

Unless otherwise defined herein, capitalised terms in this announcement shall have the same meanings as those defined in the prospectus dated Thursday, October 31, 2013 (the “**Prospectus**”) issued by Huishang Bank Corporation Limited (the “**Bank**”).

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This announcement is for information purposes only and does not constitute an offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for securities. Potential investors should read the Prospectus for detailed information about the Hong Kong Public Offering and the International Offering described below before deciding whether or not to invest in the Shares thereby offered.

This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia). This announcement does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States. The Shares have not been, and will not be, registered under the United States Securities Act of 1933, as amended from time to time (the “**U.S. Securities Act**”). The securities may not be offered or sold in the United States except pursuant to registration or an exemption from the registration requirements of the U.S. Securities Act. There will be no public offer of securities in the United States.

In connection with the Global Offering, UBS AG, Hong Kong Branch, as stabilizing manager (the “**Stabilizing Manager**”), its affiliates or any person acting for it, on behalf of the Underwriters, may effect transactions with a view to stabilizing or supporting the market price of the Shares at a level higher than that which might otherwise prevail for a limited period after Listing Date. However, there is no obligation on the Stabilizing Manager, its affiliates or any person acting for it, to conduct any such stabilizing action, which, if commenced, will be done at the sole and absolute discretion of the Stabilizing Manager, its affiliates or any person acting for it, and may be discontinued at any time. Any such stabilizing activity is required to be brought to an end on the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering. Such stabilization action, if commenced, may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws, rules and regulatory requirements, including the Securities and Futures (Price Stabilizing) Rules, as amended, made under the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

Potential investors should be aware that stabilizing action cannot be taken to support the price of the Shares for longer than the stabilization period which begins on the Listing Date and is expected to expire on Thursday, December 5, 2013, being the 30th day after the date of closing of the application lists under the Hong Kong Public Offering. After this date, no further stabilizing action may be taken, demand for the Shares, and therefore the price of the Shares, could fall.



# Huishang Bank Corporation Limited\*

## 徽商銀行股份有限公司\*

(A joint stock company incorporated in the People's Republic of China with limited liability)

### GLOBAL OFFERING

Number of Offer Shares under the Global Offering	: 2,612,775,000 H Shares (including 112,775,000 Sale Shares to be offered by the Selling Shareholders and subject to the Over-allotment Option)
Number of Offer Shares in the International Offering	: 2,351,497,000 H Shares (including 112,775,000 Sale Shares to be offered by the Selling Shareholders and subject to the Over-allotment Option)
Number of Hong Kong Public Offer Shares	: 261,278,000 H Shares (subject to adjustment)
Maximum Offer Price	: HK\$3.88 per H Share (payable in full on application in Hong Kong dollars, subject to refund on final pricing), plus brokerage of 1%, a SFC transaction levy of 0.003% and a Hong Kong Stock Exchange trading fee of 0.005%
Nominal Value	: RMB1.00 per H Share
Stock Code	: 3698

#### Joint Sponsors



J.P.Morgan

Morgan Stanley



BOC INTERNATIONAL

#### Joint Global Coordinators



J.P.Morgan

Morgan Stanley



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#### Joint Bookrunners and Joint Lead Managers



J.P.Morgan

Morgan Stanley



BOC INTERNATIONAL



ICBC 工銀國際

NOMURA

HSBC



#### Sole Finance Adviser



#### Joint Lead Manager



Application has been made by the Bank to the Listing Committee of the Hong Kong Stock Exchange for the listing of, and permission to deal in, (i) the H Shares to be issued or sold pursuant to the Global Offering (including any additional H Shares which may be issued or sold pursuant to the exercise of the Over-allotment Option); and (ii) the H Shares which will be converted from Domestic Shares and transferred to NSSF pursuant to the relevant PRC regulations relating to reduction of state-owned shares. Dealings in the H Shares on the Main Board are expected to commence at 9:00 a.m. on Tuesday, November 12, 2013. In the event the Over-allotment Option is exercised, an announcement will be made by the Bank on the Bank's website at [www.hsbank.com.cn](http://www.hsbank.com.cn) and the website of the Hong Kong Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).

