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杉杉品牌運營股份有限公司

Shanshan Brand Management Co., Ltd.

*(A joint stock company incorporated in the People’s Republic of China with limited liability)
(Stock Code: 1749)*

CHANGE OF JOINT COMPANY SECRETARY, PROCESS AGENT AND AUTHORISED REPRESENTATIVE

Resignation and Cessation

Shanshan Brand Management Co., Ltd. (the “**Company**”) has engaged Boardroom Corporate Services (HK) Limited (“**Boardroom**”) to provide certain corporate secretarial services and Mr. Kwok Siu Man (“**Mr. Kwok**”), an executive director and the head of corporate secretarial department, was nominated by Boardroom to assume the office of a joint company secretary of the Company (the “**Joint Company Secretary**”), the process agent for the acceptance of service of process and notices on behalf of the Company in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) (the “**Process Agent**”) and an authorised representative of the Company under Rule 3.05 of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**” and the “**Authorised Representative**”, respectively).

The board of directors of the Company (the “**Directors**” and the “**Board**”, respectively) hereby announces that Mr. Kwok has tendered his resignation as a Joint Company Secretary and the Process Agent and ceased to be an Authorised Representative with effect from 5 June 2019.

Mr. Kwok has confirmed that he has no disagreement with the Board and there is no matter relating to his resignations and cessation above-mentioned that need to be brought to the attention of the shareholders of the Company and the Stock Exchange.

Appointment

The Board is pleased to announce that Ms. Cheng Lucy (“**Ms. Cheng**”) has been appointed as a Joint Company Secretary, the Process Agent and an Authorised Representative with effect from 5 June 2019.

The Stock Exchange has granted a waiver (the “**Waiver**”) to the Company from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules for the remaining period of the waiver previously granted (i.e. from the date of appointment of Ms. Cheng as a Joint Company Secretary to 26 June 2021) (the “**Remaining Period**”) in relation to the eligibility of Ms. Yan Jingfen (“**Ms. Yan**”) to act as a Joint Company Secretary on the condition that:

- (i) Ms. Yan will be assisted by Ms. Cheng during the Remaining Period;
- (ii) the Company should notify the Stock Exchange at the end of the Remaining Period for the Stock Exchange to re-visit the situation. The Stock Exchange expects that the Company will be able to demonstrate to their satisfaction that Ms. Yan can satisfy Rules 3.28 and 8.17 of the Listing Rules at the end of the Remaining Period, after having had the benefit of Ms. Cheng's assistance, such that a further Waiver would not be necessary; and
- (iii) the Company will disclose the Waiver, including the reasons therefor and the conditions thereof, by way of an announcement.

Ms. Cheng is a senior corporate secretarial manager of Boardroom. She is an associate member of both The Hong Kong Institute of Chartered Secretaries and The Institute of Chartered Secretaries and Administrators in the United Kingdom. Ms. Cheng has over 15 years of experience in the corporate secretarial field.

Appreciation and Welcome

The Board would like to thank Mr. Kwok for his valuable contributions during his tenure of service and welcome Ms. Cheng to her new appointment.

By Order of the Board
Shanshan Brand Management Co., Ltd.
Zhuang Wei
Chairman

Ningbo, the People's Republic of China, 5 June 2019

As at the date of this announcement, the executive Directors are Mr. Cao Yang, Mr. Luo Yefei and Ms. Yan Jingfen; the non-executive Directors are Mr. Zhuang Wei, Mr. Yang Feng and Ms. Hui Ying; and the independent non-executive Directors are Mr. Au Yeung Po Fung, Mr. Wang Yashan and Mr. Wu Xuekai.

In case of any inconsistency between the English and Chinese versions, the English text of this announcement shall prevail over the Chinese text.