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**WINSHINE ENTERTAINMENT & MEDIA HOLDING  
COMPANY LIMITED**

**中國瀛晟娛樂傳媒控股有限公司**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 209)**

**UPDATE ON THE ACQUISITION OF ANKAI TIANJIN THROUGH  
STRUCTURED CONTRACTS**

Reference is made to the announcement of Winshine Entertainment & Media Holding Company Limited (the “**Company**”) dated 19 November 2014 in relation to the Framework Agreement regarding the acquisition of Ankai Tianjin through the Structured Contracts and the announcements of the Company dated 2 January 2015, 2 February 2015, 2 March 2015 and 15 April 2015, respectively, in relation to the extension of the Long Stop Date (each an “**Announcement**” and collectively the “**Announcements**”). Capitalised terms used in this announcement shall have the same meanings as defined in the Announcements unless otherwise defined.

As certain Conditions have not been fulfilled or complied with as of the extended Long Stop Date (i.e. 30 June 2015), the parties to the Framework Agreement (as supplemented and amended by the supplemental agreements dated 2 January 2015, 2 February 2015, 2 March 2015 and 15 April 2015) have agreed that the Acquisition will not proceed to Completion. The Framework Agreement will be terminated and the Existing Shareholders shall refund the First Deposit and Second Deposit (HK\$100 million in aggregate) to Beijing Luxtone on or before 22 July 2015.

By Order of the Board  
**Gao Feng**  
*Executive Director and Chairman*

Hong Kong, 30 June 2015

*As at the date of this announcement, the Board comprises three Executive Directors, being Mr. Gao Feng (Chairman), Mr. Zhang Jack Jiyei (Chief Financial Officer) and Mr. Wu Jiang; one Non-executive Director, namely Mr. Lo Ming Chi, Charles; and three Independent Non-executive Directors, namely Mr. Li Fang, Mr. Wong Kee Fung Kenneth and Mr. Wong Kwok Tai.*