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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: 1777)

**UPDATE ON THE PROPOSED RESTRUCTURING OF
OFFSHORE INDEBTEDNESS
RESULTS OF THE SCHEME MEETING**

This announcement is made by Fantasia Holdings Group Co., Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) on a voluntary basis.

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, 8 October 2025, 8 January 2026, the 16 January Announcement, 22 January 2026, the 26 January Announcement and 30 January 2026 (together, the “**Announcements**”) in relation to the Proposed Restructuring. Reference is also made to the explanatory statement published by the Company on 29 January 2026 and distributed by numerous means to each Scheme Creditor (the “**Explanatory Statement**”) and the Notices of Scheme Meeting for the Hong Kong Scheme and the Cayman Scheme (together, the “**Notices**” and each a “**Notice**”).

Copies of the Explanatory Statement and each Notice are available for download from the Transaction Website (<https://clients.dfkingltd.com/fantasia>).

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

1. NOTICE OF RESULTS OF THE SCHEME MEETING

The Company is pleased to announce that it has obtained the support from the requisite statutory majority of the Scheme Creditors at the Scheme Meeting to approve, without any modification, the Hong Kong Scheme and the Cayman Scheme. The Scheme Meeting was held at the offices of Linklaters at 11th Floor, Alexandra House, Chater Road, Hong Kong at 7:00 p.m. Hong Kong time/6:00 a.m. Eastern Standard time on 20 February 2026.

At the Scheme Meeting, a total of 1,412 Scheme Creditors owning or holding an interest in Scheme Creditors' Voting Claims (as defined in section 10.6(g) of the Explanatory Statement) in the aggregate amount of US\$6,097,235,975 participated in the Scheme Meeting. Of those Scheme Creditors, 1,397 Scheme Creditors owning or holding an interest in Scheme Creditors' Voting Claims in the aggregate amount of US\$6,077,157,678 voted in favour of each Scheme (being a majority in number of the Scheme Creditors attending and voting at the Scheme Meeting either in person, by proxy or by its authorised representative (as applicable) and representing approximately 99.67% of the total value of the Scheme Creditors' Voting Claims voting at the Scheme Meeting). As such, each Scheme has been approved by the requisite statutory majority of the Scheme Creditors.

2. SCHEME SANCTION HEARING

The Company will petition both the Hong Kong Court and the Cayman Court to seek the sanction and approval of the Hong Kong Scheme and the Cayman Scheme. Presently, the hearing before the Hong Kong Court is listed to take place at 10:00 a.m. Hong Kong time on 12 March 2026/9:00 p.m. Eastern Standard time on 11 March 2026 (the "**Hong Kong Scheme Sanction Hearing**") and the hearing before the Cayman Court is listed to take place at 10:30 p.m. Hong Kong time on 12 March 2026/9:30 a.m. Eastern Standard time on 12 March 2026 (the "**Cayman Scheme Sanction Hearing**").

The Company would once again like to express its gratitude to all Scheme Creditors for their continued support.

3. CONTACT DETAILS

The information agent

D.F. King Ltd. as the Information Agent, is available to answer any queries regarding the Proposed Restructuring. The Information Agent can be contacted as follows:

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 can be directed to the Company's financial adviser as follows:

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

4. GENERAL

The implementation of the Proposed Restructuring is subject to many factors not within the control of the Company. As there is no assurance that the Proposed Restructuring will be successfully implemented, shareholders and all other investors are (i) advised not to rely solely on the information contained in this announcement or any other announcement as may be issued by the Company from time to time, and (ii) are reminded to consider the related risks and exercise caution when dealing in any of the securities of the Company. When in doubt, shareholders and all 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 all other investors of the Company of any material development about the Proposed Restructuring as and when appropriate.

By order of the Board
Fantasia Holdings Group Co., Limited
CHENG Jianli
Chairman

Hong Kong, 22 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.