
DEFINITIONS

Unless the context otherwise requires, the following expressions have the following meanings in this prospectus.

“Accountant’s Report”	the accountant’s report on our Company set out in Appendix I to this prospectus
“ARSO”	the Amusement Rides (Safety) Ordinance (Chapter 449 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
“AR(S)(O&M)R”	the Amusement Rides (Safety) (Operation and Maintenance) Regulation (Chapter 449B of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
“Articles” or “Articles of Association”	the articles of association of our Company conditionally adopted on 19 November 2013 and effective from the Listing Date, as amended from time to time, a summary of the current version of which is set out in Appendix III to this prospectus
“Asset Transfer Agreement”	the transfer agreement dated 16 October 2013 entered into between Billion Treasure as transferor and U Weddings Studio Ltd as transferee in relation to the transfer of, among other things, all rights, assets and contracts in connection with Billion Treasure’s provision of wedding services under the trade name of “ <i>U Weddings</i> ” from Billion Treasure to U Weddings Studio Ltd
“associate(s)”	has the meaning ascribed to it under the GEM Listing Rules
“Billion Treasure”	Billion Treasure Property Development Limited (億采物業發展有限公司) (formerly Billion Treasure Development Limited (億采發展有限公司)), a company incorporated in Hong Kong with limited liability on 24 October 2007, and is owned as to approximately 53.1% by Mr. Cheung KH and approximately 46.9% by Mr. Cheung KK
“Board”	the board of Directors
“Buildings Department”	the Buildings Department of the Government
“business day”	a day (other than a Saturday, Sunday or public holiday in Hong Kong) on which banks in Hong Kong are generally open for business to public
“BVI”	the British Virgin Islands
“CAGR”	compound annual growth rate

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“Capitalisation Issue”	the issue of 348,925,000 Shares to be made upon capitalisation of certain sums standing to the credit of the share premium account of our Company as set out in “Statutory and General Information — A. Further information about our Company and our subsidiaries — 3. Resolutions in writing of all Shareholders passed on 19 November 2013” in Appendix IV to this prospectus
“CCASS”	the Central Clearing and Settlement System established and operated by HKSCC
“CCASS Clearing Participant”	a person admitted to participate in CCASS as a direct clearing participant or general clearing participant
“CCASS Custodian Participant”	a person admitted to participate in CCASS as a custodian participant
“CCASS Investor Participant(s)”	a person admitted to participate in CCASS as an investor participant who may be an individual, joint individuals or a corporation
“CCASS Participant(s)”	a CCASS Clearing Participant, a CCASS Custodian Participant or a CCASS Investor Participant
“CCTV”	closed circuit television
“Chinese wedding banquet specialist”	when used in the context of a restaurant, a Chinese wedding banquet specialist is an operator of Chinese restaurants designed and decorated particularly for wedding occasions, and such operator usually has experiences with traditional Chinese restaurants where normal Chinese dining services, instead of banquet services, are served, according to the Euromonitor Report
“ <i>Choi Fook Club</i> (彩福會)”	<i>Choi Fook Club</i> (彩福會), the trade name under which <i>Choi Fook Club</i> (Wan Chai) was operated
“ <i>Choi Fook Club</i> (Wan Chai)”	a club under “ <i>Choi Fook Club</i> (彩福會)” which was situated at 4/F, Emperor Group Centre, 288 Hennessy Road, Wan Chai, Hong Kong, the operation of which was carried out by Smiling Profit. It was closed in April 2013
“ <i>Choi Fook Group</i> ”	<i>Choi Fook Group Company Limited</i> (彩福集團有限公司) (formerly known as <i>Choi Fook Catering (Group) Company Limited</i> (彩福飲食(集團)有限公司), a company incorporated in Hong Kong with limited liability on 25 October 2004, which is owned as to 25% by Mr. Cheung KH, 25% by Mr. Cheung KK and an aggregate of 50% by the Ex-Partners. <i>Choi Fook Group</i> is not part of our Group
“ <i>Choi Fook Holdings</i> ”	<i>Choi Fook Holdings Limited</i> (彩福控股有限公司), a company incorporated in Hong Kong with limited liability on 25 June 2009, and an indirect wholly-owned subsidiary of our Company

