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花 樣 年 控 股 集 團 有 限 公 司

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: 01777)

GRANT OF SHARE OPTIONS

This announcement is made pursuant to Rule 17.06A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board of directors (the “**Board**”) of Fantasia Holdings Group Co., Limited (the “**Company**”) hereby announces that the Company has granted share options (the “**Share Option(s)**”) under its share option scheme adopted on 27 October 2009 to certain directors and employees of the Company and its subsidiaries (the “**Grantee(s)**”) which, subject to the acceptance of the Share Options by the Grantees, will enable the Grantees to subscribe for an aggregate of 74,230,000 new shares of HK\$0.1 each (the “**Share(s)**”) in the share capital of the Company, representing approximately 1.43% of the issued share capital of the Company. A summary of such grant is set out below:

Date of grant	: 29 August 2011 (“ Date of Grant ”)
Exercise price of Share Options granted	: HK\$0.836 per Share, representing the highest of (i) the closing price of HK\$0.820 per Share as stated in the daily quotations sheets issued by The Stock Exchange of Hong Kong Limited (the “ Stock Exchange ”) on the Date of Grant; (ii) the average closing price of HK\$0.836 per Share as stated in the daily quotations sheets issued by the Stock Exchange for the five business days immediately preceding the Date of Grant; and (iii) the nominal value of a Share
Total number of Share Options granted	: 74,230,000 Share Options (each Share Option shall entitle the holder of the Share Option to subscribe for one Share)

Closing price of the Shares on the Date of Grant : HK\$0.820 per Share

Validity period of the Share Options (the “**Option Period**”) : 29 August 2011 to 28 August 2021 (both days inclusive)

A total of 22,010,000 Share Options and 52,220,000 Share Options are granted to 8 directors and certain employees of the Company and its subsidiaries (the “**Group**”), respectively, details of which are as follows:

Grantee	Title	Number of Share Options granted	
Pan Jun	Executive director	4,990,000	<i>Note (i)</i>
Zeng Jie, Baby	Executive director	4,990,000	<i>Note (i)</i>
Feng Hui Ming	Executive director	2,770,000	<i>Note (i)</i>
		2,250,000	<i>Note (ii)</i>
Chan Sze Hon	Executive director	2,310,000	<i>Note (i)</i>
		1,500,000	<i>Note (ii)</i>
Ho Man	Independent non-executive director	800,000	<i>Note (i)</i>
Liao Martin Cheung Kong	Independent non-executive director	800,000	<i>Note (i)</i>
Huang Ming	Independent non-executive director	800,000	<i>Note (i)</i>
Xu Quan	Independent non-executive director	800,000	<i>Note (i)</i>
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Sub-total of Share Options Granted to directors of the Company		22,010,000	
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Other employees of the Group		36,970,000	<i>Note (i)</i>
		15,250,000	<i>Note (ii)</i>
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		52,220,000	
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Total		74,230,000	

Notes:

- (i) The Share Options are exercisable during the following periods:
 - (a) up to 10% of the Share Options granted to each Grantee at any time after the expiration of 12 months from the Date of Grant and ending on the expiry date of the Option Period and after the Grantee has satisfied the vesting conditions specified by the Board;
 - (b) up to 20% of the Share Options granted to each Grantee at any time after the expiration of 24 months from Date of Grant and ending on the expiry date of the Option Period and after the Grantee has satisfied the vesting conditions specified by the Board; and
 - (c) up to 70% of the Share Options granted to each Grantee at any time after the expiration of 36 months from Date of Grant and ending on the expiry date of the Option Period and after the Grantee has satisfied the vesting conditions specified by the Board.

- (ii) The Share Options are exercisable during the following periods:
 - (a) up to 10% of the Share Options granted to each Grantee at any time after the expiration of 12 months from the Date of Grant and ending on the expiry date of the Option Period;
 - (b) up to 20% of the Share Options granted to each Grantee at any time after the expiration of 24 months from Date of Grant and ending on the expiry date of the Option Period; and
 - (c) up to 70% of the Share Options granted to each Grantee at any time after the expiration of 36 months from Date of Grant and ending on the expiry date of the Option Period.

By order of the Board
Fantasia Holdings Group Co., Limited
Pan Jun
Chairman

Hong Kong, 29 August 2011

As at the date of this announcement, the executive Directors are Mr. Pan Jun, Ms. Zeng Jie, Baby, Mr. Feng Hui Ming and Mr. Chan Sze Hon; the independent non-executive Directors are Mr. Ho Man, Mr. Liao Martin Cheung Kong, JP, Mr. Huang Ming and Mr. Xu Quan.