The Global Offering comprises the Hong Kong Public Offering of 261,278,000 H Shares (subject to adjustment), and the International Offering of an aggregate of 2,351,497,000 H Shares (including 112,775,000 Sale Shares to be offered by the Selling Shareholders and subject to adjustment and the Over-allotment Option). The allocation of the Offer Shares between the Hong Kong Public Offering and the International Offering will be subject to adjustment as described in the section headed "Structure of the Global Offering" in the Prospectus.

Subject to the granting of the approval for listing of, and permission to deal in, the H Shares on the Hong Kong Stock Exchange and compliance with the stock admission requirements of HKSCC, the Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the Shares on the Hong Kong Stock Exchange or such other date as may be determined by HKSCC. Settlement of transactions between participants of the Hong Kong Stock Exchange is required to take place in CCASS on the second Business Day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made to enable the Shares to be admitted into CCASS.

The Offer Price will not be more than HK\$3.88 per Offer Share and is currently expected to be not less than HK\$3.47 per Offer Share, unless otherwise announced. Applicants for the Hong Kong Offer Shares are required to pay, on application, the maximum Offer Price of HK\$3.88 per Offer Share together with brokerage of 1.0%, SFC transaction levy of 0.003% and Hong Kong Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price as finally determined is less than HK\$3.88 per Offer Share.

**Applications for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus and the Application Forms.** Applicants who would like to have the allotted Hong Kong Offer Shares registered in their own names should either (i) complete and sign the **WHITE** Application Forms, or (ii) submit applications online through the designated website of the **White Form eIPO Service Provider** at [www.eipo.com.hk](http://www.eipo.com.hk) under the **White Form eIPO** service. Applicants who would like to have the allotted Hong Kong Offer Shares registered in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants maintained in CCASS should either (i) complete and sign the **YELLOW** Application Forms, or (ii) give **electronic application instructions** to HKSCC via CCASS.

Copies of the Prospectus, together with the **WHITE** Application Form, may be obtained during normal business hours from 9:00 a.m. on Thursday, October 31, 2013, until 12:00 noon on Tuesday, November 5, 2013 from:

1. the following address of the Hong Kong Underwriters:

**CITIC Securities Corporate Finance (HK) Limited**

26th Floor, CITIC Tower, 1 Tim Mei Avenue Central, Hong Kong

**UBS AG, Hong Kong Branch**

52/F, Two International Finance Centre, 8 Finance Street, Central, Hong Kong

**J.P. Morgan Securities (Asia Pacific) Limited**

28/F Chater House, 8 Connaught Road, Central, Hong Kong

**Morgan Stanley Asia Limited**

Level 46, International Commerce Centre, 1 Austin Road West, Kowloon, Hong Kong

**BOCI Asia Limited**

26th Floor, Bank of China Tower, 1 Garden Road, Hong Kong

**Haitong International Securities Company Limited**

22/F Li Po Chun Chambers, 189 Des Voeux Road Central, Hong Kong

**CCB International Capital Limited**

12/F, CCB Tower, 3 Connaught Road Central, Hong Kong

**ICBC International Securities Limited**

37/F, ICBC Tower, 3 Garden Road, Hong Kong

**Nomura International (Hong Kong) Limited**

30/F, Two International Finance Centre, 8 Finance Street, Central, Hong Kong

**The Hongkong and Shanghai Banking Corporation Limited**

1 Queen's Road Central, Hong Kong

**China International Capital Corporation Hong Kong Securities Limited**

29th Floor, One International Finance Centre, 1 Harbour View Street, Central, Hong Kong

