證明。

Form B

FORM OF TRANSFER AND NOMINATION

轉讓及提名表格

(To be completed and signed only by the Qualifying Shareholder(s) who wish(es) to transfer all of its/his/her/their rights to subscribe for the Rights Shares comprised herein) (只供擬轉讓其/彼/彼等全部供股股份認購權的合資格股東填寫及簽署)

The Directors To:

EPICUREAN AND COMPANY, LIMITED 性勝有限公司列位董事 台照

致

Dear Sirs.

I/We hereby transfer all of my/our rights to subscribe for the Rights Shares comprised in this provisional allotment letter to the person(s) accepting the same and signing the registration application form (Form C) below

敬啟者: 本人/吾等護將本暫定配額通知書所列本人/吾等的供股股份的認購權悉數轉讓予接受此權利並簽署下列登記申請表格(表格丙)的人士。

1	2			3					4			
		Signature(s)	of Shareholder 股東簽署(所	(s) (all joint 有聯名股東均			st sign)					
Date:	2011								日期:一家	§一一年	月	
Date.		Stamp duty is	payable by the	transferor(s	if this	form is co	mpleted.		H.W. —	· -		
		otamp daty io	填妥此表格後				inpictou.					
Form C 表格丙		REG	ISTRATION	APPLIC	ATIC	N FORM	Л					
			登記	已申請表材	各							
	(To be completed a	and signed only by the	person(s) to whom (只供承讓供股股				ghts Share	s are bein	g transferred)		
To: The Directors EPICUREAN AND COM 致: 惟膳有限公司 列位董事 台照	MPANY, LIMITED											
Dear Sirs, I/We request you to register the accompanying Prospecti 敬啟者:							t the same	on the ter	ms set out in	this provision	nal allotmei	nt letter an
吸成有: 本人/吾等謹請董事將表格甲 納此等供股股份。	內之乙欄所列之供股股份數	数目,登記於本人/吾等	等名下。本人/吾等	等同意按照本暫	定配額	通知書及隨附	之供股章程	所載條款	・以及在 貴公	司之組織章程	大綱及細則	規限下・打
							Please m	Shareholde ark "X" in 請在欄內埠	this box			
	To be completed in	n BLOCK LETTERS ir	n ENGLISH. Joint 正楷填寫。聯名申	applicants sho	uld give	e the address	of the first	named ap	oplicant only.			
Name to Frantish	F					. 《中明八地址		Nomo in	Chinese	I		
Name in English 英文姓名	Family name 姓氏		Otne	er name(s) 名号				中文姓名				
Name continuation and/or name(s) of joint applicant(s) in English (if any) 姓名(續)及/或聯名申請人										1		
(如有)英文姓名 Address in English												
英文地址												
Occupation 職業								Tel. No. 電話號碼	Ę			
			Dividend Instru	ctions 派息指示	₹							
Name and address		Bank account nu						nt number	銀行賬戶號码	馬		
of bank 銀行名稱及地址				BANK 銀行	BRAN	ICH 分行			ACCOUN	NT 戶口		
MI IIII												
	•											
1	2			3					4			
		Signature(s	s) of applicant(申請人簽署(所	(s) (all joint 有聯名申請 <i>)</i>	applio 均須領	cants must 簽署)	sign)					
Date:	2011								日期:二零	§——年	月_	