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BAR PACIFIC GROUP HOLDINGS LIMITED

太平洋酒吧集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8432)

INTERIM RESULTS ANNOUNCEMENT FOR THE SIX MONTHS ENDED 30 SEPTEMBER 2018

The board of directors (the “**Board**”) of Bar Pacific Group Holdings Limited (the “**Company**”) is pleased to announce the unaudited consolidated results of the Company and its subsidiaries (collectively referred to as the “**Group**”) for the six months ended 30 September 2018. The unaudited consolidated results of the Group have been reviewed by the Company’s auditor, Deloitte Touche Tohmatsu, and the Company’s audit committee and approved by the Board on 13 November 2018. This announcement, containing the full text of the 2018/19 interim report of the Company, complies with the relevant requirements of the Rules Governing the Listing of Securities on GEM (“**GEM Listing Rules**”) of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) in relation to information to accompany preliminary announcement of unaudited interim results. The printed version of the Company’s 2018/19 interim report will be delivered to the shareholders of the Company on 15 November 2018 and available for viewing on the websites of the Stock Exchange at www.hkexnews.hk and of the Company at www.barpacific.com.hk on 14 November 2018.

The Board is pleased to announce that the Interim Dividend will be payable on Friday, 14 December 2018 to the shareholders of the Company (the “**Shareholder(s)**”) whose names appear on the register of members of the Company on Friday, 30 November 2018.

The register of members of the Company will be closed on Friday to Monday, 30 November 2018 to 3 December 2018, on which no transfer of shares of the Company will be effected. In order for a Shareholder to qualify for the Interim Dividend, all transfer documents accompanied by the relevant share certificates must be lodged with the Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong for registration not later than 4:30 p.m. on Thursday, 29 November 2018.

By order of the Board
Bar Pacific Group Holdings Limited
Tse Ying Sin Eva
Chairlady

Hong Kong, 13 November 2018

As at the date of this announcement, the Board comprises the executive directors, namely Ms. Tse Ying Sin Eva and Mr. Chan Darren Chun-Yeung; and the independent non-executive directors, namely Mr. Tang Wing Lam David, Mr. Chin Chun Wing and Mr. Yung Wai Kei.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The directors of the Company, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (1) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; and (2) there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Company Announcement” page of the GEM website (www.hkgem.com) for at least seven days from the date of its posting and on the Company’s website (www.barpacific.com.hk).

CHARACTERISTICS OF GEM OF THE STOCK EXCHANGE OF HONG KONG LIMITED (THE “STOCK EXCHANGE”)

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Given that the companies listed on GEM are generally small and mid-sized companies, there is a risk that securities traded on GEM may be more susceptible to high market volatility than securities traded on the Main Board on the Stock Exchange and no assurance is given that there will be a liquid market in the securities traded on GEM.

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*This report, for which the directors (the “**Directors**”) of Bar Pacific Group Holdings Limited (the “**Company**”) collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”) for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this report is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this report misleading.*

Any announcement, notice or other document published on the GEM website will remain on the “Latest Company Announcements” page for a minimum period of 7 days from the date of publication and on the website to the Company at www.barpacific.com.hk.



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CORPORATE INFORMATION

BOARD OF DIRECTORS

Executive Directors

Ms. Tse Ying Sin Eva
(*Chairlady and Chief Executive Officer*)
Mr. Chan Darren Chun-Yeung

Independent Non-Executive Directors

Mr. Tang Wing Lam David
Mr. Chin Chun Wing
Mr. Yung Wai Kei

BOARD COMMITTEES

Audit Committee

Mr. Yung Wai Kei (*Chairman*)
Mr. Chin Chun Wing
Mr. Tang Wing Lam David

Remuneration Committee

Mr. Chin Chun Wing (*Chairman*)
Ms. Tse Ying Sin Eva
Mr. Yung Wai Kei

Nomination Committee

Ms. Tse Ying Sin Eva (*Chairlady*)
Mr. Chin Chun Wing
Mr. Yung Wai Kei

COMPANY SECRETARY

Mr. Chan Darren Chun-Yeung

COMPLIANCE OFFICER

Mr. Chan Darren Chun-Yeung

AUTHORISED REPRESENTATIVES

Ms. Tse Ying Sin Eva
Mr. Chan Darren Chun-Yeung

AUDITOR

Deloitte Touche Tohmatsu

COMPLIANCE ADVISER

Red Solar Capital Limited

LEGAL ADVISOR (AS TO HONG KONG LAWS)

Victor Chan & Co.

REGISTERED OFFICE

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Cayman Islands

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Hung Hom
Kowloon
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PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

Codan Trust Company (Cayman) Limited
Cricket Square
Hutchins Drive
PO Box 2681
Grand Cayman KY1-1111
Cayman Islands

HONG KONG SHARE REGISTRAR

Tricor Investor Services Limited
Level 22, Hopewell Centre
183 Queen's Road East
Hong Kong

PRINCIPAL BANKERS

Industrial and Commercial Bank of China Limited
The Hongkong and Shanghai Banking Corporation Limited
Bank of China (Hong Kong) Limited

COMPANY'S WEBSITE

www.barpacific.com.hk
(*information on this website does not form part of this report*)

STOCK CODE

8432



REPORT ON REVIEW OF CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

Deloitte.

德勤

Deloitte Touche Tohmatsu
35/F One Pacific Place
88 Queensway
Hong Kong

TO THE BOARD OF DIRECTORS OF BAR PACIFIC GROUP HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

Introduction

We have reviewed the condensed consolidated financial statements of Bar Pacific Group Holdings Limited (the “**Company**”) and its subsidiaries (collectively referred to as the “**Group**”) set out on pages 5 to 19, which comprise the condensed consolidated statement of financial position as of 30 September 2018 and the related condensed consolidated statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the six-month period then ended, and certain explanatory notes. The Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 “Interim Financial Reporting” (“**HKAS 34**”) issued by the Hong Kong Institute of Certified Public Accountants. The directors of the Company are responsible for the preparation and presentation of these condensed consolidated financial statements in accordance with HKAS 34. Our responsibility is to express a conclusion on these condensed consolidated financial statements based on our review, and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

Scope of Review

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410 “Review of Interim Financial Information Performed by the Independent Auditor of the Entity” (“**HKSRE 2410**”) issued by the Hong Kong Institute of Certified Public Accountants. A review of these condensed consolidated financial statements consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the condensed consolidated financial statements are not prepared, in all material respects, in accordance with HKAS 34.