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“Choi Fook Royal Banquet”	Choi Fook Royal Banquet Limited (彩福皇宴有限公司), a company incorporated in Hong Kong with limited liability on 6 July 2009, and an indirect wholly-owned subsidiary of our Company
“Choi Fook Seafood”	Choi Fook Seafood Restaurant Limited (彩福海鮮酒家有限公司), a company incorporated in Hong Kong with limited liability on 9 January 2002, and an indirect wholly-owned subsidiary of our Company
“Choi Fook Trademarks”	the trademarks “ <i>Choi Fook Royal Banquet</i> (彩福皇宴)”, “ <i>Choi Fook Choi Fook Seafood Restaurant</i> (彩福彩福海鮮酒家)” and “ <i>Choi Fook Group</i> (彩福集團)”, which are registered under Choi Fook Group
“Cleaning and Sanitary Materials Supply Agreement”	the product supply agreement dated 30 October 2013 entered into between Choi Fook Holdings and Tai Cheong Hong in respect of the supply of cleaning and sanitary materials
“Commissioner for Labour”	the Commissioner for Labour holding office under the Occupational Safety and Health Ordinance (Chapter 509 of the Laws of Hong Kong)
“Companies Law”	the Companies Law (as revised) of the Cayman Islands, as amended, supplemented or otherwise modified from time to time
“Companies Ordinance”	the Companies Ordinance (Chapter 32 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
“Company” or “our Company”	U Banquet Group Holding Limited (譽宴集團控股有限公司), a company incorporated in the Cayman Islands on 20 June 2013 as an exempted company with limited liability
“Company’s Legal Advisers”	TC & Co., legal advisers to our Company as to Hong Kong law
“Confirmatory Deed”	the confirmatory deed dated 11 August 2013 entered into between Choi Fook Holdings and the Minority Shareholder
“connected person(s)”	has the meaning ascribed to it under the GEM Listing Rules
“connected transaction(s)”	the transactions stipulated and specified in Rule 20.13 the GEM Listing Rules
“Controlling Shareholder(s)”	has the meaning ascribed to it under the GEM Listing Rules and, in the context of this prospectus, refers to Mr. Cheung KH, Mr. Cheung KK and U Banquet (Cheung’s)
“CPI”	consumer price index, which measures the change over time in the price levels of consumer commodities and services that are usually purchased by households

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“Credit Bonus”	Credit Bonus Limited (資麗有限公司), a company incorporated in Hong Kong with limited liability on 1 November 2012, and an indirect wholly-owned subsidiary of our Company
“C(SOP)O”	the Clubs (Safety of Premises) Ordinance (Chapter 376 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
“DCO”	the Dutiable Commodities Ordinance (Chapter 109 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
“DCR”	the Dutiable Commodities (Liquor) Regulations (Chapter 109B of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
“Deed of Indemnity”	the deed of indemnity dated 25 November 2013 executed by the Controlling Shareholders in favour of our Company, particulars of which are set out in “Statutory and General Information — E. Other information — 14. Tax and other indemnities” in Appendix IV to this prospectus
“Deed of Non-Competition”	the deed of non-competition dated 19 November 2013 executed by the Controlling Shareholders in favour of our Company (for ourselves and as trustee for and on behalf of our subsidiaries)
“DEMS”	the Director of Electrical and Mechanical Services
“DEP”	the Director of Environmental Protection
“Department of Health”	Department of Health of the Government
“DFEH”	the Director of Food and Environmental Hygiene
“Director(s)”	the director(s) of our Company
“EatSmart Restaurant (有「營」食肆)”	an accreditation status granted by the Department of Health to restaurants that are committed to providing dishes in accordance with the nutrition benchmarks set by the Department of Health, such as dishes that have only vegetables and fruit as ingredients or where portions of vegetables and fruit are more than twice that of meat and dishes that use less fat or oil, salt and sugar in cooking or preparation
“Elite Rainbow”	Elite Rainbow Corporation Limited (韻彩有限公司), a company incorporated in Hong Kong with limited liability on 27 March 2009, and an indirect wholly-owned subsidiary of our Company
“Employees’ Compensation Ordinance”	the Employees’ Compensation Ordinance (Chapter 282 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time

