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If you are in any doubt as to any aspect of this supplemental circular or as to the action to be taken, you should consult your licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Fantasia Holdings Group Co., Limited, you should at once hand this supplemental circular and the accompanying second form of proxy to the purchaser or transferee or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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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)

**SUPPLEMENTAL CIRCULAR
TO
THE CIRCULAR TO SHAREHOLDERS DATED 15 MAY 2026
AND
SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING**

This supplemental circular should be read together with the circular of Fantasia Holdings Group Co., Limited (the “Company”) dated 15 May 2026 (the “First Circular”). Unless the context otherwise requires, capitalised terms used in this supplemental circular shall have the same meanings as those defined in the First Circular.

A supplemental notice of the AGM (the “Supplemental Notice”) convening the annual general meeting (the “AGM”) of the Company to be held at Imagination Room, BOHUB, 5/F., Tower A, The Platinum Tower, No. 1 Tairan 7th Road, Futian District, Shenzhen, the PRC on Monday, 29 June 2026 at 10:00 a.m. (as rescheduled) is set out on pages 9 to 10 of this supplemental circular. A second form of proxy for the AGM (the “Second Proxy Form”), which shall supersede the form of proxy enclosed with the First Circular (the “First Proxy Form”), is also enclosed.

Whether or not you are able to attend the AGM in person, please complete and return the enclosed Second Proxy Form in accordance with the instructions printed thereon to the office of the Company’s branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited of 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong as soon as practicable but in any event not later than 48 hours before the time appointed for the holding of the AGM (or any adjournment thereof). Such Second Proxy Form is also published on the Stock Exchange’s HKExnews website at www.hkexnews.hk and the Company’s website at www.cnfantasia.com. Completion and return of the form of proxy will not preclude you from attending and voting in person at the AGM (or any adjournment thereof) should you so wish and in such event, the form of proxy shall be deemed to be revoked.

5 June 2026

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LETTER FROM THE BOARD

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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)

Executive Directors:

Mr. Lin Zhifeng

Mr. Timothy David Gildner

Non-executive Directors:

Ms. Zeng Jie, Baby

Mr. Su Boyu

Ms. Huang Yueping (*Chairman*)

Independent non-executive Directors:

Mr. Leung Yiu Cho

Mr. Guo Shaomu

Mr. Ma Yuheng

Registered office:

Cricket Square

Hutchins Drive

P.O. Box 2681

Grand Cayman KY1-1111

Cayman Islands

Principal place of business

in Hong Kong:

21/F

CMA Building

64 Connaught Road Central

Hong Kong

5 June 2026

To the Shareholders

Dear Sir/Madam,

SUPPLEMENTAL CIRCULAR

TO

THE CIRCULAR TO SHAREHOLDERS DATED 15 MAY 2026

AND

SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

1. INTRODUCTION

Reference is made to the First Circular which contains, among other things, the notice and information relating to the (1) proposed grant of general mandates to issue and buy back shares; (2) proposed re-election of Directors; and (3) proposed re-appointment of auditor at the AGM, which was despatched to the Shareholders on 15 May 2026 and the announcement of the Company dated 5 June 2026 regarding, among other things, the appointment of non-executive directors of the Company and the change of date of the AGM and book closure period.

LETTER FROM THE BOARD

The purpose of this supplemental circular is to provide you with further information regarding (i) additional resolutions to be proposed at the AGM for the re-election of each of Ms. Huang Yueping (“**Ms. Huang**”) and Mr. Brock Louis Silvers (“**Mr. Silvers**”) as a non-executive Director; and (ii) the estimated audit fee for the re-appointment of Prism Hong Kong Limited as independent auditor of the Company.

This supplemental circular should be read together with the First Circular and the notice of the AGM (the “**First Notice**”) both dated 15 May 2026.

2. RE-ELECTION OF ADDITIONAL DIRECTORS

Subsequent to the despatch of the First Circular and the First Notice and as disclosed in the announcement of the Company dated 5 June 2026, (i) Ms. Huang was 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; and (ii) 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. In accordance with Article 83(3) of the Articles, each of Ms. Huang and Mr. Silvers shall hold office only until the AGM and, being eligible, offer herself/himself for re-election at the AGM. Accordingly, additional ordinary resolutions numbered 5A and 5B relating to the re-election of Ms. Huang and Mr. Silvers will be proposed to the Shareholders for approval at the AGM. 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.

