

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



IMPERIAL PACIFIC

INTERNATIONAL HOLDINGS

博華太平洋國際控股有限公司

IMPERIAL PACIFIC INTERNATIONAL HOLDINGS LIMITED

博華太平洋國際控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 1076)

**VOLUNTARY ANNOUNCEMENT
BUSINESS UPDATES**

This announcement is made by Imperial Pacific International Holdings Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) on a voluntary basis. Reference is made to the Company’s annual report for the year ended 31 December 2020 (“**2020 Annual Report**”), the unaudited financial results of the Company for the year ended 31 December 2021 and the subsequent clarification announcement of the Company in relation to the unaudited financial results of the Company for the year ended 31 December 2021 published on 31 March 2022 and 4 April 2022 respectively (the “**2021 Unaudited Annual Results**”) that Imperial Pacific International (CNMI), LLC (“**IPI**”), a wholly owned subsidiary of the Company, has the intention to enter into i) an exclusive cooperation agreement with an independent third party in connection with setting up a shopping mall at the Imperial Palace and ii) an underwriting agreement with an independent travel agency which has the intention to underwrite the leasing of 250 hotel rooms and 15 villas at Imperial Palace. Capitalised terms used in this announcement shall have the same meanings as those defined in the 2020 Annual Report and the 2021 Unaudited Annual Results unless otherwise defined.

On 20 June 2022 (after trading hours of the Stock Exchange), IPI and Sino Travel Samoa Limited (“**Sino Travel**”) has entered into an underwriting agreement (the “**Underwriting Agreement**”), pursuant to which Sino Travel has agreed to underwrite the leasing of 250 hotel rooms and 15 villas for a term of 4 years after IPI obtains all necessary licenses and approvals from Saipan’s authorities in relation to the operation of Imperial Palace.

THE UNDERWRITING AGREEMENT

Principal terms of the Underwriting Agreement are as follows:

| | |
|--|---|
| Date: | 20 June 2022 (after trading hours of the Stock Exchange) |
| Parties: | Imperial Pacific International (CNMI), LLC; and Sino Travel Samoa Limited |
| No. of hotel rooms to be underwritten: | 250 hotel rooms and 15 villas at Imperial Palace |
| Term: | 4 years commencing from the date that IPI obtains all necessary licenses and approvals from Saipan's authorities in relation to the operation of Imperial Palace. The annual gross rental income underwritten by Sino Travel will not be less than US\$104,390,000 or HK\$814,242,000 at an average rate of US\$1,000 per hotel room per day and US\$2,400 per villa per day which have been determined with reference to the market rates available of comparable hotels nearby Imperial Palace. |
| Other terms: | (i) Sino Travel shall provide full support to the operator of Imperial Palace by recruiting or outsourcing hotel management team to operate Imperial Palace in a manner of a 6 star hotel and (ii) Sino Travel shall settle the underwriting sum by end of each month. IPI shall be responsible for obtaining all necessary licenses and approvals from Saipan's authorities in relation to the operation of Imperial Palace. |

INFORMATION OF SINO TRAVEL

Sino Travel Samoa Limited, a limited company incorporated in Samoa which is a subsidiary of a travel agency company which has been operated since 1982. Sino Travel provides its customers with a wide variety of travelling related services including planning and selling transportations, accommodations, insurance and other travel services covering Hong Kong, the PRC, India and Samoa.

To the best of the Directors' knowledge, information and belief and having made all reasonable enquires, Sino Travel and their respective associates are third parties independent of and not connected with the Company and its connected persons (as defined in the Listing Rules).

THE EXCLUSIVE COOPERATION AGREEMENT

On 20 June 2022 (after trading hours of the Stock Exchange), IPI and Fujian Jiadingsheng Supply Chain Management Co., Ltd. (“**Jiadingsheng**”) entered into an exclusive cooperation agreement (the “**Exclusive Cooperation Agreement**”), pursuant to which IPI and Jiadingsheng has agreed to form a joint venture (the “**JV**”) to operate a shopping mall at Imperial Palace for a term of 4 years commencing from 20 October 2022.

