

Unless otherwise defined, capitalised terms and expressions used in this announcement shall have the same meanings as those defined in the prospectus dated 29 December 2017 (the “**Prospectus**”) issued by Taste • Gourmet Group Limited (the “**Company**”).

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and Hong Kong Securities Clearing Company Limited (“**HKSCC**”) take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for shares or other securities of the Company. Potential investors should read the Prospectus for detailed information about the Share Offer described below before deciding whether or not to invest in the Offer Shares thereby being offered.

This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia). This announcement does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States. The Offer Shares have not been and will not be registered under the US Securities Act and may not be offered, sold, pledged, or transferred within the United States or to, or for the account or benefit of, US persons, except in transactions exempt from, or not subject to, the registration requirements of the US Securities Act. The Offer Shares are being offered and sold outside the United States in offshore transactions in reliance on Regulation S.

TASTE • GOURMET GROUP LIMITED

(嚙 • 高美集團有限公司)

(Incorporated in the Cayman Islands with limited liability)

LISTING ON THE GROWTH ENTERPRISE MARKET OF THE STOCK EXCHANGE OF HONG KONG LIMITED BY WAY OF SHARE OFFER

Number of Offer Shares	: 100,000,000 Shares (subject to the Offer Size Adjustment Option)
Number of Public Offer Shares	: 10,000,000 Shares (subject to reallocation)
Number of Placing Shares	: 90,000,000 Shares (subject to reallocation and the Offer Size Adjustment Option)
Offer Price	: Not more than HK\$1.09 per Offer Share and expected to be not less than HK\$0.86 per Offer Share, plus brokerage of 1.00%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund)
Nominal value	: HK\$0.10 per Share
Stock code	: 8371

Sole Sponsor



Dongxing Securities (Hong Kong) Company Limited

Sole Bookrunner and Sole Lead Manager

UOBKayHian

UOB Kay Hian (Hong Kong) Limited

Application has been made to the Listing Division for the listing of, and permission to deal in, the Shares issued and to be issued pursuant to the Capitalisation Issue and the Share Offer and any Shares which may fall to be issued upon the exercise of any options that may be granted under the Share Option Scheme. Subject to the granting of approval of the listing of, and permission to deal in, the Shares on the Stock Exchange as mentioned in the Prospectus and the Company's compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the Listing Date or any other date as determined by HKSCC. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second Business Day after any trading day. All activities under CCASS are subject to the general rules of CCASS and CCASS operational procedures in effect from time to time. All necessary arrangements have been made for the Shares to be admitted into CCASS.

The Share Offer consists of: (i) the Public Offer of 10,000,000 Public Offer Shares (subject to reallocation), representing 10% of the total number of the Offer Shares initially available under the Share Offer; and (ii) the Placing of 90,000,000 Placing Shares (subject to reallocation and the Offer Size Adjustment Option), representing 90% of the total number of Offer Shares initially available under the Share Offer. The allocation of the Offer Shares between the Public Offer and the Placing is subject to reallocation as stated in the paragraph headed "Structure and Conditions of the Share Offer – The Public Offer – Reallocation" in the Prospectus.

In connection with the Share Offer, the Company intends to grant to the Sole Bookrunner (acting for itself and on behalf of the Placing Underwriter) the Offer Size Adjustment Option, the Company may be required to allot and issue, at the final Offer Price, up to an aggregate of 10,000,000 additional new Shares, representing 10% of the number of the Offer Shares initially available under the Share Offer.

The Offer Size Adjustment Option can only be exercised by Sole Bookrunner (acting for itself and on behalf of the Placing Underwriter) prior to the Listing Date; otherwise it will lapse. The Shares to be issued pursuant to the exercise of the Offer Size Adjustment Option will not be used for price stabilization purpose and are not subject to the Securities and Futures (Price Stabilizing) Rules of the SFO (Chapter 571W of the Laws of Hong Kong).

If the Offer Size Adjustment Option is exercised in full, the additional Offer Shares will represent approximately 2.4% of the enlarged issued share capital of the Company in issue following completion of the Capitalisation Issue, the Share Offer and the exercise of the Offer Size Adjustment Option but without taking into account any Shares which may be issued upon the exercise of any options that may be granted under the Share Option Scheme.

