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This joint announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for shares of Fullshare Holdings Limited or of China High Speed Transmission Equipment Group Co., Ltd.


Fullshare Holdings Limited
豐盛控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 00607)


中國高速傳動設備集團有限公司*
China High Speed Transmission Equipment Group Co., Ltd.
(Incorporated in the Cayman Islands with limited liability)
(Stock code: 658)

Five Seasons XVI Limited

(Incorporated in the British Virgin Islands with limited liability)

JOINT ANNOUNCEMENT

DESPATCH OF THE COMPOSITE DOCUMENT RELATING TO VOLUNTARY CONDITIONAL SHARE EXCHANGE OFFER BY BAOQIAO PARTNERS CAPITAL LIMITED FOR AND ON BEHALF OF FIVE SEASONS XVI LIMITED (A WHOLLY-OWNED SUBSIDIARY OF FULLSHARE HOLDINGS LIMITED) TO ACQUIRE ALL OF THE ISSUED SHARES OF CHINA HIGH SPEED TRANSMISSION EQUIPMENT GROUP CO., LTD. (OTHER THAN THOSE ALREADY OWNED BY THE OFFEROR AND PARTIES ACTING IN CONCERT WITH THE OFFEROR) IN EXCHANGE FOR NEW SHARES TO BE ISSUED BY FULLSHARE HOLDINGS LIMITED

**Financial Adviser to
Five Seasons XVI Limited and
Fullshare Holdings Limited**


BAOQIAO PARTNERS

BAOQIAO PARTNERS CAPITAL LIMITED

**Financial Adviser to
China High Speed Transmission Equipment
Group Co., Ltd.**


Donvex
富域資本
Donvex Capital Limited
富域資本有限公司

DESPATCH OF THE COMPOSITE DOCUMENT

The Composite Document containing, among other things, (i) the expected timetable in respect of the Offer; (ii) a letter from BaoQiao Partners; (iii) a letter from the Offeree Board; (iv) a letter from the Offeree IBC in relation to the recommendation of the Offer; and (v) a letter from the Offeree IFA in relation to the advice of the Offer, together with the Form of Acceptance, have been despatched to the Offeree Independent Shareholders on Monday, 31 October 2016 in accordance with the Takeovers Code.

IMPORTANT

Offeree Independent Shareholders are strongly advised to read the Composite Document carefully, including the letter from the Offeree IBC and the advice from the Offeree IFA to the Offeree IBC and the Offeree Independent Shareholders, before deciding whether or not to accept the Offer.

The Offer is subject to the satisfaction or waiver (where applicable) of the Conditions of the Offer. Accordingly, the Offer may or may not become unconditional. Shareholders and potential investors of Fullshare and/or the Offeree Company are advised to exercise caution when dealing in Fullshare Shares and the Offeree Shares. Persons who are in doubt as to the action they should take should consult their licensed securities dealer or registered institution in securities, bank manager, solicitor or other professional advisers.

The respective associates (including a person who owns or controls 5% or more of any class of relevant securities of the Offeree Company, the Offeror or Fullshare) of the Offeree Company, the Offeror or Fullshare are reminded to disclose their dealings in the securities of the Offeree Company and Fullshare in accordance with Rule 22 of the Takeovers Code.

Reference is made to (i) the announcement jointly issued by Fullshare Holdings Limited (“**Fullshare**”), Five Seasons XVI Limited (the “**Offeror**”), a wholly-owned subsidiary of Fullshare and China High Speed Transmission Equipment Group Co., Ltd. (the “**Offeree Company**”) dated 19 September 2016; (ii) the announcement jointly issued by Fullshare, the Offeror and the Offeree Company in relation to the delay in despatch of the Fullshare Circular and the Composite Document dated 24 October 2016; and (iii) the composite offer and response document jointly issued by Fullshare, the Offeror and the Offeree Company dated 31 October 2016 (the “**Composite Document**”) in relation to, among other things, the Offer. Unless otherwise defined herein, terms used in this joint announcement shall have the same meanings as those defined in the Composite Document.

DESPATCH OF THE COMPOSITE DOCUMENT

The Composite Document containing, among other things, (i) the expected timetable in respect of the Offer; (ii) a letter from BaoQiao Partners; (iii) a letter from the Offeree Board; (iv) a letter from the Offeree IBC in relation to the recommendation of the Offer; and (v) a letter from the Offeree IFA in relation to the advice of the Offer, together with the Form of Acceptance, have been despatched to the Offeree Independent Shareholders on Monday, 31 October 2016 in accordance with the Takeovers Code.

EXPECTED TIMETABLE

Set out below is the expected timetable of the Offer as extracted from the Composite Document. The timetable set out below is indicative only and may be subject to change.

Further announcement(s) will be made as and when appropriate. Unless otherwise specified, all times and dates refer to Hong Kong local time and date.