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“EMSD”	the Electrical and Mechanical Services Department of the Government
“EPD”	the Environmental Protection Department of the Government
“ERO”	the Engineers Registration Ordinance (Chapter 409 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
“ERP”	enterprise resource planning
“ESDlife”	an online platform at www.esdlife.com which provides lifestyle information and public and commercial services online
“Euromonitor International”	Euromonitor International Limited, an independent research and analysis services provider from which we have commissioned the Euromonitor Report
“Euromonitor Report”	a report entitled “ <i>Chinese Full-service Restaurants and Wedding Banquets in Hong Kong</i> ” commissioned by us and issued by Euromonitor International on 28 November 2013
“Ex-Partners”	parties to the Settlement Agreement (excluding Mr. Cheung KH and Mr. Cheung KK)
“FBR”	the Food Business Regulation (Chapter 132X of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
“FEHD”	the Food and Environmental Hygiene Department of the Government
“Fire Services Department”	the Hong Kong Fire Services Department of the Government
“FIU(LALG)R”	the Factories and Industrial Undertakings (Lifting Appliances and Lifting Gear) Regulations (Chapter 59J of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
“FS(FHA)R”	the Fire Services (Fire Hazard Abatement) Regulation (Chapter 95F of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
“full-service restaurant(s)”	all sit-down establishments where the focus is on food rather than on drink and are characterised by table service and a relatively higher quality of food offering relative to quick-service units, which also include à la carte, all-you-can-eat and sit-down buffets within full-service restaurants
“GDP”	gross domestic product
“GEM”	the Growth Enterprise Market operated by the Stock Exchange

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“GEM Listing Rules”	the Rules Governing the Listing of Securities on GEM as amended, supplemented or otherwise modified from time to time
“General Corporation”	General Corporation Limited (浩凌有限公司), a company incorporated in Hong Kong with limited liability on 16 August 2012, and is owned as to 50.005% by Modern Management and 49.995% by Mr. Yip. It is an indirect non-wholly-owned subsidiary of our Company
“Good Fortress”	Good Fortress Inc Limited (豐勝有限公司), a company incorporated in Hong Kong with limited liability on 11 December 2012, and an indirect wholly-owned subsidiary of our Company
“Government”	the government of Hong Kong
“Great Business”	Great Business (China & HK) Trading Limited (宏業(中港)貿易有限公司), a company incorporated in Hong Kong with limited liability on 17 April 2012, and an indirect wholly-owned subsidiary of our Company
“gross floor area”	in the context of this prospectus, the gross floor area as shown in the general restaurant licence of the relevant restaurant
“Group”, “our Group”, “we” or “us”	our Company and its subsidiaries, or where the context so requires in respect of the period prior to our Company becoming the holding company of its present subsidiaries, such subsidiaries or the business which have since been acquired or carried on by them for the time being
“HK” or “Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“HKFRSs”	Hong Kong Financial Reporting Standards (including Hong Kong Accounting Standards and Interpretations) issued by the Hong Kong Institute of Certified Public Accountants
“HKQAA”	Hong Kong Quality Assurance Agency
“HKSCC”	Hong Kong Securities Clearing Company Limited
“Hot Pot Cuisine (涮得棧)”	Hot Pot Cuisine (涮得棧), the trade name under which Hot Pot Cuisine Restaurant is operated
“Hot Pot Cuisine Restaurant”	a restaurant under “Hot Pot Cuisine (涮得棧)” which is situated at 2nd Ground Floor, Tropicana Gardens, No.110 Lung Cheung Road, Kowloon, Hong Kong, the operation of which is carried out by Choi Fook Royal Banquet. It was launched in April 2013

