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花 樣 年

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)

**VOLUNTARY ANNOUNCEMENT
ACQUISITION OF MORNING STAR GROUP LIMITED**

This announcement is made by the Company on a voluntary basis to keep shareholders and potential investors of the Company informed of the Group's latest business development.

ACQUISITION OF MORNING STAR GROUP LIMITED

The Board is pleased to announce that, on 24 December 2015, the Purchaser (an indirect wholly-owned subsidiary of the Company) and the Vendors completed the transaction of the acquisition of the Vendors' entire equity interest in Morning Star Group Limited by the Purchaser pursuant to the terms and conditions of the Sale and Purchase Agreement.

INFORMATION ABOUT MORNING STAR GROUP LIMITED

Morning Star Group Limited is an investment holding company incorporated in the Cayman Islands with limited liability which operates tourism and travel agent business in Hong Kong and Macau through its wholly-owned subsidiaries.

To the best of the Directors' knowledge, information and belief and having made all reasonable enquiries, the Vendors and their ultimate beneficial owners are third parties independent of the Company and its connected person(s). The Company has not engaged in any previous transactions related to the transactions under the Sale and Purchase Agreement that would be required to be aggregated under Rule 14.22 of the Listing Rules.

REASONS FOR AND BENEFITS OF THE ACQUISITION

The acquisition of Morning Star Group Limited will benefit the Group by allowing the Group to enter into the travel industry and developing community tourism business and strengthening the Group's competitive advantages in rendering valuable services onto the community platform. The Directors consider that the terms of the acquisition are fair and reasonable, on normal commercial terms, and in the best interests of the Company and the shareholders as a whole.

IMPLICATIONS UNDER THE LISTING RULES

As none of the applicable percentage ratio(s) (as calculated in accordance with Rule 14.07 of the Listing Rules) for the transactions contemplated under the Sale and Purchase Agreement exceeds 5%, the transactions contemplated under the Sale and Purchase Agreement do not constitute a notifiable transaction of the Company under Chapter 14 of the Listing Rules. The Board wishes to make a voluntary disclosure to keep shareholders and potential investors of the Company informed of the Group's latest business development.

DEFINITIONS

In this announcement, the following expressions have the meanings set out below unless the context requires otherwise.

“Board”	the board of Directors
“Company”	Fantasia Holdings Group Co., Limited, a company incorporated in the Cayman Islands with limited liability whose shares are listed on the Main Board of the Stock Exchange
“connected person(s)”	has the meaning as defined in the Listing Rules
“Directors”	the directors of the Company
“Group”	the Company and its subsidiaries
“Listing Rules”	The Rules Governing the Listing of Securities on the Stock Exchange
“Purchaser”	One Ever Global Limited, a company incorporated in the British Virgin Islands with limited liability
“Sale and Purchase Agreement”	the sale and purchase deed dated 19 November 2015 entered into by the Purchaser and the Vendors in respect of the acquisition of Morning Star Group Limited

“Stock Exchange”

The Stock Exchange of Hong Kong Limited

“Vendors”

Gao Yu Holdings Limited, a company incorporated in the British Virgin Islands with limited liability, Mr. Sung Wai Man, Peter and Mr. Wong Chung Kin, Victor

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

Hong Kong, 28 December 2015

As at the date of this announcement, the executive Directors are Mr. Pan Jun, Ms. Zeng Jie, Baby, Mr. Lam Kam Tong and Mr. Zhou Jinquan; 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. Huang Ming, Dr. Liao Jianwen, Ms. Wong Pui Sze, Priscilla, JP and Mr. Guo Shaomu.