



# BANCO ESPÍRITO SANTO do Oriente

## 必利勝銀行

INTERNATIONAL WINE (FAR EAST) LIMITED  
36F No. 218 WUSONG ROAD  
HONGKOU DISTRICT  
SHANGHAI 200080  
CHINA

19 September 2012

### ORIGINAL OF PERFORMANCE GUARANTEE ref BG49/2012

We have been informed that Vang Kei Hong Trading Co., Ltd, (hereinafter called 'the Principal') has entered into No. 国际酒业 20120912 (hereinafter called 'the Contract') dated September 12, 2012 with 上海国际酒业交易中心有限公司(Shanghai International Wine Exchange Co., Ltd), 宏葡(上海)贸易有限公司 and 大乾同(上海)投资发展有限公司, for guarantee the obligation(s) of 宏葡(上海)贸易有限公司 under the Contract.

Furthermore we understand that, according to the conditions of the Contract, a performance guarantee is required, and you are designated by 上海国际酒业交易中心有限公司(Shanghai International Wine Exchange Co., Ltd), as the Beneficiary of this Guarantee.

At the request of the Principal, we, BANCO ESPÍRITO SANTO DO ORIENTE, S.A., of 323, Avenida Doutor Mário Soares, Edifício Banco da China, 28.º andar "A" e "E-F", Macau, hereby irrevocably undertake to pay you any amount up to HKD15,500,000(Hong Kong Dollars fifteen million five hundred thousand) upon receipt by us of your first demand in writing stating:

- 1) that the Principal and/or 宏葡(上海)贸易有限公司 is in breach of his obligation(s) under the underlying Contract, and
- 2) the respect in which the Principal and/or 宏葡(上海)贸易有限公司 is in breach.

The present Guarantee comes into force on the date of September 19, 2012, and our liability under this guarantee shall expire on December 31, 2012 (the expiration date).

We shall not be liable to you unless a valid claim is received by us in writing before the expiration date at our head office stated above. We assume no liability or responsibility for the consequences arising out of the delay and/or loss in transit of any messages, letters, demands or documents, or for delay, mutilation or other errors arising in the transmission of any telecommunication.

After the expiration date, provided that no claim has been lodged before, this guarantee shall automatically expire and have no effect, even if not returned to us.

This guarantee is not transferable or assignable.

All demands and notices submitted under the terms of this guarantee must be in English.



**BANCO ESPÍRITO SANTO do Oriente**  
**必利勝銀行**

This guarantee is governed by the laws of the Macau Special Administrative Region of the People's Republic of China (the Macau SAR), and any dispute arising out of this Guarantee or its performance shall be submitted to the exclusive jurisdiction of the courts of the Macau SAR.

*For and on behalf of*

Banco Espírito Santo do Oriente, S.A.



Vong I Man / Carlos Freire

Reconheço as assinaturas *supra*, feitas na minha presença, de **CARLOS JOSÉ NASCIMENTO MAGALHÃES FREIRE** e de **VONG I MAN** (黃綺雯) (7806-4860-7186), na qualidade de, respectivamente, administrador e procuradora, em representação do **BANCO ESPÍRITO SANTO DO ORIENTE, S.A.**, em chinês, 必利勝銀行股份有限公司, cujas identidades são do meu conhecimento pessoal. Verifiquei as qualidades e os poderes necessários para o acto, respectivamente, por conhecimento pessoal e pela pública-forma de uma procuração outorgada neste Cartório em 29/02/2012, que aqui se encontra arquivada, no maço de documentos arquivados a pedido das partes, referente ao ano de 2012, a fls. 16, sob o n.º 4.

Macau, 19 de Setembro de 2012.

A Notária Privada,



**Maria de Lurdes Costa**

Emol.: vinte e oito patacas.-

Contas n.ºs 29 e 30



**Banco Espírito Santo do Oriente. S.A.**

Av. Dr. Mário Soares, 323, Ed. Banco da China, 28º Andar "A", & "E - F" MACAU - Tel: (853) 2878 5222 Fax: (853)2878 5228

Banco Espírito Santo do Oriente S.A. é membro do Grupo Espírito Santo - Capital Social MOP 200.000.000.00 (duzentos milhões de Patacas) - Cons. Reg. Com. nº 10731