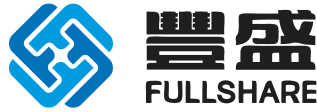


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Fullshare Holdings Limited

豐盛控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00607)

MAJOR TRANSACTION IN RELATION TO THE PROPOSED DISPOSAL OF THE ENTIRE EQUITY INTEREST IN JIANGSU PROVINCE FULLSHARE PROPERTY DEVELOPMENT LIMITED

PROVISION OF FINANCIAL ASSISTANCE AND DISCLOSURE PURSUANT TO RULES 13.13 AND 13.15 OF THE LISTING RULES

THE DISPOSAL

The Board is pleased to announce that after trading hours of the Stock Exchange on 29 May 2015, Nanjing Fullshare Asset Management, the Purchaser and Jiangsu Fullshare Property entered into the Equity Transfer Agreement, pursuant to which Nanjing Fullshare Asset Management has conditionally agreed to sell the entire equity interest in Jiangsu Fullshare Property, an indirect wholly-owned subsidiary of the Company, to the Purchaser for a total consideration of RMB467 million (equivalent to approximately HK\$584 million) pursuant to the terms and conditions of the Equity Transfer Agreement. The Consideration will be paid by installments.

UNPAID DIVIDEND AND RECEIVABLES

Jiangsu Fullshare Property has declared and obtained shareholders' approval for payment of the Unpaid Dividend of approximately RMB36.73 million (equivalent to approximately HK\$45.91 million) to Nanjing Fullshare Asset Management. Under the Equity Transfer Agreement, the Purchaser has agreed to, subject to Completion, pay the Unpaid Dividend to Nanjing Fullshare Asset Management on behalf of Jiangsu Fullshare Property within 12 months after the date of the Equity Transfer Agreement. The Unpaid Dividend is non-interest bearing. The Purchaser and Jiangsu Fullshare Property will be jointly and severally liable for the payment of the Unpaid Dividend to Nanjing Fullshare Asset Management upon Completion.

After setting-off the intra-group payables and receivables between the Group and Jiangsu Fullshare Property, the Receivables, being intra-group receivables in an aggregate amount of approximately RMB126.86 million (equivalent to approximately HK\$158.58 million), are owed and payable by Jiangsu Fullshare Property to Nanjing Fullshare Asset Management. Under the Equity Transfer Agreement, the Purchaser has agreed to, subject to Completion, pay the Receivables to Nanjing Fullshare Asset Management on behalf of Jiangsu Fullshare Property within 120 Business Days after the date of the Equity Transfer Agreement. In the event that the Receivables are not repaid in full on time, default interest at the rate of 15% per annum will be charged for late payment. The Purchaser and Jiangsu Fullshare Property will be jointly and severally liable for the payment of the Receivables and default interest (if any) to Nanjing Fullshare Asset Management upon Completion.

Upon Completion, the deferred payment of the Second Installment, the Unpaid Dividend and the Receivables would constitute financial assistance provided by Nanjing Fullshare Asset Management to the Purchaser under Chapter 14 of the Listing Rules.

To secure the obligations of the Purchaser to pay the Consideration, the Unpaid Dividend and the Receivables under the Equity Transfer Agreement, the Purchaser has agreed to pledge the entire equity interest in Jiangsu Fullshare Property to Nanjing Fullshare Asset Management under the Equity Transfer Agreement.

LISTING RULES IMPLICATIONS

As the applicable percentage ratios in respect of the Disposal exceed 25% but are less than 75%, the Disposal constitutes a major transaction for the Company under Chapter 14 of the Listing Rules and is subject to reporting, announcement and shareholders' requirements approval pursuant to Chapter 14 of the Listing Rules.

As the applicable percentage ratios in respect of the financial assistance to be provided by Nanjing Fullshare Asset Management to the Purchaser or Jiangsu Fullshare Property (as the case may be) upon Completion in connection with the deferred payment of the Second Installment, the Unpaid Dividend and the Receivables on an aggregate basis exceed 5% but are less than 25%, the deferred payment of the Second Installment, the Unpaid Dividend and the Receivables constitute a discloseable transaction for the Company under Chapter 14 of the Listing Rules and is subject to reporting and announcement requirements under Chapter 14 of the Listing Rules. Since the assets ratio in respect of the Second Installment, the Unpaid Dividend and the Receivables due from the Purchaser or Jiangsu Fullshare Property (as the case may be) upon Completion on an aggregate basis exceeds 8%, the deferred payment of the Second Installment, the Unpaid Dividend and the Receivables is subject to the general disclosure obligations under Rules 13.13 and 13.15 of the Listing Rules.