**BOCOM International Securities Limited**

9th Floor, Man Yee Building, 68 Des Voeux Road Central, Hong Kong

**China Everbright Securities (HK) Limited**

36/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong

**Citigroup Global Markets Asia Limited**

50th Floor, Citibank Tower, Citibank Plaza, 3 Garden Road, Central, Hong Kong

**Guotai Junan Securities (Hong Kong) Limited**

27th Floor, Low Block, Grand Millennium Plaza, 181 Queen's Road Central, Hong Kong

**Essence International Securities (Hong Kong) Limited**

39/F, One Exchange Square, Central, Hong Kong

**China Merchants Securities (HK) Co., Limited**

48/F, One Exchange Square, Central, Hong Kong

**ABCI Securities Company Limited**

Room 701, 7/F, One Pacific Place, 88 Queensway, Hong Kong

**Guoyuan Securities Brokerage (Hong Kong) Limited**

Room 1801-1802 Li Po Chun Chambers, 189 Des Voeux Road Central, Hong Kong

**China Frontier Capital Investment Limited (in the capacity as a Joint Lead Manager)**

Room 710, Wing On House, 71 Des Voeux Road Central, Hong Kong

**Bright Smart Securities International (H.K.) Limited**

10/F, Wing On House, 71 Des Voeux Road Central, Hong Kong

**Core Pacific-Yamaichi International (H.K.) Limited**

36 Floor, Cosco Tower, Grand Millennium Plaza, 183 Queen's Road Central, Hong Kong

**Shenyin Wanguo Capital (H.K.) Limited**

28/F, Citibank Tower, Citibank Plaza, 3 Garden Road, Hong Kong

**Sun Hung Kai Investment Services Limited**

42/F, The Lee Gardens, 33 Hysan Avenue, Causeway Bay, Hong Kong

**Tung Shing Securities (Brokers) Limited**

22/F, China Overseas Building, 139 Hennessy Road, Wanchai, Hong Kong

2. any of the following branches of Bank of China (Hong Kong) Limited:

<b>District</b>	<b>Branch Name</b>	<b>Address</b>
<b>Hong Kong Island</b>	Bank of China Tower Branch	3/F, 1 Garden Road
	409 Hennessy Road Branch	409-415 Hennessy Road, Wan Chai
<b>Kowloon</b>	Yau Ma Tei Branch	471 Nathan Road, Yau Ma Tei
	Wang Kwun Road Branch	Unit G1, Nan Fung Commercial Centre, Wang Kwun Road, Kowloon Bay
	Metro City Branch	Shop 209, Level 2, Metro City Phase 1, Tseung Kwan O
<b>New Territories</b>	Tai Po Branch	68-70 Po Heung Street, Tai Po Market

3. any of the following branches of The Hongkong and Shanghai Banking Corporation Limited:

<b>District</b>	<b>Branch Name</b>	<b>Address</b>
<b>Hong Kong Island</b>	Hong Kong Office Harcourt Road Branch	Level 3, 1 Queen's Road Central, HK G/F, Hutchison House, 10 Harcourt Road, HK
	Des Voeux Road Central Branch	China Insurance Group Bldg, 141 Des Voeux Road Central, HK
<b>Kowloon</b>	Mong Kok Branch	Basement & U/G, 673 Nathan Road, Mong Kok, KLN
	Tsim Sha Tsui Branch	Basement & 1/F, 82-84 Nathan Road, Tsim Sha Tsui, KLN
<b>New Territories</b>	Shatin Plaza Branch	Shop 49, Level 1, Shatin Plaza, 21-27 Sha Tin Centre Street, Sha Tin, NT

4. any of the following branches of Wing Lung Bank Limited:

<b>District</b>	<b>Branch Name</b>	<b>Address</b>
<b>Hong Kong Island</b>	Head Office	45 Des Voeux Road Central
	North Point Branch	361 King's Road
<b>Kowloon</b>	Mongkok Branch	B/F Wing Lung Bank Centre, 636 Nathan Road
	Tsim Sha Tsui Branch	4 Carnarvon Road
<b>New Territories</b>	Shatin Plaza Branch	21 Shatin Centre Street
	Tsuen Wan Branch	251 Sha Tsui Road

Copies of the Prospectus, together with the **YELLOW** Application Form, may be obtained during normal business hours from 9:00 a.m. on Thursday, October 31, 2013 until 12:00 noon on Tuesday, November 5, 2013 from the Depository Counter of HKSCC at 2nd Floor, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong or your stockbroker, who may have such Application Forms and the Prospectus available.

