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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 OF ANNUAL GENERAL MEETING  
HELD ON 14 MAY 2014**

Reference is made to the notice of annual general meeting (the “**AGM Notice**”) of Fantasia Holdings Group Co., Limited (the “**Company**”) dated 2 April 2014. 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 14 May 2014, 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 of the Company and the report of the independent auditor of the Company for the year ended 31 December 2013. | 3,850,342,798<br>(100.00%)  | 0<br>(0.00%) | 3,850,342,798              |
| 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              |                            |
| 2.   | To declare a final dividend for the year ended 31 December 2013 of HK\$6.68 cents per Share in the aggregate amount of HK\$384,288,320 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 Tuesday, 20 May 2014 to Wednesday, 21 May 2014 (both days inclusive), 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. | 3,850,345,798<br>(100.00%)  | 0<br>(0.00%)         | 3,850,345,798              |
| 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. Wang Liang, a retiring Director, as an executive Director.   | 3,849,555,298<br>(99.98%)   | 789,000<br>(0.02%)   | 3,850,344,298              |
| 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. Li Dong Sheng, a retiring Director, as a non-executive Director.   | 3,845,238,353<br>(99.87%)   | 5,105,945<br>(0.13%) | 3,850,344,298              |
| 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. Yuan Hao Dong, a retiring Director, as a non-executive Director.   | 3,849,541,798<br>(99.98%)   | 802,500<br>(0.02%)   | 3,850,344,298              |
| 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 re-elect Mr. Liao Martin Cheung Kong, JP, a retiring Director, as an independent non-executive Director.  | 3,850,336,798<br>(99.99%)   | 7,500<br>(0.01%)     | 3,850,344,298              |
| As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution. |  |   |                      |                            |
| 7.   | To re-elect Mr. Huang Ming, a retiring Director, as an independent non-executive Director.   | 3,850,330,798<br>(99.99%)   | 13,500<br>(0.01%)    | 3,850,344,298              |
| 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               |                            |
| 8.   | To re-elect Mr. Xu Quan, a retiring Director, as an independent non-executive Director.   | 3,850,330,798<br>(99.99%)   | 13,500<br>(0.01%)     | 3,850,344,298              |
| As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution. |   |   |                       |                            |
| 9.   | To authorise the Board to fix the remuneration of the Directors.  | 3,850,297,798<br>(99.99%)   | 13,500<br>(0.01%)     | 3,850,311,298              |
| As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution. |   |   |                       |                            |
| 10.  | To re-appoint the auditors of the Company (the “Auditors”) to hold office until the conclusion of the next annual general meeting of the Company and to authorise the Board to fix the remuneration of the Auditors.            | 3,850,344,298<br>(100.00%)  | 0<br>(0.00%)          | 3,850,344,298              |
| 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 grant a general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the existing issued share capital of the Company as at the date of passing this resolution. | 3,754,578,278<br>(97.51%)   | 95,746,520<br>(2.49%) | 3,850,324,798              |
| As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution. |   |   |                       |                            |
| 12.  | Special Business — to grant a general mandate to the Directors to repurchase shares not exceeding 10% of the existing issued share capital of the Company as at the date of passing this resolution.                            | 3,850,333,798<br>(99.99%)   | 3,000<br>(0.01%)      | 3,850,336,798              |
| As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution. |   |   |                       |                            |
| 13.  | Special Business — to include the amount of shares repurchased by the Company under Resolution 12 to the mandate granted to the Directors under Resolution 11.  | 3,754,609,778<br>(97.51%)   | 95,715,020<br>(2.49%) | 3,850,324,798              |
| As more than 50% of the votes were cast in favour of the resolution, the resolution was duly passed as an ordinary 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 shares in issue was 5,757,333,824 shares, which was the total number of shares entitling shareholders of the Company to attend and vote on all the resolutions at the AGM. No shareholders of the Company were 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. There were no shares entitling to holders to attend and abstain from voting in favour at the AGM 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, 14 May 2014

*As at the date of this announcement, the executive Directors are Mr. Pan Jun, Ms. Zeng Jie, Baby, Mr. Lam Kam Tong, Mr. Zhou Jinquan and Mr. Wang Liang; 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. Liao Martin Cheung Kong, JP, Mr. Huang Ming and Mr. Xu Quan.*