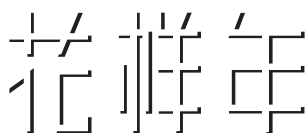


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FANTASIA

**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 NON-EXECUTIVE DIRECTORS,  
CHAIRMAN OF THE BOARD, CHAIRMAN OF THE  
NOMINATION COMMITTEE AND MEMBER OF THE  
REMUNERATION COMMITTEE**
- (2) RE-COMPLIANCE WITH RULE 3.27A OF THE LISTING  
RULES AND THE TERMS OF REFERENCE OF THE  
REMUNERATION COMMITTEE  
AND**
- (3) CHANGE OF DATE OF ANNUAL GENERAL MEETING  
AND BOOK CLOSURE PERIOD**
- (1) APPOINTMENT OF NON-EXECUTIVE DIRECTORS,  
CHAIRMAN OF THE BOARD, CHAIRMAN OF THE  
NOMINATION COMMITTEE AND MEMBER OF THE  
REMUNERATION COMMITTEE**

References are made to the announcements of the Company dated 19 March 2026 and 10 April 2026 (the “Announcements”) in relation to (i) the resignation of a Director and non-compliance with the Listing Rules and terms of reference of the Remuneration Committee; and (ii) the appointment of Mr. Lin Zhifeng as an authorised representative of the Company under Rule 3.05 of the Listing Rules and the re-compliance with Rule 3.05 of the Listing Rules and the continued non-compliance with Rule 3.27A of the Listing Rules and terms of reference of the Remuneration Committee. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

The Board is pleased to announce that Ms. Huang Yueping (“**Ms. Huang**”) has been appointed as a non-executive Director, the chairman of the Board, the chairman of the Nomination Committee and a member of the Remuneration Committee with effect from 5 June 2026.

**Biographical details of Ms. Huang:**

**Ms. HUANG Yueping (黃月平)**, aged 59, has over 17 years of experience in financial management and property management. She joined the Group in January 2003 and served in various positions in the Group.

From January 2003 to August 2008, she served as accounting supervisor and finance manager in the finance department of Shenzhen Fantasia Property Management Co., Ltd.\* (深圳市花樣年物業管理有限公司). From September 2008 to January 2013, she served as financial controller in the finance department of Shenzhen Colour Life Property Management Co., Ltd.\* (深圳市彩生活物業管理有限公司), a then subsidiary of the Group. From January 2013 to August 2020, she served as director of the budget department and director of the audit department of Shenzhen Colour Life Property Management Co., Ltd., respectively. Ms. Huang retired from the Group in August 2020 after serving the Group for over 17 years and has extensive experience in the business and affairs of the Group by virtue of her previous tenure of over 17 years with the Group.

Ms. Huang obtained an associate degree in industrial health engineering from Hunan University in July 1988 and subsequently obtained a bachelor’s degree in accounting from The Open University of China (formerly named as China Central Radio and TV University) in July 2004. Ms. Huang obtained the professional qualification of an accountant in the People’s Republic of China in October 1994.

Ms. Huang is the spouse of Mr. Li Ziqiang (李自強), the chairman of the board of Shenzhen Meiyijia Business Services Group Co., Ltd.\* (深圳市美易家商務服務集團股份有限公司), a wholly-owned subsidiary of the Company.

As at the date of this announcement, Ms. Huang does not hold any directorship in any other public companies in the last three years, the securities of which are listed on any securities market in Hong Kong or overseas.

Ms. Huang has entered into a letter of appointment with the Company commencing from 5 June 2026 with a term of three years. Pursuant to the second amended and restated articles of association of the Company (the “**Articles**”), Ms. Huang shall hold office until the first annual general meeting of the Company, at which she will be subject to re-election by the shareholders of the Company (the “**Shareholders**”). The annual remuneration of Ms. Huang is RMB360,000, which was determined with reference to her qualification, level of duties and responsibilities undertaken in the Company and the prevailing market conditions.

Save as disclosed above and as at the date of this announcement, Ms. Huang (i) does not have any other relationship with any other Directors, senior management, substantial shareholders or controlling shareholders (as defined in the Listing Rules) of the Company; (ii) 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) (“**SFO**”); and (iii) does not hold any other position in the Company or any of its subsidiaries.

