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花 樣 年

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)**

## **POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 15 MAY 2026**

References are made to the notice of extraordinary general meeting of Fantasia Holdings Group Co., Limited (the “**Company**”) dated 29 April 2026 (the “**EGM Notice**”) and the circular of the Company dated 29 April 2026 (the “**Circular**”). Unless otherwise defined, capitalised terms used in this announcement have the same meanings as those defined in the Circular.

The resolutions set out in the EGM Notice (the “**Resolutions**”) were voted by way of poll at the extraordinary general meeting of the Company held on 15 May 2026 (the “**EGM**”) and the poll results are as follows:

<b>ORDINARY RESOLUTIONS</b>		<b>For</b>	<b>Against</b>
1.	To approve, confirm and ratify the issuance of the Scheme Creditor Shares (being 5,143,723,515 new Existing Shares) to the Subscribers at the issue price of HK\$1.52 per Existing Share and the transactions contemplated thereunder.	1,323,984,409 (100.00%)	0 (0.00%)

<b>ORDINARY RESOLUTIONS</b>		<b>For</b>	<b>Against</b>
2.	To approve, confirm and ratify the issuance of the MCB (in the principal amount of USD501,183,055) to the Subscribers with the MCB Conversion Price of HK\$1.52 per new Existing Share (subject to adjustments as described in the Circular) and the transactions contemplated thereunder.	1,323,984,409 (100.00%)	0 (0.00%)
3.	To approve, confirm and ratify the issuance of the STN (in the principal amount of USD632,473,681) to the Subscribers and the transactions contemplated thereunder.	1,323,984,409 (100.00%)	0 (0.00%)
4.	To approve, confirm and ratify the issuance of the LTN (in the principal amount of USD809,603,733) to the Subscribers and the transactions contemplated thereunder.	1,323,984,409 (100.00%)	0 (0.00%)
5.	To approve, confirm and ratify the issuance of the Scheme Fee Shares (being 1,537,826,767 new Existing Shares) to the Subscribers at the issue price of HK\$0.1 per new Existing Share and the transactions contemplated thereunder.	1,323,984,409 (100.00%)	0 (0.00%)
6.	To approve, confirm and ratify the issuance of the Capitalisation Shares (being 4,376,483,544 new Existing Shares) to the Subscriber at the issue price of HK\$0.3 per new Existing Share and the transactions contemplated thereunder.	1,323,984,409 (100.00%)	0 (0.00%)
7.	To approve the increase in authorised share capital of the Company from HK\$800,000,000 divided into 8,000,000,000 Existing Shares to HK\$3,000,000,000 divided into 30,000,000,000 Existing Shares by creating an additional 22,000,000,000 unissued Existing Shares.	1,323,984,409 (100.00%)	0 (0.00%)

<b>ORDINARY RESOLUTIONS</b>		<b>For</b>	<b>Against</b>
8.	<p>To approve that:</p> <p>(a) every five (5) issued and unissued Existing Shares of par value of HK\$0.10 each in the share capital of the Company be consolidated into one (1) Consolidated Share of HK\$0.50 each in the share capital of the Company, and</p> <p>(b) any fractional Consolidated Shares in the issued share capital of the Company arising from the Share Consolidation will be disregarded and will not be allocated to the Shareholders otherwise entitled thereto, but will be aggregated and, if possible, sold for the benefit of the Company in such manner and on such terms as the Directors may think fit; and</p> <p>(c) conditional upon the Increase in Authorised Share Capital having become effective and immediately following the Share Consolidation, the authorised share capital of the Company be changed from HK\$3,000,000,000 divided into 30,000,000,000 Existing Shares to HK\$3,000,000,000 divided into 6,000,000,000 Consolidated Shares.</p>	<p>4,638,074,909 (100.00%)</p>	<p>0 (0.00%)</p>

As more than 50% of the votes were cast in favour of each of the above Resolutions, all Resolutions were duly passed as ordinary resolutions of the Company.

The total number of issued Shares as at the date of the EGM was 5,772,597,864 Shares. Pursuant to the Listing Rules and as disclosed in the Circular, Ms. Zeng, Ice Apex Limited and Fantasy Pearl International Limited, which held 3,314,090,500 Shares in aggregate, representing approximately 57.41% of the issued Shares as at the date of the EGM, were required to abstain, and had abstained from voting on Resolutions 1 to 7 at the EGM. Accordingly, the total number of Shares entitling the holders to attend and vote for or against Resolutions 1 to 7 was 2,458,507,364 Shares, representing approximately 42.59% of the total number of issued Shares as at the date of the EGM. The total number of Shares entitling the holders to attend and vote for or against Resolution 8 was 5,772,597,864 Shares, representing 100% of the total number of issued Shares as at the date of the EGM. Save as disclosed above, no other Shareholder was required to abstain from voting on the Resolutions pursuant to the Listing Rules.

There were no Shares entitling the holders to attend and abstain from voting in favour of the Resolutions at the EGM. Save as disclosed above, no Shareholder has stated his/her/its intention in the Circular to vote against or to abstain from voting on the Resolutions at the EGM.

The EGM was chaired by Mr. Lin Zhifeng, an executive director of the Company. Mr. Lin Zhifeng, executive director, attended the EGM in person, Mr. Timothy David Gildner, executive director, Ms. Zeng Jie, Baby, non-executive director, Mr. Leung Yiu Cho, Mr. Guo Shaomu and Mr. Ma Yu-heng, independent non-executive directors, attended the EGM by electronic means. Mr. Su Boyu, non-executive director, did not attend the EGM.

The Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the EGM.

By Order of the Board  
**Fantasia Holdings Group Co., Limited**  
**LIN Zhifeng**  
*Executive Director*

Hong Kong, 15 May 2026

*As at the date of this announcement, the executive directors of the Company are Mr. Lin Zhifeng and Mr. Timothy David Gildner; 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.*