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CASH CELESTIAL ASIA SECURITIES HOLDINGS LIMITED

(incorporated in Bermuda with limited liability) (Stock code: 8122)

**GROUP LIMITED** 

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

## JOINT ANNOUNCEMENT

## DISCLOSURE PURSUANT TO RULES 17.15 AND 17.17 OF THE GEM LISTING RULES

## DISCLOSURE PURSUANT TO RULES 13.13 AND 13.15 OF THE LISTING RULES

This announcement is made pursuant to rules 17.15 and 17.17 of the GEM Listing Rules and rules 13.13 and 13.15 of the Listing Rules to disclose details of the relevant advance to an entity by a subsidiary of both CFSG and CASH which exceeded 8% of CFSG's Assets and CASH's Assets, respectively.

Under rules 17.15 and 17.17 of the Rules Governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange ("GEM Listing Rules") and rules 13.13 and 13.15 of the Rules Governing the Listing of Securities on the Stock Exchange ("Listing Rules"), a disclosure obligation arises where the total advance to an entity from CASH Financial Services Group Limited ("CFSG") and its subsidiaries ("CFSG Group"), and from Celestial Asia Securities Holdings Limited ("CASH") and its subsidiaries, including the CFSG Group ("CASH Group") exceeds 8% of CFSG's latest published consolidated total assets ("CFSG's Assets") and 8% of CASH's latest published consolidated total assets ("CASH's Assets") respectively.

As at 11 April 2007, a subsidiary of both CFSG and CASH granted an advance of approximately HK\$586.9 million ("Advance") to Mr Al-Rashid Saad Abdulrahman S ("Client"). The Advance is for the purpose of provision of financial accommodation to facilitate an acquisition of new securities under an IPO Offer in Hong Kong in accordance with the term of a prospectus. The Advance was unsecured, borne an interest of not more than the prevailing prime lending rate

being offered by The HongKong and Shanghai Banking Corporation Limited and be repayable on demand. The Advance was of normal commercial terms and at commercial rate which was similar to the rates offered to other margin clients of the CFSG Group. As the amount of the Advance exceeded 8% of CFSG's Assets and 8% of CASH's Assets respectively, general disclosure obligations of CFSG and CASH on disclosing certain particulars of the Advance as prescribed under rules 17.15 and 17.17 of the GEM Listing Rules and rules 13.13 and 13.15 of the Listing Rules respectively arose.

As the Client is an associate of the substantial shareholder of both CFSG and CASH, he is a connected person of both CFSG and CASH as defined under the GEM Listing Rules and the Listing Rules respectively. The grant of the Advance to the above connected Client was under the terms of margin financing arrangement as approved by the independent shareholders of each of CFSG and CASH on 19 March 2007.

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) other financial services; and (e) online game services, sales of online game auxiliary products and licensing services.

The principal activities of the CASH Group consist of (a) retailing of furniture and household items and trendy digital products and investment holding; and (b) provision of services via the CFSG Group as set out above.

| By order of the CFSG Board | By order of the CASH Board |
|----------------------------|----------------------------|
| Suzanne W S Luke           | Suzanne W S Luke           |
| Company Secretary          | Company Secretary          |

Hong Kong, 13 April 2007

As at the date hereof, the executive directors of CFSG are Mr Kwan Pak Hoo Bankee, Mr Wong Kin Yick Kenneth, Mr Law Ping Wah Bernard and Mr Cheng Man Pan Ben, and the independent non-executive directors are Mr Cheng Shu Shing Raymond, Dr Hui Ka Wah Ronnie and Mr Lo Kwok Hung John.

As at the date hereof, the executive directors of CASH are Mr Kwan Pak Hoo Bankee, Mr Law Ping Wah Bernard, Mr Wong Kin Yick Kenneth and Mr Lin Che Chu George, and the independent non-executive directors are Mr Leung Ka Kui Johnny, Mr Wong Chuk Yan and Dr Chan Hak Sin. This announcement, for which the directors of CFSG collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules of the Stock Exchange for the purpose of giving information with regard to CFSG. The directors of CFSG, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (i) the information contained in this announcement is accurate and complete in all material respects and not misleading; (ii) there are no other matters the omission of which would make any statement in this announcement misleading; and (iii) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

This announcement will remain on the "Latest Company Announcements" page of the GEM website at www.hkgem.com for at least 7 days from its date of publication and on the website of CFSG at www.cfsg.com.hk.