WRITTEN SHAREHOLDER'S APPROVAL

Pursuant to Rule 14.44 of the Listing Rules, in lieu of a resolution to be passed at a general meeting of the Company, the Company intends to obtain written shareholder's approval from Magnolia Wealth, a controlling shareholder of the Company directly holding 9,181,497,954 Shares, representing approximately 67.66% of the issued share capital of the Company as at the date of this announcement. To the best of the Directors' knowledge, information and belief, none of the Shareholders has any material interest in the Disposal and therefore no Shareholder is required to abstain from voting if the Company were to convene an extraordinary general meeting for the approval of the Disposal.

A circular containing, among other things, details of the Disposal will be despatched to the Shareholders on or before 19 June 2015.

Shareholders and potential investors should note that the Completion is subject to the Conditions to be fulfilled. Shareholders and potential investors should also note that there are risks associated with the Disposal and they should consider and assess all the risks carefully. Shareholders and potential investors are reminded to exercise extreme caution when dealing in the Shares and other securities of the Company.

THE DISPOSAL

The Board is pleased to announce that after trading hours of the Stock Exchange on 29 May 2015, Nanjing Fullshare Asset Management, the Purchaser and Jiangsu Fullshare Property entered into the Equity Transfer Agreement, pursuant to which Nanjing Fullshare Asset Management has conditionally agreed to sell the entire equity interest in Jiangsu Fullshare Property, an indirect wholly-owned subsidiary of the Company, to the Purchaser for a total consideration of RMB467 million (equivalent to approximately HK\$584 million) pursuant to the terms and conditions of the Equity Transfer Agreement. Details of the Equity Transfer Agreement are set out below.

Equity Transfer Agreement

Date

29 May 2015 (after trading hours)

Parties

- (i) Nanjing Fullshare Asset Management, an indirect wholly-owned subsidiary of the Company, as vendor;
- (ii) The Purchaser, as purchaser; and
- (iii) Jiangsu Fullshare Property, an indirect wholly-owned subsidiary of the Company, as target company.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, the Purchaser and its ultimate beneficial owners are third parties independent of the Company and its connected persons.

Assets to be disposed of

Pursuant to the Equity Transfer Agreement, Nanjing Fullshare Asset Management has conditionally agreed to sell, and the Purchaser has conditionally agree to acquire, the entire equity interest in Jiangsu Fullshare Property, an indirect wholly-owned subsidiary of the Company.

The principal asset of Jiangsu Fullshare Property is three residential property development projects in Yancheng, the PRC, namely XiChengYiPin (西城逸品), XiChengFuDi (西城府邸) and JiuZongGou (九總溝) with an aggregate GFA of approximately 19,338 sq.m. held for sale, approximately 369,276 sq.m. under development and approximately 222,806 sq.m. held for future development as of 31 March 2015.

Consideration

The Consideration payable by the Purchaser to Nanjing Fullshare Asset Management is RMB467 million (equivalent to approximately HK\$584 million), which will be paid by installments in the following manners:

- (i) within 10 Business Days after the Equity Transfer Agreement has been signed, RMB46.7 million, being 10% of the Consideration, will be deposited by the Purchaser to a bank account designated by Nanjing Fullshare Asset Management (the “**First Installment**”); and
- (ii) within 120 Business Days after completion of the Equity Transfer Procedures and the Equity Pledge Registration, RMB420.30 million, being the balance of the Consideration, will be deposited by the Purchaser to a bank account designated by the Nanjing Fullshare Asset Management (the “**Second Installment**”).

Basis of determining the Consideration

The Consideration was agreed between Nanjing Fullshare Asset Management and the Purchaser after arms' length negotiations based on 10% premium on the adjusted net asset value of Jiangsu Fullshare Property as at 31 December 2014, having taken into account of the financial performance and business prospect of Jiangsu Fullshare Property as disclosed in section headed "Reasons for and Benefits of the Disposal". The adjusted net asset value of approximately RMB424.13 million is calculated based on (a) the unaudited net asset value of Jiangsu Fullshare Property as at 31 December 2014 of approximately RMB460.86 million minus (b) the Unpaid Dividend declared by Jiangsu Fullshare Property to Nanjing Fullshare Asset Management in April 2015 of approximately RMB36.73 million.

