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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)**

**POLL RESULTS FOR ANNUAL GENERAL MEETING  
HELD ON 11 MAY 2012**

Reference is made to the notice of annual general meeting (the “**AGM Notice**”) of Fantasia Holdings Group Co., Limited (the “**Company**”) dated 26 March 2012. The board of directors (the “**Board**”) of the Company is pleased to announce that at the annual general meeting (the “**AGM**”) of the Company held on 11 May 2012, all the proposed resolutions as set out in the AGM Notice were duly passed by the shareholders of the Company by way of poll. The poll results in respect of all the resolutions proposed at the AGM are as follows:–

Resolutions		Number of votes cast and percentage of total number of votes cast		Total number of votes cast
		For	Against	
1.	To receive, consider and adopt the report of the directors of the Company (the “ <b>Directors</b> ”), the audited consolidated financial statements and the independent auditor’s report for the year ended 31 December 2011.	3,434,464,252 (99.999913%)	3,000 (0.000087%)	3,434,467,252
As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.				

\* For identification purposes only

	Resolutions	Number of votes cast and percentage of total number of votes cast		Total number of votes cast
		For	Against	
2.	To declare a final dividend for the year ended 31 December 2011 of HK4.00 cents per share of the Company (the “Share”) in the aggregate amount of HK\$208,288,870 to be paid out of the Company’s share premium account to the existing shareholders of the Company whose names appeared on the register of members of the Company at the close of business on 21 May 2012, pursuant to the articles of association of the Company, with such dividend to be paid in such manner as determined by the Directors to be appropriate.	3,434,464,252 (99.999913%)	3,000 (0.000087%)	3,434,467,252
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
3.	To re-elect Mr. Pan Jun, a retiring Director, as an executive Director.	3,425,018,752 (99.724456%)	9,463,500 (0.275544%)	3,434,482,252
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
4.	To re-elect Mr. Huang Ming, a retiring Director, as an independent non-executive Director.	3,434,449,252 (99.999039%)	33,000 (0.000961%)	3,434,482,252
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
5.	To re-elect Mr. Xu Quan, a retiring Director, as an independent non-executive Director.	3,434,449,252 (99.999039%)	33,000 (0.000961%)	3,434,482,252
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
6.	To authorise the Board to fix the remuneration of the Directors.	3,434,444,752 (99.998646%)	46,500 (0.001354%)	3,434,491,252
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			

	Resolutions	Number of votes cast and percentage of total number of votes cast		Total number of votes cast
		For	Against	
7.	To re-appoint the auditors of the Company (the “ <b>Auditors</b> ”) and to authorise the Board to fix the remuneration of the Auditors.	3,434,471,752 (99.999956%)	1,500 (0.000044%)	3,434,473,252
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
8.	Special Business – to grant a general mandate to the Directors to repurchase the Shares not exceeding 10 per cent. of the existing issued share capital of the Company at the date of passing this resolution.	3,434,435,752 (99.999170%)	28,500 (0.000830%)	3,434,464,252
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
9.	Special Business – to grant a general mandate to the Directors to allot and issue new Shares not exceeding 20 per cent. of the existing issued share capital of the Company at the date of passing this resolution.	3,188,004,453 (92.823923%)	246,459,799 (7.176077%)	3,434,464,252
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
10.	Special Business – to include the amount of the Shares repurchased by the Company under Resolution 8 to the mandate granted to the Directors under Resolution 9.	3,188,044,953 (92.825629%)	246,399,799 (7.174371%)	3,434,444,752
	As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.			
11.	Special Business – to adopt an amended and restated articles of association of the Company.	3,434,348,752 (99.999345%)	22,500 (0.000655%)	3,434,371,252
	As more than 75% of the votes were cast in favour of the resolution, the resolution was duly passed as a special resolution.			

Computershare Hong Kong Investor Services Limited, the Company's branch share registrar in Hong Kong, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

As at the date of the AGM, the total number of share in issue was 5,207,221,750 shares, which was the total no. of shares entitling shareholders of the Company to attend and vote on all the resolutions at the AGM. No shareholders of the Company was required under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") to abstain from voting on any of the resolutions at the AGM. No shareholders of the Company who was eligible to attend the AGM and abstain from voting in favour as set out in Rule 13.40 of the Listing Rules.

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

Hong Kong, 11 May 2012

*As at the date of this announcement, the executive directors of the Company are Mr. Pan Jun, Ms. Zeng Jie, Baby, Mr. Feng Hui Ming and Mr. Chan Sze Hon; the independent non-executive directors of the Company are Mr. Ho Man, Mr. Liao Martin Cheung Kong, JP, Mr. Huang Ming and Mr. Xu Quan.*