The biographical details of Ms. Huang are set out below:

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.

LETTER FROM THE BOARD

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 supplemental circular, 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 supplemental circular, 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 supplemental circular, 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.

LETTER FROM THE BOARD

The biographical details of Mr. Silvers are set out below:

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 supplemental circular, 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.

LETTER FROM THE BOARD

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 supplemental circular, 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 supplemental circular, 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.

3. PROPOSED RE-APPOINTMENT OF AUDITOR

As disclosed in the First Circular, an ordinary resolution will be proposed at the AGM to re-appoint Prism Hong Kong Limited, Certified Public Accountants (“**Prism**”) as the independent auditor of the Company and to hold office until the conclusion of the next annual general meeting of the Company.

LETTER FROM THE BOARD

The estimated audit fee payable to Prism for the audit of the consolidated financial statements of the Group for the financial year ending 31 December 2026 will be maintained at the same level as 2025, totalling RMB2 million. Such fee has been determined after due consideration and arm's length negotiations between the Company and Prism, taking into account, among other factors, market rates, auditor's knowledge of the industry in which the Group operates, the expected scope of the audit, the audit timetable and the auditor's resources required. The estimated audit fee has been determined on the assumptions that there will be no material changes in the Group's operations, accounting policies or regulatory environment during the financial year.

4. SUPPLEMENTAL NOTICE OF AGM AND SECOND PROXY FORM

The Supplemental Notice is set out on pages 9 to 10 of this supplemental circular and the Second Proxy Form is enclosed with this supplemental circular. Pursuant to the requirements of the Listing Rules, all votes to be taken at the AGM will be by poll. Apart from the additional resolutions numbered 5A and 5B and the date of the AGM as set out in the Supplemental Notice, all the information contained in the First Notice remains unchanged. Please refer to the First Circular, First Notice and the First Proxy Form for the details of other resolutions to be proposed at the AGM and other relevant matters.

5. AGM AND PROXY ARRANGEMENT

The AGM will be held at Imagination Room, BOHUB, 5/F., Tower A, The Platinum Tower, No. 1 Tairan 7th Road, Futian District, Shenzhen, the PRC on Monday, 29 June 2026 at 10:00 a.m. (as rescheduled).

Whether or not you intend to attend and vote at the AGM in person, you are requested to complete the Second Proxy Form and return it to the Hong Kong branch share registrar and transfer office of the Company, Computershare Hong Kong Investor Services Limited of 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong in accordance with the instructions printed thereon as soon as practicable but in any event no later than 48 hours before the time appointed for holding the AGM or any adjournment thereof (the "**Closing Time**"). Shareholders who have appointed or intend to appoint proxy to attend the AGM are requested to pay particular attention to the following special arrangement:

- (i) A Shareholder who has not yet lodged the First Proxy Form with the Company's branch share registrar and transfer office in Hong Kong is requested to lodge the Second Proxy Form if he/she wishes to appoint proxy/proxies to attend and vote at the AGM on his/her behalf. In this case, the First Proxy Form should not be lodged with the Company's branch share registrar and transfer office in Hong Kong.

LETTER FROM THE BOARD

- (ii) A Shareholder who has already lodged the First Proxy Form with the Company's branch share registrar and transfer office in Hong Kong should note that:
- (a) if no Second Proxy Form is lodged with the Company's branch share registrar and transfer office in Hong Kong, the First Proxy Form, if correctly completed and signed, will be treated as a valid form of proxy lodged by the Shareholder. The proxy so appointed by the Shareholder shall be required to vote in such manner as he/she may be directed under the First Proxy Form and, in respect of the resolutions for the re-election of Directors as set out in this supplemental circular and the Second Proxy Form, the proxy will be entitled to vote at his/her discretion or to abstain from voting on such resolution;
 - (b) if the Second Proxy Form is lodged with the Company's branch share registrar and transfer office in Hong Kong before the Closing Time, the Second Proxy Form, if correctly completed and signed, shall revoke and supersede the First Proxy Form previously lodged by him/her. The Second Proxy Form will be treated as a valid form of proxy lodged by the Shareholder; and
 - (c) if the Second Proxy Form is lodged with the Company's branch share registrar and transfer office in Hong Kong after the Closing Time, or if lodged before the Closing Time but is incorrectly completed, the proxy appointment under the Second Proxy Form will be invalid. The proxy so appointed by the Shareholder under the First Proxy Form, if correctly completed and signed, will be entitled to vote in the manner as mentioned in (a) above as if no Second Proxy Form was lodged with the Company's branch share registrar and transfer office in Hong Kong. Accordingly, Shareholders are advised to complete the Second Proxy Form carefully and lodge the Second Proxy Form with the Company's branch share registrar and transfer office in Hong Kong before the Closing Time.

