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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)

27 July 2026

NOTICE OF SUSPENSION OF VOLUNTARY CONVERSION

This notice is issued in connection with the restructuring of offshore indebtedness of Fantasia Holdings Group Co., Limited (the "**Company**") pursuant to the schemes of arrangement sanctioned by the Hong Kong court and the Cayman court (the "**Restructuring**"). As part of the scheme consideration under the Restructuring, the Company expects to issue the mandatory convertible bonds (the "**Bonds**") on 30 July 2026 (the "**Issue Date**"). Unless otherwise defined, capitalised terms herein bear the same meaning as set forth in the trust deed constituting the Bonds.

Pursuant to the terms of the Bonds, the Issue Date is a Periodic Mandatory Conversion Record Date and the Relevant Mandatory Conversion Amount, being 50% of the aggregate principal amount of the Bonds will be mandatorily converted into Shares (the "**Periodic Mandatory Conversion**").

The period commencing two business days prior to the Issue Date until (and including) the Registration Date with respect to the Periodic Mandatory Conversion is a "Closed Period" and pursuant to the terms of the Bonds, a Bondholder may not exercise the Voluntary Conversion Right during such period. Accordingly, during such Closed Period, no Bondholder may deposit a Voluntary Conversion Notice and no Voluntary Conversion shall be processed until the next business day at the place of the specified office of the relevant Conversion Agent after the end of the Closed Period.

Any Bondholder who deposits a Voluntary Conversion Notice during the Closed Period will not be permitted to convert the relevant Bonds into Shares (as specified in the Voluntary Conversion Notice) until the next business day at the place of the specified office of the relevant Conversion Agent after the end of the Closed Period, which (if all other conditions to the conversion have been fulfilled) will be the Voluntary Conversion Date for such Bonds provided that such date is no later than the Voluntary Conversion Period End Date.

For further information in relation to this notice, please contact the Conversion Agent or the Company's financial adviser or legal adviser, in each case, using the contact details below:

Conversion Agent

GLAS Specialist Services Limited

Address: 2nd Floor, 10 Old Bailey, London, EC4M 7NG, United Kingdom

Email: conversions@glas.agency

Financial Adviser to the Company

Alvarez & Marsal Corporate Finance Limited

Address: Room 405-7, 4/F, St. George's Building, 2 Ice House Street, Central, Hong Kong

Email: fantasia@alvarezandmarsal.com

Legal Adviser to the Company

Linklaters

Address: 11th Floor, Alexandra House, Chater Road, Hong Kong

Email: dlprojectone2025@linklaters.com

As at the date of this announcement, the executive directors of the Company are Mr. Lin Zhifeng and Mr. Timothy David Gildner; the non-executive Directors of the Company are Ms. Zeng Jie, Baby, Mr. Su Boyu and Ms. Huang Yueping; and the independent non-executive Directors of the Company are Mr. Leung Yiu Cho, Mr. Guo Shaomu and Mr. Ma Yuheng.