

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Icicle Group Holdings Limited

冰雪集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8429)

PROPOSED CHANGE OF COMPANY NAME AND CLOSURE OF REGISTER OF MEMBERS

PROPOSED CHANGE OF COMPANY NAME

Subject to certain conditions as set out in the paragraph headed “Conditions of the Proposed Change of Name” below, the Board proposes to change the English name of the Company from “Icicle Group Holdings Limited” to “SV Vision Limited” and adopt the Chinese name “華美樂樂有限公司” as its new dual foreign name to replace its existing Chinese name “冰雪集團控股有限公司”.

CONDITIONS OF THE PROPOSED CHANGE OF NAME

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

- (i) the passing of a special resolution by the Shareholders at the Extraordinary General Meeting approving the Proposed Change of Name; and
- (ii) the Registrar of Companies in the Cayman Islands approving the Proposed Change of Name by issuing a certificate of incorporation on change of name.

Subject to the satisfaction of the foregoing conditions, the Proposed Change of Name will become effective from the date of the issue of the Certificate of Incorporation on Change of Name by the Registrar of Companies in the Cayman Islands.

GENERAL

A circular containing further details of the Proposed Change of Name, together with a notice of Extraordinary General Meeting, will be despatched to the Shareholders as soon as practicable.

PROPOSED CHANGE OF COMPANY NAME

Subject to certain conditions as set out in the paragraph headed “Conditions of the Proposed Change of Name” below, the Board proposes to change the English name of the Company from “Icicle Group Holdings Limited” to “SV Vision Limited” and adopt the Chinese name “華美樂樂有限公司” as its new dual foreign name to replace its existing Chinese name “冰雪集團控股有限公司”.

CONDITIONS OF THE PROPOSED CHANGE OF NAME

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

- (i) the passing of a special resolution by the Shareholders at the Extraordinary General Meeting approving the Proposed Change of Name; and
- (ii) the Registrar of Companies in the Cayman Islands approving the Proposed Change of Name by issuing a certificate of incorporation on change of name.

Subject to the satisfaction of the foregoing conditions, the Proposed Change of Name will become effective from the date of the issue of the Certificate of Incorporation on Change of Name by the Registrar of Companies in the Cayman Islands.

The Company will then carry out the necessary filing procedures with the Companies Registry in Hong Kong.

REASONS FOR THE PROPOSED CHANGE OF NAME

In order to develop the Group’s business and to cope with the challenging market conditions, the Group is to extending its marketing production business to encompass activities with digital capabilities that its clients will increasingly require. As such, during the slowdown in marketing production business through the pandemic, the Group has secured an opportunity to partner with a US-based media company that is active in the youth market segment. The partnership was officially launched in mid-2021 with its operation set up in mainland China, targeting to bridge the Chinese and US brands. This business has shown promising potential and the Group is seeing satisfactory developments in commercialisation based on the viewership and engagements to the content we produced. As this business develops, the Group is also seeking to establish and increase its local presence in the US, to cultivate industry relationships and capture growth opportunities in content production and beyond.

The Board considers the Proposed Change of Name will better reflect the future business plans and strategy of the Group. The Board also believes that new English and Chinese names of the Company will provide the Company with a fresh corporate image, which will benefit the Group in its future business development, and is in the best interests of the Company and the Shareholders as a whole.

EFFECT OF THE PROPOSED CHANGE OF NAME

The Proposed Change of Name will not affect any rights of the holders of securities of the Company or the Company’s daily business operation and its financial position.

All existing certificates of securities in issue bearing the present name of the Company shall, upon the Proposed Change of Name becoming effective, continue to be evidence of title to such securities and the existing share certificates will continue to be valid for trading, settlement, registration and delivery purposes.

There will not be any arrangement for exchange of the existing certificates of securities. Subject to the confirmation of the Stock Exchange, the English and Chinese stock short names of the Company for trading in the Shares on the Stock Exchange will also be changed after the Proposed Change of Name becomes effective.

Once the Proposed Change of Name becomes effective, new share certificates will be issued in the new name of the Company.

Further announcement(s) will be made by the Company in relation to the effective date of the Proposed Change of Name and details about the change of the English stock short name of the Company and the website address of the Company.

GENERAL

A circular containing further details of the Proposed Change of Name, together with a notice of Extraordinary General Meeting, will be despatched to the Shareholders as soon as practicable.

CLOSURE OF THE REGISTER OF MEMBERS

The register of members of the Company will be closed from Monday, 13 June 2022 to Thursday, 16 June 2022, both dates inclusive, during which period no transfer of Shares could be registered for determination of entitlement of the Shareholders to attend and vote at the Extraordinary General Meeting. In order to qualify for attending and voting in the Extraordinary General Meeting, all transfer documents accompanied by the relevant share certificates must be lodged with our Hong Kong branch share registrar, Tricor Investor Services Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong no later than 4:30 p.m. on Friday, 10 June 2022.

DEFINITIONS

In this announcement, the following expressions have the meanings set out below unless the context requires otherwise:

“Board”	the board of Directors
“Company”	Icicle Group Holdings Limited, a company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on GEM of the Stock Exchange (stock code: 8429)
“Director(s)”	director(s) of the Company

“Extraordinary General Meeting”	the extraordinary general meeting of the Company to be held on Thursday, 16 June 2022 at 11:00 a.m. (or so soon thereafter as the annual general meeting of the Company convened for 10:00 a.m. on the same date shall have been concluded or adjourned), to consider, if thought fit, to approve, among others, the Proposed Change of Name
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Proposed Change of Name”	the proposed change of English name of the Company from “Icicle Group Holdings Limited” to “SV Vision Limited” and adopt the Chinese name “華美樂樂有限公司” as its new dual foreign name to replace its existing Chinese name “冰雪集團控股有限公司”
“Share(s)”	ordinary share(s) of HK\$0.01 each in the issued share capital of the Company
“Shareholder(s)”	holder(s) of Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“US”	the United States of America

By order of the Board
Icicle Group Holdings Limited
Woo Chan Tak Chi Bonnie
Chairperson and Chief Executive Officer

Hong Kong, 19 May 2022

As at the date of this announcement, the Board comprises Ms. Woo Chan Tak Chi Bonnie as executive Director, Mr. Chow Sai Yiu Evan as non-executive Director and Mr. Ip Arnold Tin Chee, Mr. Hung Alan Hing Lun and Mr. Man Ka Ho Donald as independent non-executive Directors.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited 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 Listed Company Information” page of the GEM website at <https://www.hkgem.com> for at least 7 days from the date of its posting. This announcement will also be published on the Company’s website at <https://www.iciclegroup.com>.