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FANTASIA

**Fantasia Holdings Group Co., Limited**

**花樣年控股集團有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1777)**

**ANNOUNCEMENT**

**PROPOSED SPIN-OFF AND SEPARATE LISTING OF COLOUR  
LIFE SERVICES GROUP CO., LIMITED ON THE MAIN BOARD OF  
THE STOCK EXCHANGE OF HONG KONG LIMITED**

**POST HEARING INFORMATION PACK**

This announcement is made pursuant to Rule 13.09(2)(a) of the Listing Rules and the Inside Information Provisions under Part XIVA of the SFO.

The Board announces that on 15 June 2014, in connection with the Proposed Spin-off, Colour Life has published the PHIP on the Stock Exchange's website at <http://www.hkexnews.hk>. The PHIP contains, amongst others, certain business and financial information relating to Colour Life.

Shareholders and potential investors should note that the PHIP is in a draft form and contains information that is incomplete and is subject to change, which can be material. The Company does not have any obligation or liability whatsoever in relation to the PHIP.

## **INTRODUCTION**

This announcement is made pursuant to Part XIVA of the Securities and Futures Ordinance and Rule 13.09(2) of the Listing Rules.

Reference is made to the announcements of the Company dated 19 August 2013, 12 September 2013, 2 May 2014 and 22 May 2014 (the “**Announcements**”) in relation to, inter alia, the possibility of the Proposed Spin-off, the submission of the listing application by Colour Life and the publication of the Application Proof. Unless otherwise specified, capitalised terms in this announcement have the same meanings given to them in the Announcements.

## **PHIP**

The Board announces that on 15 June 2014, in connection with the Proposed Spin-off, Colour life has published the post hearing information pack (the “**PHIP**”) to on the Stock Exchange's website at <http://www.hkexnews.hk>. The PHIP contains, amongst others, certain business and financial information relating to the Colour Life Group.

Shareholders and potential investors should note that the PHIP is in draft form and contains information that is incomplete and is subject to change, which can be material. The Company does not have any obligation or liability whatsoever in relation to the PHIP.

## **GENERAL**

The Group is a leading property developer and property related service provider in the PRC. For four consecutive years from 2009 to 2012, members of the Group ranked among the China Top 100 Real Estate Developers (中國房地產百強企業) and the China Top 100 Property Management Companies (中國物業服務百強企業) by the China Real Estate Top 10 Research Team (中國房地產Top 10研究組). The Group was also ranked among the China Real Estate Top 100 Listed Companies (中國房地產上市公司百強) in 2011 and the Top 50 China Real Estate Listed Companies in terms of Comprehensive Strength (中國房地產上市公司綜合實力五十強) in 2011 and 2012 by the China Real Estate Research Institute, China Real Estate Association and China Real Estate Assessment Center. The Group first commenced its property development business in Shenzhen in 1996. Leveraging on the Group's broad experience and capabilities, the Group has successfully expanded into, and currently focuses its real estate activities in, four of the fastest-growing economic regions in China, including the Chengdu-Chongqing Economic Zone, the Pearl River Delta region, the Yangtze River Delta region and the Beijing-Tianjin metropolitan region.

**The listing of the Colour Life Shares pursuant to the Proposed Spin-off is subject to, amongst others, the Listing Approval and the final decisions of the Board and of the board of directors of Colour Life. The final decisions of the Board and of the board of directors of Colour Life to proceed with the Proposed Spin-off and the Global Offering are dependent upon, among others, market conditions during the period leading up to the proposed Global Offering. Accordingly, Shareholders and potential investors of the Company should be aware that there is no assurance that the Proposed Spin-off and the separate listing of the Colour Life Shares will take place or as to when it may take place. Shareholders and potential investors of the Company should therefore exercise caution when dealing in or investing in the securities of the Company.**

Further announcement(s) will be made by the Company in relation to the Proposed Spin-off as and when appropriate.

### **UPDATED INFORMATION OF THE COLOUR LIFE GROUP**

As of 30 April 2014, the Colour Life Group had expanded its presence to 78 cities where it was contracted to manage 465 residential communities and provide consultancy services to 373 residential communities with an aggregate contracted GFA of 68.3 million sq.m. and 57.5 million sq.m., respectively, including revenue-bearing GFA of 58.2 million sq.m. and 56.9 million sq.m., respectively. With a view to expanding its presence, showcasing its services and abilities to a wider audience, making its brand more widely known and expanding the customer base for its community leasing, sales and other services, the Colour Life Group has selectively entered into consultancy services contracts with regional property management companies. As of 30 April 2014, the Colour Life Group had completed 219 automation and other hardware equipment installation service projects to property developers, and completed automation and other equipment upgrade services through its equipment leasing program to 137 residential communities it managed or provided consultancy services to. The Colour Life Group rendered its community leasing, sales and other services to 507 residential communities it managed or provided consultancy services to as of 30 April 2014.

Certain the directors and senior management members of Colour Life Group received share options from the Company in 2011 and 2012, and as a result Colour Life recognized share-based payments of approximately RMB74,000, RMB167,000 and RMB370,000 in 2011, 2012 and 2013, respectively, in Colour Life's consolidated statements of profit or loss and other comprehensive income. Assuming (i) their share options and positions in Colour Life remain unchanged in 2014, and (ii) directors and senior management members of Colour Life are not granted any more share options by the Company or Colour Life, the estimate of Colour Life's share-based payments in 2014 will be approximately RMB174,000, due to the amortization of their Company share options.

## Summary of consolidated statements of financial position of the Colour Life Group

	<b>As of 30 April 2014</b> <i>RMB'000</i> (Unaudited)
Total current assets	427,573
Total current liabilities	319,718
Net current assets	107,855

By order of the Board  
**Fantasia Holdings Group Co., Limited**  
**Pan Jun**  
*Chairman*

Hong Kong, 16 June 2014

*As at the date of this announcement, the executive Directors are Mr. Pan Jun, Ms. Zeng Jie, Baby, Mr. Lam Kam Tong, Mr. Zhou Jinquan and Mr. Wang Liang; the non-executive Directors are Mr. Li Dong Sheng and Mr. Yuan Hao Dong and the independent non-executive Directors are Mr. Ho Man, Mr. Liao Martin Cheung Kong, JP, Mr. Huang Ming and Mr. Xu Quan.*