

FOOD EMPIRE HOLDINGS LIMITED
(Co Registration No: 200001282G)

SUBSCRIBE NEW SHARES IN INDUS COFFEE PRIVATE LIMITED

The Board of Directors of Food Empire Holdings Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) wishes to announce that the Company’s wholly-owned subsidiary, EpiQ Food Services Pte Ltd (“**EpiQ**”), has subscribed for 555,752 new shares at par value of Rs100 each and share premium of Rs20 each in the share capital of Indus Coffee Private Limited (“**Indus Coffee**”), a subsidiary of the Company and of EpiQ, for a total cash consideration of Rs66,690,240 (equivalent to USD1,247,107).

Following completion of the new shares subscription:

- (a) the authorized share capital of Indus Coffee has increased from Rs1,000,000 (equivalent to USD18,100) comprising 10,000 shares at par value of Rs100 each to Rs210,000,000 (equivalent to USD3,927,000) comprising 2,100,000 shares at par value of Rs100 each; and
- (b) the total issued and paid-up share capital of Indus Coffee has increased from Rs1,000,000 (equivalent to USD18,100) comprising 10,000 shares at par value of Rs100 each to Rs67,690,240 (equivalent to USD1,265,207) comprising 10,000 shares at par value of Rs100 each and 555,752 shares at par value of Rs100 and share premium of Rs20 each, of which:
 - (i) 9,999 shares at par value of Rs100 each and 555,752 shares at par value of Rs100 each and share premium of Rs20 each are held by EpiQ; and
 - (ii) the remaining 1 share at par value of Rs100 each is held by Future Investment Holdings Pte Ltd, a wholly-owned subsidiary of the Company.

The above transaction was funded through internal resources and is not expected to have any material impact on the consolidated net tangible assets and earnings per share of the Group for the current financial year.

None of the Directors or controlling shareholders of the Company has any interest, direct or indirect, in the above transaction.

By Order of the Board

Tan San-Ju
Company Secretary
8 February 2013