The Offer Price is expected to be determined by agreement between us and the Sole Bookrunner (acting for itself and on behalf of the Underwriters) on or about Friday, 5 January 2018, or such time and date as may be agreed between us and the Sole Bookrunner (acting for itself and on behalf of the Underwriters). The Offer Price will be not more than HK\$1.09 per Offer Share and is currently expected to be not less than HK\$0.86 per Offer Share, unless otherwise announced. Investors applying for Public Offer Shares must pay, on application, the maximum Offer Price of HK\$1.09 per Offer Share, together with brokerage of 1.00%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price is lower than HK\$1.09 per Offer Share. If, for any reason, the Offer Price is not agreed between us and the Sole Bookrunner (acting for itself and on behalf of the Underwriters) on or before Friday, 5 January 2018, the Share Offer will not proceed and will lapse.

The Share Offer is conditional upon the fulfilment of the conditions as set out in the paragraph headed “Structure and Conditions of the Share Offer – Conditions of the Share Offer” in the Prospectus. If such conditions have not been fulfilled or waived prior to the dates and times specified in the Underwriting Agreements, the Share Offer will lapse and the Stock Exchange will be notified immediately. Notice of lapse of the Share Offer will be published by our Company in The Standard (in English) and the Sing Tao Daily (in Chinese) and on the website of the Stock Exchange at www.hkexnews.hk and our Company’s website at www.tastegourmet.com.hk on the next Business Day following the date of such lapse. All money received will be refunded to applicants of the Public Offer without interests.

The Offer Shares will be fully underwritten by the Underwriters pursuant to the Underwriting Agreements. Prospective investors should note that the Sole Bookrunner (acting for itself and on behalf of the Underwriters) is entitled to terminate the obligations of the Underwriters under the Underwriting Agreements by giving notice in writing to the Company upon the occurrence of any of the events set forth in the paragraph headed “Underwriting – Underwriting arrangements and expenses – The Public Offer – Grounds for termination” in the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date (which is expected to be on Monday, 15 January 2018).

Applications for the Public Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus and the Application Forms.

Applicants who would like to have the allotted Public Offer Shares registered in their own names should either (i) complete and sign the **WHITE** Application Forms or (ii) submit applications online through the designated website of the **HK eIPO White Form** Service Provider at www.hkeipo.hk under the **HK eIPO White Form** service. Applicants who would like to have the allotted Public Offer Shares registered in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants maintained in CCASS should either (i) complete and sign the **YELLOW** Application Forms; or (ii) give electronic application instructions to HKSCC via CCASS.

Copies of the Prospectus, together with the **WHITE** Application Form, may be obtained during normal business hours from 9:00 a.m. on Friday, 29 December 2017, until 12:00 noon on Friday, 5 January 2018 from:

(1) the following address of the Public Offer Underwriter:

UOB Kay Hian (Hong Kong) Limited	15/F, China Building, 29 Queen’s Road Central, Hong Kong
---	--

(2) any of the following branches of the receiving bank:

Bank of China (Hong Kong) Limited

District	Branch Name	Address
Hong Kong Island	Lee Chung Street Branch	29-31 Lee Chung Street, Chai Wan
Kowloon	Yau Ma Tei Branch	471 Nathan Road, Yau Ma Tei
New Territories	Ma On Shan Plaza Branch	Shop 2103, Level 2, Ma On Shan Plaza, Sai Sha Road, Ma On Shan

Copies of the Prospectus, together with the **YELLOW** Application Form, may be obtained during normal business hours from 9:00 a.m. on Friday, 29 December 2017 until 12:00 noon on Friday, 5 January 2018 from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or from your stockbroker.

Time for Lodging Application Forms

Your completed **WHITE** or **YELLOW** Application Form, together with a cheque or a banker's cashier order attached and marked payable to "BANK OF CHINA (HONG KONG) NOMINEES LIMITED – TASTE GOURMET PUBLIC OFFER" for the payment, should be deposited in the special collection boxes provided at any of the branches of the receiving bank listed above at the following times:

Friday, 29 December 2017 – 9:00 a.m. to 5:00 p.m.

Saturday, 30 December 2017 – 9:00 a.m. to 1:00 p.m.

