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FINANCIAL SERVICES

FINANCIAL SERVICES

CASH FINANCIAL SERVICES

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

GROUP LIMITED
(incorporated in Bermuda with limited liability)
(Stock code: 510)

## JOINT ANNOUNCEMENT PURSUANT TO RULES 13.13 AND 13.15 OF THE LISTING RULES

This joint announcement is made pursuant to Rules 13.13 and 13.15 of the Listing Rules.

Under Rules 13.13 and 13.15 of the Listing Rules, a company listed on the Stock Exchange is required to disclose certain details of relevant advances to an entity if such advances exceed 8% of its assets ratio as defined under Rule 14.07(1) of the Listing Rules.

Accordingly, CASH and CFSG make this joint announcement pursuant to Rules 13.13 and 13.15 of the Listing Rules.

As more particularly set out below, a subsidiary of both CASH and CFSG, has made advances on normal commercial terms to an entity to subscribe in certain companies under IPOs, which are made in the ordinary and usual course of business of CFSG.

The advances were made on the basis of credit assessments on the client's financial strength, repayment ability and securities collateral provided.

In respect of an advance made for the subscription for shares under the IPO, the likely popularity and liquidity of the relevant stock to be listed and the relatively short-term nature of such advance were further considered. In respect of all advances made in relation to IPO financing, it was expected that the full value of the IPO stocks would be collaterised when the shares are allotted. Any collateral provided by the relevant entity for IPO will not be released unless and until all sums due and owing to the CFSG Group have either been fully repaid by the relevant entity or continue to be fully covered by the remaining collateral. After taking into account the factors as disclosed above in assessing the risks of the relevant advances, CFSG considered that the risks involved in the relevant advances to the entity as set out below were relatively low. The applicable interest rates were equivalent to those charged to other borrowers of similar financial standing.

On 16 September 2009, total advances of approximately HK\$406.3 million were made to Entity A, which is an Independent Third Party of each of CASH and CFSG. Details of the accounts receivable from Entity A are set out as follows:

		CFSG		CASH			
Client	Approximate amount of accounts receivable as at 16 September 2009 (HK\$)	% to the published total assets of CFSG as at 30 June 2009	% to the published net assets of CFSG as at 30 June 2009	% to the published total assets of CASH as at 31 December 2008	% to the published net assets of CASH as at 31 December 2008	Collateral market value (excl. IPO stock) as at date of advance (HK\$)	IPO stocks concerned and stock code
Entity A	377.2 million	15.3	48.3	17.8	60.0	N/A	Metallurgical Corporation of China Ltd. (#1618)
Entity A	29.1 million	1.2	3.7	1.4	4.6	N/A	China Lilang Limited (#1234)
Total	406.3 million	16.5	52.0	19.2	64.6		

In respect of the above advances made to Entity A, the repayment was on demand and was secured by the relevant securities to be listed under the relevant IPOs, when allotted, and/or listed securities in the custody of securities account (if any) and was made at an interest rate of not more than the prevailing prime lending rate being offered by The Hongkong and Shanghai Banking Corporation Limited of 5%. The interest rate disclosed represents the maximum interest rate being charged to all our clients for seeking IPO advances. The financing period to Entity A in relation to the above IPO advances was up to 8 days from the closing date of the relevant IPOs.

Entity A is an individual investor. Entity A has been a client of CFSG Group since May 2009 and has never defaulted in the repayment in any advances made by CFSG Group.

As the total amount of the accounts receivable from Entity A listed above exceeded 8% of each of CASH and CFSG's then latest published total assets, CASH and CFSG are under a general disclosure obligation to disclose certain particulars of the accounts receivable as prescribed under Rule 13.13 of the Listing Rules.

In respect of the aforementioned advances, CASH and CFSG have applied to the Stock Exchange for a waiver from the strict compliance of Rule 13.15 of the Listing Rules on the disclosure of the identity of Entity A and the actual interest rate in relation to the advances made to Entity A.

The principal activities of the CFSG Group consist of provision of (a) online and traditional brokerage of securities, options, futures, and leveraged foreign exchange contracts as well as mutual funds and insurance-linked investment products; (b) margin financing; (c) corporate finance; (d) retailing of furniture and household items; and (e) other financial services.

The principal activities of the CASH Group consist of (a) provision of financial services as set out above via CFSG Group; (b) provision of online game services, sales of online game auxillary products and licensing services; (c) sales of furniture and household goods and electrical appliances; and (d) property investment and other investments holding.

## **DEFINITIONS**

"CASH" Celestial Asia Securities Holdings Limited (stock code: 1049), the

indirect holding company of CFSG, a company incorporated in Bermuda with limited liability under the laws of Bermuda and whose shares are

listed on the main board of the Stock Exchange

"CASH Board" the board of directors of CASH

"CASH Group" CASH and its subsidiaries, including CFSG Group

"CFSG" CASH Financial Services Group Limited (stock code: 510), a company

incorporated in Bermuda with limited liability under the laws of Bermuda and whose shares are listed on the main board of the Stock Exchange. CFSG is currently a non-wholly-owned subsidiary of CASH

"CFSG Board" the board of directors of CFSG

"CFSG Group" CFSG and its subsidiaries

"Independent Third Party" To the best of the knowledge, information and belief of each of the

CASH Board and CFSG Board (as the case maybe) having made all reasonable enquiry, such company and its ultimate beneficial owner(s) are third parties independent of each of CASH and CFSG (as the case maybe) and connected persons of each of CASH and CFSG (as the case

maybe) as defined under the Listing Rules

"IPO(s)" Initial public offer(s)

"Listing Rules" The Rules Governing the Listing of Securities on the Stock Exchange

"Stock Exchange" The Stock Exchange of Hong Kong Limited

"HK\$" Hong Kong dollar(s), the currency of Hong Kong

By Order of the CASH Board Suzanne W S Luke Company Secretary By Order of the CFSG Board **Suzanne W S Luke** *Company Secretary* 

Hong Kong, 16 September 2009

As at the date hereof, the directors of CASH are:-

Executive directors:

*Independent non-executive directors:* 

Mr Kwan Pak Hoo Bankee Mr Lin Che Chu George Mr Law Ping Wah Bernard Mr Leung Ka Kui Johnny Mr Wong Chuk Yan Dr Chan Hak Sin

As at the date hereof, the directors of CFSG are:-

Executive directors:

*Independent non-executive directors:* 

Mr Kwan Pak Hoo Bankee Mr Chan Chi Ming Benson Mr Law Ping Wah Bernard Mr Cheng Man Pan Ben Mr Yuen Pak Lau Raymond Mr Cheng Shu Shing Raymond Mr Lo Kwok Hung John Mr Lo Ming Chi Charles