

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this joint announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this joint announcement.

The information set out below in this joint announcement is provided for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for shares in Fullshare Holdings Limited or 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)

**JOINT ANNOUNCEMENT
PURSUANT TO RULE 3.7 OF THE TAKEOVERS CODE**

**INSIDE INFORMATION
TERMINATION OF THE AGREEMENTS
END OF OFFER PERIOD
AND
RESUMPTION OF TRADING**

This joint announcement is made pursuant to Rule 3.7 of The Hong Kong Code on Takeovers and Mergers (the “**Takeovers Code**”) and the Inside Information Provisions under Part XIVA of the SFO by the respective board of directors of Fullshare Holdings Limited (“**Fullshare**”) and China High Speed Transmission Equipment Group Co., Ltd. (“**CHS**”, together with its subsidiaries, the “**CHS Group**”).

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 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, 25 May 2018, 25 June 2018, 2 August 2018 and 3 September 2018 in relation to the monthly update of the Possible Transaction and the Possible Mandatory Offer; (iv) 25 April 2018 and 28 September 2018 in relation to, among other things, the Earnest Money Agreement, the First Supplemental MOU, the Supplemental Earnest Money Agreement and the Second Supplemental MOU; (v) 30 June 2018 in relation to the Framework Agreement, the Possible Sale and Purchase, the Possible CHS Disposal and the publication of the Preliminary Restructuring Report by the

* For identification purpose only

Potential Offeror; (vi) 9 October 2018 in relation to the publication of the A-share announcement by the Potential Offeror; and (vii) 23 October 2018 in relation to the publication of the October 2018 A-share Announcements by the Potential Offeror and Neoglory Holdings respectively (collectively, the “**Joint Announcements**”). Capitalised terms used herein shall have the same meanings as those defined in the Joint Announcements unless specified otherwise.

TERMINATION OF THE AGREEMENTS

Pursuant to the terms of the Supplemental Earnest Money Agreement and the Second Supplemental MOU, the term of the Earnest Money Agreement and First Supplemental MOU has been extended to the earliest of the following: (a) the Due Date (i.e. 31 October 2018); (b) the date on which the announcement on the Possible Sale and Purchase is made pursuant to Rule 3.5 of the Takeovers Code; or (c) the date on which the Potential Offeror terminates the Possible Sale and Purchase by notice in writing to Fullshare and Five Seasons. As informed by Five Seasons and Mr. Ji that as at 31 October 2018, no definitive agreement(s) has been entered into among the parties on or before the Due Date. As such, the Agreements have been automatically terminated and the respective parties to the Agreements ceased negotiation regarding the Possible Sale and Purchase (the “**Termination**”).

The respective board of directors of Fullshare and CHS consider that the Termination would have no material adverse impact on the financial and operational position of Fullshare and CHS.

END OF OFFER PERIOD

For the purpose of the Takeovers Code, the offer period ended on the date of this joint announcement.

RESUMPTION OF TRADING OF FULLSHARE AND CHS

At the request of Fullshare and CHS respectively, trading in the shares of Fullshare (stock code: 607) and the shares of CHS (stock code: 658) had respectively been halted with effect from 9:00 a.m. on 31 October 2018 pending the release of this joint announcement. Each of Fullshare and CHS will apply for resumption of trading in the shares of Fullshare and the shares of CHS on The Stock Exchange of Hong Kong Limited with effect from 9:00 a.m. on 1 November 2018 following the publication of this joint announcement.

CAUTION

Shareholders and potential investors of Fullshare and CHS should exercise caution when dealing in the securities of Fullshare or of CHS, and if they are in any doubt about their position, 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, 31 October 2018

As at the date of this joint announcement, the executive directors of Fullshare are Mr. Ji Changqun, Mr. Wang Bo and Ms. Du Wei; 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.