Conditions precedent

Completion is conditional upon fulfillment of the Conditions as set forth below:

- (a) the Equity Pledge Agreement having been signed by both Nanjing Fullshare Asset Management and the Purchaser pursuant to which the Purchaser will pledge the entire equity interest in Jiangsu Fullshare Property to Nanjing Fullshare Asset Management to secure the obligations of the Purchaser to pay the Consideration, the Unpaid Dividend and the Receivables under the Equity Transfer Agreement;
- (b) the Company having published the relevant announcement and/or circular (if necessary) and having obtained the Shareholders' approval (if necessary) in relation to the Equity Transfer Agreement, the Disposal and other transactions contemplated under the Equity Transfer Agreement in accordance with the Listing Rules and the requirements of the Stock Exchange; and
- (c) the First Installment having been paid by the Purchaser in accordance with the terms of the Equity Transfer Agreement.

None of the above conditions is waivable. As at the date of this announcement, the condition set out in (a) above has been fulfilled.

Completion

After the fulfillment of all the Conditions and completion of the Equity Transfer Procedures (which shall be completed within 20 Business Days after the fulfillment of all the Conditions), the Completion shall take place on the date on which Jiangsu Fullshare Property obtains its new business licence.

Upon the Completion, Nanjing Fullshare Asset Management will cease to hold any equity interest in Jiangsu Fullshare Property and Jiangsu Fullshare Property will cease to be a subsidiary of the Company.

Unpaid Dividend and Receivables

Jiangsu Fullshare Property has declared and obtained shareholders' approval for payment of the Unpaid Dividend of approximately RMB36.73 million (equivalent to approximately HK\$45.91 million) to Nanjing Fullshare Asset Management. Under the Equity Transfer Agreement, the Purchaser has agreed to, subject to Completion, pay the Unpaid Dividend to Nanjing Fullshare Asset Management on behalf of Jiangsu Fullshare Property within 12 months after the date of the Equity Transfer Agreement. The Unpaid Dividend is non-interest bearing. The Purchaser and Jiangsu Fullshare Property will be jointly and severally liable for the payment of the Unpaid Dividend to Nanjing Fullshare Asset Management upon Completion.

After setting-off the intra-group payables and receivables between the Group and Jiangsu Fullshare Property, the Receivables, being intra-group receivables in an aggregate amount of approximately RMB126.86 million (equivalent to approximately HK\$158.58 million), are owed and payable by Jiangsu Fullshare Property to Nanjing Fullshare Asset Management. Under the Equity Transfer Agreement, the Purchaser has agreed to, subject to Completion, pay the Receivables to Nanjing Fullshare Asset Management on behalf of Jiangsu Fullshare Property within 120 Business Days after the date of the Equity Transfer Agreement. In the event that the Receivables to Nanjing Fullshare Asset Management are not repaid in full on time, default interest at the rate of 15% per annum will be charged for late payment. The Purchaser and Jiangsu Fullshare Property will be jointly and severally liable for the payment of the Receivables and default interest (if any) to Nanjing Fullshare Asset Management upon Completion.

Upon Completion, the deferred payment of the Second Installment, the Unpaid Dividend and the Receivables would constitute financial assistance provided by Nanjing Fullshare Asset Management to the Purchaser under Chapter 14 of the Listing Rules.

Equity Pledge Agreement

To secure the obligations of the Purchaser to pay the Consideration, the Unpaid Dividend and the Receivables under the Equity Transfer Agreement, the Purchaser has agreed to pledge the entire equity interest in Jiangsu Fullshare Property to Nanjing Fullshare Asset Management under the Equity Transfer Agreement.

On 29 May 2015, the Purchaser (as pledgor), Nanjing Fullshare Asset Management (as pledgee) and Jiangsu Fullshare Property (as target company) entered into the Equity Pledge Agreement pursuant to which the Purchaser has agreed to pledge the entire equity interest in Jiangsu Fullshare Property together with all the rights and interest thereto (including but not limited to dividends) to Nanjing Fullshare Asset Management to secure the performance of the Purchaser's obligations under the Equity Transfer

Agreement (including but not limited to the obligations to pay the Consideration, the Unpaid Dividend and the Receivables) and all interests, penalties, damages and litigation costs, legal fees and other costs relating to enforcement of the pledge. The Equity Pledge Registration and the Equity Transfer Procedures will be applied for at the same time. The pledge in relation to 90% equity interest in Jiangsu Fullshare Property will be released within 10 Business Days after the receipt in full of the Consideration and the Receivables by Nanjing Fullshare Asset Management. Nanjing Fullshare Asset Management will deregister the Equity Pledge Registration within 10 Business Days after the receipt in full of the Consideration, the Unpaid Dividend and the Receivables by Nanjing Fullshare Asset Management.

