FU-WANG FOODSLIMITED

House#55, Road#17, Banani C/A, Dhaka-1213 **Tel:** 9889864, 9889958 8815476, **Fax:** 880-02- 8827451 **Web:** www.fuwanggroup.com

Folio/BO Account No: Date:/2011

Name: Address:

LETTER OF OFFER FOR RIGHTS ISSUE

Dear Shareholder (s)

We are pleased to inform you that the Board of Directors at its meeting held on February 13, 2010, recommended to issue Rights Shares in the ratio of 1:1 i.e., 1(one) rights share for (one) existing share held which was approved by the Shareholders in the Extra Ordinary General Meeting held on April 5, 2010. As a registered Shareholder of ordinary shares as on **January 19, 2011** you are entitled to exercise your rights for ordinary share of Tk.10.00 each.

If you wish to accept the above Rights Share in full or in part, you are required to submit completed Application Form-A annexed hereto with necessary payments.

You may, however, renounce your rights in respect of all or part of your entitlement in favor of others in which case the Renunciation Form-B and Form-C annexed here to be submitted duly filled in by you and the renouncee(s) along with necessary payments.

The rights cannot be exercised for fraction of a share i.e. below full unit of share.

All the payments for accepted shares are to be made in cash or by P.O/DD/Cheque @ Tk.10.00 each share and to be deposited with any of the branches of Bankers to the Issue during Banking hours from **February 13, 2011** to **March 10, 2011** (both days inclusive). Any extension of time will be notified through national dailies. Payments through P.O/DD/Cheque payable to "Fu-Wang Foods Limited" and must be drawn on a Bank in the same town where the Branch of Bankers to the Issue in which the application form has been submitted is situated. It is to be noted that transaction above Tk.1 (One) lac must be affected through Demand draft/Crossed cheque/Pay order.

The offer will be deemed to have been declined if completed Application Form-A and/or Renunciation Form-B and Form-C with necessary payments have not been received by **March 10, 2011** or by such later date as may be notified through national dailies to that effect.

A self-explanatory Rights Share Offer Documents is attached for your kind information and evaluation.

By order of the Board

Sd/-

Arif Ahmed Chowdhury

Managing Director

BANKERS TO THE ISSUE OF RIGHTS SHARE OF FWFL

INVESTMENT CORPORATION OF BANGLADESH (ICB)

- 1. Head Office, Dhaka
- 2. Local Office Branch, Dhaka
- 3. Chittagong Branch, Chittagong
- 4. Rajshahi Branch, Razshahi
- 5. Khulna Branch, Khulna
- 6. Barisal Branch, Barisal
- 7. Sylhet Branch, Sylhet
- 8. Bogra Branch, Bogra

STANDARD BANK LTD.

- 1. Principal Branch, Dhaka
- 2. Foreign Exchange Branch, Dhaka
- 3. Topkhana Road Branch, Dhaka
- 4. Imamgonj Branch, Dhaka
- 5. Gulshan Branch, Dhaka
- 6. Dhanmondi Branch, Dhaka
- 7. Uttara Branch, Dhaka
- 8. Mirpur Branch, Dhaka
- 9. Narayangonj Branch, Narayangonj
- 10. Jubilee Road Branch, Chittagong
- 11. Agrabad Branch, Chittagong
- 12. Khatungonj Branch, Chittagong
- 13. CDA Avenue Branch, Chittagong
- 14. Sylhet Branch, Sylhet
- 15. Khulna Branch, Khulna

BANK ASIA LIMITED

- 1. Principal Office Branch, Dhaka
- 2. MCB Dilkusha Branch, Dhaka
- 3. Scotia Branch, Dhaka
- 4. Gulshan Branch, Dhaka
- 5. MCB Banani Branch, Dhaka
- 6. Uttara Branch, Dhaka
- 7. Mitford Branch, Dhaka
- 8. Mohakhali Branch, Dhaka
- 9. Mirpur Branch, Dhaka
- 10. Sylhet Main Branch, Sylhet
- 11. Agrabad Branch , Chittagong
- 12.MCB Sk.Mujib Road Branch, Chittagong
- 13. Rajshahi Branch, Rajshahi
- 14.Khulna Branch, Khulna
- 15. Jessore Branch, Jessore

