

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)

(the “**Company**”)

(Stock code: 8432)

PROCEDURES FOR SHAREHOLDER TO PROPOSE A PERSON FOR ELECTION AS A DIRECTOR OF THE COMPANY (“DIRECTOR”)

(Adopted pursuant to a resolution passed by the board (“**Board**”) of Directors on 17 December 2016)

The Company adopts a formal, considered and transparent procedure for shareholders to propose a person for election as a Director. The following procedures are subject to the Company’s Memorandum and Articles of Association in force from time to time, the Companies Law (2013 Revision) of the Cayman Islands and applicable legislation and regulation:

- If a shareholder, who is duly qualified to attend and vote at the general meeting convened to deal with the appointment or election of Director(s), wishes to propose a person for election as a Director at that meeting, he/she may lodge a written notice at the Company’s registered office at Room D2, 11/F, Phase 2, Hang Fung Industrial Building, 2G Hok Yuen Street, Hunghom, Kowloon, Hong Kong for the attention of the company secretary of the Company.
- In order for the Company to inform all shareholders of that proposal, the written notice must state (i) his/her intention to propose such person for election as a Director, and (ii) the biographical details of such nominated candidate as required under Rule 17.50(2) of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (“**GEM Listing Rules**”) for publication by the Company and be signed by the shareholder concerned and the person who has been proposed indicating his/her willingness to be elected and consent of the publication of his/her personal information.
- The period for lodgement of the above notice shall be a 7-day period commencing on the day after the despatch of the notice of the general meeting appointed for such election of Director(s) and ending on the date falling 7 days prior to the date of such general meeting.
- Upon receipt of the above notice from a shareholder which is received after publication of the notice of general meeting, the Company shall, prior to the general meeting, publish an announcement or issue a supplementary circular disclosing the particulars of the proposed Director pursuant to Rule 17.50(2) of the GEM Listing Rules.

Shareholders who have enquiries regarding the above procedures may write to the company secretary of the Company at Room D2, 11/F, Phase 2, Hang Fung Industrial Building, 2G Hok Yuen Street, Hunghom, Kowloon, Hong Kong.

17 December 2016