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“Independent Third Party(ies)”	individual(s) or company(ies) who or which is/are not connected (within the meaning of the GEM Listing Rules) with any Director, chief executive or substantial shareholder of our Company or any of our subsidiaries and/or their respective associates
“IRO”	the Inland Revenue Ordinance (Chapter 112 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
“ISO”	a series of quality management and quality assurance standards published by the International Organization for Standardization, a non-governmental organisation based in Geneva, Switzerland, for assessing the quality systems of business organisations
“Joint Bookrunners”	SBI E2-Capital Financial Services Limited and Brilliant Norton Securities Company Limited, being the joint bookrunners of the Placing
“Joint Lead Managers”	Quam Securities Company Limited, Brilliant Norton Securities Company Limited and SBI E2-Capital Financial Services Limited, being the joint lead managers of the Placing
“Ka Ho Educational Paper”	Ka Ho Educational Paper Company Limited (嘉豪文教紙業有限公司), a company incorporated in Hong Kong with limited liability on 26 September 2001 and is owned as to 50% by Mr. Lam Tsz Fung and 50% by Ms. Lam Hoi Yee, Candice, the brother-in-law and sister-in-law of Mr. Cheung KH
“Latest Practicable Date”	20 November 2013, being the latest practicable date prior to the printing of this prospectus for ascertaining certain information contained in this prospectus prior to its publication
“Lease Agreement”	the lease agreement dated 1 July 2013 entered into between Choi Fook Holdings and Billion Treasure in respect of the lease of the Leased Property
“Leased Property”	a non-residential property located at Unit E2 on the 28th Floor of Block 1 and Unit F on the 28th Floor of Block 2, Vigor Industrial Building, 49-53 Ta Chuen Ping Street, Kwai Chung, New Territories, Hong Kong
“Listing”	the listing of the Shares on GEM
“Listing Date”	the date, expected to be Tuesday, 10 December 2013, on which dealings in our Shares first commence on GEM
“Listing Division”	the listing division of the Stock Exchange
“LLB”	the Liquor Licensing Board of Hong Kong
“Main Board”	the stock market operated by the Stock Exchange prior to the establishment of GEM (excluding options market) and which stock market continues to be operated by the Stock Exchange in parallel with GEM and which, for the avoidance of doubt, excludes GEM

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“Memorandum” or “Memorandum of Association”	the memorandum of association of our Company adopted on 19 November 2013 and effective from the Listing Date, as amended from time to time
“Million Talent”	Million Talent Investment Limited (百駿投資有限公司), a company incorporated in Hong Kong with limited liability on 4 November 2006, and an indirect wholly-owned subsidiary of our Company
“Minimum Wage Ordinance”	the Minimum Wage Ordinance (Chapter 608 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
“Minority Shareholder”	Century Great Investments Limited, a company incorporated in the BVI with limited liability on 15 November 2012 and is wholly-owned by Mr. Law
“Modern Management”	Modern Management (Restaurant) Limited (現代管理(飲食)有限公司), a company incorporated in Hong Kong with limited liability on 26 April 2013, and an indirect wholly-owned subsidiary of our Company
“Mr. Cheung KH”	Mr. Cheung Ka Ho (張家豪) (alias Cheung Tze Ho (張梓豪)), an executive Director and one of our Controlling Shareholders
“Mr. Cheung KK”	Mr. Cheung Ka Kei (張家驥), an executive Director and one of our Controlling Shareholders
“Mr. Law”	Mr. Law Sai Hung (羅世鴻), the shareholder holding the entire interest in the Minority Shareholder. For details of Mr. Law and his relationship with our Company, see “History, Reorganisation and Corporate Structure — Minority Shareholder”
“Mr. Yip”	Mr. Yip Wang Kwong (葉宏光), a shareholder holding 49.995% interests in each of Smart Award and General Corporation. For details of Mr. Yip and his relationship with our Company, see “Business — Raw materials and procurement — Procurement”
“New Shares”	the 50,000,000 new Shares to be offered for subscription pursuant to the Placing
“PHMSO”	the Public Health and Municipal Services Ordinance (Chapter 132 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
“Placing”	the conditional placing of the Placing Shares by the Underwriters on behalf of our Company and U Banquet (Cheung’s) for cash at the Placing Price, as further described in “Structure and Conditions of the Placing”

