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**ESPRIT**  
**ESPRIT HOLDINGS LIMITED**  
*(Incorporated in Bermuda with limited liability)*  
**STOCK CODE: 00330**

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This announcement is made by Esprit Holdings Limited (the “**Company**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (“**SFO**”) (Chapter 571 of the Laws of Hong Kong).

**WITHDRAWAL OF REQUISITION**

Reference is made to the announcements of the Company (the “**Announcements**”) dated (i) 27 March 2020, 27 April 2020 and 1 July 2020 in relation to, among others, the development of the Protective Shield Proceedings; and (ii) 10 July 2020 in relation to a requisition for a special general meeting of the Company. Unless otherwise stated, capitalized terms used in this announcement shall have the same meanings as those defined in the Announcements.

The Board would like to update the shareholders of the Company (the “**Shareholders**”) and potential investors that on 21 July 2020, the Company received a letter from the Requisitionist to withdraw the Requisition. As a result, the SGM will not be convened in respect of the Proposed Resolutions and Mr. Anders Christian KRISTIANSEN and Dr. Johannes Georg SCHMIDT-SCHULTES will remain as Executive Directors of the Company, as well as Group Chief Executive Officer and Group Chief Financial Officer respectively.

**APPOINTMENT OF EXECUTIVE DIRECTORS**

The Board is also pleased to announce that each of Mr. Marc Andreas TSCHIRNER, Ms. CHIU Su Yi Christin and Mr. WONG Hung Wai has been appointed as an Executive Director of the Company with effect from 21 July 2020.

**Mr. Marc Andreas TSCHIRNER**, aged 48, graduated from University of Konstanz with a Master Degree in Law in 1998. Mr. TSCHIRNER is admitted to the German Bar in 2002, all Higher German Regional Courts in 2007 and as a Registered Foreign Lawyer in Hong Kong in 2018. Mr. TSCHIRNER has been a Registered Foreign Lawyer at Shum & Co. Solicitors, Hong Kong since 2019 and the External Chief Representative at Roedl & Partner, Hong Kong since 2017.

Previously, Mr. TSCHIRNER also worked for Arthur Andersen in Zurich and Ernst & Young in Zurich with a primary focus in tax law. In addition, between 2004 and 2008, Mr. TSCHIRNER held a position as Vice President at Credit Suisse Group, Zurich. Between 2008 and 2015, Mr. TSCHIRNER was an Executive Director at Bank Julius Baer, Zurich. Between 2016 and 2017, Mr. TSCHIRNER was a Director at Deloitte Touche Tohmatsu, Hong Kong.

**Ms. CHIU Su Yi Christin**, aged 40, graduated from McMaster University with a Bachelor of Arts degree, Summa Cum Laude and from the University of Alberta with a Juris Doctor. Ms. CHIU is the head of legal for Seekers Advisors H.K. Limited, a Securities and Futures Commission licensed entity based in Hong Kong. Ms. CHIU is admitted as an attorney at law in the State of New York, USA, and a barrister and solicitor in the British Columbia Province in Canada. She is the sole director of the Requisitionist, which is a substantial shareholder (as such term is defined in the Listing Rules) of the Company.

Previously, Ms. CHIU worked in the Corporate Department of Hogan Lovells focusing on corporate finance, securities law matters and mergers & acquisitions. Ms. CHIU also worked at Remedios and Company, a law firm situated in Vancouver, Canada.

**Mr. WONG Hung Wai**, aged 43, graduated from Imperial College London, United Kingdom with a bachelor of science degree in physics. He possesses over 20 years' experience in the financial services and management consultancy sectors. He has expertise in corporate strategy, mergers and acquisitions, fintech innovations, business development and business transformation. Mr. WONG worked for global financial institutions, such as HSBC Group, in various senior management positions across Asia, Europe and the Middle East. He holds the CFA (Chartered Financial Analyst), CFP (Certified Financial Planner), FLMI (Fellow, Life Management Institute) and FRM (Financial Risk Manager) professional qualifications.

Mr. WONG has been a representative of the Requisitionist and was an executive director and managing executive officer of Planetree International Development Limited, a company incorporated in Bermuda with limited liability whose shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited (stock code: 00613).

As at the date of this announcement, insofar as the Company is aware, Mr. TSCHIRNER, Ms. CHIU and Mr. WONG had no interest in shares of the Company within the meaning of Part XV of the SFO. They do not have any service contract with the Company, nor does any of them have any fixed term of service with the Company. However, they are subject to retirement by rotation and re-election at annual general meetings of the Company in accordance with the bye-laws of the Company. Mr. TSCHIRNER, Ms. CHIU and Mr. WONG are foregoing their remuneration for acting as an Executive Director of the Company.

