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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)

PROPOSED CHANGE OF COMPANY NAME

The board (the “**Board**”) of directors (the “**Directors**”) of Season Pacific Holdings Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) proposes to change the English name of the Company from “Season Pacific Holdings Limited” to “DL Holdings Group Limited” and adopt a dual foreign name in Chinese of “德林控股集團有限公司” to replace the existing name of the Company in Chinese, “雲裳衣控股有限公司*”, which is currently for identification purpose only (the “**Proposed Change of Company Name**”). A special resolution will be proposed at an extraordinary general meeting of the Company (the “**EGM**”) to be convened to, among other things, consider and, if thought fit, approve the Proposed Change of Company Name.

REASONS FOR THE PROPOSED CHANGE OF COMPANY NAME

While maintaining its principal business in sales of apparel products with the provision of supply chain management total solutions to customers, the Group commenced its new business in providing financial advisory services, securities research, referral and brokerage services, and margin financing services, as well as the money lending business, in November 2019. In light of the above, the Board considers that the Proposed Change of Company Name will better reflect the diversity of the current businesses of the Group and the direction of future development of the Company. The Board believes that the Proposed Change of Company Name is in the best interest of the Company and the shareholders of the Company (the “**Shareholders**”) as a whole.

CONDITIONS OF THE PROPOSED CHANGE OF COMPANY NAME

The Proposed Change of Company Name is subject to the following conditions:

- (i) the passing of a special resolution by the Shareholders at the EGM to approve the Proposed Change of Company Name; and
- (ii) the Registrar of Companies in the Cayman Islands (the “**Registrar**”) approving the Proposed Change of Company Name.

Once the special resolution on the Proposed Change of Company Name has been passed at the EGM, the Company will file a certified copy of the said resolution with the Registrar. The Proposed Change of Company Name will take effect from the date on which the

* *For identification purposes only*

Registrar enters the new English name of the Company on the register of companies in place of the current English name, and adopt the Chinese name of the Company respectively. Upon the Proposed Change of Company Name taking effect and the receipt of the Certificate of Incorporation on Change of Name from the Registrar, the Company will carry out the necessary filing procedures with the Companies Registry in Hong Kong pursuant to Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong).

EFFECTS OF THE PROPOSED CHANGE OF COMPANY NAME

The Proposed Change of Company Name, once approved and after becoming effective, will not affect any of the rights of the Shareholders. All existing share certificates of the Company in issue bearing the current name of the Company will, after the Proposed Change of Company Name becoming effective, continue to be valid evidence of legal title to the shares of the Company (the “**Shares**”) and will continue to be valid for trading, settlement, registration and delivery purposes. Accordingly, no arrangement will be made for the free exchange of the existing share certificates of the Company for new share certificates bearing the new name of the Company.

Upon the Proposed Change of Company Name becoming effective, all new share certificates of the Company will only be issued in the new name of the Company.

Further, subject to the Proposed Change of Company Name becoming effective, the Company also intends to change its English and Chinese stock short name for trading in the Shares in The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”). The stock code of the Company will remain as “1709”.

GENERAL

A special resolution to approve the Proposed Change of Company Name will be proposed at the EGM. In compliance with The Rules Governing the Listing of Securities on the Stock Exchange, the relevant resolution will be voted by way of poll at the EGM. To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, no Shareholders are required to abstain from voting on the resolution in respect of the Proposed Change of Company Name at the EGM.

A circular containing, among other matters, details of the Proposed Change of Company Name and a notice of the EGM will be despatched to the Shareholders as soon as practicable. The Company will make further announcement(s) on the effective date of the Proposed Change of Company Name and details of the change of English and Chinese stock short name for trading of the Company when appropriate.

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

Hong Kong, 20 January 2020

As at the date of this announcement, the executive Directors are Mr. Cheung Lui and Ms. Jiang Xinrong, the non-executive Directors are Ms. Chin Ying Ying and Mr. Li Ren; and the independent non-executive Directors are Mr. Chang Eric Jackson, Mr. Choi Sheung Jeffrey and Ms. Luk Huen Ling Claire.