Save as disclosed above and as at the date of this announcement, there is no other information about Ms. Huang that needs to be brought to the attention of the holders of securities of the Company or disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

The Board is also pleased to announce that Mr. Brock Louis Silvers (“**Mr. Silvers**”) will be appointed as a non-executive Director, with effect from the Restructuring Effective Date (as defined in the circular of the Company dated 29 April 2026), which may or may not take place prior to the date of the AGM. As at the date of this announcement, the appointment of Mr. Silvers has not yet taken effect.

### **Biographical details of Mr. Silvers:**

**Mr. Brock Louis Silvers**, aged 62, is currently a distressed investment management executive working on behalf of emerging market investment firms, including Morgan Stanley Asia. Prior to this, Mr. Silvers was a managing director and chief investment officer at Adamas Asset Management from 2019 to 2020, founder and chief investment officer at Kaiyuan Capital from 2006 to 2018, co-founder and managing director at Power Pacific Company from 1995 to 2001, portfolio manager at Special Assets Ltd. from 1994 to 1995 and managing director at Equity Group Investments from 1987 to 1994.

Mr. Silvers is currently serving as the chairman of various entities in Chenwei Zhongde Medical Group, as appointed by Morgan Stanley Asia. In December 2020, Mr. Silvers was mandated by Morgan Stanley Asia with respect to the Zhaoheng group, whose primary assets at the relevant time comprised a portfolio of hydropower assets in China. In connection with his mandate, Mr. Silvers was appointed as the chairman or director of various entities in the Zhaoheng group, including as the chairman of Zhaoheng Hydropower Holdings Ltd. (incorporated in the Cayman Islands), and as a director of each of Zhaoheng (BVI) Ltd. (incorporated in the British Virgin Islands) and Zhaoheng Hydropower (HK) Ltd. (incorporated in Hong Kong).

The Zhaoheng group was involved in long-standing disputes regarding related-party transactions and an equity put option right, which involved claims against the Zhaoheng group and its founder in the aggregate amount of RMB1.332 billion, ultimately leading to insolvency filings relating to entities in the Zhaoheng group.

Zhaoheng Hydropower (HK) Ltd., an investment holding entity, was placed into compulsory liquidation in May 2021. Zhaoheng Hydropower Holdings Ltd., an investment holding entity, entered into voluntary liquidation in July 2021. Zhaoheng (BVI) Ltd., another investment holding entity, entered into compulsory liquidation in January 2022. As at the date of this announcement, the underlying disputes that gave rise to the Zhaoheng group liquidation proceedings have all been amicably settled and Zhaoheng Hydropower (HK) Ltd., Zhaoheng Hydropower Holdings Ltd. and Zhaoheng (BVI) Ltd. are awaiting final liquidation.

Mr. Silvers was also a director of Jingrui Holdings Ltd (HKEX: 1862) prior to its initial public offering from 2012 to 2013, China Energy Corporation (US OTC: CHGY) from 2010 to 2011, Sino Clean Energy Inc. (US NASDAQ: SCEI) in 2011, Envirofit International from 2005 to 2006, Shijiazhuang Yongtai Cogen JV from 1996 to 1998, and RARE Partners in 1994.

Mr. Silvers obtained a bachelor's degree in Asian studies from Columbia University in 1985, a master's degree in international studies (Chinese) from the University of Pennsylvania's Joseph H. Lauder Institute of Management & International Studies in 1993, and an MBA from the University of Pennsylvania's Wharton School in 1993. He was also a PhD candidate in Chinese language and literature at the University of Hawaii from 2002 to 2005. He is also a member of the Hong Kong Institute of Directors and Singapore Institute of Directors.

Mr. Silvers will enter into a letter of appointment with the Company for a term of two years, which is subject to execution of appointment documents agreed with Mr. Silvers. Mr. Silvers shall hold office until the first annual general meeting of the Company after his appointment and then be eligible for re-election. Thereafter, Mr. Silvers shall be subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Articles. Mr. Silvers will be entitled to a director's fee of HK\$150,000 per annum in accordance with his letter of appointment, which has been determined by the Board with reference to his duties and responsibilities undertaken in the Company and the prevailing market conditions.

