

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this 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 announcement.*

**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)**

## **VOLUNTARY ANNOUNCEMENT**

Reference is made to the announcements of Winsway Enterprises Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) dated 26 November 2015, 13 March 2016 and 24 March 2016 in relation to, among other things, the Debt Restructuring including the Scheme Meetings and the Rights Issue (the “**Announcements**”). Capitalised terms used in this announcement shall bear the same meanings as those defined in the Announcements unless the context requires otherwise.

The board of directors of the Company (the “**Board**”) would like to provide an update on certain recent developments in relation to the Group.

As disclosed in the Announcements, the Debt Restructuring will be implemented by the Schemes in Hong Kong and BVI, for which recognition will be sought in the U.S. under chapter 15 of title 11 of the United States Code, 11 U.S.C. §§ 101–1532 (the “**U.S. Bankruptcy Code**”) (the “**Chapter 15 Recognition**”). The chapter 15 regime under the U.S. Bankruptcy Code provides a mechanism by which foreign proceedings are recognised in the U.S.. The purpose of Chapter 15 Recognition of the Hong Kong Scheme is to give effect to the compromise in the U.S. to bind all Bondholders to the terms of the Hong Kong Scheme under the U.S. laws and to bar the Bondholders from taking any action in respect of the Senior Notes in the U.S. who are not subject to the jurisdiction of the Hong Kong Court or the BVI Court. The United States Bankruptcy Court for the Southern District of New York (the “**U.S. Bankruptcy Court**”) having made an order under Chapter 15 Recognition recognising and giving effect to certain aspects of the compromise and arrangement set out in the Hong Kong Scheme, including the release of the Company from its obligations in respect of the Senior Notes, is one of the conditions to make the Schemes become fully effective.

As the date of this announcement, the Company has filed the petition for the Chapter 15 Recognition with the U.S. Bankruptcy Court, which has scheduled a hearing to consider the relief requested in the petition at **10:00 a.m. (New York time) on May 9, 2016 in Room**

**523 of the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004.** Further details in relation to such hearing will be disclosed in the announcement to be published by the Company separately.

As disclosed in the Company's announcement dated 24 March 2016, the Scheme Meeting will be held in Hong Kong at 10.00 a.m. on Tuesday 3 May 2016 (Hong Kong time)/10:00 p.m. on 2 May 2016 (BVI time). The petition seeking sanction of the BVI Scheme from the Commercial Division of the Eastern Caribbean Supreme Court shall be heard at 10.00 a.m. (BVI time) on Wednesday 11 May 2016. The petition seeking sanction of the Hong Kong Scheme from the High Court of the Hong Kong Special Administrative Region shall be heard at 10.00 a.m. (Hong Kong time) on Tuesday 17 May 2016.

In the meantime, the Company is preparing the circular in connection with, amongst other things the Debt Restructuring and the proposed Rights Issue.

Further announcement(s) will be made in respect of any further development with regard to the Chapter 15 Recognition as and when appropriate.

By Order of the Board  
**Winsway Enterprises Holdings Limited**  
**Cao Xinyi**  
*Chief Executive Officer and Company Secretary*

Hong Kong, 11 April 2016

*As at the date of this announcement, the executive Directors are Ms. Cao Xinyi, Ms. Zhu Hongchan, Mr. Wang Yaxu and Mr. Feng Yi, the non-executive Director is Mr. Lu Chuan and the independent non-executive Directors are Mr. James Downing, Mr. Ng Yuk Keung, Mr. Wang Wenfu and Mr. George Jay Hambro.*