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Celestial Asia Securities Holdings Limited

時富投資集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock code: 1049)

APPOINTMENT OF THE INDEPENDENT FINANCIAL ADVISER

Reference is made to the announcement issued by Celestial Asia Securities Holdings Limited (“Company”) dated 29 November 2018 in relation to, among other things, the Open Offer, the application for Whitewash Waiver and the Capital Reorganisation (“Announcement”). Unless otherwise specified herein, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

The Company announces that Vinco Capital Limited (“Vinco Capital”) has been appointed as the Independent Financial Adviser to advise the Independent Board Committee and the Independent Shareholders in relation to the Open Offer and the Whitewash Waiver. The appointment of Vinco Capital as the Independent Financial Adviser has been approved by the Independent Board Committee pursuant to Rule 2.1 of the Takeovers Code.

The advice of Vinco Capital and the recommendations of the Independent Board Committee in respect of the Open Offer and the Whitewash Waiver will be included in the Circular to be despatched to the Shareholders.

Vinco Capital is a corporation licensed to carry out Type 1 (dealing in securities) and Type 6 (advising on corporate finance) regulated activities under the SFO.

Shareholders and potential investors of the Company should note that the Open Offer is conditional, among others, conditions precedent as set out in section headed “Conditions of the Open Offer” in the Announcement. Accordingly, the Open Offer may or may not proceed. Shareholders and potential investors should exercise extreme caution when dealing in the Shares.

On behalf of the Board

Bernard Law

Executive Director

Hong Kong, 12 December 2018

As at the date hereof, the Board comprises:-

Executive directors:

Dr Kwan Pak Hoo Bankee, JP
Mr Law Ping Wah Bernard
Mr Chan Chi Ming Benson
Mr Ng Hin Sing Derek

Independent non-executive directors:

Mr Leung Ka Kui Johnny
Mr Wong Chuk Yan
Dr Chan Hak Sin

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

** For identification purpose only*