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康師傅控股有限公司*

TINGYI (CAYMAN ISLANDS) HOLDING CORP.

(在開曼群島註冊成立之有限公司)

(股份代號：0322)

海外監管公告

本公告是由康師傅控股有限公司（「本公司」）根據香港聯交所有限公司證券上市規則第 13.09(2)條而作出。

以下附件是本公司依臺灣證券交易所股份有限公司規定於 2013 年 6 月 7 日在臺灣證券交易所股份有限公司刊發的公告。

承董事會命
康師傅控股有限公司
公司秘書
葉沛森

中國天津，2013 年 6 月 7 日

於本公告日期，本公司之執行董事為魏應州先生、井田毅先生、吉澤亮先生、魏應交先生、吳崇儀先生及井田純一郎先生；本公司之獨立非執行董事為徐信群先生、李長福先生及深田宏先生。

網址：<http://www.masterkong.com.cn>
<http://www.irasia.com/listco/hk/tingyi>

*僅供識別

TDR 股利分派情形

公司代號：910322 公司簡稱：康師傅

經股東會確認後適用

股利所屬年度	101
期別	1
股東會日期	102/06/07
期初未分配盈餘(元) (勿空白)	37956645000
稅後損益(元) (勿空白)	13218166000
可供分配盈餘(元) (勿空白)	45277658000
期末未分配盈餘(元) (勿空白)	45277658000
現金股利(元/單位)	0.46750000
分配 TDR 之現金股利總金額(元)	42600003
現金股利總金額(元)	5229842640
股票股利之盈餘配股(元/單位)	0.0
股票股利之資本公積轉增資(元/單位)	0.0
分配 TDR 之股票股利總金額(元)	0
股票股利總金額(元)	0
摘錄公司章程-股利分派部分(勿空白)	139. (A) The Board may from time to time pay to the members such interim dividends as appear to the Board to be justified by the position of the Company and, in

particular (but without prejudice to the generality of the foregoing), if at any time the capital of the Company is divided into different classes, the Board may pay such interim dividends in respect of those shares in the capital of the Company which confer on the holders thereof deferred or non-preferential rights as well as in respect of those shares which confer on the holders thereof preferential rights with regard to dividend but no interim dividend shall be paid on shares carrying deferred or non-preferential rights if, at the time of payment, any preferential dividend is in arrear provided that if the Board acts bona fide the

Directors shall not incur any responsibility to the holders of shares conferring any preference for any damage that they may suffer by reason of the lawful payment of an interim dividend on any shares having deferred or non-preferential rights. (B) The Board may also pay half-yearly or at other suitable intervals to be settled by them any dividend which may be payable at a fixed rate if the Board are of the opinion that the position of the Company justifies the payment.

註 1：期初未分配盈餘、稅後損益、可供未分配盈餘與期末未分配盈餘係輸入原上市地最近期年度財報數字(需按資產負債表日匯率換算為台幣)。

註 2：現金股利總金額及股票股利總金額包含配發原股股東與 TDR 股東部份。