The **WHITE** or **YELLOW** Application Form completed in accordance with the instructions printed thereon, together with a cheque or banker's cashier order payable to "Bank of China (Hong Kong) Nominees Limited — Huishang Bank Public Offer" attached should be deposited in the special collection boxes provided at any of the branches referred to above on such dates and during such time as specified in the Application Forms.

Applicants applying by **White Form eIPO** may submit applications through the **White Form eIPO** Service at [www.eipo.com.hk](http://www.eipo.com.hk) from 9:00 a.m. on Thursday, October 31, 2013 until 11:30 a.m. on Tuesday, November 5, 2013 or such later time as described in the section "How to Apply for Hong Kong Public Offer Shares — 10. Effect of bad weather on the opening of the application lists" in the Prospectus (24 hours daily, except on the last application day).

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Thursday, October 31, 2013 until 12:00 noon on Tuesday, November 5, 2013 or such later time as described in the section “How to Apply for Hong Kong Public Offer Shares — 10. Effect of bad weather on the opening of the application lists” in the Prospectus.

Please refer to the sections “Structure of the Global Offering” and “How to Apply for Hong Kong Public Offer Shares” in the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

The Bank expects to publish the announcement on the Offer Price, the level of indications of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the basis of allocation of the Hong Kong Offer Shares under the Hong Kong Public Offering (i) in the South China Morning Post (in English); (ii) in the Hong Kong Economic Times (in Chinese); (iii) on the website of the Hong Kong Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and (iv) on our website ([www.hsbank.com.cn](http://www.hsbank.com.cn)) on or before Monday, November 11, 2013. The results of allocations and the Hong Kong Identity Card/passport/Hong Kong Business Registration numbers of successful applicants under the Hong Kong Public Offering will be available through a variety of channels from Monday, November 11, 2013 as described in the section headed “How to Apply for Hong Kong Public Offer Shares — 11. Publication of Results” in the Prospectus.

The Bank will not issue temporary documents of title. Share certificates will only become valid at 8:00 a.m. on Tuesday, November 12, 2013 provided that the Global Offering has become unconditional and the right of termination described in the section “Underwriting — Underwriting Arrangements and Expenses — Hong Kong Public Offering — Grounds for Termination” in the Prospectus has not been exercised. No receipt will be issued for application monies received. Dealings in the H Shares on the Hong Kong Stock Exchange are expected to commence at 9:00 a.m. on Tuesday, November 12, 2013. The H Shares will be traded in board lots of 1,000 H Shares each. The stock code of the Bank is 3698.

By order of the Board of Directors  
**Huishang Bank Corporation Limited**  
**Li Hongming**  
Chairman

Hong Kong, October 31, 2013

*As at the date of this announcement, the Board of Directors of the Bank comprises Li Hongming, Xu Demei, Wu Xuemin, Zhang Renfu and Ci Yaping, as executive Directors; Zhang Feifei, Qian Zheng, Guo Shigang, Wu Tian and Gao Yang, as non-executive Directors; Au Ngai Daniel, Dai Genyou, Wang Shihao, Zhang Shenghuai and Wen Jinghui, as independent non-executive Directors.*

*Please also refer to the published version of this announcement in the **South China Morning Post** (in English) and the **Hong Kong Economic Times** (in Chinese).*

\* *Huishang Bank Corporation Limited is not an authorized institution within the meaning of the Banking Ordinance (Chapter 155 of Laws of Hong Kong), not subject to the supervision of the Hong Kong Monetary Authority, and not authorized to carry on banking/deposit-taking business in Hong Kong.*