



香港交易所

### Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/3/2013

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Epicurean and Company, Limited

Date Submitted 2 April 2013

#### I. Movements in Authorised Share Capital

##### 1. Ordinary Shares

(1) Stock code : 8213 Description : \_\_\_\_\_

|                                     | No. of ordinary<br>shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <i>State currency</i> ) |
|-------------------------------------|---------------------------|--|--|
| Balance at close of preceding month | <u>5,000,000,000</u>      | <u>0.01</u>                                | <u>50,000,000</u>  |
| Increase/(decrease)                 | <u>-</u>                  | <u>--</u>                                  | <u>-</u>   |
| Balance at close of the month       | <u>5,000,000,000</u>      | <u>0.01</u>                                | <u>50,000,000</u>  |

(2) Stock code : \_\_\_\_\_ Description : \_\_\_\_\_

|                                     | No. of ordinary<br>shares | Par value<br>( <i>State<br/>currency</i> ) | Authorised share<br>capital<br>( <i>State currency</i> ) |
|-------------------------------------|---------------------------|--|--|
| 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>( <i>State currency</i> ) | Authorised share capital<br>( <i>State currency</i> ) |
| Balance at close of preceding month | _____                    | _____                                  | _____   |
| Increase/(decrease)                 | _____                    |  | _____   |
| Balance at close of the month       | _____                    | _____                                  | _____   |

## 3. Other Classes of Shares

|                                     |                                |  |   |
|-------------------------------------|--------------------------------|--|---|
| Stock code : _____                  | Description : _____            |  |   |
|                                     | No. of other classes of shares | Par value<br>( <i>State currency</i> ) | Authorised share capital<br>( <i>State currency</i> ) |
| 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 currency*) :

**HK\$50,000,000**

## II. Movements in Issued Share Capital

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

## III. Details of Movements in Issued Share Capital

## Share Options (under Share Option Schemes of the Issuer)

| Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable | Movement during the month |           |                            |        | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|--|---------------------------|-----------|----------------------------|--------|--|---|
|  | Granted                   | Exercised | Cancelled                  | Lapsed |  |   |
| 1. Share option scheme adopted on 26/02/2003   |                           |           |                            |        |  |   |
| Ordinary shares<br>(Note 1)  | -                         | -         | -                          | -      | -  | 27,300,000  |
| 2.   |                           |           |                            |        |  |   |
| ( / / )<br>shares<br>(Note 1)  |                           |           |                            |        |  |   |
| 3.   |                           |           |                            |        |  |   |
| ( / / )<br>shares<br>(Note 1)  |                           |           |                            |        |  |   |
|  |                           |           | Total A. (Ordinary shares) |        |  |   |
|  |                           |           | (Preference shares)        |        |  |   |
|  |                           |           | (Other class)              |        |  |   |
| Total funds raised during the month from exercise of options (State currency)                            |                           |           |                            |        |  |   |

Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants<br>(Date of expiry - dd/mm/yyyy)                             | Currency of<br>nominal<br>value | 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>_____<br>_____   | _____                           | _____   | _____                            | _____                                     | _____  | _____  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed) _____   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> ) _____                                  |                                 |   |                                  |   |  |  |
| Subscription price _____   |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____                           |                                 | ( / / )   |                                  |   |  |  |
| 2.<br>_____<br>_____   | _____                           | _____   | _____                            | _____                                     | _____  | _____  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed) _____   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> ) _____                                  |                                 |   |                                  |   |  |  |
| Subscription price _____   |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____                           |                                 | ( / / )   |                                  |   |  |  |
| 3.<br>_____<br>_____   | _____                           | _____   | _____                            | _____                                     | _____  | _____  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed) _____   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> ) _____                                  |                                 |   |                                  |   |  |  |
| Subscription price _____   |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____                           |                                 | ( / / )   |                                  |   |  |  |
| 4.<br>_____<br>_____   | _____                           | _____   | _____                            | _____                                     | _____  | _____  |
| ( / / )  |                                 |   |                                  |   |  |  |
| Stock code (if listed) _____   |                                 |   |                                  |   |  |  |
| Class of shares<br>issuable ( <i>Note 1</i> ) _____                                  |                                 |   |                                  |   |  |  |
| Subscription price _____   |                                 |   |                                  |   |  |  |
| EGM approval date<br>(if applicable)<br>(dd/mm/yyyy) _____                           |                                 | ( / / )   |                                  |   |  |  |
| Total B. (Ordinary shares) _____<br>(Preference shares) _____<br>(Other class) _____ |                                 |   |                                  |   |  |  |

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

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

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

## Other Movements in Issued Share Capital

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

| Type of Issue |                      |                                 | No. of new shares of issuer issued during the month pursuant thereto   | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |       |
|---------------|----------------------|---------------------------------|--|---|-------|
| 5.            | Scrip dividend       | At price : State currency _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / )<br>(dd/mm/yyyy) | _____   | _____ |
| 6.            | Repurchase of shares |                                 | Class of shares repurchased <i>(Note 1)</i> _____<br>Cancellation date : ( / / )<br>(dd/mm/yyyy)<br>EGM approval date: ( / / )<br>(dd/mm/yyyy)     | _____   | _____ |
| 7.            | Redemption of shares |                                 | Class of shares redeemed <i>(Note 1)</i> _____<br>Redemption date : ( / / )<br>(dd/mm/yyyy)<br>EGM approval date: ( / / )<br>(dd/mm/yyyy)          | _____   | _____ |
| 8.            | Consideration issue  | At price : State currency _____ | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy) ( / / )<br>EGM approval date: ( / / )<br>(dd/mm/yyyy) | _____   | _____ |



For Main Board and GEM listed issuers

| Type of Issue              |  | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|----------------------------|--|--|---|
| 9. Capital reorganisation  | Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy)                                    | ( / / )  | ( / / )   |
| 10. Other (Please specify) | At price : State currency _____<br>Class of shares issuable _____<br><i>(Note 1)</i><br>Issue and allotment date : (dd/mm/yyyy)<br>EGM approval date: (dd/mm/yyyy) | ( / / )  | ( / / )   |
| Total E.                   |  | (Ordinary shares) _____  | (Preference shares) _____   |
|                            |  | (Other class) _____  |   |

|   |     |     |
|---|-----|-----|
| 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 |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> |     |     |