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“Placing Price”	the final price per Placing Share (exclusive of brokerage, SFC transaction levy and Stock Exchange trading fee payable thereon) which will be not more than HK\$1.20 per Placing Share and is expected to be not less than HK\$1.00 per Placing Share, such price to be fixed on the Price Determination Date
“Placing Shares”	the 50,000,000 New Shares being offered for subscription and the 50,000,000 Sale Shares offered for purchase under the Placing
“PRC” or “China”	the People’s Republic of China, but for the purpose of this prospectus and for geographical reference only and except where the context requires, references in this prospectus to “China” and “PRC” do not apply to Hong Kong, Macau Special Administrative Region and Taiwan
“Price Determination Agreement”	the agreement to be entered into between the Joint Lead Managers (for themselves and on behalf of the Underwriters) and our Company (for itself and on behalf of U Banquet (Cheung’s)) on the Price Determination Date to fix and record the Placing Price
“Price Determination Date”	the date, expected to be on or before Wednesday, 4 December 2013 or such later date as the Joint Lead Managers (for themselves and on behalf of the Underwriters) and the Company (for itself and on behalf of U Banquet (Cheung’s)) may agree, on which the Placing Price will be fixed for the purposes of the Placing
“Quam Capital” or “Sponsor”	Quam Capital Limited, a corporation licensed by the SFC to carry out type 6 (advising on corporate finance) regulated activity under the SFO, being the sponsor of the Listing
“Quam Securities”	Quam Securities Company Limited, a corporation licensed by the SFC to carry out type 1 (dealing in securities), type 2 (dealing in futures contracts), type 4 (advising on securities), type 6 (advising on corporate finance) and type 9 (asset management) regulated activities under the SFO, and a fellow subsidiary of the Sponsor
“Reorganisation”	the corporate reorganisation of our Group effected in preparation for the Listing as described in “History, Reorganisation and Corporate Structure” and Appendix IV to this prospectus
“Sale Shares”	the 50,000,000 existing Shares to be offered for purchase by U Banquet (Cheung’s) pursuant to the Placing
“Settlement Agreement”	the settlement agreement dated 17 June 2009 entered into among Mr. Cheung KK, Mr. Cheung KH and the Ex-Partners relating to settlement of the disputes between Mr. Cheung KK and Mr. Cheung KH of one part and the Ex-Partners of the other part arising from their co-operation in the operation of certain Chinese restaurants in Hong Kong

