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ESPRIT HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

Stock Code: 00330

RESIGNATION OF DIRECTORS, APPOINTMENT OF DIRECTOR, CHANGE IN THE COMPOSITION OF BOARD COMMITTEES, AND LIST OF DIRECTORS AND THEIR ROLES AND FUNCTIONS

RESIGNATION OF DIRECTORS

The board of directors (the “**Board**”) of Esprit Holdings Limited (the “**Company**”) announces the resignation of the following directors of the Company with effect from the close of business on 28 February 2025:

- (i) Mr. STRIPPOLI Anthony Nicola (“**Mr. Strippoli**”) has resigned as an Executive Director of the Company due to his pursuit of other private interests and commitments, and he remains as our Chief Operating Officer, America until 11 April 2025;
- (ii) Mr. CHUNG Kwok Pan (“**Mr. Chung**”) has resigned as an Independent Non-executive Director of the Company due to his pursuit of other business commitments; and
- (iii) Mr. HA Kee Choy Eugene (“**Mr. Ha**”) has resigned as an Independent Non-executive Director of the Company due to his pursuit of other business commitments.

Each of Mr. Strippoli, Mr. Chung and Mr. Ha has confirmed that he has no disagreement with the Board and there are no matters in relation to his resignation that need to be brought to the attention of the Company’s shareholders.

The Board would like to take this opportunity to express its sincere gratitude to Mr. Strippoli, Mr. Chung and Mr. Ha for their valuable contributions to the Company during their tenure of office.

APPOINTMENT OF DIRECTOR

The Board is pleased to announce that Ms. LIU Tsui Fong (“**Ms. Liu**”) has been appointed as an Independent Non-executive Director of the Company with effect from the close of business on 28 February 2025.

The biographical details of Ms. Liu are set out below:

Ms. Liu, aged 52, holds Master of Arts in International Accounting from City University of Hong Kong. Ms. Liu is a fellow member of the Hong Kong Institute of Certified Public Accountants and an associate member of The Hong Kong Chartered Governance Institute. Ms. Liu has over 10 years’ experience in accounting and company secretarial field in Hong Kong. Ms. Liu was formerly an independent non-executive director of South Shore Holdings Limited (“**South Shore**”, whose shares were delisted from The Stock Exchange of Hong Kong Limited on 9 February 2023, previous stock code: 00577) from 18 May 2021 to 9 February 2023. She is currently the company secretary of Imagi International Holdings Limited (stock code: 00585) and Oshidori International Holdings Limited (stock code: 00622) respectively. Save as disclosed above, Ms. Liu did not hold any directorship in the last three years in public companies, the securities of which are listed on any securities market in Hong Kong or overseas, and does not hold any other major appointment and professional qualification.

During the period when Ms. Liu was an independent non-executive director of South Shore (which was incorporated in Bermuda and its principal activities were investment holding, hotel operation, management contracting, property development management and property investment), compulsory winding up proceedings were initiated against South Shore upon a petition filed in June 2021 by a creditor with the Supreme Court of Bermuda against South Shore for a debt and interest accrued thereunder, in the aggregate amount of approximately HK\$7 million in respect of a term loan facility agreement. South Shore was insolvent and unable to pay its debts.

Save as disclosed elsewhere in this announcement, Ms. Liu does not hold any other position in the Company or its subsidiaries as at the date of this announcement. Ms. Liu does not have any interest in any shares or underlying shares of the Company required to be disclosed pursuant to Part XV of the Securities and Futures Ordinance nor does she have any relationship with any other directors, senior management or substantial shareholder or controlling shareholder of the Company (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). Ms. Liu has entered into a letter of appointment with the Company for a term of 3 years from her date of appointment. She is subject to retirement by rotation and is eligible for re-election by the shareholders of the Company in accordance with the Company’s Bye-laws. Ms. Liu is entitled to an

annual remuneration of HK\$120,000, which is determined by the Board based on the review and recommendation from the Remuneration Committee of the Company with reference to her duties and responsibilities, the Company's performance and the prevailing market situation.

Ms. Liu has also confirmed (a) her independence as regards each of the factors referred to in Rule 3.13(1) to (8) of the Listing Rules; (b) that she had no past or present financial or other interest in the business of the Company and its subsidiaries or any connection with any core connected persons (as defined in the Listing Rules) of the Company; and (c) that there are no other factors that may affect her independence at the time of her appointment.

Save as disclosed above, there are no matters concerning Ms. Liu that need to be brought to the attention of the shareholders of the Company nor any information to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules.

The Board would like to take this opportunity to extend its warmest welcome to Ms. Liu for joining the Board.

CHANGE IN THE COMPOSITION OF BOARD COMMITTEES

The Board announces the following changes in the composition of Board committees with effect from the close of business on 28 February 2025:

- (a) the cessation of Mr. Strippoli as a member of the General Committee;
- (b) the cessation of Mr. Chung as a member of each of the Audit Committee, the Remuneration Committee and the Risk Management Committee;
- (c) the cessation of Mr. Ha as a member of each of the Audit Committee and the Risk Management Committee; and
- (d) the appointment of Ms. Liu as a member of each of the Audit Committee, the Remuneration Committee and the Risk Management Committee.

LIST OF DIRECTORS AND THEIR ROLES AND FUNCTIONS

With effect from the close of business on 28 February 2025, the composition of the Board, the Audit Committee, the Nomination Committee, the Remuneration Committee, the Risk Management Committee and the General Committee of the Board is as follows:

Director	Committee	Audit Committee	Nomination Committee	Remuneration Committee	Risk Management Committee	General Committee
Executive Directors						
CHIU Christin Su Yi (<i>Chairperson</i>)			Chairman	Member		Member
PAK William Eui Won			Member	Member		Member
WRIGHT Bradley Stephen					Member	Member
Independent Non-executive Directors						
LIU Hang-so			Member	Chairman		
LIU Tsui Fong		Member		Member	Member	
LO Kin Ching Joseph		Chairman	Member			
YU Chung Leung		Member	Member	Member	Chairman	

By order of the Board
Esprit Holdings Limited
MAN Wai Chuen
Company Secretary

Hong Kong, 28 February 2025

Dates stated in this announcement refer to Hong Kong time unless otherwise specified.

As at the date of this announcement, the Board comprises the following directors:

Executive Directors:

Ms. CHIU Christin Su Yi
Mr. PAK William Eui Won
Mr. WRIGHT Bradley Stephen

Independent Non-executive Directors:

Ms. LIU Hang-so
Ms. LIU Tsui Fong
Mr. LO Kin Ching Joseph
Mr. YU Chung Leung