Completion and return of a form of proxy will not preclude you from attending and voting at the AGM or any adjournment thereof in person should you so wish and in such event, the form of proxy shall be deemed to be revoked.

LETTER FROM THE BOARD

6. RECOMMENDATION

In addition to the recommendation contained in the First Circular, the Directors consider that the re-election of the Directors at the AGM is in the interests of the Company and the Shareholders as a whole and, accordingly, the Directors recommend all Shareholders to vote in favour of the relevant resolutions to be proposed at the AGM. Shareholders are advised to read this supplemental circular together with the First Circular for information relating to the voting arrangement.

7. RESPONSIBILITY STATEMENT

This supplemental circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Group. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this supplemental circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this supplemental circular misleading.

Yours faithfully,
By Order of the Board
Fantasia Holdings Group Co., Limited
Lin Zhifeng
Executive Director

* *For identification purposes only*

SUPPLEMENTAL NOTICE OF AGM

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FANTASIA

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花樣年控股集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1777)

SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

References are made to the notice of annual general meeting (the “**First Notice**”) of Fantasia Holdings Group Co., Limited (the “**Company**”) dated 15 May 2026 and the announcement of the Company dated 5 June 2026 regarding, among other things, the appointment of non-executive Directors of the Company and the change of date of the annual general meeting (the “**AGM**”) and book closure period of the Company, by which the Company convenes a rescheduled AGM to be held at Imagination Room, BOHUB, 5/F., Tower A, The Platinum Tower, No. 1 Tairan 7th Road, Futian District, Shenzhen, the PRC on Monday, 29 June 2026 at 10:00 a.m., and this supplemental notice shall be read together with the First Notice.

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that, due to the matters set out in the supplemental circular of the Company dated 5 June 2026, the following additional ordinary resolutions numbered 5A and 5B shall be considered in addition to the resolutions set out in the First Notice:

ORDINARY RESOLUTIONS

- 5A. To re-elect Ms. Huang Yueping as a non-executive Director of the Company.
- 5B. To re-elect Mr. Brock Louis Silvers as a non-executive Director of the Company.

This supplemental notice should be read in conjunction with the First Notice. Save for the addition of resolutions 5A and 5B and the date of the AGM set out above, all the information contained in the First Notice shall remain in full force and effect.

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

Hong Kong, 5 June 2026

SUPPLEMENTAL NOTICE OF AGM

Notes:

1. Any member of the Company entitled to attend and vote at the AGM convened by the above notice is entitled to appoint one or more proxies (if holding two or more shares) to attend and, on a poll, vote instead of him. A proxy need not be a member of the Company.
2. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under its common seal or under the hand of an officer or attorney or other person duly authorised.
3. In order to be valid, the first form of proxy and/or the second form of proxy and the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of authority, must be deposited at the Company's branch share registrar and transfer office in Hong Kong, Computershare Hong Kong Investor Services Limited of 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time fixed for holding the AGM or any adjourned meeting thereof. Completion and return of the form of proxy will not preclude a member from attending and voting in person at the AGM or any adjourned meeting thereof should he so wish and in such event, the form of proxy shall be deemed to be revoked.
4. In case of joint shareholdings, the vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint shareholder(s) and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the joint shareholding.
5. 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 effected for the purpose of ascertaining the shareholders entitled to attend and vote at the AGM. All completed transfer forms accompanied by the relevant share certificates must be lodged with the branch share registrar and transfer office of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited of Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not 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.
6. A second form of proxy for use at the AGM is enclosed.

As at the date of this supplemental notice, 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.