Despatch date of the Composite Document and
the accompanying Form of Acceptance Monday, 31 October 2016

Opening date of the Offer (*Note 1*) Monday, 31 October 2016

Fullshare EGM Thursday, 17 November 2016

Announcement of the results of Fullshare EGM,
to be posted on the website of the Stock Exchange. Thursday, 17 November 2016

First Closing Date (*Note 2*) Monday, 21 November 2016

Latest time and date for acceptance of
the Offer on the First Closing Date (*Note 2*) by 4:00 p.m. on Monday,
21 November 2016

Announcement of the results of the Offer as at
the First Closing Date (or its extension or revision,
if any), to be posted on the website of
the Stock Exchange (*Note 2*) by 7:00 p.m. on Monday,
21 November 2016

Latest date of posting of share certificates of
Fullshare Shares in respect of valid acceptances
received by the First Closing Date under the Offer,
assuming that the Offer becomes or is declared
unconditional on the First Closing Date (*Note 3*). Wednesday, 30 November 2016

Latest time and date for the Offer remaining open
for acceptance assuming that the Offer becomes
or is declared unconditional in all respects on
the First Closing Date (*Note 2*) by 4:00 p.m. on Monday
5 December 2016

Long Stop Date being the latest time and date
by which the Offer can become or be declared
unconditional as to acceptances (*Note 4*) by 7:00 p.m. on Friday
30 December 2016

Notes:

1. The Offer is made on 31 October 2016, being the date of posting of the Composite Document, and is capable of acceptance on and from that date until the close of the Offer Period.
2. In accordance with the Takeovers Code, the Offer must initially be open for acceptance for at least 21 days following the date on which the Composite Document is posted. The latest time and date for acceptance will be at 4:00 p.m. on Monday, 21 November 2016 unless the Offeror revises or extends the Offer in accordance with the Takeovers Code. The Offeror has the right under the Takeovers Code to extend the Offer until such date as it may determine in accordance with the Takeovers Code (or as permitted by the Executive in accordance with the Takeovers Code). The Offeror, Fullshare and the Offeree Company will jointly issue an announcement through the websites of the Stock Exchange, Fullshare and the Offeree Company by no later than 7:00 p.m. on Monday, 21 November 2016 stating whether the Offer has been extended, revised or has expired. In any announcement of extension of the Offer, the next Closing Date must be stated. In accordance with the Takeovers Code, where the Offer becomes or is declared unconditional, it should remain open for acceptance for not less than 14 days thereafter. In such case, at least 14 days' notice by way of an announcement will be given before the Offer is closed to those Offeree Independent Shareholders who have not accepted the Offer.
3. Share certificates of the Fullshare Shares in respect of the consideration for the Offeree Shares tendered under the Offer will be posted to those Offeree Independent Shareholders accepting the Offer as soon as possible, but in any event within seven (7) Business Days following the later of the date of receipt by the Registrar of all the relevant documents to render the acceptance under the Offer complete and valid, and the date on which the Offer becomes or is declared unconditional in all respects.
4. In accordance with the Takeovers Code, except with the consent of the Executive, the Offer may not become or be declared unconditional as to acceptances after 7:00 p.m. on the 60th day after the day the Composite Document is posted. Where a period laid down in the Takeovers Code ends on a day which is not a Business Day, the period is extended until the next Business Day. Accordingly, unless the Offer has previously become or is declared unconditional as to acceptances, the Offer will lapse after 7:00 p.m. on Friday, 30 December 2016, unless extended with the consent of the Executive.

IMPORTANT

Offeree Independent Shareholders are strongly advised to read the Composite Document carefully, including the letter from the Offeree IBC and the advice from the Offeree IFA to the Offeree IBC and the Offeree Independent Shareholders, before deciding whether or not to accept the Offer.

The Offer is subject to the satisfaction or waiver (where applicable) of the Conditions of the Offer. Accordingly, the Offer may or may not become unconditional. Shareholders and potential investors of Fullshare and/or the Offeree Company are advised to exercise caution when dealing in Fullshare Shares and the Offeree Shares. Persons who are in doubt as to the action they should take should consult their licensed securities dealer or registered institution in securities, bank manager, solicitor or other professional advisers.

The respective associates (including a person who owns or controls 5% or more of any class of relevant securities of the Offeree Company, the Offeror or Fullshare) of the Offeree Company, the Offeror or Fullshare are reminded to disclose their dealings in the securities of the Offeree Company and Fullshare in accordance with Rule 22 of the Takeovers Code.

By order of the board of
Fullshare Holdings Limited
Ji Changqun
Chairman

By order of the board of
**China High Speed Transmission
Equipment Group Co., Ltd.**
HU YUEMING
Chairman

By order of the sole director of
Five Seasons XVI Limited
Wang Bo
Sole Director

Hong Kong, 31 October 2016

The sole director of the Offeror and the directors of Fullshare jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement, other than those relating to the Offeree Company and the Offeree Group, and confirm, having made all reasonable inquiries, that, to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Offeree Company and the Offeree Group) have been arrived at after due and careful consideration and that there are no other facts not contained in this joint announcement, the omission of which would make any statements in this joint announcement misleading.

The directors of the Offeree Company jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement, other than those relating to the Offeror, Fullshare and parties acting in concert with any of them, and confirm, having made all reasonable inquiries, that, to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Offeror, Fullshare and parties acting in concert with any of them) have been arrived at after due and careful consideration and that there are no other facts not contained in this joint announcement, the omission of which would make any statements in this joint announcement misleading.

As at the date of this joint announcement, the sole director of the Offeror is Mr. Wang Bo.

As at the date of this joint announcement, the executive directors of Fullshare are Mr. Ji Changqun, Mr. Shi Zhiqiang, Mr. Wang Bo; the non-executive director of Fullshare is Mr. Eddie Hurip and the independent non-executive directors of Fullshare are Mr. Lau Chi Keung, Mr. Chow Siu Lui and Mr. Tsang Sai Chung.

As at the date of this joint announcement, the executive directors of the Offeree Company are Mr. Hu Yueming, Mr. Chen Yongdao, Mr. Gou Jianhui, Mr. Wang Zhengbing, Mr. Zhou Zhijin and Mr. Hu Jichun; and the independent non-executive directors of the Offeree Company are Mr. Jiang Xihe, Mr. Zhu Junsheng, Mr. Chen Shimin and Ms. Jiang Jianhua.

* For identification purpose only