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)

ANNOUNCEMENT PURSUANT TO RULE 17.20 OF THE GEM LISTING RULES

This announcement is made by Bar Pacific Group Holdings Limited (the "**Company**") pursuant to Rule 17.20 of the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the "**GEM Listing Rules**").

The board of directors of the Company (the "**Directors**" and the "**Board**", respectively) announces that (i) Hacienda International Corporation Limited ("**Hacienda**") and Tank Success International Limited ("**Tank Success**"), both being indirect wholly-owned subsidiaries of the Company, as borrowers; (ii) The Hongkong and Shanghai Banking Corporation Limited ("**Lender**") as lender; and (iii) the Company and Bar Pacific Group Limited, a direct wholly-owned subsidiary of the Company, as guarantors entered into two banking facility letters (the "**Facility Letters**"). The Facility Letters include the terms of a maximum term loan facility of HK$10,000,000, a maximum combined facility of HK$6,000,000 and a maximum revolving loan facility of HK$4,000,000 (collectively, the "**Facilities**"), which have been made available by the Lender to each of Hacienda and Tank Success on 12 June 2019 on the terms and conditions therein contained. The Facilities are subject to review at any time and in any event by 15 May 2020.

As part of the conditions of the Facilities, the Company has undertaken to the Lender that (a) Ms. Tse Ying Sin Eva ("**Ms. Tse**"), an executive Directors the chairlady of the Board (the "**Chairlady**") and the chief executive officer of the Company, (i) will serve as the Chairlady, (ii) is actively involved in the management and business of the Company and its subsidiaries; (iii) remains as the single major shareholder of the Company through beneficial ownership, controlled corporation, trust or other means; and (b) the Tangible Net Worth (as defined in the Facility Letters) of the Company will be maintained at a minimum level of HK$30 million at all times.

As at the date of this announcement, Moment to Moment Company Limited ("**Moment to Moment**") holds 431,543,700 shares of the Company (the "**Shares**"), representing approximately 50.18% of the total issued 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, Ms. Chan Tsz Tung, an executive Director, and others are beneficiaries. Ms. Tse is deemed to be interested in the above Shares held by Moment to Moment under Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong.

The Company will comply with the continuing disclosure obligations under Rule 17.23 of the GEM Listing Rules in its subsequent quarterly, interim and annual reports for so long as the circumstances giving rise to such obligations regarding the control of the Company exist.

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

Hong Kong, 12 June 2019

This announcement, for which the Directors 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, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and is not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

As at the date of this announcement, the Board comprises two executive Directors, namely Ms. Tse Ying Sin Eva (Chairlady and Chief Executive Officer) and Ms. Chan Tsz Tung and three independent non-executive Directors, namely Mr. Tang Wing Lam David, Mr. Chin Chun Wing and Mr. Yung Wai Kei.

This announcement will remain on the website of the GEM of the Stock Exchange at www.hkgem.com on the "Latest Company Announcements" page for at least 7 days from the date of its posting. This announcement will also be published on the website of the Company at http://www.barpacific.com.hk/.

In the case of inconsistency, the English text of this announcement shall prevail over the Chinese text.