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**CONNECTED AND MAJOR TRANSACTION
RESTRUCTURING AGREEMENT IN RELATION TO
DISPUTE INVOLVING SHARES IN A SUBSIDIARY**

CLOSURE OF REGISTER OF MEMBERS

EXTENSION OF LONG STOP DATE

Reference is made to the announcements of the Company dated 2 January 2026 and 6 February 2026 (the “Announcements”) in relation to the Restructuring Agreement. Unless otherwise defined, capitalised terms shall have the same meanings as defined in the Announcements.

CLOSURE OF REGISTER OF MEMBERS

The Board intends to convene the EGM on Wednesday, 11 March 2026 for the purposes of considering and, if thought fit, to approve, among other things, the Restructuring Agreement and the transactions contemplated thereunder.

For the purpose of determining the Shareholders who are entitled to attend and vote at the EGM, the register of members of the Company will be closed from Friday, 6 March 2026 to Wednesday, 11 March 2026, both days inclusive, during which period no transfer of Shares will be registered. In order to qualify for attending and voting at the EGM, the Shareholders are reminded to ensure that all completed transfer forms accompanied by the relevant share certificates are lodged with the branch share registrar of the Company, Computershare Hong Kong Investor Services Limited of Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, by no later than 4:30 p.m. on Thursday, 5 March 2026.

EXTENSION OF LONG STOP DATE

Pursuant to the Restructuring Agreement, closing of the Restructuring is conditional upon satisfaction or waiver of certain conditions precedent on or before the Long Stop Date (initially being 27 February 2026 or any other date as agreed by each party to the Restructuring Agreement in writing).

On 16 February 2026, the parties to the Restructuring Agreement agreed to extend the Long Stop Date to 31 March 2026. Save for the extension of Long Stop Date, the terms and conditions of the Restructuring remain unchanged.

Shareholders and potential investors of the Company should note that the Restructuring is subject to the satisfaction or waiver of certain conditions. Accordingly, the Restructuring may or may not proceed. Shareholders and other investors are reminded to exercise caution when dealing in 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.

In case of any discrepancy between the English version and the Chinese version of this announcement, the English version shall prevail.

By order of the Board

Fantasia Holdings Group Co., Limited

CHENG Jianli

Chairman

Hong Kong, 16 February 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.