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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: 01777)

INSIDE INFORMATION PROPOSED SPIN-OFF OF COLOUR LIFE GROUP

This announcement is made by Fantasia Holdings Group Co., Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(2)(a) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Cap. 571).

Reference is made to the announcement of the Company dated 19 September 2012 (the “**Announcement**”). As disclosed in the Announcement, in early 2011, the Group commenced to reorganise its property operation business and since then, has been providing residential property operation services to the Group’s properties through Colour Life Services Group Co., Limited (“**Colour Life**”, together with its subsidiaries, the “**Colour Life Group**”), a non-wholly owned subsidiary of the Company. It was also disclosed that the Group would evaluate its business model and strive to optimize its business portfolio, and may further restructure its residential property operation business through an initial public offering of the shares of Colour Life (the “**Spin-off Proposal**”), depending on the market conditions and subject to the regulatory approval.

Since then, the Group has pursued such restructuring of the business carried by the Colour Life Group with the goal of completing the Spin-off Proposal by the end of 2013 if the market conditions permit and the relevant regulatory approval is obtained.

As part of the restructuring, on 5 June 2013, Colour Life issued and allotted shares representing approximately 4.01% of its enlarged issued share capital at a total subscription amount of HK\$54,336,800 to certain strategic investors who are independent of each other and are not connected persons of the Company (the “**Subscription**”). Immediately after completion of the Subscription, Colour Life is owned as to approximately 67.19% by the Company. It is expected that the Subscription will bring strategic values including the contribution of the working capital and the strategic input by the strategic investors to facilitate the restructuring of the Colour Life Group, which is considered to be in the interest of the Company and its shareholders as a whole.

As at the date of this announcement, there is no definite timetable or execution plan with respect to the Spin-off Proposal which may or may not materialize. Investors and shareholders of the Company are urged to exercise caution when dealing in the securities of the Company.

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

Hong Kong, 14 June 2013

As at the date of this announcement, the executive directors of the Company are Mr. Pan Jun, Ms. Zeng Jie, Baby, Mr. Lam Kam Tong and Mr. Zhou Jin Quan; the independent non-executive directors of the Company are Mr. Ho Man, Mr. Liao Martin Cheung Kong, JP, Mr. Huang Ming and Mr. Xu Quan.