Termination

In the event of any material breach of the Equity Transfer Agreement which is not remedied within twenty (20) Business Days of the written notice given by the non-defaulting party to the defaulting party, the non-defaulting party shall have the right to terminate the Equity Transfer Agreement.

INFORMATION OF THE PARTIES

The Group

The Company is incorporated in the Cayman Islands with limited liability, the issued Shares of which are listed on the Stock Exchange. The principal business activity of the Company is investment holding. The Group is principally engaged in the businesses of green building, green urban EPC (Engineering Procurement Construction), EMC (Energy Management Contract) services and property development in the PRC.

Nanjing Fullshare Asset Management

Nanjing Fullshare Asset Management is a limited liability company incorporated in the PRC and an indirect wholly-owned subsidiary of the Company. Its principal business activity is investment holding.

The Purchaser

The Purchaser is a limited liability company incorporated in the PRC. Its principal business activity is investment and assets management, corporate management consultancy and cultural exchange organization.

Jiangsu Fullshare Property

Jiangsu Fullshare Property is a limited liability company incorporated in the PRC and an indirect wholly-owned subsidiary of the Company. Its principal business activity is residential property development and sale in the PRC.

Financial information of Jiangsu Fullshare Property

Set out below is a summary of the unaudited financial information of Jiangsu Fullshare Property for the two financial years ended 31 December 2013 and 2014 prepared in accordance with the Hong Kong Financial Reporting Standards:

	For the financial year ended 31 December	
	2014	2013
	<i>RMB'000</i>	<i>RMB'000</i>
Net profits before taxation and extraordinary items	24,499	49,573
Net profits after taxation and extraordinary items	26,458	32,553
	As at 31 December	
	2014	2013
	<i>RMB'000</i>	<i>RMB'000</i>
Net assets	460,858	434,400

The Company has engaged Crowe Horwath (HK) Consulting & Valuation Limited to assess values of the properties in Yancheng City, the PRC attributable to Jiangsu Fullshare Property, the report of which will be included in the circular to be despatched to the Shareholders on or before 19 June 2015.

REASONS FOR AND BENEFITS OF THE TRANSACTIONS

The property portfolio of Jiangsu Fullshare Property is three residential property development projects in Yancheng, the PRC, namely XiChengYiPin (西城逸品), XiChengFuDi (西城府邸) and JiuZongGou (九總溝).

XiChengYiPin (西城逸品) had been sold and delivered since 2009 and it contributed large portion of the sales to Jiangsu Fullshare Property. As only remaining stocks of XiChengYiPin (西城逸品) left, it is expected that sales of XiChengYiPin (西城逸品) will continue to decrease and the project of XiChengYiPin (西城逸品) will no longer contribute significant revenue to the Group or material to the Group's property portfolio.

In addition to the decreasing sales of XiChengYiPin (西城逸品), lower gross margin for XiChengfuDi (西城府邸) caused negative impacts on the financial position of Jiangsu Fullshare Property.

As at 31 March 2015, the projects under development and held for future development by Jiangsu Fullshare Property include (i) a total GFA of approximately 369,276 sq.m. of XiChengfuDi (西城府邸) and (ii) JiuZongGou (九總溝), which is still in the preliminary planning stage with a total GFA of approximately 222,806 sq.m.. It is anticipated by the Directors that extensive financing is required for ongoing capital investments for these projects before a positive return can be channeled to the Group in the short or medium term. As such, the Directors consider that it is an opportune time for the Group to re-assess the Group's investments in Jiangsu Fullshare Property in consideration of the potential capital investments and the business prospect of Jiangsu Fullshare Property.

In addition, the Group will record a cash inflow of approximately RMB467 million from the Disposal, which in turn will strengthen the financial position of the Group.