Without qualifying our review conclusion, we draw attention to the fact that the condensed consolidated statement of profit or loss and other comprehensive income for each of the three-month periods ended 30 September 2018 and 2017 and the relevant explanatory notes included in these condensed consolidated financial statements have not been reviewed in accordance with HKSRE 2410.

Deloitte Touche Tohmatsu

Certified Public Accountants

Hong Kong

13 November 2018

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six months ended 30 September 2018

	NOTES	Three months ended 30 September		Six months ended 30 September	
		2018 HK\$'000 (unaudited)	2017 HK\$'000 (unaudited)	2018 HK\$'000 (unaudited)	2017 HK\$'000 (unaudited)
Revenue	3	39,177	34,112	76,053	66,315
Other income	4	707	1,106	1,503	1,455
Cost of inventories sold		(7,337)	(7,142)	(16,413)	(15,015)
Staff costs		(13,357)	(9,815)	(23,959)	(19,316)
Depreciation		(2,143)	(1,653)	(4,136)	(2,775)
Property rentals and related expenses		(7,439)	(6,573)	(14,581)	(12,775)
Other operating expenses		(6,149)	(6,796)	(12,085)	(12,275)
Finance costs	5	(8)	(11)	(16)	(23)
Profit before taxation	6	3,451	3,228	6,366	5,591
Taxation	7	(816)	(611)	(1,364)	(1,050)
Profit and total comprehensive income for the period		2,635	2,617	5,002	4,541
Profit and total comprehensive income for the period attributable to:					
Owners of the Company		2,389	2,360	4,463	4,053
Non-controlling interests		246	257	539	488
		2,635	2,617	5,002	4,541
Earnings per share	9	HK cents	HK cents	HK cents	HK cents
Basic		0.28	0.27	0.52	0.47

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At 30 September 2018

	NOTES	30 September 2018 HK\$'000 (unaudited)	31 March 2018 HK\$'000 (audited)
Non-current assets			
Property, plant and equipment	10	19,804	20,112
Rental deposits	11	3,977	3,068
		23,781	23,180
Current assets			
Inventories		1,403	1,435
Trade and other receivables	11	7,865	7,991
Tax recoverable		–	1,037
Bank balances and cash		53,657	48,826
		62,925	59,289
Current liabilities			
Trade and other payables	12	8,548	9,573
Tax payable		427	–
Obligations under finance leases – amount due within one year		302	297
		9,277	9,870
Net current assets		53,648	49,419
Total assets less current liabilities		77,429	72,599
Non-current liability			
Obligations under finance leases – amount due over one year		631	783
Net assets		76,798	71,816
Share capital and reserves			
Share capital	13	8,600	8,600
Reserves		61,144	56,638
		69,744	65,238
Non-controlling interests		7,054	6,578
Total equity		76,798	71,816

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the six months ended 30 September 2018

	Attributable to owners of the Company						Non-controlling interests	Total
	Share capital HK\$'000	Share premium HK\$'000	Capital reserve HK\$'000 (Note a)	Special reserve HK\$'000 (Note b)	Other reserve HK\$'000 (Note c)	Retained profits HK\$'000		
At 1 April 2018 (audited)	8,600	57,060	6,065	(8,093)	(1,252)	2,858	65,238	71,816
Profit and total comprehensive income for the period	-	-	-	-	-	4,463	4,463	5,002
Acquisition of additional interests in subsidiaries	-	-	-	-	43	-	43	(20)
At 30 September 2018 (unaudited)	8,600	57,060	6,065	(8,093)	(1,209)	7,321	69,744	76,798
At 1 April 2017 (audited)	8,600	57,060	6,065	(8,093)	(1,360)	1,890	64,162	70,927
Profit and total comprehensive income for the period	-	-	-	-	-	4,053	4,053	4,541
Acquisition of additional interests in subsidiaries	-	-	-	-	(28)	-	(28)	(50)
At 30 September 2017 (unaudited)	8,600	57,060	6,065	(8,093)	(1,388)	5,943	68,187	75,418

Notes:

- (a) The capital reserve represents the difference between the value of the consideration paid for the acquisition of additional interest in subsidiaries and the nominal value of the issued ordinary shares of Bar Pacific Group Limited ("Bar Pacific BVI"), a subsidiary of Bar Pacific Group Holdings Limited (the "Company").
- (b) Pursuant to a group reorganisation (the "Reorganisation") in preparation for the listing of the Company's shares on the GEM of The Stock Exchange of Hong Kong Limited (the "Stock Exchange"), the Company became the holding company of the companies now comprising the Group on 15 December 2016 with the issue of shares of the Company to acquire Bar Pacific BVI from the then shareholders.

Special reserve represents the difference between the entire issued share capital of Bar Pacific BVI and the consideration for acquiring Bar Pacific BVI by the Company pursuant to the Reorganisation completed on 15 December 2016.

- (c) The other reserve represents the difference between the amount by which the non-controlling interests are adjusted, and the fair value of the consideration paid or received due to the changes in the Group's ownership interests in subsidiaries that do not result in the Group losing control over the subsidiaries other than set out in note (a) above.

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

For the six months ended 30 September 2018

	Six months ended 30 September	
	2018 HK\$'000 (unaudited)	2017 HK\$'000 (unaudited)
NET CASH FROM OPERATING ACTIVITIES	9,012	8,812
INVESTING ACTIVITIES		
Interest income	106	87
Proceed from disposal of property, plant and equipment	25	2
Purchase of property, plant and equipment	(4,129)	(5,798)
Deposit paid for acquisition of property, plant and equipment	–	(2,700)
NET CASH USED IN INVESTING ACTIVITIES	(3,998)	(8,409)
FINANCING ACTIVITIES		
Principal payments for obligations under finance leases	(147)	(201)
Acquisition of additional interests in subsidiaries	(20)	(50)
Interest paid	(16)	(23)
NET CASH USED IN FINANCING ACTIVITIES	(183)	(274)
NET INCREASE IN CASH AND CASH EQUIVALENTS	4,831	129
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD	48,826	58,632
CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD, representing bank balances and cash	53,657	58,761

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

1. BASIS OF PREPARATION

The Company is an exempted company with limited liability incorporated in the Cayman Islands with its shares listed on GEM of the Stock Exchange.

The condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) as well as with the applicable disclosure requirements of Chapter 18 of the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited.

The principal activity of the Group is the operation of a chain of bars in Hong Kong under the brand name of Bar Pacific.

2. PRINCIPAL ACCOUNTING POLICIES

The condensed consolidated financial statements have been prepared on the historical cost basis.

Other than changes in accounting policies, resulting from application of new and amendments to Hong Kong Financial Reporting Standards (“HKFRSs”), the accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30 September 2018 are the same as those followed in the preparation of the Group’s annual financial statements for the year ended 31 March 2018.

Application of new and amendments to HKFRSs

In the current interim period, the Group has applied, for the first time, the following new and amendments to HKFRSs issued by the HKICPA which are mandatory effective for the annual period beginning on or after 1 April 2018 for the preparation of the Group’s condensed consolidated financial statements:

HKFRS 9	Financial Instruments
HKFRS 15	Revenue from Contracts with Customers and the related Amendments
HK(IFRIC)-Int 22	Foreign Currency Transactions and Advance Consideration
Amendments to HKFRS 2	Classification and Measurement of Share-based Payment Transactions
Amendments to HKFRS 4	Applying HKFRS 9 Financial Instruments with HKFRS 4 Insurance Contracts
Amendments to HKAS 28	As part of the Annual Improvements to HKFRSs 2014 – 2016 Cycle
Amendments to HKAS 40	Transfers of Investment Property

In addition, the Group has applied Amendments to HKFRS 9 “Prepayment Features with Negative Compensation” in advance of the effective date, i.e. 1 April 2019.

The new and amendments to HKFRSs have been applied in accordance with the relevant transition provisions in the respective standards and amendments which results in changes in accounting policies, amounts reported and/or disclosures as described below. Except as disclosed in notes 2.1 and 2.2 below, the application of the new and amendments to HKFRSs in the current interim period has had no material effect on the Group’s financial performance and position for the current and prior interim periods and/or disclosures set out in these condensed consolidated financial statements.



NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

2. PRINCIPAL ACCOUNTING POLICIES *(Continued)*

2.1 Impacts and changes in accounting policies of application on HKFRS 15 Revenue from Contracts with Customers

The Group has applied HKFRS 15 for the first time in the current interim period. HKFRS 15 superseded HKAS 18 “Revenue”, HKAS 11 “Construction Contracts” and the related interpretations.

The Group recognises revenue from operation of bars.

The Group has applied HKFRS 15 retrospectively with the cumulative effect of initially applying this standard recognised at the date of initial application, 1 April 2018. Any difference at the date of initial application is recognised in the opening retained profits (or other components of equity, as appropriate) and comparative information has not been restated.

2.1.1 Key changes in accounting policies resulting from application of HKFRS 15

HKFRS 15 introduces a 5-step approach when recognising revenue:

- Step 1: Identify the contract(s) with a customer
- Step 2: Identify the performance obligations in the contract
- Step 3: Determine the transaction price
- Step 4: Allocate the transaction price to the performance obligations in the contract
- Step 5: Recognise revenue when (or as) the Group satisfies a performance obligation

Under HKFRS 15, the Group recognises revenue when (or as) a performance obligation is satisfied, i.e. when “control” of the goods or services underlying the particular performance obligation is transferred to the customer.

A performance obligation represents a good and service (or a bundle of goods or services) that is distinct or a series of distinct goods or services that are substantially the same.

Control is transferred over time and revenue is recognised over time by reference to the progress towards complete satisfaction of the relevant performance obligation if one of the following criteria is met:

- the customer simultaneously receives and consumes the benefits provided by the Group’s performance as the Group performs;
- the Group’s performance creates and enhances an asset that the customer controls as the Group performs;
or
- the Group’s performance does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to date.

Otherwise, revenue is recognised at a point in time when the customer obtains control of the distinct good or service.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

2. PRINCIPAL ACCOUNTING POLICIES (Continued)

2.1 Impacts and changes in accounting policies of application on HKFRS 15 Revenue from Contracts with Customers (Continued)

2.1.1 Key changes in accounting policies resulting from application of HKFRS 15 (Continued)

Revenue from operation of bars

The revenue of the Group is recognised at a point in time. Under the transfer-of-control approach in HKFRS 15, revenue from operation of bars is recognised at the point of sales to customers, which is the point of time when the customer has the ability to direct the use of the goods and obtain substantially all of the remaining benefits of the goods.

2.1.2 Summary of effects arising from initial application of HKFRS 15

The Group has performed an assessment on the impact of the adoption of HKFRS 15 and concluded that there were no material financial impact on the amounts reported and/or disclosures set out in these condensed consolidated financial statements.

2.2 Impacts and changes in accounting policies of application on HKFRS 9 Financial Instruments and related amendments

In the current period, the Group has applied HKFRS 9 "Financial Instruments", and the related consequential amendments to other HKFRSs. HKFRS 9 introduces new requirements for (1) the classification and measurement of financial assets and financial liabilities, (2) expected credit losses ("ECL") for financial assets and (3) general hedge accounting.

The Group has applied HKFRS 9 in accordance with the transition provisions set out in HKFRS 9. i.e. applied the classification and measurement requirements (including impairment) retrospectively to instruments that have not been derecognised as at 1 April 2018 (date of initial application) and has not applied the requirements to instruments that have already been derecognised as at 1 April 2018.

2.2.1 Key changes in accounting policies resulting from application of HKFRS 9

Classification and Measurement of Financial Assets

Trade receivables arising from contracts with customers are initially measured in accordance with HKFRS 15.

All recognised financial assets that are within the scope of HKFRS 9 are subsequently measured at amortised cost.

Impairment under ECL model

The Group recognises a loss allowance for ECL on financial assets which are subject to impairment under HKFRS 9 (including trade receivables). The amount of ECL is updated at each reporting date to reflect changes in credit risk since initial recognition.

Lifetime ECL represents the ECL that will result from all possible default events over the expected life of the relevant instrument. In contrast, 12-month ECL ("12m ECL") represents the portion of lifetime ECL that is expected to result from default events that are possible within 12 months after the reporting date.



NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

2. PRINCIPAL ACCOUNTING POLICIES *(Continued)*

2.2 Impacts and changes in accounting policies of application on HKFRS 9 Financial Instruments and related amendments *(Continued)*

2.2.1 Key changes in accounting policies resulting from application of HKFRS 9 *(Continued)*

Impairment under ECL model *(Continued)*

Assessments are done based on the Group's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current conditions at the reporting date as well as the forecast of future conditions.

The Group always recognises lifetime ECL for trade receivables. The ECL on these assets are assessed individually for debtors with significant balances and/or collectively using a provision matrix with appropriate groupings.

For all other instruments, the Group measures the loss allowance equal to 12m ECL, unless when there has been a significant increase in credit risk since initial recognition, the Group recognises lifetime ECL. The assessment of whether lifetime ECL should be recognised is based on significant increase in the likelihood or risk of a default occurring since initial recognition.

Significant increase in credit risk

In assessing whether the credit risk has increased significantly since initial recognition, the Group compares the risk of a default occurring on the financial instruments as at the reporting date with the risk of a default occurring on the financial instruments as at the date of initial recognition. In making this assessment, the Group considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort.

In particular, the following information is taken into account when assessing whether credit risk has increased significantly:

- an actual or expected significant deterioration in the financial instruments' external (if available) or internal credit rating;
- significant deterioration in external market indicators of credit risk, e.g. a significant increase in the credit spread, the credit default swap prices for the debtor;
- existing or forecast adverse changes in business, financial or economic conditions that are expected to cause a significant decrease in the debtor's ability to meet its debt obligations;
- an actual or expected significant deterioration in the operating results of the debtor;
- an actual or expected significant adverse change in the regulatory, economic, or technological environment of the debtor that results in a significant decrease in the debtor's ability to meet its debt obligations.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

2. PRINCIPAL ACCOUNTING POLICIES *(Continued)*

2.2 Impacts and changes in accounting policies of application on HKFRS 9 Financial Instruments and related amendments *(Continued)*

2.2.1 Key changes in accounting policies resulting from application of HKFRS 9 *(Continued)*

Significant increase in credit risk *(Continued)*

Irrespective of the outcome of the above assessment, the Group presumes that the credit risk has increased significantly since initial recognition when contractual payments are more than 30 days past due, unless the Group has reasonable and supportable information that demonstrates otherwise.

The Group considers that default has occurred when the instruments are more than 90 days past due unless the Group has reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate.

Measurement and recognition of ECL

The measurement of ECL is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and the exposure at default. The assessment of the probability of default and loss given default is based on historical data adjusted by forward-looking information.

Generally, the ECL is estimated as the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive, discounted at the effective interest rate determined at initial recognition.

Interest income is calculated based on the gross carrying amount of the financial assets unless the financial assets are credit impaired, in which case interest income is calculated based on amortised cost of the financial assets.

2.2.2 Summary of effects arising from initial application of HKFRS 9

Impairment under ECL

In the current period, the Group has applied the HKFRS 9 simplified approach to measure ECL using lifetime ECL for the trade receivables. To measure the ECL, trade receivables have been grouped based on shared credit risk characteristics, and there has been no significant increase in credit risk since initial recognition.

Loss allowances for financial assets at amortised cost mainly comprise of other receivables and bank balances, are measured on 12m ECL basis and there had been no significant increase in credit risk since initial recognition.

As at 1 April 2018, no additional credit loss allowance has been recognised in retained profits as the directors of the Company consider that the amount is immaterial.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

3. REVENUE AND SEGMENT INFORMATION

Revenue represents amounts receivable from operation of bars, net of discounts and is recognised at a point in time.

Operating segments are determined with reference to the reports and financial information reviewed by the executive directors of the Company and the officers responsible for finance and accounting matters, being the chief operating decision maker ("CODM") of the Group, for assessment of performance and allocation of resources. The Group has only a single operating segment which is operation of a chain of bars in Hong Kong.

For the purpose of resource allocation and performance assessment, the CODM reviews the overall results and financial position of the Group as a whole prepared based on same accounting policies of the Group.

No geographical information is shown as the revenue and profit from operations of the Group are all derived from its activities in Hong Kong.

The Group's customer base is diversified and no individual customer had transactions which exceeded 10% of the Group's revenue in both periods.

4. OTHER INCOME

	Three months ended 30 September		Six months ended 30 September	
	2018 HK\$'000 (unaudited)	2017 HK\$'000 (unaudited)	2018 HK\$'000 (unaudited)	2017 HK\$'000 (unaudited)
Sponsorship income	495	939	1,004	957
Interest income	54	33	106	87
Others	158	134	393	411
	707	1,106	1,503	1,455

5. FINANCE COSTS

	Three months ended 30 September		Six months ended 30 September	
	2018 HK\$'000 (unaudited)	2017 HK\$'000 (unaudited)	2018 HK\$'000 (unaudited)	2017 HK\$'000 (unaudited)
Interests on:				
Obligations under finance leases	8	11	16	23

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

6. PROFIT BEFORE TAXATION

	Three months ended 30 September		Six months ended 30 September	
	2018 HK\$'000 (unaudited)	2017 HK\$'000 (unaudited)	2018 HK\$'000 (unaudited)	2017 HK\$'000 (unaudited)
Profit before taxation has been arrived at after charging:				
Director's remuneration	768	452	1,221	901
Other staff's salaries and other benefits	12,137	8,943	21,887	17,599
Other staff's retirement benefits scheme contributions	452	420	851	816
Total staff costs	13,357	9,815	23,959	19,316
Depreciation of property, plant and equipment				
– Owned assets	2,063	1,577	3,984	2,623
– Assets under finance lease	80	76	152	152
	2,143	1,653	4,136	2,775
Operating lease payments	7,111	6,185	13,805	11,992
Auditor's remuneration	262	237	500	475
Loss on disposal of property, plant and equipment	109	2	276	121

7. TAXATION

	Three months ended 30 September		Six months ended 30 September	
	2018 HK\$'000 (unaudited)	2017 HK\$'000 (unaudited)	2018 HK\$'000 (unaudited)	2017 HK\$'000 (unaudited)
The taxation charge comprises:				
Hong Kong Profits Tax				
– Current period	816	611	1,364	1,050

Hong Kong Profits Tax is calculated at 16.5% of the estimated assessable profit for the periods.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

8. DIVIDENDS

No dividends were paid, declared or proposed during the current interim period. Subsequent to 30 September 2018, the directors of the Company resolved to declare an interim dividend of HK 0.5 cents per share for the six months ended 30 September 2018.