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“SFC”	the Securities and Futures Commission of Hong Kong
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time
“Share(s)”	ordinary share(s) of HK\$0.01 each in the share capital of our Company
“Shareholder(s)”	holder(s) of our Share(s)
“Share Option Scheme”	the share option scheme conditionally adopted by our Company, the principal terms of which are summarised in “Statutory and General Information — D. Share Option Scheme” in Appendix IV to this prospectus
“Smart Award”	Smart Award Limited (豐美有限公司), a company incorporated in Hong Kong with limited liability on 23 April 2012, and is owned as to 50.005% by Modern Management and 49.995% by Mr. Yip. It is an indirect non-wholly-owned subsidiary of our Company
“Smiling Profit”	Smiling Profit Limited (慶彩有限公司), a company incorporated in Hong Kong with limited liability on 11 December 2009, and an indirect wholly-owned subsidiary of our Company
“Stationery Supply Agreement”	the product supply agreement dated 30 October 2013 entered into between Choi Fook Holdings and Ka Ho Educational Paper in respect of the supply of stationery
“Step Up”	Step Up Corporation Limited (進展有限公司), a company incorporated in Hong Kong with limited liability on 2 December 2005, and an indirect wholly-owned subsidiary of our Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary” or “subsidiary(ies)”	has the meaning ascribed to it in section 2 of the Companies Ordinance
“substantial shareholder(s)”	has the meaning ascribed to it under the GEM Listing Rules
“Tai Cheong Hong”	Tai Cheong Hong (大昌行), a sole proprietorship set up in Hong Kong and run by Mr. Cheung KK
“Takeovers Code”	The Hong Kong Code on Takeovers and Mergers issued by the SFC, as amended, supplemented or otherwise modified from time to time
“Track Record Period”	the period comprising the two years ended 31 December 2012 and the seven months ended 31 July 2013

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“ <i>U Banquet</i> (譽宴)”	U Banquet (譽宴), the trade name under which U Banquet (Mong Kok) (1), U Banquet (Mong Kok) (2), U Banquet (Tsim Sha Tsui), U Banquet (Kwun Tong), U Banquet (Causeway Bay), U Banquet (Wan Chai), U Banquet (Wong Tai Sin) and U Banquet (North Point) are operated
“U Banquet (Causeway Bay)”	a restaurant under “ <i>U Banquet</i> (譽宴)” which is situated at 5th Floor and 5th Mezzanine Floor, Lee Theatre Plaza, 99 Percival Street, Causeway Bay, Hong Kong, the operation of which is carried out by Vast Rainbow
“U Banquet (Cheung’s)”	U Banquet (Cheung’s) Holdings Company Limited, a company incorporated with limited liability in the BVI on 18 March 2013, and is owned as to 58.5% by Mr. Cheung KH and 41.5% by Mr. Cheung KK, a Controlling Shareholder and the vendor of the Sale Shares
“U Banquet (HK)”	U Banquet Group Limited (譽宴集團有限公司), a company incorporated in Hong Kong with limited liability on 18 June 2010, an indirect wholly-owned subsidiary of our Company
“U Banquet (Kwun Tong)”	a restaurant under “ <i>U Banquet</i> (譽宴)” which is situated at 2nd Floor, Crocodile Center, No.79 Hoi Yuen Road, Kowloon, Hong Kong, the operation of which is carried out by Elite Rainbow
“U Banquet (Mong Kok) (1)”	a restaurant under “ <i>U Banquet</i> (譽宴)” which is situated at Shop No.402 on 4th Floor, Pioneer Centre, 750 Nathan Road, Kowloon, Hong Kong, the operation of which is carried out by Step Up
“U Banquet (Mong Kok) (2)”	a restaurant under “ <i>U Banquet</i> (譽宴)” which is situated at Shop No.602 on 6th Floor, Pioneer Centre, 750 Nathan Road, Kowloon, Hong Kong, the operation of which is carried out by Step Up
“U Banquet (North Point)”	a restaurant under “ <i>U Banquet</i> (譽宴)” which is situated at 1st Floor of King’s Towers, No.480 King’s Road and 15-23A Tsat Tsz Mui Road, Hong Kong, the operation of which is carried out by Choi Fook Seafood
“U Banquet (Tsim Sha Tsui)”	a restaurant under “ <i>U Banquet</i> (譽宴)” which is situated at 2nd and 3rd Floor, Chuang’s London Plaza, No. 219 Nathan Road, Kowloon, Hong Kong, the operation of which is carried out by Million Talent
“U Banquet (Wan Chai)”	a restaurant under “ <i>U Banquet</i> (譽宴)” which was situated at 3rd Floor, Emperor Group Centre, 288 Hennessy Road, Wan Chai, Hong Kong, the operation of which was carried out by Smiling Profit. It was closed in April 2013

