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FANTASIA

Fantasia Holdings Group Co., Limited

花樣年控股集團有限公司

(Incorporated in Cayman Islands with limited liability)

(Stock Code: 1777)

CHANGE OF DIRECTORS

The Board is pleased to announce that with effect from 30 May 2019:

- (1) Mr. Deng Bo has resigned as executive director, Mr. Lam Kam Tong has resigned as non-executive director and Mr. Huang Ming has resigned as independent non-executive director and will cease to be the chairman of the remuneration committee, a member of the audit committee and nomination committee of the Company at the same time;
- (2) Mr. Ke Kasheng, Mr. Zhang Huiming and Mr. Chen Xinyu have been appointed as executive directors of the Company; and
- (3) Mr. Guo Shaomu, an independent non-executive director, has been appointed as the new chairman of the remuneration committee of the Company.

Resignation of directors

The board of directors (the “**Board**”) of Fantasia Holdings Group Co., Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that with effect from 30 May 2019: Mr. Deng Bo has resigned as executive director of the Company; Mr. Lam Kam Tong has resigned as non-executive director of the Company; Mr. Huang Ming has resigned as independent non-executive director of the Company and will cease to be the chairman of the remuneration committee, a member of the audit committee and nomination committee of the Company at the same time.

Each of the above directors has confirmed that he has no disagreements with the Board and there is no any other matter relating to his resignation that needs to be brought to the attention of the shareholders of the Company or the Stock Exchange.

The Board would like to express its gratitude to Mr. Deng Bo, Mr. Lam Kam Tong and Mr. Huang Ming for their valuable contributions to the Company during their tenure of service.

Appointment of executive directors

The Board announces the appointment of Mr. Ke Kasheng (“**Mr. Ke**”), Mr. Zhang Huiming (“**Mr. Zhang**”) and Mr. Chen Xinyu (“**Mr. Chen**”) as executive directors of the Company with effect from 30 May 2019.

Appointment of new chairman of remuneration committee

The Board announces that Mr. Guo Shaomu, an independent non-executive director, has been appointed as the new chairman of the remuneration committee of the Company with effect from 30 May 2019.

The following are the biographical details of Mr. Ke, Mr. Zhang and Mr. Chen:

Mr. Ke’s biographical details:

Mr. Ke, aged 55, is the executive director of the Company. Mr. Ke is currently the executive director of Fantasia Group (China) Co., Limited, a wholly-owned subsidiary of the Group, and is responsible for the coordination and development of the investment business, financing business, capital operation-related businesses of the Company.

Prior to joining the Company, Mr. Ke started his career at the Currency Issue Department of Guangdong Branch of People’s Bank of China in July 1984 and held various positions in People’s Bank of China and China Banking Regulatory Commission, including deputy chief and chief of the Currency Issue Department of Guangdong Branch of People’s Bank of China from June 1989 to April 1992, deputy director of the General Office of Guangdong Branch of People’s Bank of China from April 1992 to April 1996, director of the Comprehensive Planning Division of Guangdong Branch of People’s Bank Of China from April 1996 to November 1996, president of Shantou Branch of People’s Bank of China from November 1996 to April 2000, director of the Internal Audit Division and vice president of Guangzhou Branch of People’s Bank of China from April 2000 to July 2003, member of the preparation team and deputy director of the Guangdong Office of China Banking Regulatory Commission from July 2003 to May 2006, and director of the Non-banking Financial Institution Regulatory Department of China Banking Regulatory Commission from May 2006 to October 2012, an executive director and the president of China Huarong Asset Management Co. Ltd. from October 2012 to September 2017. Mr. Ke obtained a bachelor degree from the Central Institute of Finance and Economics (now known as the Central University of Finance & Economics) in July 1984, a master degree in business operation from the Aichi University of Japan in March 1995, and obtained an MBA degree for senior management from Cheung Kong Graduate School of Business in September 2007.

Mr. Zhang's biographical details:

Mr. Zhang, aged 40, is the executive director of the Company. Mr. Zhang is currently the executive director, vice president and chief financial officer of Fantasia Group (China) Co., Limited, a wholly-owned subsidiary of the Company. He is responsible for the overall financial management, capital management, investment and operation management of the Company.

Prior to joining the Company, Mr. Zhang worked in CITIC Group from July 1999 to January 2014, successively served as deputy general manager of the Planning and Headquarters Finance Department of CITIC Real Estate, assistant general manager of Guangzhou Company, and project general manager; he worked in Agile Group Holdings Limited from February 2014 to February 2019, successively served as assistant to chairman and president, director of the finance center of the real estate group, vice president of the real estate group and general manager of the financial center and strategic investment center, in charge of the finance, strategy, investment, and urban renewal businesses. Mr. Zhang obtained a bachelor's degree in economics from University of International Business and Economics in 2002.

Mr. Chen's biographical details:

Mr. Chen, aged 51, the executive director of the Company, joined the Group in May 2019. Mr. Chen is currently the chief financial officer of the Group and is responsible for capital operation and planning management, listed company's investor relations and information disclosure management-related business.

Prior to joining the Group, Mr. Chen was the deputy general manager of the Finance Department of Country Garden Holdings Company Limited from 2015 to 2019. Before this, Mr. Chen was the investment director of China Overseas Qingyi Care Services Co., Ltd. (中海親頤養老服務有限公司); and later served as an analyst of Seagate Global Advisors LLC. Redondón Beach and as the manager of bond trading portfolio of Godesk LLC., Elsegundo in USA. Mr. Chen once served as the director of the Finance Department of China State Construction Engineering Corporation. Mr. Chen graduated from Shijiazhuang Tiedao Institute in financial accounting and holds a master's degree in corporate finance from Xi'an Jiaotong University and a master's degree in business administration from the University of Illinois at Chicago. Mr. Chen has nearly 30 years of experience in investment, capital market and corporate financing related activities.

Save as disclosed above, they do not presently and did not in the past three years hold any directorship in any other listed public company. Neither of them has any relationship with any directors, senior management or any substantial or controlling shareholders of the Company, and all of them do not have any other interest, within the meaning of Part XV of the Securities and Futures Ordinance, in the securities of the Company.

The Company has entered into a service contract with them for a term of three years, subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the articles of association of the Company. Mr. Ke, Mr. Zhang and Mr. Chen will receive an annual emolument of RMB4,200,000, RMB4,000,000 and HKD4,000,000, respectively. As far as the directors of the Company are aware, save as disclosed above, there are no other matters relating to their appointment that need to be brought to the attention of the shareholders of the Company and there is no information to be disclosed pursuant to the requirements of Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange.

The Board would like to take this opportunity to express its warmest congratulations to the appointment of Mr. Ke Kasheng, Mr. Zhang Huiming, Mr. Chen Xinyu and Mr. Guo Shaomu.

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

Hong Kong, 30 May 2019

As at the date of this announcement, the Executive Directors are Mr. Pan Jun, Ms. Zeng Jie, Baby, Mr. Ke Kasheng, Mr. Zhang Huiming and Mr. Chen Xinyu; the Non-executive Directors are Mr. Li Dong Sheng and Mr. Liao Qian; and the Independent Non-executive Directors are Mr. Ho Man, Dr. Liao Jianwen, Ms. Wong Pui Sze, Priscilla, JP and Mr. Guo Shaomu.