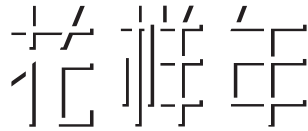


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FANTASIA

**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)**

**(1) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE  
DIRECTOR AND  
(2) RE-COMPLIANCE WITH RULES 3.10(1), 3.10A, 3.21  
AND 3.27A OF THE LISTING RULES**

This announcement is made by Fantasia Holdings Group Co., Limited (the “**Company**”) pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (the “**Directors**”) of the Company is pleased to announce that Mr. LEUNG Yiu Cho (“**Mr. Leung**”) has been appointed as an independent non-executive Director, the chairman of the audit committee of the Board (the “**Audit Committee**”) and a member of the nomination committee of the Board (the “**Nomination Committee**”), with effect from 11 July 2025.

The biographical details of Mr. Leung are set out as follows:

Mr. Leung Yiu Cho, aged 46, has extensive experience in strategic financial planning, capital restructuring and transaction structuring, tax planning and financial analysis in listed companies and licensed corporations.

Prior to joining the Company, Mr. Leung served as (i) the assistant financial controller of Ta Yang Group Holdings Limited, a company listed on the Main Board (the “**Main Board**”) of the Stock Exchange (Stock Code: 1991), from 2006 to 2007; (ii) the chief financial officer and board secretary of Highland Asset Management Corporation (漢鎰資產管理股份有限公司) from 2012 to 2013; (iii) an executive Director, the chief financial officer and the vice president of the investment department of Artini Holdings Limited, a company listed on the Main Board (Stock Code: 789), from 2013 to 2019; (iv) an independent non-executive director of Zhongshi Minan Holdings Limited, a company listed on GEM of the Stock Exchange (Stock Code: 8283), from 21 October 2016 to 30 June 2022; (v) the chief financial officer and the company secretary of Xinhua News Media Holdings Limited, a company listed on the Main Board (Stock Code: 309), from 2 July 2021 to 5 August 2021; (vi) the company secretary of China Dredging Environment Protection Holdings Limited, a company listed on the Main Board (Stock Code: 871), from 29 December 2021 to 11 August 2023; and (vii) the company secretary of Universal Star (Holdings) Limited (whose shares were delisted from the Main Board with effect from 26 January 2024) from 13 July 2021 to 29 January 2024.

Mr. Leung has been an independent non-executive director and the chairman of the audit committee of Grace Life-tech Holdings Limited, a company listed on the Main Board (Stock Code: 2112), from 2017 to 2020 and since 11 March 2022. He has served as an independent non-executive director of Wuxi Sunlit Science and Technology Company Limited\*, a company listed on the Main Board (Stock Code: 1289), since 18 June 2021. He has served as an independent non-executive director of Shanghai XNG Holdings Limited, a company listed on the Main Board (Stock Code: 3666), since 20 October 2023. He has been appointed as the chief financial officer and the company secretary of Renco Holdings Group Limited, a company listed on the Main Board (Stock Code: 2323), since 2 October 2024. He has served as an executive director of Pengo Holdings Group Limited (formerly known as Trendzon Holdings Group Limited), a company listed on the Main Board (Stock Code: 1865), since 19 November 2024.

Mr. Leung graduated from The Hong Kong Polytechnic University where he obtained a master's degree in Corporate Finance. He was admitted as a fellow member of the Association of Chartered Certified Accountants in March 2019.

Mr. Leung has entered into a letter of appointment with the Company for a term of three years commencing from the date of his appointment and he shall hold office until the first annual general meeting of the Company after his appointment and shall then be eligible for re-election. Thereafter, Mr. Leung shall be 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. Leung will be entitled to a director's fee of HK\$240,000 per annum for his appointment as an independent non-executive Director, which is determined by the Board with reference to his duties and responsibilities, the recommendations of the remuneration committee of the Company and the prevailing market conditions.

Mr. Leung has confirmed (a) his independence as regards each of the factors referred to in Rule 3.13(1) to (8) of the Listing Rules; (b) that he had no past or present financial or other interest in the business of the Company or 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 his independence at the time of his appointment.

Save as disclosed herein, as at the date of this announcement, Mr. Leung (i) does not hold any position in the Company or its subsidiaries; (ii) does not have any relationship with any other Directors, senior management, substantial shareholders or controlling shareholders (as defined in the Listing Rules) of the Company; (iii) has not held any directorship in other listed public companies whose securities are listed on any securities market in Hong Kong or overseas in the last three years; and (iv) does not have any interests or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations which are required to be disclosed under Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed herein, there is no information regarding the appointment of Mr. Leung that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules, and there are no other matters relating to the aforesaid appointment that need to be brought to the attention of the Stock Exchange and the shareholders of the Company.

The Board would like to take this opportunity to express its warmest welcome to Mr. Leung on his appointments.

## **RE-COMPLIANCE WITH RULES 3.10(1), 3.10A, 3.21 AND 3.27A OF THE LISTING RULES**

The Company is pleased to announce that, following the appointment of Mr. Leung, the Board comprises eight Directors, and three of whom are independent non-executive Directors. Accordingly, the Company has re-complied with (i) the requirements of Rules 3.10(1) and 3.10A of the Listing Rules that the Board must have at least three independent non-executive Directors, and the number of independent non-executive Directors must represent at least one-third of the Board; (ii) the requirements of Rule 3.21 of the Listing Rules that the Audit Committee must comprise at least three members and must be chaired by an independent non-executive Director; and (iii) the requirements of Rule 3.27A of the Listing Rules that the Nomination Committee must comprise a majority of independent non-executive Directors.

By Order of the Board  
**Fantasia Holdings Group Co., Limited**  
**CHENG Jianli**  
*Chairman*

Hong Kong, 11 July 2025

*As at the date of this announcement, the executive directors of the Company are Ms. Cheng Jianli, Mr. Timothy David Gildner and Mr. Lin Zhifeng; the non-executive directors of the Company are Ms. Zeng Jie, Baby and Mr. Su Boyu; and the independent non-executive directors of the Company are Mr. Leung Yiu Cho, Mr. Guo Shaomu and Mr. Ma Yu-heng.*

\* *For identification purposes only*