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 MAJOR TRANSACTION — DISPOSAL OF 42.74% INTEREST IN GRANDE CACHE COAL CORPORATION AND GRANDE CACHE COAL LP

Reference is made to the announcements of Winsway Enterprises Holdings Limited (the "**Company**") dated 19 November 2014, 2 December 2014, 8 December 2014, 1 January 2015 and 13 March 2015 in relation to, among other things, the major transaction in connection with the disposal of 42.74% interest in Grande Cache Coal Corporation and Grande Cache Coal LP (the "**Announcements**"). Capitalised terms used in this announcement shall bear the same meanings as those defined in the Announcements unless the context requires otherwise.

As stated in the announcement of the Company dated 19 November 2014, Completion is conditional upon certain Conditions being satisfied (or waived) on or before the Longstop Date. One of the Conditions is that the Investment Canada Act Approval has been obtained.

The Board is pleased to announce that the Board has been notified by the Purchaser Guarantor that the Minister of Industry, Government of Canada confirmed that the Purchaser Guarantor's application for the investment in acquiring control of the Canadian business carried by GCC and GCC LP was approved pursuant to the *Investment Canada Act* on 1 April 2015.

The Canadian Commissioner of Competition has provided an Advance Ruling Certificate, certifying that, pursuant to Section 102 of the Competition Act, there are no sufficient grounds on which the Commissioner would apply to the Competition Tribunal under Section 92 of the Competition Act with respect to the proposed acquisition. Furthermore, the change in ownership of a number of coal leases require consent from The Department of Energy, Government of Alberta, prior to the transaction and this consent has been given.

With the notifications regarding the Competition Act, the coal leases and the Investment Canada Act having been received, the key notifications from the Government of Canada have now been received.

Shareholders and potential investors should note that Completion is subject to the fulfillment or waiver of the Conditions set out in the Sale and Purchase Agreement on or before the Longstop Date. The Disposal may or may not be completed. Shareholders and potential investors should exercise caution when dealing in the shares.

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

Hong Kong, 9 April 2015

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.