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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)

**INSIDE INFORMATION
UPDATE ON THE PROPOSED RESTRUCTURING OF
OFFSHORE DEBTS**

This announcement is made by Fantasia Holdings Group Co., Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 and Rule 37.47B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”).

Reference is made to the previous announcements of the Company dated 13 January 2023, 30 November 2023, 2 January 2024, 1 February 2024, 29 February 2024, 15 March 2024, 1 April 2024, 15 April 2024, 21 April 2024, 24 April 2024, 26 April 2024, 29 April 2024, 21 May 2024, 29 May 2024, 31 March 2025, 30 April 2025, 1 June 2025, 16 June 2025, 22 June 2025, 25 June 2025, 27 June 2025, 3 July 2025, 11 July 2025, 18 July 2025, 25 July 2025, 4 August 2025, 3 September 2025, 23 September 2025, 3 October 2025 and 8 October 2025 (together, the “**Announcements**”) in relation to the Proposed Restructuring.

Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements.

1. SCHEME CONVENING HEARING

As previously stated in the Announcements, the Proposed Restructuring will be implemented through a scheme of arrangement in Hong Kong (the “**Hong Kong Scheme**”) and/or such other equivalent process in any jurisdiction in which the Company considers necessary or desirable in accordance with the terms of the RSA.

On 22 December 2025, the Company informed the AHG of its intention to propose a scheme of arrangement in the Cayman Islands (the “**Cayman Scheme**”) in early January 2026, to be implemented in parallel with the Hong Kong Scheme.

On 24 December 2025, the AHG formally consented to the Company’s proposal to launch the Cayman Scheme, on the condition that, *inter alia*, the Cayman Scheme convening hearing occurs no later than 30 January 2026.

On 6 January 2026, the Company filed: (i) a Petition for the sanctioning of the Cayman Scheme; and (ii) a Summons for the Cayman Scheme convening hearing with the Grand Court of the Cayman Islands (the “**Cayman Court**”). A convening hearing in respect of the Cayman Scheme has been listed to be heard before Chief Justice Margaret Ramsay-Hale of the Cayman Court on 23 January 2026 at 9:30 a.m. Eastern Standard time. At this hearing, orders will be sought from the Cayman Court to convene a scheme meeting of Scheme Creditors (which is expected to be convened at the same time as the scheme meeting convened in respect of the Hong Kong Scheme), for the purpose of considering and, if thought fit, to approve (with or without modification) the Cayman Scheme.

2. CONTACT DETAILS

The information agent

D.F. King Ltd. as the Information Agent, is available to answer any queries regarding the Proposed Restructuring and the Cayman Scheme. The Information Agent can be contacted using the details provided below:

Transaction Website:	https://clients.dfkingltd.com/fantasia
Address:	Suite 1601, 16/F, Central Tower
	28 Queen’s Road Central, Hong Kong
Telephone:	+852 5803 1716 (Hong Kong)/+44 20 4578 1565 (UK)
Email:	fantasia@dfkingltd.com

Request for further information

Any request from any Scheme Creditor for further information about the Proposed Restructuring, the Hong Kong Scheme or the Cayman Scheme can be directed to the Company’s financial adviser:

Alvarez & Marsal Corporate Finance Limited, as Restructuring Financial Adviser to the Company

Room 405-7, 4/F, St. George’s Building,
2 Ice House Street, Central, Hong Kong
Email: fantasia@alvarezandmarsal.com

3. GENERAL

The Proposal is subject to approval by Scheme Creditors, compliance with applicable laws and regulations including the Listing Rules, and may or may not proceed in its original form. Shareholders and other investors are reminded to exercise caution when dealing in any of the securities of the Company. When in doubt, shareholders and other investors are advised to seek professional advice from their own professional or financial advisers.

Further announcement(s) will be made by the Company to inform shareholders and other investors of the Company of any material development about the Proposal as and when appropriate.

By order of the Board

Fantasia Holdings Group Co., Limited

CHENG Jianli

Chairman

Hong Kong, 8 January 2026

As at the date of this announcement, the executive directors of the Company are Ms. Cheng Jianli, Mr. Timothy David Gildner and Mr. Lin Zhifeng; the non-executive directors of the Company are Ms. Zeng Jie, Baby and Mr. Su Boyu; and the independent non-executive directors of the Company are Mr. Leung Yiu Cho, Mr. Guo Shaomu and Mr. Ma Yu-heng.