The deferred payment of the Second Installment and the payment arrangement relating to the Unpaid Dividend and the Receivables were requested by the Purchaser and it was agreed to by Nanjing Fullshare Asset Management and the Purchaser as a result of arm's length negotiations between the parties after taking into account the following factors: (i) security is provided by the Purchaser in favour of Nanjing Fullshare Asset Management for securing the Purchaser's payment obligations of the Second Installment, the Unpaid Dividend and the Receivables; and (ii) all the terms and conditions of the Disposal (including the amount of the Consideration) as a whole.

Taking into consideration of the above, the Directors consider the Disposal represents a good opportunity for the Group to divest its investment in Jiangsu Fullshare Property and to focus its resources in its operation and potential investments. The Directors consider the terms of the Equity Transfer Agreement and the Disposal (including the financial assistance to be provided by Nanjing Asset Management to the Purchaser or Jiangsu Fullshare Property (as the case may be) upon Completion in connected with the deferred payment of the Second Installment, the Unpaid Dividend and the Receivables) are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

FINANCIAL EFFECT OF THE DISPOSAL AND USE OF PROCEEDS FROM THE DISPOSAL

Upon the Completion, Nanjing Fullshare Asset Management will cease to hold any equity interest in Jiangsu Fullshare Property and Jiangsu Fullshare Property will cease to be a subsidiary of the Company, and the financial results of Jiangsu Fullshare Property will no longer be consolidated in the accounts of the Group.

It is expected that, subject to audit, the Group will record a gain from the Disposal of approximately RMB69.5 million before tax, which is calculated with the reference to the Consideration for the Disposal, the net asset value of Jiangsu Fullshare Property as at 31 December 2014 recorded in the books of the Company, the Unpaid Dividend and some consolidated adjustments which are considered as necessary.

The exact amount of the gain on the Disposal to be recorded in the consolidated statement of profit or loss of the Group for the year ending 31 December 2015 is subject to audit, and will be calculated based on the net asset value of Jiangsu Fullshare Property disposed of as at Completion and net of any incidental expenses and therefore may be varied from the figure provided above.

Following the Completion, the Group will receive net proceeds of approximately RMB467 million (equivalent to approximately HK\$584 million). The Group intends to apply the net proceeds for general working capital and potential acquisitions and investments as and when opportunities arise.

LISTING RULES IMPLICATIONS

As the applicable percentage ratios in respect of the Disposal exceed 25% but are less than 75%, the Disposal constitutes a major transaction for the Company under Chapter 14 of the Listing Rules and is subject to reporting, announcement and shareholders' approval requirements pursuant to Chapter 14 of the Listing Rules.

As the applicable percentage ratios in respect of the financial assistance to be provided by Nanjing Fullshare Asset Management to the Purchaser or Jiangsu Fullshare Property (as the case may be) upon Completion in connection with the deferred payment of the Second Installment, the Unpaid Dividend and the Receivables on an aggregate basis exceed 5% but are less than 25%, the deferred payment of the Second Installment, the Unpaid Dividend and the Receivables constitute a discloseable transaction for the Company under Chapter 14 of the Listing Rules and is subject to reporting and announcement requirements under Chapter 14 of the Listing Rules. Since the assets ratio in respect of the Second Installment, the Unpaid Dividend and the Receivables due from the Purchaser or Jiangsu Fullshare Property (as the case may be) upon Completion on an aggregate basis exceeds 8%, the deferred payment of the Second Installment, the Unpaid Dividend and the Receivables is subject to the general disclosure obligations under Rules 13.13 and 13.15 of the Listing Rules.

WRITTEN SHAREHOLDER'S APPROVAL

Pursuant to Rule 14.44 of the Listing Rules, in lieu of a resolution to be passed at a general meeting of the Company, the Company intends to obtain written shareholder's approval from Magnolia Wealth, a controlling shareholder of the Company directly holding 9,181,497,954 Shares, representing approximately 67.66% of the issued share capital of the Company as at the date of this announcement. To the best of the Directors' knowledge, information and belief, none of the Shareholders has any material interest in the Disposal and therefore no Shareholder is required to abstain from voting if the Company were to convene an extraordinary general meeting for the approval of the Disposal.

A circular containing, among other things, details of the Disposal will be despatched to the Shareholders on or before 19 June 2015.

Shareholders and potential investors should note that the Completion is subject to the Conditions to be fulfilled. Shareholders and potential investors should also note that there are risks associated with the Disposal and they should consider and assess all the risks carefully. Shareholders and potential investors are reminded to exercise extreme caution when dealing in the Shares and other securities of the Company.

