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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)

**INSIDE INFORMATION
UPDATE ON THE PROPOSED RESTRUCTURING OF
OFFSHORE DEBTS**

This announcement is made by Fantasia Holdings Group Co., Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 and Rule 37.47B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”).

Reference is made to the previous announcements of the Company dated 13 January 2023, 30 November 2023, 2 January 2024, 1 February 2024, 29 February 2024, 15 March 2024, 1 April 2024, 15 April 2024, 21 April 2024, 24 April 2024, 26 April 2024, 29 April 2024, 21 May 2024, 29 May 2024, 31 March 2025, 30 April 2025, 1 June 2025, 16 June 2025, 22 June 2025, 25 June 2025, 27 June 2025, 3 July 2025, 11 July 2025, 18 July 2025, 25 July 2025, 4 August 2025, 3 September 2025, 23 September 2025, 3 October 2025, 8 October 2025 and 8 January 2026 (the “**8 January Announcement**”) (together, the “**Announcements**”) in relation to the Proposed Restructuring. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

1. HONG KONG SCHEME CONVENING ORDER

The Company is pleased to announce that, by an order made on 16 January 2026, the Court of First Instance of the High Court of the Hong Kong Special Administrative Region (the “**Hong Kong Court**”) directed that a single meeting of Scheme Creditors (the “**Hong Kong Scheme Meeting**”) be convened for the purpose of considering and, if thought fit, approving the proposed scheme of arrangement between the Company and each Scheme Creditor under sections 670, 673 and 674 of the Companies Ordinance (Cap. 622) of Hong Kong (with or without modification, addition or condition approved or imposed by the Hong Kong Court) (the “**Hong Kong Scheme**”).

The Company anticipates that the Hong Kong Scheme Meeting will be held at 7:00 p.m. Hong Kong time on 20 February 2026, at the offices of Linklaters at 11th Floor, Alexandra House, Chater Road, Hong Kong. A notice of the Hong Kong Scheme Meeting, together with relevant Hong Kong Scheme documentation, will be circulated to Scheme Creditors at least twenty-one (21) calendar days before the day of the Hong Kong Scheme Meeting. Scheme Creditors should arrange for all necessary actions to be taken promptly once the Scheme documentation is received.

As stated in the 8 January Announcement, the proposed scheme of arrangement in the Cayman Islands (the “**Cayman Scheme**”) has been listed to be heard before Chief Justice Margaret Ramsay-Hale of the Cayman Court on 23 January 2026 at 9:30 a.m. Eastern Standard time. A further announcement will be made in relation to any orders made by the Cayman Court following the hearing.

2. PRACTICE STATEMENT LETTER IN CONNECTION WITH THE CAYMAN SCHEME

For the purposes of proposing the Cayman Scheme, the Company issued a Practice Statement Letter on 9 January 2026 and a subsequent Supplemental Practice Statement Letter on 15 January 2026. These letters are available for reference or download from the Transaction Website (<https://clients.dfkingltd.com/fantasia>).

3. CONTACT DETAILS

The information agent

D.F. King Ltd. as the Information Agent, is available to answer any queries regarding the Proposed Restructuring. The Information Agent can be contacted as follows:

Transaction Website:	https://clients.dfkingltd.com/fantasia
Address:	Suite 1601, 16/F, Central Tower
	28 Queen’s Road, Central, Hong Kong
Telephone:	+852 5803 1716 (Hong Kong)/+44 20 4578 1565 (UK)
Email:	fantasia@dfkingltd.com

Request for further information

Any request from any Scheme Creditor for further information about the Proposed Restructuring can be directed to the Company’s financial adviser as follows:

Alvarez & Marsal Corporate Finance Limited, as Restructuring Financial Adviser to the Company

Room 405-7, 4/F, St. George’s Building,
2 Ice House Street, Central, Hong Kong
Email: fantasia@alvarezandmarsal.com

4. GENERAL

The Proposed Restructuring is subject to acceptance by the requisite majority of Scheme Creditors and compliance with applicable laws and regulations and the Listing Rules, and may or may not proceed in its current form. Shareholders and other investors are reminded to exercise caution when dealing in any of the securities of the Company. When in doubt, shareholders and other investors are advised to seek professional advice from their own professional or financial advisers.

Further announcement(s) will be made by the Company to inform shareholders and other investors of the Company of any material development about the Proposed Restructuring as and when appropriate.

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

Hong Kong, 16 January 2026

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.