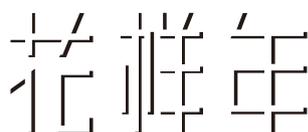


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FANTASIA

**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)**

**ANNOUNCEMENT**

**POSSIBLE DISCLOSEABLE TRANSACTION**

**PROPOSED SPIN-OFF AND SEPARATE LISTING OF  
COLOUR LIFE SERVICES GROUP CO., LIMITED  
ON THE MAIN BOARD OF  
THE STOCK EXCHANGE OF HONG KONG LIMITED**

**APPLICATION PROOF**

This announcement is made pursuant to Rule 13.09(2)(a) of the Listing Rules and the Inside Information Provisions under Part XIVA of the SFO.

The Board announces that in connection with the Proposed Spin-off, Colour Life has published the Application Proof on the Stock Exchange's website at <http://www.hkexnews.hk>. The Application Proof contains, amongst others, certain business and financial information relating to Colour Life.

Shareholders and potential investors should note that the Application Proof is in a draft form and contains information that is incomplete and is subject to change, which can be material. The Company does not have any obligation or liability whatsoever in relation to the Application Proof.

## **INTRODUCTION**

This announcement is made pursuant to Rule 13.09(2)(a) of the Listing Rules and the Inside Information Provisions under Part XIVA of the SFO.

Reference is made to the announcements of the Company dated 19 August 2013 and 12 September 2013 in relation to, inter alia, the possibility of the Proposed Spin-off and the submission of the listing application by Colour Life.

## **APPLICATION PROOF**

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## **GENERAL**

The Group is a leading property developer and property related service provider in the PRC. For four consecutive years from 2009 to 2012, members of the Group ranked among the China Top 100 Real Estate Developers (中國房地產百強企業) and the China Top 100 Property Management Companies (中國物業服務百強企業) by the China Real Estate Top 10 Research Team (中國房地產Top 10研究組). The Group was also ranked among the China Real Estate Top 100 Listed Companies (中國房地產上市公司百強) in 2011 and the Top 50 China Real Estate Listed Companies in terms of Comprehensive Strength (中國房地產上市公司綜合實力五十強) in 2011 and 2012 by the China Real Estate Research Institute, China Real Estate Association and China Real Estate Assessment Center. The Group first commenced its property development business in Shenzhen in 1996. Leveraging on the Group's broad

experience and capabilities, the Group has successfully expanded into, and currently focuses its real estate activities in, four of the fastest-growing economic regions in China, including the Chengdu-Chongqing Economic Zone, the Pearl River Delta region, the Yangtze River Delta region and the Beijing-Tianjin metropolitan region.

**The listing of the Colour Life Shares pursuant to the Proposed Spin-off is subject to, amongst others, the Listing Approval and the final decisions of the Board and of the board of directors of Colour Life. The final decisions of the Board and of the board of directors of Colour Life to proceed with the Proposed Spin-off and the Global Offering are dependent upon, among others, market conditions during the period leading up to the proposed Global Offering. Accordingly, Shareholders and potential investors of the Company should be aware that there is no assurance that the Proposed Spin-off and the separate listing of the Colour Life Shares will take place or as to when it may take place. Shareholders and potential investors of the Company should therefore exercise caution when dealing in or investing in the securities of the Company.**

Further announcement(s) will be made by the Company in relation to the Proposed Spin-off if and when appropriate.

## **UPDATED INFORMATION OF THE COLOUR LIFE GROUP**

### **Recent Development**

As of 28 February 2014, the Colour Life Group had expanded its presence to 76 cities where it was contracted to manage or provide consultancy services to 760 residential communities with an aggregate contracted GFA of 111.2 million sq.m., including revenue-bearing GFA of 76.2 million sq.m. In the two months ended 28 February 2014, the Colour Life Group had completed 220 automation and other hardware equipment installation service projects to property developers, and provided automation and other equipment upgrade services through the Colour Life Group's equipment leasing program to 116 residential properties. The Colour Life Group rendered its value-added services to 448 residential communities as of 28 February 2014.

### **Summary of consolidated statements of financial position of the Colour Life Group**

	<b>As of 28 February 2014 RMB'000 (Unaudited)</b>
Total assets	<u>520,772</u>
Total liabilities	<u>316,161</u>
Net assets	<u>204,611</u>

## DEFINITIONS

In this announcement, the following expressions have the following meanings unless otherwise requires:

“Application Proof”	the application proof of Colour Life
“Board”	the board of Directors
“Colour Life”	Colour Life Services Group Co., Limited (彩生活服務集團有限公司) (formerly known as Colour Life Services Group Co., Ltd.), a company incorporated as an exempted company with limited liability in the Cayman Islands on 16 March 2011, which is currently a non-wholly owned subsidiary of the Company
“Colour Life Group”	the group of companies comprising Colour Life and its subsidiaries following completion of an internal corporate reorganization of the Group carried out for the purpose of the Proposed Spin-off
“Colour Life Shares”	ordinary shares in the share capital of Colour Life
“Company”	Fantasia Holdings Group Co., Limited (花樣年控股集團有限公司), a company incorporated as an exempted company with limited liability in the Cayman Islands, the securities of which are listed on the Main Board of the Stock Exchange
“Directors”	directors of the Company
“GFA”	gross floor area
“Global Offering”	pursuant to the Proposed Spin-off, the proposed issue and offer for subscription of the Colour Life Shares to the public in Hong Kong and the international placement of the Colour Life Shares to professional, institutional and other investors, the details of which have yet to be finalised
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Listing Approvals”	the approval from the Listing Committee of the Stock Exchange for the listing of, and permission to deal in, the Colour life Shares

“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China, and for the purposes of this announcement, excludes Hong Kong, Macao Special Administrative Region and Taiwan
“Proposed Spin-off”	the proposed spin-off of Colour Life by way of a separate listing of the Colour Life Shares on the Main Board of the Stock Exchange
“RMB”	Renminbi, the lawful currency of the PRC
“SFO”	Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong
“Shareholders”	holders of the Shares
“Shares”	the ordinary shares of HK\$0.10 each in the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

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

Hong Kong, 2 May 2014

*As at the date of this announcement, the executive Directors are Mr. Pan Jun, Ms. Zeng Jie, Baby, Mr. Lam Kam Tong, Mr. Zhou Jinquan and Mr. Wang Liang; the non-executive Directors are Mr. Li Dong Sheng and Mr. Yuan Hao Dong and the independent non-executive Directors are Mr. Ho Man, Mr. Liao Martin Cheung Kong, JP, Mr. Huang Ming and Mr. Xu Quan.*