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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)**

## **RESUMPTION GUIDANCE AND UPDATE INFORMATION**

This announcement is made by Fantasia Holdings Group Co., Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

### **RESUMPTION GUIDANCE**

On 20 June 2022, the Company received the following resumption guidance (the “**Resumption Guidance**”) from The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”):

- (a) publish all outstanding financial results required under the Listing Rules and address any audit modifications;
- (b) demonstrate the Company’s compliance with Rule 13.24 of the Listing Rules;
- (c) have the petition (or winding up order, if made) against the Company (the “**Petition**”) withdrawn or dismissed and the appointment of any liquidators (provisional or not) discharged; and

- (d) inform the market of all material information for the Company's shareholders and other investors to appraise the Company's position.

The Stock Exchange states that the Company must meet all the Resumption Guidance, remedy the issues causing its trading suspension and fully comply with the Listing Rules to the Stock Exchange's satisfaction before trading in its securities is allowed to resume. For this purpose, the Company has the primary responsibility to devise its action plan for resumption. The Stock Exchange further indicates that it may modify or supplement the Resumption Guidance if the Company's situation changes.

Under Rule 6.01A(1) of the Listing Rules, the Stock Exchange may cancel the listing of any securities that have been suspended from trading for a continuous period of 18 months. In the case of the Company, the 18-month period expires on 30 September 2023. If the Company fails to remedy the issues causing its trading suspension, fulfill the Resumption Guidance and fully comply with the Listing Rules to the Stock Exchange's satisfaction and resume trading in its shares by 30 September 2023, the Listing Division will recommend the Listing Committee to proceed with the cancellation of the Company's listing. Under Rules 6.01 and Rule 6.10 of the Listing Rules, the Stock Exchange also has the right to impose a shorter specific remedial period, where appropriate.

The Company is taking appropriate steps to comply with the Resumption Guidance and the relevant Listing Rules and will keep the public informed of the latest developments by making further announcement(s) as and when appropriate.

## **UPDATE INFORMATION**

### **Restructuring plan**

The Company is actively pushing forward with its restructuring work. The Company has engaged a financial adviser to assist the board of directors of the Company to formulate a plan to address its capital structure. The Company and the financial adviser have engaged with the advisers for certain noteholders of the Company and are in the process of negotiating the restructuring proposal. The parties have not agreed on the terms as at the date of this announcement.

## **Winding-up petition**

The Company is seeking legal advice to respond to the Petition. The Company's intention is to seek an adjournment of the Petition from the Grand Court of the Cayman Islands to enable the Company to engage with the petitioner and other stakeholders on the implementation of a consensual restructuring plan.

## **Annual results for 2021**

Owing to the impact of the recent outbreak of the COVID-19 in the Mainland, the drastic changes in the market environment of the property sector and the uncertainty caused by the liquidity issue of the Company, the audit process for the year ended 31 December 2021 is still on-going, and the Company is yet to determine the estimate time for the release of the 2021 annual results.

The Company will announce updated information on the above matters in due course.

## **CONTINUED SUSPENSION OF TRADING**

At the request of the Company, the trading in the shares of the Company on the Stock Exchange has been suspended with effect from 9:00 a.m. on 1 April 2022. Trading in the shares of the Company will remain suspended until further notice.

**Holders of the Company's securities and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.**

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

Hong Kong, 23 June 2022

*As at the date of this announcement, the executive directors of the Company are Mr. Pan Jun, Ms. Zeng Jie, Baby, Mr. Ke Kasheng, Mr. Zhu Guogang and Mr. Chen Xinyu, the non-executive director of the Company is Mr. Su Boyu, and the independent non-executive directors of the Company are Mr. Guo Shaomu and Mr. Kwok Chi Shing.*