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## CELESTIAL ASIA SECURITIES HOLDINGS LIMITED

(incorporated in Bermuda with limited liability)  
(Stock code: 1049)

### RIGHTS ISSUE OF 218,741,913 RIGHTS SHARES OF HK\$0.10 EACH AT HK\$0.28 PER RIGHTS SHARE ON THE BASIS OF 1 RIGHTS SHARE FOR EVERY 2 EXISTING SHARES PAYABLE IN FULL ON ACCEPTANCE

#### RESULTS OF RIGHTS ISSUE

The Directors announce that 765 valid applications have been received for a total of 461,152,537 Rights Shares, which (i) comprise acceptances of 198,202,427 Rights Shares in respect of provisional allotments (representing 90.61% of the total provisional allotment) and 262,950,110 Rights Shares in respect of excess applications for Rights Shares, and (ii) represent approximately 210.82% of the total number of Rights Shares available under the Rights Issue. The Underwriting Agreement and the Rights Issue have become unconditional after 4:00 pm on Thursday, 16 November 2006.

Refund cheques in respect of unsuccessful or partially unsuccessful applications for excess Rights Shares and share certificates in respect of Rights Shares allotted will be despatched by ordinary post to those entitled, at their own risk, on Friday, 17 November 2006 and dealings in the Rights Shares on the Stock Exchange are expected to commence on Tuesday, 21 November 2006.

Terms used in this announcement shall have the same meanings as defined in the prospectus of Celestial Asia Securities Holdings Limited ("Company") dated 31 October 2006 unless otherwise stated.

#### RESULTS OF RIGHTS ISSUE

The directors ("Directors") of the Company announce that as at 4:00 pm on Tuesday, 14 November 2006, being the latest time for acceptance of and payment for Rights Shares, 367 valid acceptances for provisional allotment of Rights Shares under the PALs have been received for a total of 198,202,427 Rights Shares (representing 90.61% of the total provisional allotment) and 398 valid applications for excess Rights Shares under the EAFs have been received for a total of 262,950,110 Rights Shares resulting total valid applications for 461,152,537 Rights Shares which represent approximately 210.82% of the total number of 218,741,913 Rights Shares available under the Rights Issue. The Underwriting Agreement and the Rights Issue have become unconditional after 4:00 pm on Thursday, 16 November 2006.

In view of the oversubscription, the Directors have allocated the 20,539,486 Rights Shares available for application under the EAFs on the following basis, with a priority to topping up of odd lot applications:-

No. of valid applications	Excess Rights Shares applied for	Rights Shares allotted	Approximate percentage of allotment
307	25 – 89,999	25 – 71,994	100.00%
42	90,000 – 499,999	88,000 – 125,998	88.00% – 25.20%
12	500,000 – 999,999	126,000 – 180,190	25.20% – 18.02%
21	1,000,000 – 2,999,999	178,200 – 190,990	17.82% – 7.35%
11	3,000,000 – 9,999,999	208,900 – 361,900	6.96% – 6.03%
5	10,000,000 – 69,000,000	405,000 – 1,555,823	4.05% – 2.25%
<b>Total/Average</b>	<b>398</b>	<b>20,539,486</b>	<b>7.81%</b>

#### SHAREHOLDING STRUCTURE

To the best knowledge of the Directors, the shareholding structure of the Company immediately prior to completion and after completion of the Rights Issue is as follows:

Shareholders	Immediately prior to completion of the Rights Issue		Immediately after completion of the Rights Issue	
	No. of Shares	%	No. of Shares	%
Undertaking Shareholders <sup>(1)</sup>				
(a) Cash Guardian <sup>(2)</sup>	164,028,376	37.49	246,042,564	37.49
(b) ARTAR	72,000,000	16.46	108,000,000	16.46
Other Directors <sup>(3)</sup>	7,598,075	1.73	10,146,175	1.54
Public	193,857,376	44.32	292,037,001	44.51
	<u>437,483,827</u>	<u>100.00</u>	<u>656,225,740</u>	<u>100.00</u>

(1) The Undertaking Shareholders and their Associates have accepted their respective entitlement under the provisional allotment in full, being an aggregate of 118,014,188 Rights Shares.

(2) A company, which is an Associate of Mr Kwan Pak Hoo Bankee, Chairman of the Company.

(3) All Directors other than Mr Kwan Pak Hoo Bankee.

Upon completion of the Rights Issue, the Undertaking Shareholders, the other Directors, and their respective Associates will then be ultimately interested in an aggregate of 364,188,739 Shares representing approximately 55.49% of the issued share capital of the Company as enlarged by the Rights Issue.

#### GENERAL

Refund cheques in respect of unsuccessful or partially unsuccessful applications for excess Rights Shares and share certificates in respect of the Rights Shares allotted will be despatched by ordinary post to those entitled, at their own risk, on Friday, 17 November 2006 and dealings in the Rights Shares on the Stock Exchange are expected to commence on Tuesday, 21 November 2006.

By order of the Board  
**Bankee P Kwan**  
Chairman

As at the date hereof, the executive Directors are Mr Kwan Pak Hoo Bankee, Mr Law Ping Wah Bernard, Mr Wong Kin Yick Kenneth and Mr Li Yuen Cheuk Thomas, and the independent non-executive Directors are Mr Leung Ka Kui Johnny, Mr Wong Chuk Yan and Dr Chan Hak Sin.

Hong Kong, 16 November 2006