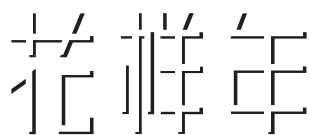


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FANTASIA

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)

**APPOINTMENT OF INDEPENDENT NON-EXECUTIVE
DIRECTOR; CHAIRMAN OF AUDIT COMMITTEE;
MEMBER OF THE REMUNERATION COMMITTEE; AND
MEMBER OF THE NOMINATION COMMITTEE**

This announcement is made by Fantasia Holdings Group Co., Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.51(2) of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company announces that, Mr. Kwok Chi Shing (郭志成) (“**Mr. Kwok**”), has been appointed as an independent non-executive Director, the chairman of the audit committee, and a member of each of the remuneration committee and nomination committee of the Company, all with effect from 12 November 2021.

The biographical details of Mr. Kwok are set out as follows:

Mr. Kwok, aged 59, is currently a certified public accountant in Hong Kong. Mr. Kwok obtained a degree of Master of Arts in Economics with Accountancy from the University of Aberdeen in U.K. in July 1986. He has been a fellow member of the Hong Kong Institute of Certified Public Accountants since January 1991 and a member of the Institute of Chartered Accountants of Scotland since November 1989.

Mr. Kwok is currently an independent non-executive director of listed companies including, Bonjour Holdings Limited (卓悅控股有限公司), the shares of which are listed on the Main Board of the Stock Exchange (stock code: 653); DTXS Silk Road Investment Holdings Company Limited (大唐西市絲路投資有限公司), the shares of which are listed on the Main Board of the Stock Exchange (stock code: 620); Hang Chi Holdings Limited (恒智控股有限公司), the shares of which are listed on GEM of the Stock Exchange (stock code: 8405); and ChemPartner PharmaTech Co Ltd. (睿智醫藥科技股份有限公司)(formerly Quantum Hi-Tech (China) Biotechnology Co., Ltd (量子高科(中國)生物股份有限公司), the shares of which are listed on the Shenzhen Stock Exchange (stock code: 300149). Mr. Kwok was also an independent non-executive director of listed companies including EPS Creative Health Technology Group Limited (EPS創健科技集團有限公司)(formerly known as Speed Apparel Holding Limited), the shares of which are listed on the Main Board of the Stock Exchange (stock code: 3860) (resigned in June 2021); Huakang Biomedical Holdings Company Limited (華康生物醫學控股有限公司), the shares of which are listed on GEM of the Stock Exchange (stock code: 8622) (resigned in September 2020); Grand Ocean Advanced Resources Company Limited (弘海高新資源有限公司)(formerly known as DeTeam Company Limited and Angels Technology Company Limited), the shares of which are listed on the Main Board of the Stock Exchange (stock code: 65) (resigned in September 2020); Cityneon Holdings Limited, the shares of which were listed on the Singapore Exchange Limited (resigned in March 2019).

Mr. Kwok has entered into a letter of appointment with the Company for a term of three years commencing from 12 November 2021. Mr. Kwok is also subject to retirement by rotation and re-election at the annual general meeting in accordance with the articles of association of the Company. The annual remuneration of Mr. Kwok is RMB240,000, which was determined with reference to his qualification, level of duties and responsibilities undertaken in the Company and the prevailing market conditions.

As at the date of this announcement, save as disclosed above, Mr. Kwok (i) does not hold any other position with the Group; (ii) does not hold any directorship in any other listed public companies in the last three years preceding the date of his appointment; (iii) does not have any relationship with any Directors, senior management, substantial shareholders or controlling shareholders (as defined under the Listing Rules) of the Company; and (iv) does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, there are no other matters relating to the appointment of Mr. Kwok that need to be brought to the attention of the shareholders of the Company and there is no other information that is required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to take this opportunity to welcome Mr. Kwok for joining the Company.

NON-COMPLIANCE WITH RULE 3.10 AND RULE 3.10A OF THE LISTING RULES

According to Rule 3.10 of the Listing Rules, the Company must appoint at least three independent non-executive directors and at least one of the independent non-executive directors must have appropriate professional qualifications or accounting or related financial management expertise. According to Rule 3.10A of the Listing Rules, the independent non-executive directors must represent at least one-third of the board. Following the appointment of Mr. Kwok, the Board comprises eight Directors and only two independent non-executive Directors. Accordingly, the Company is not in compliance with Rule 3.10 and Rule 3.10A of the Listing Rules. The Board will make its best endeavours to identify a suitable candidate to fill the vacancy as soon as practicable. The Company will make further announcement(s) as and when appropriate in relation to the future appointment of new independent non-executive director.

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

Hong Kong, 12 November 2021

As at the date of this announcement, the executive directors of the Company are Mr. Pan Jun, Ms. Zeng Jie, Baby, Mr. Ke Kasheng, Mr. Zhang Huiming and Mr. Chen Xinyu, the non-executive director of the Company is Mr. Su Boyu, and the independent non-executive directors of the Company are Mr. Guo Shaomu and Mr. Kwok Chi Shing.