



Attn: Manager P&S Dept./Traders/Cashier/Manager Reorg/Manager Dividends
UNIFORM PRACTICE ADVISORY (UPC # 177-2002) December 3, 2002

Cooker Restaurant Corporation – 6¾% Conv. Sub. Debs. due October 1, 2002

Pursuant to the Plan of Reorganization, the above company made an initial payment of principal (\$18.0782) on November 7, 2002 to holders of record on July 9, 2002. The distribution will quoted "ex" on December 4, 2002 with due-bills redeemable on December 6, 2002.

Since the notes have been dealt in flat, members are advised that effective December 4, 2002, trades executed in the notes should be on a "**reduced principal basis**" of \$981.9218 in lieu of \$1,000 principal amount and "ex" the pay-down of \$18.0782 per \$1,000 note. Comparisons and/or confirmations should be marked to indicate the reduction in principal.

Members are advised that future distributions are expected. Since the record date is undetermined for future distributions, trades executed on or after December 4, 2002 represent the right to receive future distributions. Please note that any future distributions will be calculated on a reduced principal basis.

Members should take immediate steps to adjust their records and bookkeeping systems to reflect the reduction in principal.

Questions regarding this notice should be directed to: Market Integrity Department, (203) 375-9609.

Dorothy L. Kennedy
Director