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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: 8127)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 26 SEPTEMBER 2016

All the Proposed Resolutions as set out in the AGM Notice were duly passed by the Shareholders by way of poll at the 2016 AGM.
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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 25 August 2016 (the “AGM Notice” and the “Proposed Resolutions”, respectively) were duly passed by the holders of the Company’s ordinary shares of HK\$0.01 each (the “Shares” and the “Shareholders”, respectively) by way of poll at the AGM held on Monday, 26 September 2016 (the “2016 AGM”).

As at the date of the 2016 AGM, there were 1,000,000,000 issued Shares entitling the Shareholders to attend and vote on the Proposed Resolutions at the 2016 AGM. At the date of the 2016 AGM, Alpha Direct Investments Limited, which is wholly-owned by Mr. Cheung Lui, both being the controlling Shareholders, were interested in 554,500,000 Shares, representing 55.45% of the total issued share capital of the Company. They were required to abstain and had abstained from voting in respect of the proposed ordinary resolution numbered 2(a) in relation to the re-election of Mr. Cheung Lui as an executive Director. Accordingly, the total number of Shares entitling the independent Shareholders to attend and vote for or against the proposed ordinary resolution numbered 2(a) at the 2016 AGM was 445,500,000 Shares.

Save as disclosed above, there were no Shares entitling the Shareholders to attend and abstain from voting in favour of the Proposed Resolutions at the 2016 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 of Hong Kong Limited (the “GEM Listing Rules”).

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 2016 AGM.

* *For identification purpose only*

The poll results in respect of all the Proposed Resolutions put to vote at the 2016 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 and independent auditor of the Company for the year ended 31 March 2016.	638,502,200 (100%)	0 (0%)
2.	To re-elect the following retiring Directors:		
	a. Mr. Cheung Lui as an executive Director	84,002,200 (100%)	0 (0%)
	b. Mr. Chak Ka Wai as an executive Director	638,502,200 (100%)	0 (0%)
	c. Ms. Chan Hong Nei Connie as a non-executive Director	638,502,200 (100%)	0 (0%)
	d. Mr. Choi Sheung Jeffrey as an independent non-executive Director	638,502,200 (100%)	0 (0%)
	e. Ms. Luk Yung Yung Claire as an independent non-executive Director	638,502,200 (100%)	0 (0%)
	f. Mr. Ng Ka Lok as an independent non-executive Director	638,502,200 (100%)	0 (0%)
3.	To authorise the Board to fix the Directors' remuneration for the year ending 31 March 2017.	638,502,200 (100%)	0 (0%)
4.	To re-appoint PricewaterhouseCoopers as the independent auditor of the Company and to authorise the Board to fix its remuneration.	638,502,200 (100%)	0 (0%)
5.	^Δ To grant a general mandate to the Directors to allot, issue or otherwise deal with additional Shares not exceeding 20% of the issued share capital of the Company as at the date of passing this resolution.	638,502,200 (100%)	0 (0%)
6.	^Δ 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.	638,502,200 (100%)	0 (0%)
7.	^Δ 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.	638,502,200 (100%)	0 (0%)

^Δ For the full text of the Proposed Resolutions, please refer to the AGM Notice as contained in the Company's circular dated 25 August 2016.

Note: The number of votes and approximate percentage of voting as stated above are based on the total number of issued Shares held by the Shareholders who attended and voted at the 2016 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 & Executive Director

Hong Kong, 26 September 2016

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 Yung Yung Claire and Mr. Ng Ka Lok.

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.