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Rights Issue of 20,240,000 Ordinary Shares of Tk.10.00 each at an issue price of Tk.10.00 each to the Shareholders whose name appeared in the share register at the close of business on **19.01.2011.**

Last Date of Acceptance and Application: March 10, 2011

FOR	M OF ACCEPTANCE AND	APPLICATION F	OR SHARES	
The Managing Director Fu-Wang Foods Limited House#55, Road#17, Banani C/A, Dhaka-12		Dated: .	/2011	
Dear Sir,				
and Subject to the Mem accept the shares as may the necessary remitted	of ordinary shares indicate orandum and Articles of Asy be allotted to me/us on the once @ Tk.10.00 each dated drawn	ssociation of the e terms laid dowr . In cash o	Company. I/We he n in the letter of off r by Draft/Pay	ereby agree to er and enclose order/Cheque
Folio/BO Account No.	No. of Shares held at the close of business on 19.01.2011	No. of Shares offered	No. of Shares Accepted	Total Amount Paid
Address: 2. Name (in block) Address: BO Account No. As per provision of the D be issued in demateria mentioning his/her Beneral	epository Act, 1999 and red lized condition. An applic ficiary Owner (BO) Account re must be the same as v	gulations made the apply number in the ap	ere under, rights s for allotment of plication form.	hare shall only rights shares
-	ACKNOWLEDGEMENT REC			
Received Tk(Taka				
forno.(s) of	Rights Shares of Fu-Wang	Foods Limited	in Cash/Pay order	
Application Sl. No. (Bank	-	Signature of Receiving Officer		

Date:

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FORM OF RENUNCIATION

The Managing Director **Dated:**/2011 Fu-Wang Foods Limited House#55, Road#17 Banani C/A, Dhaka-1213 Dear Sir, I/We hereby renounce my/our rights to the shares offered to me/us as noted below in favor of person(s) accepting the same and signing in Application by Renouncee(s) and apply for allotment in his/her/their name(s). No. of Folio/BO Account No. No. of Shares held at the close of No. of Shares Shares business on 19.01.2011 renounced offered Yours faithfully, Address: 2. Name (in block)...... Signature....... Signature...... Address: Name(s) of Renounce (s) BO A/C No 1. Name.....

N.B. use photocopy in case of renouncement favoring more than 2 (two) persons

2. Name.....

As per provision of the Depository Act, 1999 and regulations made there under, rights share shall only be issued in dematerialized condition. An applicant must apply for allotment of rights shares mentioning his/her Beneficiary Owner (BO) Account number in the application form.

Note: Signature must be the same as was furnished to the Company earlier

Renunciation Form-C

APPLICATION BY RENOUNCEE(S)

The Managing Director Fu-Wang Foods Limited House#55, Road#17, Banani C/A, Dhaka-1213	Dated: /2011		
Dear Sir,			
As the share holder(s) at pre-page has/have renoun my/our favour, I/We do hereby apply for the number payment of Tk being the value of	r of share noted above as renounced, by making		
1. Signature Name (in block)	1. Signature Name (in block) S/O. D/O. W/O. Address:		
BO No.	BO No.		
Signature of the Renouncer (s) 1	ulations made there under, rights share shall only nt must apply for allotment of rights shares umber in the application form.		
ACKNOWLEDGEMENT RECE	EIPT OF SHARE MONEY		
Received Tk (TakaFolio/Bo	O Account no		
forno.(s) of Rights Shares of Fu-Wang No			
Application SI. No. (Bank's Seal)	Signature of Receiving Officer Date:		