9. EARNINGS PER SHARE

	Three months ended 30 September		Six months ended 30 September	
	2018 HK\$'000 (unaudited)	2017 HK\$'000 (unaudited)	2018 HK\$'000 (unaudited)	2017 HK\$'000 (unaudited)
Earnings for the period attributable to owners of the Company for the purpose of calculating basic earnings per share	2,389	2,360	4,463	4,053
Weighted average number of ordinary shares for the purpose of calculating basic earnings per share	860,000	860,000	860,000	860,000
Basic earnings per share (HK cents)	0.28	0.27	0.52	0.47

No diluted earnings per share is presented as there were no potential ordinary shares in issue in both periods.

10. PROPERTY, PLANT AND EQUIPMENT

During the six months ended 30 September 2018, the Group incurred HK\$4,129,000 (six months ended 30 September 2017: HK\$5,798,000) to acquire property, plant and equipment for its operation. Also during the period, the Group disposed of certain property, plant and equipment with carrying amount of HK\$301,000 (six months ended 30 September 2017: HK\$123,000) for proceeds of HK\$25,000 (six months ended 30 September 2017: HK\$2,000), resulting a loss on disposal of HK\$276,000 (six months ended 30 September 2017: HK\$121,000).

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

11. TRADE AND OTHER RECEIVABLES

	30 September 2018 HK\$'000 (unaudited)	31 March 2018 HK\$'000 (audited)
Trade receivables	522	426
Other receivables	546	325
Prepayments	2,105	2,201
Rental deposits	7,169	6,818
Utilities deposits	1,500	1,289
	11,842	11,059
Less: Rental deposits receivable over one year shown under non-current assets	(3,977)	(3,068)
	7,865	7,991

The Group's sales are mainly on cash or credit card settlement. As at 30 September and 31 March 2018, the Group's trade receivables mainly represents credit card sales receivable from financial institutions. None of the Group's trade receivables was individually or collectively considered to be impaired. The Group does not hold any collateral over these balances.

Based on transaction date, all trade receivables are aged within 30 days as at the end of each of the reporting date.

12. TRADE AND OTHER PAYABLES

	30 September 2018 HK\$'000 (unaudited)	31 March 2018 HK\$'000 (audited)
Trade payables	3,710	3,411
Salary payables	1,621	1,444
Accruals and other payables	3,217	4,718
	8,548	9,573

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

12. TRADE AND OTHER PAYABLES (Continued)

The credit period on purchases of goods is within 60 days. The following is an aged analysis of trade payables presented based on invoice date at the end of each reporting period:

	30 September 2018 HK\$'000 (unaudited)	31 March 2018 HK\$'000 (audited)
0 to 30 days	2,883	2,854
31 to 60 days	791	529
61 to 90 days	35	19
91 to 120 days	–	5
Over 120 days	1	4
	3,710	3,411

13. SHARE CAPITAL

	Number of shares	Share capital HK\$
Ordinary shares of HK\$0.01 each		
Authorised:		
At 1 April 2017, 30 September 2017, 31 March 2018 and 30 September 2018	10,000,000,000	100,000,000
Issued and fully paid:		
At 1 April 2017, 30 September 2017, 31 March 2018 and 30 September 2018	860,000,000	8,600,000

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 September 2018

14. SHARE OPTION SCHEME

Pursuant to an ordinary resolution passed on 17 December 2016, a share option scheme was adopted for the primary purpose of providing incentives to directors, employees and eligible participants. The scheme will expire on 16 December 2026.

Under the scheme, the Board of Directors of the Company (the “**Board**”) may grant options to directors, employees, consultants, advisers, agents, vendors, suppliers of goods or services and customers of the Company and its subsidiaries and entities in which the Group holds equity interest at the discretion of the Board pursuant to the terms of the scheme, to subscribe for shares of the Company at a price which shall not be less than the highest of (i) the closing price of a share of the Company listed on the Stock Exchange at the date of grant of the option; (ii) the average of the closing price of a share of the Company on the Stock Exchange for the five trading days immediately preceding the date of grant of the option; and (iii) the nominal value of a share of the Company.

The maximum number of shares in respect of which options shall be granted under the scheme and any other share option schemes of the Company is 10% of the total number of shares in issue at the date of approval of adoption of the scheme. No director, employee or eligible participant may be granted options under the scheme which will enable him or her if exercise in full to subscribe for more than 1% of the issued share capital of the Company in any 12-month period. The option period for which the options granted can be exercisable, shall be such period as notified by the Board, save that it shall not be more than 10 years from the date of grant subject to the terms of the scheme. Nominal consideration of HK\$1 is payable on acceptance of each grant and the share options granted shall be accepted within 28 days from the date of grant.

No share option was granted or remained outstanding under the scheme during both periods.

15. RELATED PARTY TRANSACTIONS

The remuneration paid or payable to the key management personnel during period is set out below. The remuneration of key management personnel was determined with reference to the performance of the individuals and market trends.

	Six months ended	
	30 September 2018 HK\$'000 (unaudited)	30 September 2017 HK\$'000 (unaudited)
Fees, salaries and other benefits	1,203	883
Retirement benefit scheme contributions	18	18
	1,221	901



MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

We are a chained bar group offering beverages and light refreshments under the brand “Bar Pacific” and “Pacific” in Hong Kong. The main focuses of the Group’s growth strategies lie in its networks expansion and upgrading existing shops’ facilities. During the six months ended 30 September 2018 (the “**Period Under Review**”), the Group has entered into a rental contract for a new shop which is expected to open in the first quarter of 2019. As at 30 September 2018, we operate 36 shops at street level throughout Hong Kong.

Revenue of the Group is generated from beverages (including beer, other alcoholic drinks and other non-alcoholic beverages), light refreshments and others including electronic dart machines. Sales incentives like bonuses and rewards are applied to all frontline and management staff, while strategic shifting of regional management is in place to constantly boost the Group’s revenue. In September 2018, the Group opened a brand new outlet under the brand “Pacific” in Mongkok in a hope to expand the reach to tourists and local upscale population.