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“U Banquet (Wong Tai Sin)”	a restaurant under “ <i>U Banquet</i> (譽宴)” which is situated at 2nd Ground Floor, Tropicana Gardens, No.110 Lung Cheung Road, Kowloon, Hong Kong, the operation of which is carried out by Choi Fook Royal Banquet. It was launched in April 2013
“ <i>U Weddings</i> ”	U Weddings, the trade name under which U Weddings (Wedding Attire Shop) and U Weddings (Wedding Photography Studio) are operated
“U Weddings Studio Ltd”	U Weddings Studio Limited (譽婚攝影有限公司), a company incorporated in Hong Kong with limited liability on 26 April 2013, and an indirect wholly-owned subsidiary of our Company
“U Weddings (Wedding Attire Shop)”	a shop under “ <i>U Weddings</i> ” which is situated at Shop 26 on the 4th Floor of Kowloonbay International Trade & Exhibition Centre, No.1 Trademart Drive, Kowloon, Hong Kong as at the Latest Practicable Date
“U Weddings (Wedding Photography Studio)”	a photography studio under “ <i>U Weddings</i> ” which is situated at Units 10 & 12 on the 4th Floor of Kowloonbay International Trade & Exhibition Centre, No.1 Trademart Drive, Kowloon Bay, Kowloon, Hong Kong as at the Latest Practicable Date
“Underwriters”	the underwriters of the Placing named in “Underwriting — Underwriters”
“Underwriting Agreement”	the conditional underwriting agreement dated 27 November 2013 entered into by our Company, our executive Directors, our Controlling Shareholders, U Banquet (Cheung’s), the Sponsor, the Joint Lead Managers, the Joint Bookrunners and the Underwriters relating to the Placing, brief particulars of which are summarised in “Underwriting”
“Vast Rainbow”	Vast Rainbow Limited (偉彩有限公司), a company incorporated in Hong Kong with limited liability on 16 August 2007, and an indirect wholly-owned subsidiary of our Company
“Wedding Services”	wedding services we offer to our customers from time to time, including wedding gown sales and rentals, hair and makeup, photography and video, venue design and decoration, car rental, hotel booking, wedding invitation design and printing, wedding master of ceremonies, marriage celebrant service, “good luck woman” service (大妗姐服務) and cake catering service
“WPCO”	the Water Pollution Control Ordinance (Chapter 358 of the Laws of Hong Kong) as amended, supplemented or otherwise modified from time to time

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“YuYan Distribution”	YuYan Group Distribution Limited (譽宴集團批發有限公司), a company incorporated in the BVI with limited liability on 1 March 2013, and a direct wholly-owned subsidiary of our Company
“YuYan (HK)”	YuYan Group (Hong Kong) Investment Limited (譽宴集團(香港)投資有限公司), a company incorporated in the BVI with limited liability on 1 March 2013, and a direct wholly-owned subsidiary of our Company
“YuYan Trading”	YuYan Group Trading Limited (譽宴集團貿易有限公司), a company incorporated in the BVI with limited liability on 1 March 2013, and a direct wholly-owned subsidiary of our Company
“YuYan Wedding”	YuYan Group Wedding Limited (譽宴集團婚禮有限公司), a company incorporated in the BVI with limited liability on 1 March 2013, and a direct wholly-owned subsidiary of our Company
“HK\$” and “cents” or “HKD” or “Hong Kong dollars”	Hong Kong dollars and cents, respectively, the lawful currency of Hong Kong
“mm”	millimeter
“sq.m.” or “m ² ”	square meters
“%”	per cent.

Certain amounts and percentage figures included in this prospectus have been subject to rounding adjustment. Accordingly, figures shown as totals in certain tables may not be an arithmetic aggregation of the figures preceding them.

All times and dates refer to Hong Kong local times and dates.