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## **SEASON PACIFIC HOLDINGS LIMITED**

**雲裳衣控股有限公司\***

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1709)**

### **CHANGE OF DIRECTORS AND BOARD COMMITTEE MEMBERS**

The Board announces that with effect from 25 May 2018:

- (1) Mr. Chang Eric Jackson has been appointed as the independent non-executive Director, the chairman of the audit committee of the Company and members of the remuneration committee and nomination committee of the Company; and
- (2) Mr. Lam Yau Lun has resigned as the independent non-executive Director, the chairman of the audit committee of the Company and members of the remuneration committee and nomination committee of the Company.

### **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND BOARD COMMITTEE MEMBERS**

The board (the “**Board**”) of directors (the “**Director(s)**”) of Season Pacific Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) is pleased to announce that Mr. Chang Eric Jackson (“**Mr. Chang**”) has been appointed as the independent non-executive Director, the chairman of the audit committee of the Company and members of the remuneration committee and nomination committee of the Company with effect from 25 May 2018. The biographical details of Mr. Chang are set out as follows:

#### **Mr. Chang**

Mr. Chang, aged 37, received his bachelor of commerce degree from the University of British Columbia in May 2002. Mr. Chang worked at PricewaterhouseCoopers Ltd. during the period from September 2002 to September 2013 and his last position there was senior manager. During the period from October 2013 to July 2015, Mr. Chang was the chief financial officer of a property development company. Mr. Chang is a member of the Hong Kong Institute of Certified Public Accountants and also a registered member of the American Institute of Certified Public Accountants.

\* For identification purpose only

As at the date of this announcement, Mr. Chang is (i) the non-executive director of Sino Vision Worldwide Holdings Limited (Stock Code: 8086), the issued shares of which are listed on the GEM of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”); (ii) the independent non-executive director of Transmit Entertainment Limited (Stock Code: 1326), the issued shares of which are listed on the Main Board of the Stock Exchange; and (iii) the company secretary and chief financial officer of China Tangshang Holdings Limited (Stock Code: 674), the issued shares of which are listed on the Main Board of the Stock Exchange. During the period from July 2015 to March 2017, Mr. Chang served various roles in ZH International Holdings Limited (Stock Code: 185), the issued shares of which are listed on the Main Board of the Stock Exchange. Such roles included executive director, the joint company secretary and the chief financial officer of ZH International Holdings Limited.

Mr. Chang is appointed by way of a letter of appointment for an initial term of three years commencing from 25 May 2018 and is subject to retirement by rotation and other related provisions as stipulated in the articles of association of the Company.

The monthly Director’s fee of Mr. Chang is HK\$10,000 which is determined by the Board. The emolument of Mr. Chang was determined with reference to his duties and responsibilities and the prevailing market conditions.

Save as disclosed above, Mr. Chang (i) does not hold any position with the Company or other members of the Group; (ii) does not have any relationship with the Directors, senior management, substantial or controlling shareholders of the Company (as defined in the Rules Governing the Listing of Securities of the Stock Exchange (the “**Listing Rules**”)); (iii) has not held any directorship in public companies in the last three years the securities of which are listed on any securities market in Hong Kong or overseas; and (iv) does not have any interests in the securities of the Company which are required to be disclosed pursuant to Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there is no other information which is required to be disclosed pursuant to the requirements of Rules 13.51(2)(h) to (v) of the Listing Rules and there are no matters relating to the appointment of Mr. Chang which the Board considers necessary to be brought to the attention of the Stock Exchange and/or the shareholders (the “**Shareholders**”) of the Company.

## **RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND BOARD COMMITTEE MEMBERS**

The Board further announces that Mr. Lam Yau Lun (“**Mr. Lam**”) has resigned as the independent non-executive Director, the chairman of the audit committee of the Company and members of the remuneration committee and nomination committee of the Company with effect from 25 May 2018 as he requires more time to pursue his other personal matters.

Mr. Lam has confirmed that he has no disagreement with the Board and there are no matters relating to his resignation that need to be brought to the attention of the Stock Exchange and/or the Shareholders.

The Board would like to take this opportunity to express its warmest welcome to Mr. Chang in joining the Board and thank Mr. Lam for his valuable contribution to the Company during his tenure of office.

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

Hong Kong, 25 May 2018

*As at the date of this announcement, the executive Directors are Mr. Cheung Lui, Mr. Chak Ka Wai and Mr. Yu Xiu Yang; the non-executive Director is Ms. Chin Ying Ying; and the independent non-executive Directors are Mr. Chang Eric Jackson, Mr. Choi Sheung Jeffrey and Ms. Luk Huen Ling Claire.*