During the Period Under Review, the Group carried out internal measures to enhance its products and services. Innovative beverages were introduced to individual shops in consideration of customer feedback to widen beverages variety and match customer needs in changing trend. On top of this, shops are being renovated to modernize brand image and increase its visibility.

The Group has been taking initiatives to promote our brand “Bar Pacific” by participating in various marketing events and sponsorship programs in order to enhance our brand recognition and penetrate further into the mass market. In addition to our “Bar Pacific” brand, with the rolling out of our new brand “Pacific”, the Group aims to attract more new customers through a new brand experience. The image of the “Bar Pacific” brand that aims at offering affordable luxury beverage services, and the new “Pacific” brand will take along a sense of leisure-cafe style to our customers. This new brand will primarily target customers who look for premium enjoyment with luxurious fine wines. The new store with a fresh blue and green interior design under the “Pacific” brand was launched in Mongkok in September 2018.

The Group puts great emphasis on the staff management, in particular, the frontline staff as they play an essential role in providing quality services to our customers. Thus, it is important to routinely provide professional training for our frontline staff. Standard operating procedures pertaining to service and safety policy are executed to all staff members, while job training is provided to our management to ensure continuous improvement of business operation.

PROSPECTS

Looking ahead, the Group will ride on its raised profile upon its listing on GEM of the Stock Exchange in January 2017 and maintain its core business of bar operation and its existing branding strategy, targeting the mass market, to increase market share in Hong Kong. With the existing client base garnered over the years, there is a superiority to leverage on its extensive network in Hong Kong. Openings of four new shops per year are envisioned in the years ending 31 March 2019 and 2020.

MANAGEMENT DISCUSSION AND ANALYSIS

USE OF PROCEEDS

The Company's shares (the "**Shares**") were successfully listed on GEM of the Stock Exchange on 11 January 2017 by way of placing (the "**Placing**"). 215,000,000 Shares were placed at HK\$0.29 per Share pursuant to the Placing. During the Period Under Review, a portion of the net proceeds from the Placing was utilised and a summary of use of proceeds are set out in the table below:

	Proposed amount to be used HK\$(million)	Proposed amount used up to 30 September 2018 HK\$(million)	Approximate actual amount utilized up to 30 September 2018 HK\$(million)	Changes and explanation
Expand our brand	35.5	20.7	13.3	The expansion plan was delayed as the Group could not find suitable shops for expansion. The Group opened one new shop in the second quarter and another one the third quarter of 2018. The Group expect to open one new shop in first quarter of 2019.
Continue to upgrade our shop facilities	3.4	2.4	3.4	Renovation was speeded up to boost revenue of existing shops. As at 30 September 2018, the Group completed the refurbishment of 16 shops. As proposed amount was used up, the Group will continue the refurbishment on existing shops with internal generated capital.
Continue our promotion and marketing activities	3.5	2.6	2.2	Marketing events during the Period Under Review were co-organised with our major suppliers, major costs of such events were borne by our suppliers. Therefore, costs on marketing activities was less than proposed amount.
Total	42.4	25.7	18.9	

FINANCIAL REVIEW

Revenue

Our revenue increased from approximately HK\$66.3 million for the six months ended 30 September 2017 (the "**Previous Period**") to approximately HK\$76.1 million for the Period Under Review, representing a growth of approximately 14.8%. Such growth was primarily attributable to opening of four new shops and the general increase in the performance of existing shops. Also, the quadrennial FIFA World Cup held from mid of June to mid of July this year brought positive contribution to the Group's revenue.

Cost of inventories sold

Cost of inventories sold mainly consists of the cost of beverages and light refreshment sold. Our cost of inventories sold increased from approximately HK\$15.0 million for the Previous Period to approximately HK\$16.4 million for the Period Under Review, representing an increase of approximately 9.3%. Such increase was in line with the increase in revenue for the Period Under Review.



MANAGEMENT DISCUSSION AND ANALYSIS

FINANCIAL REVIEW *(Continued)*

Other income

Our other income remained stable recording approximately HK\$1.5 million for the Period Under Review, as compared to that of the Previous Period.

Staff costs

Our staff costs comprise salaries and benefits, including wages, salaries, bonuses, retirement benefit costs and other allowances to all our staff, including our directors, head office and shop staff. Our staff costs increased from approximately HK\$19.3 million for the Previous Period to approximately HK\$24.0 million for the Period Under Review, representing an increase of approximately 24.4%. Such increase was primarily attributable to distribution of a one-off special bonus and the general increase in salaries level during the Period Under Review.

Depreciation

Depreciation represents depreciation charges on its property, plant and equipment, as in leasehold improvements, computer equipment, furniture and fixtures and motor vehicles. Our depreciation charges increased from approximately HK\$2.8 million for the Previous Period to approximately HK\$4.1 million for the Period Under Review, representing an increase of approximately 46.4%. Such increase was primarily attributable to the opening of four new shops and the increase in depreciation charges of the nine renovated shops.

Property rentals and related expenses

Our property rentals and related expenses consist of operating lease payments, property management fee and government rate on our shops, storage and office premises. Our property rentals and related expenses increased from approximately HK\$12.8 million for the Previous Period to approximately HK\$14.6 million for the Period Under Review, representing an increase of approximately 14.1%. Such increase was primarily attribute to the general increase in the rental expenses of some of our leased properties upon renewal of leases and property rentals and related expenses on the four new shops.

Other operating expenses

Our other operating expenses decreased from approximately HK\$12.3 million for the Previous Period to approximately HK\$12.1 million for the Period Under Review, representing a slight decrease of approximately 1.6%. Such decrease was mainly attributable to decrease of marketing expenses during the Period Under Review.

Finance costs

Finance costs represent interest on obligations under finance lease. The amount decreased from approximately HK\$23,000 for the Previous Period to approximately HK\$16,000 for the Period Under Review, representing a decrease of approximately 30.4%. Such decrease was mainly attributable to the completion of a finance lease on a motor vehicle contract in the Period Under Review.

Taxation

Our taxation increased from approximately HK\$1.1 million for the Previous Period to approximately HK\$1.4 million for the Period Under Review, representing an increase of approximately 27.3%. Such increase was mainly attributable to the increase of operating profit for the Period Under Review.

