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**WINSWAY**<sup>®</sup>

**WINSWAY ENTERPRISES HOLDINGS LIMITED**

**永暉實業控股股份有限公司**

*(formerly known as “WINSWAY COKING COAL HOLDINGS LIMITED 永暉焦煤股份有限公司”)*

*(Incorporated in the British Virgin Islands with limited liability)*

**(Stock Code: 1733)**

## **PLEDGE OF SHARES BY CONTROLLING SHAREHOLDER**

This announcement is made by Winsway Enterprises Holdings Limited (the “**Company**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined in the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

The Company has been notified by Mr. Wang Xingchun (“**Mr. Wang**”), the Chairman of the Company and the Company’s controlling shareholder (as such term is defined in the Listing Rules), that he pledged 390,000,000 shares in the Company (the “**Pledged Shares**”) through his indirectly wholly owned company, Winsway Resources Holdings Limited, on September 30, 2014 in favour of an independent third party of the Company (the “**Pledgee**”), as security for the performance of certain contractual obligation of Beijing Winsway Investment Co., Ltd., a company indirectly owned by Mr. Wang, under a bona fide commercial agreement. The Company understands that Mr. Wang and the Pledgee are engaged in negotiations regarding a possible transfer of shares in the Company by Mr. Wang to the Pledgee that may involve the Pledged Shares but so far as the Company is aware terms for any such transaction have not been finalised.

As at the date of this announcement, the Pledged Shares represent approximately 10.34% of the issued shares of the Company. The above pledge of shares does not fall within the scope of Rule 13.17 of the Listing Rules.

As at the date of this announcement, including the Pledged Shares, Mr. Wang is interested in a total of 1,852,484,109 shares of the Company, representing approximately 49.10% of the total issued shares of the Company.

By Order of the Board of  
**Winsway Enterprises Holdings Limited**  
**Cao Xinyi**  
*Company Secretary*

Hong Kong, September 30, 2014

*As at the date of this announcement, the executive directors of the Company are Mr. Wang Xingchun, Ms. Zhu Hongchan, Ms. Ma Li, Mr. Wang Changqing and Mr. Andreas Werner, the non-executive directors of the Company are Mr. Daniel J. Miller, Mr. Liu Qingchun and Mr. Lu Chuan and the independent non-executive directors of the Company are Mr. James Downing, Mr. Ng Yuk Keung, Mr. Wang Wenfu and Mr. George Jay Hambro.*