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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)

**JOINT ANNOUNCEMENT
MONTHLY PROGRESS UPDATE
PURSUANT TO RULE 3.7 OF THE TAKEOVERS CODE**

This joint announcement is made pursuant to Rule 3.7 of The Hong Kong Code on Takeovers and Mergers (the “**Takeovers Code**”) by the respective board of directors of Fullshare Holdings Limited (“**Fullshare**”) and China High Speed Transmission Equipment Group Co., Ltd. (“**CHS**”).

References are made to the joint announcements issued by Fullshare and CHS dated (i) 18 January 2018 and 14 February 2018 in relation to, among other things, the Proposed Offer and the Possible Disposal; (ii) 15 March 2018 in relation to, among other things, the possible change of transaction structure from a possible conditional voluntary partial cash offer for the issued shares of CHS to the Possible Transaction and the Possible Mandatory Offer; (iii) 16 April 2018 and 25 May 2018 in relation to the monthly update of the Possible Transaction and the Possible Mandatory Offer; and (iv) 25 April 2018 in relation to, among other things, the Earnest Money Agreement and the Supplemental MOU (collectively, the “**Joint Announcements**”). Capitalised terms used herein shall have the same meanings as those defined in the Joint Announcements unless specified otherwise.

* For identification purpose only

Fullshare and CHS wish to update their respective shareholders and potential investors that as at the date of this joint announcement, as informed by the Potential Offeror and Five Seasons, (i) Five Seasons is in the course of negotiating with the Potential Offeror in relation to the possibility of entering into a framework agreement (the “**Framework Agreement**”) containing more detailed terms and conditions regarding the Possible Transaction; (ii) the discussions between Five Seasons and the Potential Offeror are still on-going pending the entering into of the Framework Agreement; and (iii) save for the MOU, the Supplemental MOU and the Earnest Money Agreement (each contains certain legally binding provisions as disclosed in the Joint Announcements), no commitment or any formal or legally binding agreement has been reached or entered into in respect of the material terms and conditions of the Possible Transaction as at the date of this joint announcement. If the Framework Agreement can or cannot be entered into by the parties, an announcement will be made to inform the market in accordance with the Takeovers Code.

As informed by the Potential Offeror, the Potential Offeror continues to conduct due diligence on CHS and is in the process of preparing various filing materials with the relevant authorities in the People’s Republic of China in connection with the Possible Transaction as at the date of this joint announcement.

In accordance with Rule 3.7 of the Takeovers Code, monthly announcements regarding the progress of the discussions will be made by Fullshare and CHS until announcement of a firm intention to make an offer under Rule 3.5 of the Takeovers Code or of a decision not to proceed with the Possible Transaction is made. Further announcement(s) will be made by Fullshare and CHS as and when appropriate in accordance with the relevant requirements of the Listing Rules and the Takeovers Code (as the case may be).

If the Possible Transaction materialises and is completed, it will lead to a change in control of CHS and the Possible Mandatory Offer to be made under Rule 26.1 of the Takeovers Code. As at the date of this joint announcement, no commitment or any formal or legally binding agreement has been reached or entered into in respect of the Possible Transaction and there is no assurance that the Possible Transaction will materialise or eventually be consummated. Shareholders and potential investors of Fullshare and CHS are advised to exercise caution when dealing in the shares or other securities of Fullshare or CHS, and if they are in doubt about their positions, they should consult their professional adviser(s).

By Order of the Board
Fullshare Holdings Limited
JI CHANGQUN
Chairman

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

Hong Kong, 25 June 2018

As at the date of this joint announcement, the executive directors of Fullshare are Mr. Ji Changqun, Mr. Shi Zhiqiang, and Mr. Wang Bo; 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 CHS are Mr. Chen Yongdao, Mr. Wang Zhengbing, Mr. Zhou Zhijin, Mr. Hu Jichun and Ms. Zheng Qing; the non-executive directors of CHS are Mr. Hu Yueming and Mr. Yuen Chi Ping; and the independent non-executive directors of CHS are Dr. Chan Yau Ching, Bob, Ms. Jiang Jianhua, Mr. Jiang Xihe and Mr. Nathan Yu Li.

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

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