Principal terms of the Exclusive Cooperation Agreement are as follows:

- Date: 20 June 2022 (after trading hours of the Stock Exchange)
- Parties: Imperial Pacific International (CNMI), LLC; and
Fujian Jiadingsheng Supply Chain Management Co., Ltd
- Venue: the Target shopping mall situated at the ground floor of Imperial Palace with site area of approximately 1,000 meter square (the “**Site Area**”).
- Term: 4 years from 20 October 2022, Jiadingsheng guarantees a minimum annual revenue and net profit in the sum of HK\$300 million and HK\$20 million respectively. Net profit shall be shared in proportion with the parties’ shareholding of equity interest in the JV.
- Registered Capital: The registered capital of the Joint Venture shall be US\$1,000,000, of which IPI and Jiadingsheng shall contribute US\$510,000 and US\$490,000 respectively, accounting for 51% and 49% of the shareholding in the JV, respectively.
- Board Composition: The board of the Joint Venture shall comprise three members, of which IPI shall appoint two members and Jiadingsheng shall appoint one member.
- Termination: The JV be terminated upon material breach of the Exclusive Cooperation Agreement by either party thereto.
- Other terms: Jiadingsheng shall be responsible for (i) the renovation work and recruitment of manpower necessary for the commencement of the operation of the shopping mall within 4 months from the date of the Underwriting Agreement; (ii) maintaining books and records of the JV and (iii) paying IPI’s share of gross profit on the 15th day of each month.
- IPI shall be responsible for (i) providing the Site Area to the JV; and (ii) completing all necessary procedures in relation to the operation of the shopping mall.

INFORMATION OF THE JV PARTNER

Fujian Jiadingsheng Supply Chain Management Co., Ltd, a limited company incorporated in China with RMB200,000,000 registered capital and was incorporated at Fujian in 2010 with registered capital of RMB200 million. Jiadingsheng is principally engaged in the provision of supply chain management services, e-commerce and trading of food products, jewelleryes, arts and collectibles.

To the best of the Directors' knowledge, information and belief and having made all reasonable enquires, the Licensor and their respective associates are third parties independent of and not connected with the Company and its connected persons (as defined in the Listing Rules).

REASONS FOR AND BENEFIT OF THE UNDERWRITING AGREEMENT AND THE EXCLUSIVE COOPERATION AGREEMENT

The Company is an investment holding company, and the Group is principally engaged in the gaming and resort business including the development and operation of integrated resorts on the Island of Saipan. As disclosed in the 2021 Unaudited Annual Results, Imperial Palace • Saipan, perched on the water front of downtown Garapan, will boast 10 restaurants of Michelin grade standard and 329 hotel rooms and 15 villas upon completion of construction.

Operation of the casino portion of Imperial Palace • Saipan has been suspended since 17 March 2020 to help curb the spread of the COVID-19 and subsequently the casino resort developer license has been temporarily suspended by CCC on 23 April 2021 pending the settlement of certain outstanding fees associated with the license owing by the Group.

The Group has been actively communicating with CCC for settlement proposal with an aim to resume the casino resort developer license as soon as practicable meanwhile, the Group has been formulating business strategies to utilise the Group's currently available resources in generating income on the resort and leisure travelling part of the Saipan project with an aim to maximise Shareholder's value.

The Company is of the view that the entering into of the Underwriting Agreement and the Exclusive Cooperation Agreement would provide an opportunity for the Group to utilise the Group's currently available resources in generating income on the resort and leisure travelling part of the Saipan project amid the temporary suspension of the casino resort developer license. The Company is of the view that the terms of the Underwriting Agreement and the Exclusive Cooperation Agreement are fair and reasonable and the entering into of the Underwriting Agreement and the Exclusive Cooperation Agreement are in the interest of the Company and the Shareholders as a whole.

GENERAL

In regard of the formation of the JV, as none of the applicable percentage ratios (as defined in Rule 14.07 of the Listing Rules) for the formation of the JV Company exceed 5%, the entering into of the Exclusive Cooperation Agreement does not constitute a notifiable transaction of the Company under Chapter 14 of Listing Rules.

CONTINUED SUSPENSION OF TRADING

Trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on 1 April 2022 and will remain suspended until further notice.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.

By order of the Board
Imperial Pacific International Holdings Limited
Xu Zhongxiang
Executive Director

Hong Kong, 23 June 2022

As at the date of this announcement, the Board comprises Mr. Xu Zhongxiang and Mr. Chen Feng as executive Directors and Mr. Robert James Woolsey, Mr. Lee Kwok Leung and Mr. Chi Yuan as independent non-executive Directors.

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