Profit for the Period Under Review

As a result of the above, the Group recorded a profit of approximately HK\$5.0 million for the Period Under Review, as compared to the profit of approximately HK\$4.5 million recorded for the Previous Period. The increase in profit for the Period Under Review was mainly attributable to the increase of revenue as a result of the opening of four new shops, and particular offset by increases in relevant expenses as above-mentioned during the Period Under Review.

MANAGEMENT DISCUSSION AND ANALYSIS

FINANCIAL REVIEW *(Continued)*

Dividend

The board of directors of the Company proposed and declared the payment of an interim dividend of HK 0.50 cents per share, totalling HK\$4,300,000.

Contingent liabilities

As at 30 September 2018, the Group did not have any significant contingent liabilities.

Commitments

The Group did not have any capital commitment as at 30 September 2018 (as at 30 September 2017: Nil).

Foreign currency exposure

Since the Group's business activities are solely operated in Hong Kong and the relevant transactions are denominated in Hong Kong dollars, the Directors consider that the Group's risk in foreign exchange is insignificant.

Charges on the Group's assets

The Group did not have any charges on its assets as at 30 September 2018 (as at 30 September 2017: NIL).

Significant investments

The Group did not hold any significant investments during the Period Under Review.

Material acquisition or disposal

There was no material acquisition or disposal of subsidiaries, associate and joint venture during the Period Under Review.

Events after the end of the reporting period

There is no significant event subsequent to 30 September 2018.

LIQUIDITY AND FINANCE RESOURCES

Cash position

As at 30 September 2018, the carrying amount of the Group's bank balances and cash was approximately HK\$53.7 million (30 September 2017: approximately HK\$58.8 million).

Bank and other borrowings

During the Period Under Review, the Group did not have any bank or other borrowings.

Gearing ratios

Gearing ratio is calculated based on the total debt at the end of the year divided by the total equity at the end of the year. As at 30 September 2018, gearing ratio was 0% (as at 30 September 2017: 0%).

EMPLOYEE INFORMATION

As at 30 September 2018, the Group approximately 350 employees (as at 30 September 2017: 419). Total staff costs (including Directors' remuneration) were approximately HK\$24.0 million for the Period Under Review (the Previous Period: HK\$19.3 million).

DISCLOSURE OF INTERESTS

(A) DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES OF THE COMPANY AND ITS ASSOCIATED CORPORATIONS

As at 30 September 2018, the interests and short positions of the Directors and the chief executives of the Company in the Shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong (the "**SFO**") which were required to be notified to the Company and the Stock Exchange: (a) pursuant to Divisions 7 and 8 of Part XV of the SFO (including any interests and short positions in which they are taken or deemed to have under such provisions of the SFO); or (b) pursuant to section 352 of the SFO, to be entered in the register referred to therein (the "**Register**"); or (c) pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules relating to securities transactions by the Directors), to be notified to the Company and the Stock Exchange were as follows:

Long position in the Shares

Name of Director	Nature of interest	Number of Shares held	Approximate percentage of issued share capital of the Company
Ms. Tse Ying Sin Eva (" Ms. Tse ") (Note)	Beneficiary of a trust	431,543,700	50.18%
	Beneficial owner	12,094	0.00%

Note: Moment to Moment Company Limited ("**Moment to Moment**") holds 431,543,700 Shares, representing approximately 50.18% of the share capital of the Company. The sole shareholder of Moment to Moment is Harneys Trustees Limited, the trustee of the Bar Pacific Trust, of which Ms. Tse and her daughter, namely Ms. Chan Tsz Kiu Teresa ("**Ms. T Chan**"), are beneficiaries. Ms. Tse is deemed to be interested in the Shares held by Moment to Moment under the SFO.

Save as disclosed above, as at 30 September 2018, none of the Directors and the chief executives of the Company had any interests or short positions in any Shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) which, would have to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions in which they are taken or deemed to have under such provisions of the SFO) or which were required, pursuant to section 352 of the SFO, to be entered in the Register, or were required, pursuant to Rules 5.46 to 5.67 of the GEM Listing Rules relating to securities transactions by the Directors to be notified to the Company and the Stock Exchange.

DISCLOSURE OF INTERESTS *(Continued)*

(B) SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES OF THE COMPANY

So far as the Directors are aware of, as at 30 September 2018, the following persons/entities other than a Director or the chief executive of the Company had interests or short positions in the Shares and underlying Shares, which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register of the Company required to be kept under section 336 of the SFO (the "**Substantial Shareholders' Register**"), or who were directly or indirectly interested in 5% or more of the issued voting shares of the Company:

Long position in the Shares

Name	Capacity/ Nature of interest	Number of issued Shares held	Approximate percentage of issued share capital in the Company
Moment to Moment Company Limited (" Moment to Moment ") (Note 1)	Beneficial owner	431,543,700	50.18%
Harneys Trustees Limited (Note 1)	Trustee (other than a bare trustee)	431,543,700	50.18%
Ms. Tse (Note 2)	Beneficiary of a trust/ Beneficial owner	431,555,794	50.18%
Ms. T Chan (Note 1)	Beneficiary of a trust	431,543,700	50.18%
Mr. Chan Wai (" Mr. Chan ") (Note 3)	Beneficiary of a trust	445,148,738	51.76%
Ms. Chan Tsz Tung (" Ms. Chan ") (Note 3)	Beneficiary of a trust	431,543,700	50.18%
Ms. Chan Ching Mandy (" Ms. M Chan ") (Note 1)	Interest of controlled corporation	431,543,700	50.18%

OTHER INFORMATION

DISCLOSURE OF INTERESTS *(Continued)*

(B) SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES OF THE COMPANY *(Continued)*

Notes:

1. Moment to Moment holds 431,543,700 Shares, representing approximately 50.18% of the share capital of the Company. The sole shareholder of Moment to Moment is Harneys Trustees Limited, the trustee of the Bar Pacific Trust, of which Ms. Tse and her daughter, namely Ms. T Chan, are beneficiaries. Pursuant to the deed of settlement dated 25 March 2014 in respect of the Bar Pacific Trust, Ms. M Chan 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. M Chan) and the settlor (i.e. Ms. Tse) of the Bar Pacific Trust. Each of Harneys Trustees Limited, Ms. Tse, Ms. T Chan and Ms. M Chan is deemed to be interested in the Shares held by Moment to Moment under the SFO.
2. On 17 November 2017, BP Sharing Limited ("**BP Sharing**") declared and distributed a dividend by distribution in specie of all its shares in the Company ("**the Distribution**") to its shareholders on the same day. Ms. Tse is one of the shareholders of BP Sharing and was distributed a total of 12,094 Shares pursuant to the Distribution. Ms. Tse becomes interested in 431,555,794 Shares (comprising (i) 431,543,700 Shares held by Moment to Moment Limited; and (ii) 12,094 Shares directly held by Ms. Tse as a result of the Distribution).
3. On 7 June 2018, Mr. Chan and Ms. Chan became the beneficiaries of Bar Pacific Trust. Both Mr. Chan and Ms. Chan become interested in 431,543,700 Shares held by Moment to Moment and is deemed to be interested in the shares held by Moment to Moment under the SFO. Mr. Chan originally owns 13,605,038 Shares directly.

