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ROYAL CATERING GROUP HOLDINGS COMPANY LIMITED

皇璽餐飲集團控股有限公司

(incorporated in Cayman Islands with limited liability)

(Stock Code: 8300)

PROFIT WARNING

This announcement is made by Royal Catering Group Holdings Company Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) pursuant to Rule 17.10 of the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”) and the Inside information Provisions (as defined under the GEM Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571, Laws of Hong Kong).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company would like to inform the shareholders of the Company (the “**Shareholders**”) and potential investors that, based on the preliminary review by the Board of the unaudited consolidated management accounts of the Group for the year ended 31 March 2019, the Group expects a loss attributable to the owners of the Company for the year ended 31 March 2019 as compared to the corresponding period in 2018, which was profit-making.

Based on the information currently available, the Board considers that such expected loss of the Group for the year ended 31 March 2019 as compared to the corresponding period in 2018, which was profit-making was mainly attributable to (i) decrease in share of result of an associate mainly resulting from closure of a restaurant under the brand “*Tasty Congee & Noodle Wantun Shop (正斗)*” at the Hong Kong International Airport (the “**HKIA**”); (ii) the decrease in turnover mainly resulting from the closure of the restaurants under the brands “*Nosh Café & Bar*” and “*Taiwan Beef Noodle*” at the HKIA (“**Expired Restaurants**”); (iii) increase in administrative expenses mainly resulting from one-off renovation reinstatement works in relation to the closure of the Expired Restaurants at the HKIA, the costs in relation to newly franchised restaurants of the Group and the increase in legal and professional fees; (iv) impairment loss on amount due from a joint venture; (v) increase in amortisation of intangible assets; (vi) the absence of gain on bargain purchase; and (vii) increase in tax expenses for the year ended 31 March 2019.

The information in this announcement is only based on preliminary review of the unaudited consolidated management accounts of the Group for the year ended 31 March 2019 by the management of the Company and the information currently available, and hence may or may not be accurate. The unaudited consolidated management accounts of the Group for the year ended 31 March 2019 have not yet been finalised nor reviewed by the audit committee of the Company. The annual results of the Group for the year ended 31 March 2019 may be different to the information referred to in this announcement. Shareholders and potential investors are advised to read carefully the Company's annual results announcement for the year ended 31 March 2019, which is expected to be published on 28 June 2019.

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

By order of the Board
Royal Catering Group Holdings Company Limited
Wong Man Wai
Chairman, Chief Executive Officer and Executive Director

Hong Kong, 20 June 2019

As at the date of this announcement, the executive Directors are Mr. Wong Man Wai, Mr. Chan Chak To Raymond and Ms. Lam Wai Kwan; and the independent non-executive Directors are Mr. Ma Yiu Ho Peter, Mr. Cai Chun Fai and Mr. Ng Sai Cheong.

This announcement, for which the Directors 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 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 not misleading or deceptive, and 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 Announcements" page of the GEM website at www.hkgem.hk for at least seven days from the date of its posting. This announcement will also be published on the Company's website at www.hkrcg.com.