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福記食品服務控股有限公司  
(已委任臨時清盤人)

**FU JI Food and Catering Services Holdings Limited**  
(Provisional Liquidators Appointed)  
(Incorporated in the Cayman Islands with limited liability)  
(Stock Code: 1175)

### **ANNOUNCEMENT IN RELATION TO THE SUPPLEMENTAL SUBSCRIPTION AGREEMENT**

Reference is made to the announcements of the Company dated 7 March 2013 in relation to the expected timetable for the Restructuring, 10 June 2013 in relation to the revised expected timetable for the Restructuring (the “**Announcement**”) and the circular of the Company dated 1 March 2013 (the “**Circular**”) in relation to, *inter alia*, the Restructuring. Unless otherwise specified herein, all capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

#### **SUPPLEMENTAL SUBSCRIPTION AGREEMENT**

As disclosed in the Circular, the Subscription Agreement has been entered into on 18 January 2013 among the Company, the Provisional Liquidators and the Investor for the purpose of the issue and allotment of the Subscription Shares and the Preference Shares. Pursuant to the Subscription Agreement, if the conditions precedent to completion of the Subscription are not fulfilled or waived by the long stop date thereunder, i.e. 30 June 2013, the Subscription Agreement may be terminated.

Given the revised expected timetable for the Restructuring set out in the Announcement, the parties to the Subscription Agreement have entered into a supplemental agreement to the Subscription Agreement (the “**Supplemental Subscription Agreement**”) on Friday, 21 June 2013 whereby the long stop date of the Subscription Agreement is extended from 30 June 2013 to 31 July 2013.

The Investor has also undertaken to the Company and the Provisional Liquidators under the Supplemental Subscription Agreement that:

- (a) following completion of the Open Offer and the Subscription, it will to the extent required by the Listing Rules and within the time limits permitted or requested by the Stock Exchange, but in any event, prior to the Resumption, engage a placing agent to sell or otherwise dispose to not less than six placees, who will be professional, institutional or other private investors (being both (i) Independent Third Parties and (ii) third parties independent of the Investor, Investor Holdco and their respective connected persons and not acting in concert with the Investor, its ultimate beneficial owners and their respective parties acting in concert) of such number of New Shares as may be required to ensure that the Company maintains the minimum public float as required under the Listing Rules; and
- (b) it will not exercise any conversion rights attaching to the Preference Shares if such conversion will result in the Company being in breach of the public float requirement as set out in the Listing Rules.

Furthermore, pursuant to the Supplemental Subscription Agreement, the Investor agrees and acknowledges that in the event the exercise of any conversion rights attaching to the Preference Shares by the Investor or its associates may result in the Company being in breach of the public float requirement under the Listing Rules, the Company shall have the absolute right and discretion to allow or disallow such proposed conversion of Preference Shares in order to maintain the minimum public float of the Company.

**Trading in the Shares on the Stock Exchange has been suspended since 29 July 2009. Until the satisfaction of all the Resumption Conditions, trading in the Shares or New Shares will continue to be suspended. The release of this announcement does not indicate that the trading in the Shares or New Shares will be resumed or that the listing approval for the New Shares, the Offer Shares, the Subscription Shares, the New Shares to be issued upon conversion of the Preference Shares and/or the Scheme Shares will be granted.**

By order of the Board  
**FU JI Food and Catering Services Holdings Limited**  
**(Provisional Liquidators Appointed)**  
**Chin Chang Keng, Raymond**  
*Director*

For and on behalf of  
**FU JI Food and Catering Services Holdings Limited**  
**(Provisional Liquidators Appointed)**  
**Lai Kar Yan (Derek)**  
**Yeung Lui Ming (Edmund)**  
**Darach E. Haughey**  
*Joint and Several Provisional Liquidators  
Acting as agents for and on behalf of  
the Company without personal liability*

Hong Kong, 24 June 2013

*As at the date of this announcement, the Board comprises of Mr. Chin Chang Keng Raymond as executive Director and Mr. Chung Wai Man as independent non-executive Director.*

*Please also refer to the published version of this announcement on the Company's website:  
<http://www.fujicateringhk.com>.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable inquiries, that to the best of their knowledge, opinions expressed in this announcement, have been arrived at after due and careful consideration, and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.*