

ESPRIT

esprit holdings limited

ESPRIT HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

Proposed Major Transaction in relation to a Proposed Spin-Off and Separate Listing of Esprit Europe AG (formerly known as Esprit Wholesale AG) on the Frankfurt Stock Exchange

Summary

At the Special General Meeting of the Company held on June 9, 2000, approval has been obtained from (a) the Shareholders in relation to (i) the Spin-Off Proposal, the Global Offering and the Listing and (ii) the proposed adoption of the Stock Option Plan by Esprit Europe and (b) the Independent Shareholders on the non-provision of Assured Entitlements to Qualifying Shareholders.

Based on the current timetable, the Spin-Off Proposal, the Global Offering and the Listing are expected to be completed on or before June 30, 2000.

SHAREHOLDERS SHOULD EXERCISE CAUTION WHEN DEALING IN THE SHARES OF THE COMPANY. THERE IS NO CERTAINTY THAT THE SPIN-OFF PROPOSAL, THE GLOBAL OFFERING AND THE LISTING WILL BE COMPLETED SUCCESSFULLY OR AT ALL.

Introduction

This announcement is made in order to update Shareholders on the current position concerning the Spin-Off Proposal, the Global Offering and the Listing (the “**Proposed Transactions**”). All terms used in this announcement shall bear the same meaning as defined in the circular from the Company to its Shareholders dated May 24, 2000 (the “**Circular**”) unless otherwise defined herein.

Results of Special General Meeting

The Board is pleased to announce that all resolutions put to the Special General Meeting held on June 9, 2000, notice of which is set out in the Circular, have been passed unanimously. As a result, the Company has now obtained approval from (a) the Shareholders in relation to the Proposed Transactions and (ii) the proposed adoption of the Stock Option Plan by Esprit Europe and (b) the Independent Shareholders on the non-provision of Assured Entitlements to Qualifying Shareholders.

Based on the current timetable, the Proposed Transactions are expected to be completed on or before June 30, 2000.

Proposed Transactions remain conditional

The Proposed Transactions remain conditional on various matters including approval by the FSE of the Listing, the entering into of a definitive underwriting agreement and other pertinent legal documentation in respect of the Global Offering as well as market conditions at the relevant time. In addition, the Board reserves the right not to proceed with the Proposed Transactions if it considers, for any reason including, without limitation, the proposed issue price per Esprit Europe Share and/or the market conditions at the relevant time, that the Proposed Transactions should not be proceeded with.

SHAREHOLDERS SHOULD EXERCISE CAUTION WHEN DEALING IN THE SHARES OF THE COMPANY. THERE IS NO CERTAINTY THAT THE PROPOSED TRANSACTIONS WILL BE COMPLETED SUCCESSFULLY OR AT ALL.

Further announcements

Shareholders will be kept appropriately informed in respect of material developments.

By Order of the Board
John Poon Cho Ming
Executive Director

Hong Kong, June 9, 2000

This announcement may be viewed on the internet at www.esprit-intl.com/company/financial/ and www.irasia.com/listco/hk/esprit