Mr. Marc Andreas TSCHIRNER, Ms. CHIU Su Yi Christin and Mr. WONG Hung Wai are persons nominated by the Requisitionist. Save as disclosed above, insofar as the Company is aware, none of Mr. TSCHIRNER, Ms. CHIU and Mr. WONG have any relationship with any director, member of senior management or substantial or controlling Shareholder, or hold any directorships in listed public companies in the last three years. Save as disclosed above, as at the date of this announcement, the Board is not aware of any information in relation to the appointment of Mr. TSCHIRNER, Ms. CHIU and Mr. WONG that need to be brought to the attention of the Shareholders and there is no other information that is required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules.

Based on the disclosure of interest form filed with the Company, as at 20 July 2020, Ms. LO Ki Yan, the sole shareholder of the Requisitionist, and the Requisitionist together held 381,071,700 shares of the Company, representing approximately 20.19% of the total share capital of the Company, and their aggregate shareholding is higher than any single registered Shareholder (other than HKSCC Nominees Limited). Given (i) the Company's need to have a stable and strong management team at this critical time to navigate the Subject Subsidiaries through the self-administration proceedings; and (ii) during this period of the Pandemic and the ongoing self-administration proceedings, it is important for the Company to have the support from its key stakeholders (including its Shareholders), the Board considers that it is in the interests of the Company and its Shareholders as a whole to appoint Mr. TSCHIRNER, Ms. CHIU and Mr. WONG as Executive Directors of the Company.

The Board would like to take this opportunity to welcome Mr. TSCHIRNER, Ms. CHIU and Mr. WONG to the Board.

## **APPOINTMENT OF MEMBERS OF REMUNERATION COMMITTEE AND GENERAL COMMITTEE**

The Board is also pleased to announce that with effect from 21 July 2020, Ms. CHIU Su Yi Christin has been appointed as member of the Remuneration Committee and the General Committee of the Board, and Mr. Marc Andreas TSCHIRNER and Mr. WONG Hung Wai have been appointed as members of the General Committee of the Board.

## **LIST OF DIRECTORS AND THEIR ROLE AND FUNCTION**

Following the abovementioned appointment of Directors, the compositions of the Audit Committee, the Nomination Committee, the Remuneration Committee, the Risk Management Committee and the General Committee of the Board as of the date of this announcement are as follows:

<b>Director</b>	<b>Committee</b>	<b>Audit Committee</b>	<b>Nomination Committee</b>	<b>Remuneration Committee</b>	<b>Risk Management Committee</b>	<b>General Committee</b>
<b>Non-executive Chairman</b>						
Dr. Raymond OR Ching Fai			Chairman			Member
<b>Executive Directors</b>						
Anders Christian KRISTIANSEN				Member		Member
Dr. Johannes Georg SCHMIDT-SCHULTES					Member	Member
Marc Andreas TSCHIRNER						Member
CHIU Su Yi Christin				Member		Member
WONG Hung Wai						Member
<b>Non-executive Director</b>						
Jürgen Alfred Rudolf FRIEDRICH	Member					
<b>Independent Non-executive Directors</b>						
Carmelo LEE Ka Sze			Member	Member	Chairman	
Sandrine Suzanne Eleonore Agar ZERBIB	Member			Member	Member	
Joseph LO Kin Ching	Chairman		Member			
Dr. Martin WECKWERTH	Member			Chairman		

By Order of the Board  
**Ophelia LO Tik Man**  
Company Secretary

Hong Kong, 21 July 2020

*As at the date of this announcement, the Board comprises (i) Mr. Anders Christian KRISTIANSEN (Group Chief Executive Officer), Dr. Johannes Georg SCHMIDT-SCHULTES (Group Chief Financial Officer), Mr. Marc Andreas TSCHIRNER, Ms. CHIU Su Yi Christin and Mr. WONG Hung Wai as Executive Directors; (ii) Dr. Raymond OR Ching Fai (Non-executive Chairman) and Mr. Jürgen Alfred Rudolf FRIEDRICH as Non-executive Directors; and (iii) Mr. Carmelo LEE Ka Sze, Ms. Sandrine Suzanne Eleonore Agar ZERBIB, Mr. Joseph LO Kin Ching and Dr. Martin WECKWERTH as Independent Non-executive Directors.*