Tuesday, 2 January 2018 – 9:00 a.m. to 5:00 p.m.

Wednesday, 3 January 2018 – 9:00 a.m. to 5:00 p.m.

Thursday, 4 January 2018 – 9:00 a.m. to 5:00 p.m.

Friday, 5 January 2018 – 9:00 a.m. to 12:00 noon

The latest time for lodging your application is 12:00 noon on Friday, 5 January 2018. The application lists will be open from 11:45 a.m. to 12:00 noon on the same date, the last application day or such later time as described in the paragraph headed "How to Apply for Public Offer Shares – 10. Effect of Bad Weather on the Opening of the Applications Lists" in the Prospectus.

Applicants applying by **HK eIPO White Form** service may submit applications through the **HK eIPO White Form** service at www.hkeipo.hk from 9:00 a.m. on Friday, 29 December 2017 until 11:30 a.m. on Friday, 5 January 2018 or such later time as described in the paragraph headed "How to Apply for Public Offer Shares – 10. Effect of bad weather on the opening of the application lists" in the Prospectus (24 hours daily, except on the last day for applications).

CCASS Investor Participants can input electronic application instructions from 9:00 a.m. on Friday, 29 December 2017 until 12:00 noon on Friday, 5 January 2018 or such later time as described in the paragraph headed "How to Apply for Public Offer Shares – 10. Effect of bad weather on the opening of the application lists" in the Prospectus.

Please refer to the sections headed "Structure and Conditions of the Share Offer" and "How to apply for Public Offer Shares" in the Prospectus for details of the conditions and procedures of the Public Offer.

The Company expects to announce the final Offer Price, the level of indication of interest in the Placing, the level of applications in the Public Offer and the basis of allocation of the Public Offer Shares under the Public Offer on Friday, 12 January 2018 in The Standard (in English) and the Sing Tao Daily (in Chinese) and on the website of the Stock Exchange at www.hkexnews.hk and on the website of the Company at www.tastegourmet.com.hk. The results of allocations of the Public Offer, with the Hong Kong identity card/passport/Hong Kong business registration numbers of the successful applicants if applicable, under the Public Offer will be made available through a variety of channels from Friday, 12 January 2018 in the manner described in the paragraph headed “How to Apply for Public Offer Shares – 11. Publication of results” in the Prospectus. The allotment results announcement will also contain information on whether the Offer Size Adjustment Option has been exercised and will confirm the option has lapsed and cannot be exercised at any future date if such option has not been exercised prior to the Listing Date.

Share certificates for the Offer Shares will only become valid certificates of title when the Share Offer has become unconditional in all respects and none of the Underwriting Agreements has been terminated in accordance with its terms prior to 8:00 a.m. (Hong Kong time) on the Listing Date. No temporary documents of title will be issued by the Company and no receipt will be issued for the subscription monies for the Offer Shares. If the Share Offer does not become unconditional or the Underwriting Agreement is terminated in accordance with its terms, the Company will make an announcement on the Stock Exchange’s website at www.hkexnews.hk and the Company’s website at www.tastegourmet.com.hk as soon as possible.

Dealings in the Shares on GEM are expected to commence at 9:00 a.m. (Hong Kong time) on Monday, 15 January 2018. Shares will be traded in board lots of 4,000 Shares each. The GEM stock code for the Shares is 8371.

By order of the Board
Taste • Gourmet Group Limited
WONG Ngai Shan
Chairman

Hong Kong, 29 December 2017

As at the date of this announcement, the Board comprises two executive Directors, namely, Mr. WONG Ngai Shan and Ms. CHAN Wai Chun; and three independent non-executive Directors, namely, Mr. TSANG Siu Chun, Mr. WANG Chin Mong and Ms. CHAN Yuen Ting.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, (i) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; and (ii) there are no other matters the omission of which would make any statement herein or in this announcement misleading.

This announcement and a copy of the Prospectus will remain on the Stock Exchange’s website at www.hkexnews.hk and, in the case of this announcement, on the “Latest Company Announcements” page for at least 7 days from the date of its posting. This announcement and a copy of the Prospectus will also be published on the Company’s website at www.tastegourmet.com.hk.