Save as disclosed herein and as at the date of this announcement, Mr. Silvers (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 SFO.

Save as disclosed herein and as at the date of this announcement, there is no information regarding the appointment of Mr. Silvers 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.

## **(2) RE-COMPLIANCE WITH RULE 3.27A OF THE LISTING RULES AND THE TERMS OF REFERENCE OF THE REMUNERATION COMMITTEE**

Following the appointment of Ms. Huang as the chairman of the Board and the chairman of the Nomination Committee with effect from 5 June 2026, the Nomination Committee comprises Ms. Huang Yueping (the chairman), Mr. Ma Yuheng and Mr. Leung Yiu Cho. The Board is of the view that the Company has re-complied with Rule 3.27A of the Listing Rules, which requires that an issuer must establish a nomination committee chaired by the chairman of the board or an independent non-executive director.

Following the appointment of Ms. Huang as a member of the Remuneration Committee with effect from 5 June 2026, the Remuneration Committee comprises Mr. Guo Shaomu (the chairman), Mr. Ma Yuheng and Ms. Huang Yueping. The Board is of the view that the Company has re-complied with the minimum membership requirement under the terms of reference of the Remuneration Committee.

The Board would like to take this opportunity to extend its warmest welcome to Ms. Huang and Mr. Silvers on their respective appointments.

### **(3) CHANGE OF DATE OF ANNUAL GENERAL MEETING AND BOOK CLOSURE PERIOD**

References are also made to (i) the annual results announcement of the Company dated 27 March 2026; (ii) the announcement of the Company dated 24 April 2026 (the “**Change of AGM Announcement**”); and (iii) the circular (the “**Circular**”), the notice (the “**Notice**”) of annual general meeting (the “**AGM**”) and the proxy form all dated 15 May 2026.

In order to prioritise and focus resources on work relating to the satisfaction of the restructuring conditions and preparation for occurrence of the Restructuring Effective Date, the Board announces that the AGM which was scheduled to be held on Tuesday, 16 June 2026 as set out in the Change of AGM Announcement, the Circular and the Notice will now be rescheduled to 10:00 a.m. on Monday, 29 June 2026. The venue of the AGM will remain unchanged and will be held at Imagination Room, BOHUB, 5/F., Tower A, The Platinum Tower, No. 1 Tairan 7th Road, Futian District, Shenzhen, the PRC.

In accordance with Article 83(3) of the Articles, Ms. Huang and Mr. Silvers shall each hold office until the first annual general meeting after their respective appointments where they shall be eligible for re-election. For the avoidance of doubt, in the event the Restructuring Effective Date and hence the effective date of the appointment of Mr. Silvers do not occur before the AGM, the resolution on the re-election of Mr. Silvers will be withdrawn and Shareholders will not be asked to vote on such resolution at the AGM.

In light of the change of date of the AGM, for the purpose of determining the Shareholders who are entitled to attend and vote at the AGM, the register of members of the Company will be closed from Wednesday, 24 June 2026 to Monday, 29 June 2026, both days inclusive, during which period no transfer of Shares will be registered. In order to qualify for attending and voting at the AGM, the Shareholders are reminded to ensure that all completed transfer documents accompanied by the relevant share certificates are lodged with the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, by no later than 4:30 p.m. on Tuesday, 23 June 2026. The record date for determining the Shareholders' eligibility to attend and vote at the AGM is Monday, 29 June 2026.

A supplemental circular containing, among other things, the details of the proposed re-election of Ms. Huang and Mr. Silvers, together with a supplemental notice of the AGM, and a second form of proxy will be despatched to the Shareholders in due course in accordance with the Listing Rules and the Articles.

By order of the Board  
**Fantasia Holdings Group Co., Limited**  
**Lin Zhifeng**  
*Executive Director*

Hong Kong, 5 June 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, Mr. Su Boyu and Ms. Huang Yueping; and the independent non-executive Directors of the Company are Mr. Leung Yiu Cho, Mr. Guo Shaomu and Mr. Ma Yuheng.*

\* *For identification purposes only*