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SEASON PACIFIC HOLDINGS LIMITED

雲裳衣控股有限公司*

(Incorporated in Cayman Island with limited liability)

(Stock code: 8127)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 5 JULY 2017

All the Proposed Resolutions as set out in the AGM Notice were duly passed by the Shareholders by way of poll at the 2017 AGM.

The board (the “Board”) of directors (the “Directors”) of Season Pacific Holdings Limited (the “Company”) is pleased to announce that all the proposed ordinary resolutions as set out in the notice of the annual general meeting of the Company (the “AGM”) dated 5 June 2017 (the “AGM Notice” and the “Proposed Resolutions”, respectively) were duly passed by the holders of the Company’s ordinary shares (the “Shares” and the “Shareholders”, respectively) by way of poll at the AGM held on Wednesday, 5 July 2017 (the “2017 AGM”).

As at the date of the 2017 AGM, there were 1,000,000,000 issued Shares entitling the Shareholders to attend and vote for or against the Proposed Resolutions at the 2017 AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Proposed Resolutions at the 2017 AGM as set out in Rule 17.47A of the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange (the “GEM” and the “GEM Listing Rules”, respectively).

None of the Shareholders were required under the GEM Listing Rules to abstain from voting on the Proposed Resolutions at the 2017 AGM. None of the Shareholders have stated in the Company’s circular dated 5 June 2017 (the “Circular”) their intention to vote against or to abstain from voting on any of the Proposed Resolutions at the 2017 AGM.

Boardroom Share Registrars (HK) Limited, the branch share registrar and transfer office of the Company in Hong Kong, was appointed as the scrutineer for the vote-taking at the 2017 AGM.

* For identification purpose only

The poll results in respect of all the Proposed Resolutions put to vote at the 2017 AGM are set out as follows:

Ordinary Resolutions		Number of Votes (Approximate %) ^(Note)	
		For	Against
1.	To consider and adopt the audited consolidated financial statements of the Company and the respective reports of the directors (the “Directors”) and independent auditor of the Company for the year ended 31 March 2017.	664,503,000 (100%)	0 (0%)
2.	To re-elect the following retiring Directors:		
	a. Mr. Chak Ka Wai as an executive Director	664,503,000 (100%)	0 (0%)
	b. Mr. Choi Sheung Jeffrey as an independent non-executive Director	664,503,000 (100%)	0 (0%)
	c. Mr. Lam Yau Lun as an independent non-executive Director	664,503,000 (100%)	0 (0%)
3.	To authorise the board of Directors (the “Board”) to fix the Directors’ remuneration for the year ending 31 March 2018.	664,503,000 (100%)	0 (0%)
4.	To re-appoint PricewaterhouseCoopers as the independent auditor of the Company and to authorise the Board to fix its remuneration.	664,503,000 (100%)	0 (0%)
5.	To grant a general mandate to the Directors to allot, issue or otherwise deal with additional shares of the Company (the “Shares”) not exceeding 20% of the issued share capital of the Company as at the date of passing this resolution.*	664,503,000 (100%)	0 (0%)
6.	To grant a general mandate to the Directors to repurchase the Shares not exceeding 10% of the issued share capital of the Company as at the date of passing this resolution.*	664,503,000 (100%)	0 (0%)
7.	Conditional on the passing of Resolutions 5 and 6 above, to extend the general mandate granted to the Directors to issue Shares by the number of Shares repurchased.*	664,503,000 (100%)	0 (0%)

* For the full text of the proposed resolutions, please refer to the AGM Notice as contained in the Company’s circular dated 5 June 2017.

Note: The number of votes and approximate percentage of voting Shares as stated above are based on the total number of issued Shares held by the Shareholders who attended and voted at the 2017 AGM in person, by authorised representative or by proxy.

As more than 50% of the votes were cast in favour of each of the Proposed Resolutions, all of them were duly passed as ordinary resolutions of the Company.

By order of the Board
Season Pacific Holdings Limited
Cheung Lui
Chairman, Chief Executive Officer and Executive Director

Hong Kong, 5 July 2017

As at the date of this announcement, the executive Directors are Mr. Chak Ka Wai and Mr. Cheung Lui, the non-executive Director is Ms. Chan Hong Nei Connie; and the independent non-executive Directors are Mr. Choi Sheung Jeffrey, Ms. Luk Huen Ling Claire and Mr. Lam Yau Lun.

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 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 website of GEM at www.hkgem.com for at least 7 days from its date of publication and on the website of the Company at www.seasonpacific.com.