DEFINITIONS

“Board”	the board of Directors
“Business Days”	a day on which enterprises in the PRC are generally open for business (other than a Saturday, Sunday, a banking holiday or a public holiday)
“Company”	Fullshare Holdings Limited 豐盛控股有限公司, a company incorporated in the Cayman Islands with limited liability and the issued Shares of which are listed on the Stock Exchange
“Completion”	the completion of the Disposal
“Conditions”	the conditions set out under the paragraph “Conditions precedent” under the section headed “The Disposal” in this announcement
“connected person(s)”	has the same meaning ascribed to it in the Listing Rules
“Consideration”	the total consideration of RMB467 million (equivalent to approximately HK\$584) payable by the Purchaser for the entire equity interest of Jiangsu Fullshare Property subject to the terms and conditions of the Equity Transfer Agreement
“controlling shareholder(s)”	has the same meaning ascribed to it in the Listing Rules
“Directors”	the directors of the Company
“Disposal”	the proposed disposal of the entire equity interest in Jiangsu Fullshare Property by Nanjing Fullshare Asset Management to the Purchaser pursuant to the terms and conditions of the Equity Transfer Agreement

“Equity Pledge Agreement”	the equity pledge agreement dated 29 May 2015 entered into amongst the Purchaser (as pledgor), Nanjing Fullshare Asset Management (as pledgee) and Jiangsu Fullshare Property (as target company) in relation to the pledge of the entire equity interest of Jiangsu Fullshare Property by the Purchaser to Nanjing Fullshare Asset Management
“Equity Pledge Registration”	registration with the relevant Administration for Industry and Commerce in the PRC of the Equity Pledge Agreement
“Equity Transfer Agreement”	the conditional equity transfer agreement dated 29 May 2015 entered into amongst Nanjing Fullshare Asset Management (as vendor), the Purchaser (as purchaser) and Jiangsu Fullshare Property (as target company) in relation to the Disposal
“Equity Transfer Procedures”	the relevant procedures pursuant to the applicable laws and the requirements of the relevant governmental authorities in respect of the Disposal, including but not limited to the registration with the relevant Administration for Industry and Commerce in the PRC of the Disposal and obtaining a new business licence
“GFA”	gross floor area
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollar, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Jiangsu Fullshare Property”	Jiangsu Province Fullshare Property Development Limited* (江蘇省豐盛房地產開發有限公司), a company incorporated in the PRC and a direct wholly-owned subsidiary of Nanjing Fullshare Asset Management as at the date of this announcement
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Magnolia Wealth”	Magnolia Wealth International Limited, a company incorporated in the British Virgin Islands, the entire issued share capital of which is beneficially owned by Mr. Ji
“Mr. Ji”	Mr. Ji Changqun, the Chairman, Chief Executive Officer, an executive Director and a controlling shareholder of the Company

“Nanjing Fullshare Asset Management”	Nanjing Fullshare Asset Management Limited* (南京豐盛資產管理有限公司), a limited liability company incorporated in the PRC and an indirect wholly-owned subsidiary of the Company
“PRC”	the People’s Republic of China
“Purchaser”	南京善寶投資管理有限公司 (Nanjing Shanbao Investment Management Limited*), a limited liability company incorporated in the PRC
“Receivables”	the non-interest bearing intra-group receivables owed and payable by Jiangsu Fullshare Property to Nanjing Fullshare Asset Management in an aggregate amount of approximately RMB126.86 million (equivalent to approximately HK\$158.58 million)
“RMB”	Renminbi, the lawful currency of the PRC
“Share(s)”	share(s) of HK\$0.01 each in the share capital of the Company
“Shareholder(s)”	holder(s) of the Share(s)
“sq.m.”	square metre(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Unpaid Dividend”	the unpaid dividend of approximately RMB36.73 million (equivalent to approximately HK\$45.91 million) declared by Jiangsu Fullshare Property to Nanjing Fullshare Asset Management
“%”	per cent

By Order of the Board
Fullshare Holdings Limited
Ji Changqun
Chairman

Hong Kong, 29 May 2015

As at the date of this announcement, the executive directors are Mr. Ji Changqun, Mr. Shi Zhiqiang, Mr. Wang Bo and Mr. Fang Jian; the non-executive Directors are Mr. Eddie Hurip and Mr. Chen Minrui; and the independent non-executive Directors are Mr. Lau Chi Keung, Mr. Chow Siu Lui and Mr. Tsang Sai Chung.

* for identification purposes only