

THE STOCK EXCHANGE OF HONG KONG LIMITED
(A wholly-owned subsidiary of Hong Kong Exchanges and Clearing Limited)

APPENDIX 5

FORMS RELATING TO LISTING

FORM F

THE GROWTH ENTERPRISE MARKET (GEM)

COMPANY INFORMATION SHEET

Case Number: 20160923-I16081-0002

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this information sheet, 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 information sheet.

Company name: Bar Pacific Group Holdings Limited
(太平洋酒吧集團控股有限公司)

Stock code (ordinary shares): 8432

This information sheet contains certain particulars concerning the above company (the “Company”) which is listed on the Growth Enterprise Market (“GEM”) of the Stock Exchange of Hong Kong Limited (the “Exchange”). These particulars are provided for the purpose of giving information to the public with regard to the Company in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “GEM Listing Rules”). They will be displayed at the GEM website on the Internet. This information sheet does not purport to be a complete summary of information relevant to the Company and/or its securities.

The information in this sheet was updated as of 10 January 2017

A. General

Place of incorporation: Cayman Islands

Date of initial listing on GEM: 11 January 2017

Name of Sponsor(s): LY Capital Limited

Names of directors:
(please distinguish the status of the directors
- Executive, Non-Executive or Independent
Non-Executive)

Executive Directors:
Tse Ying Sin Eva (Chairlady and Chief Executive Officer)
Chan Darren Chun-Yeung

Independent Non-executive Directors:
Tang Wing Lam David
Chin Chun Wing
Yung Wai Kei

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Name(s) of substantial shareholder(s):
(as such term is defined in rule 1.01 of the GEM Listing Rules) and their respective interests in the ordinary shares and other securities of the Company

Name	Number of shares of HK\$0.01 each in the share capital of the Company (the "Shares")	Approx. % of issued Shares
Moment to Moment Company Limited ^(Note)	431,543,700	50.18%
Harneys Trustees Limited ^(Note)	431,543,700	50.18%
Ms. Tse Ying Sin Eva ^(Note)	431,543,700	50.18%
Ms. Chan Tsz Kiu Teresa ^(Note)	431,543,700	50.18%
Ms. Chan Ching, Mandy	431,543,700	50.18%
BP Sharing Limited	173,143,800	20.13%

Notes:

Immediately following the completion of the Placing and the Capitalisation Issue, Moment to Moment Company Limited holds 431,543,700 Shares, representing approximately 50.18% of the share capital of the Company. The sole shareholder of Moment to Moment Company Limited is Harneys Trustees Limited, the trustee of the Bar Pacific Trust, of which Ms. Tse and her daughter, namely Ms. Chan Tsz Kiu Teresa, are beneficiaries. Pursuant to the deed of settlement dated 25 March 2014 in respect of the Bar Pacific Trust, Ms. Chan Ching, Mandy is the protector of the Bar Pacific Trust, and Harneys Trustees Limited is required to exercise the voting rights in any company the fund of the Bar Pacific Trust is invested in accordance with the joint written instruction from the protector (i.e. Ms. Chan Ching, Mandy) and the settlor (i.e. Ms. Tse) of the Bar Pacific Trust. Each of Harneys Trustees Limited, Ms. Tse, Ms. Chan Tsz Kiu Teresa and Ms. Chan Ching, Mandy is deemed to be interested in the Shares held by Moment to Moment Company Limited under the SFO.

Name(s) of company(ies) listed on GEM or the Main Board of the Stock Exchange within the same group as the Company:

N/A

Financial year end date:

31 March

Registered address:

Cricket Square
Hutchins Drive
PO Box 2681
Grand Cayman KY1-1111
Cayman Islands

Head office and principal place of business:

Room D2, 11/F,
Phase 2, Hang Fung Industrial Building,
2G Hok Yuen Street,
Hungghom, Kowloon,
Hong Kong

Web-site address (if applicable):

www.barpacific.com.hk

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Share registrar: Principal share registrar and transfer office in the Cayman Islands:
Codan Trust Company (Cayman) Limited
 Cricket Square
 Hutchins Drive
 POBox 2681
 Grand Cayman KY1-1111
 Cayman Islands

Branch share registrar and transfer office in Hong Kong:
Tricor Investor Services Limited
 Level 22, Hopewell Centre
 183 Queen's Road East
 Hong Kong

Auditors: **Deloitte Touche Tohmatsu**
 35/F, One Pacific Place
 88 Queensway
 Hong Kong

B. Business activities*(Please insert here a brief description of the business activities undertaken by the Company and its subsidiaries.)*

The Company and its subsidiaries are principally engaged in offering beverages and light refreshments under the brand "Bar Pacific" in Hong Kong.

C. Ordinary shares

Number of ordinary shares in issue: 860,000,000

Par value of ordinary shares in issue: HK\$0.01

Board lot size (in number of shares): 10,000

Name of other stock exchange(s) on which ordinary shares are also listed: N/A

D. Warrants

Stock code: N/A

Board lot size: N/A

Expiry date: N/A

Exercise price: N/A

Conversion ratio: N/A
(Not applicable if the warrant is denominated in dollar value of conversion right)

No. of warrants outstanding: N/A

No. of shares falling to be issued upon the exercise of outstanding warrants: N/A

E. Other securities

Details of any other securities in issue.

(i.e. other than the ordinary shares described in C above and warrants described in D above but including options granted to executives and/or employees).

(Please include details of stock code if listed on GEM or the Main Board or the name of any other stock exchange(s) on which such securities are listed).

If there are any debt securities in issue that are guaranteed, please indicate name of guarantor.

N/A

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Responsibility statement

The directors of the Company (the "Directors") as at the date hereof hereby collectively and individually accept full responsibility for the accuracy of the information contained in this information sheet ("the Information") and confirm, having made all reasonable inquiries, that to the best of their knowledge and belief the Information is accurate and complete in all material respects and not misleading or deceptive and that there are no other matters the omission of which would make any Information inaccurate or misleading.

The Directors also collectively and individually accept full responsibility for submitting a revised information sheet, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.

The Directors acknowledge that the Stock Exchange has no responsibility whatsoever with regard to the Information and undertake to indemnify the Exchange against all liability incurred and all losses suffered by the Exchange in connection with or relating to the Information.

Signed:

Tse Ying Sin Eva

Chan Darren Chun-Yeung

Tang Wing Lam David

Chin Chun Wing

Yung Wai Kei

NOTES

- (1) *This information sheet must be signed by or pursuant to a power of attorney for and on behalf of each of the Directors of the Company.*
- (2) *Pursuant to rule 17.52 of the GEM Listing Rules, the Company must submit to the Exchange (in the electronic format specified by the Exchange from time to time) for publication on the GEM website a revised information sheet, together with a hard copy duly signed by or on behalf of each of the Directors, as soon as reasonably practicable after any particulars on the form previously published cease to be accurate.*
- (3) *Please send a copy of this form by facsimile transaction to Hong Kong Securities Clearing Company Limited (on 2815-9353) or such other number as may be prescribed from time to time) at the same time as the original is submitted to the Exchange.*