Save as disclosed above, as at 30 September 2018, the Directors were not aware of any persons who/entities which had any interest or short position in the Shares or underlying Shares that would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which would be recorded in the Substantial Shareholders' Register required to be kept under section 336 of the SFO.

COMPETING INTERESTS

The Directors are not aware of any business or interest of the Directors or the controlling shareholders (as defined in the GEM Listing Rules) of the Company nor any of their respective close associates (as defined in the GEM Listing Rules) that competed or might compete, either directly or indirectly, with the business of the Group and any other conflicts of interest which any such person had or might have with the Group during the six months ended 30 September 2018.

CORPORATE GOVERNANCE CODE

The Company adopted the Corporate Governance Code (the "**CG Code**") contained in Appendix 15 to the GEM Listing Rules as its own code of corporate governance and save for the deviation from paragraph A.2.1 of the CG Code, the Board is satisfied that the Company had complied with the code provisions of the CG Code for the Period Under Review.

Paragraph A.2.1 of the CG Code stipulates that the roles of chairman and chief executive officer should be separated and should not be performed by the same individual. Ms. Tse is the chairlady and the chief executive officer of the Company. Considering that Ms. Tse has been operating and managing the Group since its incorporation, the Board believes that it is in the best interest of the Group to have Ms. Tse taking up both roles for effective management and business development. Therefore, the Board considers that the deviation from paragraph A.2.1 of the CG Code is appropriate in such circumstances.

OTHER INFORMATION

BOARD DIVERSITY POLICY

In assessing the Board composition, the nomination committee would take into account various aspects set out in the board diversity policy, including but not limited to gender, age, cultural and educational background, professional qualifications, skills, knowledge and industry and regional experience. The nomination committee would discuss and agree on measurable objectives for achieving diversity on the Board, where necessary, and recommend them to the Board for adoption.

In identifying and selecting suitable candidates for directorships, the nomination committee would consider the candidate's character, qualifications, experience, independence and other relevant criteria necessary to complement the corporate strategy and achieve board diversity, where appropriate, before making recommendation to the Board.

DIRECTORS' SECURITIES TRANSACTIONS

The Company has adopted a code of conduct (the "**Code of Conduct**") regarding securities transactions by the Directors on terms no less exacting than the required standard of dealings set out in Rules 5.48 to 5.67 of the GEM Listing Rules. The Company had also made specific enquiries of all the Directors and all Directors have confirmed that they had complied with the required standards as set out in the Code of Conduct for the Period Under Review.

INTERESTS OF COMPLIANCE ADVISER

As at 30 September 2018, as notified by the Company's compliance adviser, Red Solar Capital Limited (the "**Compliance Adviser**"), except for the compliance adviser agreement dated 27 October 2017 and entered into between the Company and the Compliance Adviser, neither the Compliance Adviser, its directors, employees nor close associates (as defined under the GEM Listing Rules) had any interests in relation to the Company, which is required to be notified to the Company pursuant to Rule 6A.32 of the GEM Listing Rules.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

During the Period Under Review, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities.

SHARE OPTION SCHEME

The Company adopted a share option scheme (the "**Scheme**") on 17 December 2016. The terms of the Scheme are in accordance with the provisions of Chapter 23 of the GEM Listing Rules.

No share option has been granted since the adoption of the Scheme and there was no share option outstanding as at 30 September 2018.



OTHER INFORMATION

INTERIM DIVIDEND AND CLOSURE OF REGISTER OF MEMBERS

The Board has declared an interim dividend of HK0.5 cents per share (2017/18: Nil per share) for the six months ended 30 September 2018.

Relevant Dates for Interim Dividend Payment

Ex-dividend date	28 November 2018
Closure of Register of Members	30 November 2018 to 3 December 2018 (both dates inclusive)
Record date	30 November 2018
Payment date	14 December 2018

To qualify for the interim dividend, all properly completed transfer forms accompanied by the relevant share certificates must be lodged for registration with the Company's Hong Kong branch share registrar, Tricor Investor Services Limited, Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong no later than 4:30 pm on Thursday, 29 November 2018.

AUDIT COMMITTEE

The Company established the Audit Committee pursuant to a resolution of the Directors passed on 17 December 2016 in compliance with Rule 5.28 of the GEM Listing Rules. Written terms of reference in compliance with paragraphs C.3.3 and C.3.7 of the CG Code has been adopted. Among other things, the primary duties of the Audit Committee are to make recommendations to the Board on appointment or reappointment and removal of external auditor; review financial statements of the Company and provide advice and comments in respect of financial reporting; and oversee the effectiveness of the procedures of the internal control of the Group.

The Audit Committee consists of three independent non-executive Directors, namely Mr. Tang Wing Lam David, Mr. Chin Chun Wing and Mr. Yung Wai Kei. Mr. Yung Wai Kei is the chairman of the Audit Committee.

The Audit Committee has reviewed the unaudited condensed consolidated financial statements of the Group for the six months ended 30 September 2018 and this interim report and is of the view that such statements and report have been prepared in compliance with the applicable accounting standards, the GEM Listing Rules and other applicable legal requirements, and that adequate disclosure has been made.

By order of the Board
Bar Pacific Group Holdings Limited
Tse Ying Sin Eva
Chairlady

Hong Kong, 13 November 2018

As at the date of this interim report, the executive Directors are Ms. Tse Ying Sin Eva and Mr. Chan Darren Chun-Yeung; and the independent non-executive Directors are Mr. Tang Wing Lam David, Mr. Chin Chun Wing and Mr. Yung Wai Kei.