

*This announcement is for information purposes only and does not constitute an offer or an invitation by any person to acquire, purchase or subscribe for securities. Potential investors should read the prospectus of the Company dated June 11, 2014 (the “**Prospectus**”) issued by Central China Securities Co., Ltd. (a joint stock company incorporated in 2002 in Henan Province, the People’s Republic of China with limited liability under the Chinese Corporate name “中原证券股份有限公司” and carrying on business in Hong Kong as “中州证券”) (the “**Company**”) for detailed information about the Company and the Global Offering described below before deciding whether or not to invest in the H Shares thereby being offered.*

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Unless defined herein, terms used in this announcement shall have the same meanings as those defined in the Prospectus.



中州证券

Central China Securities Co., Ltd.

*(a joint stock company incorporated in 2002 in
Henan Province, the People's Republic of China with limited liability
under the Chinese corporate name “中原证券股份有限公司” and
carrying on business in Hong Kong as “中州证券”)*

GLOBAL OFFERING

Number of Offer Shares under the Global Offering : 598,100,000 H Shares
Number of Hong Kong Offer Shares : 59,810,000 H Shares (subject to adjustment)
Number of International Offer Shares : 538,290,000 H Shares (subject to adjustment)
Maximum Offer Price : HK\$3.14 per H Share, plus brokerage of 1.0%,
 SFC transaction levy of 0.003% and Hong Kong
 Stock Exchange trading fee of 0.005%
 (payable in full on application
 in Hong Kong dollars and subject to refund)
Nominal value : RMB1.00 per H Share
Stock code : 01375

Sole Sponsor and Lead Global Coordinator



建银国际

CCB International

Joint Global Coordinators, Joint Bookrunners and Joint Lead Managers



建银国际

CCB International



ICBC 工银国际

HSBC



交銀國際

BOCOM International



DBS

Joint Bookrunners and Joint Lead Managers



農銀國際

ABC INTERNATIONAL



BOC INTERNATIONAL



廣發香港

GF HONG KONG

Joint Lead Managers



中國銀河國際

CHINA GALAXY INTERNATIONAL



齊魯國際

QILU INTERNATIONAL



安信國際

ESSENCE INTERNATIONAL

Application has been made to the Listing Committee for the listing of, and permission to deal in, the H Shares to be issued or sold pursuant to the Global Offering.

The Global Offering comprises: (a) the Hong Kong Public Offering of 59,810,000 H Shares (subject to adjustment); and (b) the International Offering of 538,290,000 H Shares (subject to adjustment). The allocation of the H Shares between the Hong Kong Public Offering and the International Offering is subject to adjustment as stated in the section headed “Structure of the Global Offering” in the Prospectus.

Our state-owned Shareholders are required to transfer 59,810,000 Shares (which is equivalent to 10% of the number of Shares offered under the Global Offering) to NSSF. Immediately after the Global Offering, there will be 657,910,000 H Shares in issue which amount to 25% of our total issued share capital.

Subject to the granting of the approval for listing of, and permission to deal in, the H Shares on the Stock Exchange and compliance with the stock admission requirements of HKSCC, the H 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 H Shares on the Stock Exchange or any other date HKSCC chooses. Settlement of transactions between Exchange Participants 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 enabling the H Shares to be admitted into CCASS.

The Offer Price will be not more than HK\$3.14 per H Share and is expected to be not less than HK\$2.51 per H Share. Applicants for Hong Kong Offer Shares are required to pay, on application, the maximum Offer Price of HK\$3.14 for each Hong Kong Offer Share (plus 1.0% brokerage, 0.003% SFC transaction levy and, 0.005% Stock Exchange trading fee), subject to refund if the Offer Price is less than HK\$3.14 per H 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 related Application Forms.

Applicants who wish to have the Hong Kong Offer Shares allotted 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 under the **White Form eIPO** service. Applicants who wish to have the Hong Kong Offer Shares allotted in the name of HKSCC Nominees Limited 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 Forms may be obtained during normal business hours from 9:00 a.m. on Wednesday, June 11, 2014 till 12:00 noon on Monday, June 16, 2014 from:

1. the following offices of the Hong Kong Underwriters:

CCB International Capital Limited	12/F, CCB Tower, 3 Connaught Road Central Central, Hong Kong
ICBC International Securities Limited	37/F, ICBC Tower 3 Garden Road Hong Kong
The Hongkong and Shanghai Banking Corporation Limited	1 Queen's Road Central Hong Kong
BOCOM International Securities Limited	9th Floor, Man Yee Building 68 Des Voeux Road Central Hong Kong
DBS Asia Capital Limited	17th Floor, The Center 99 Queen's Road Central Hong Kong
ABCI Securities Company Limited	Room 701, 7/F, One Pacific Place 88 Queensway Hong Kong
BOCI Asia Limited	26th Floor, Bank of China Tower 1 Garden Road Hong Kong
GF Securities (Hong Kong) Brokerage Limited	29-30/F, Li Po Chun Chambers 189 Des Voeux Road Central Central Hong Kong

2. any of the following branches of the receiving banks:

Branch	Address
Bank of China (Hong Kong) Limited	
Hong Kong Island	
Bank of China Tower Branch	3/F, 1 Garden Road
Connaught Road Central Branch	13-14 Connaught Road Central
United Centre Branch	Shop 1021, United Centre, 95 Queensway
North Point (King's Centre) Branch	193-209 King's Road, North Point
Kowloon	
Humphrey's Avenue Branch	4-4A Humphrey's Avenue, Tsim Sha Tsui
Shanghai Street (Mong Kok) Branch	611-617 Shanghai Street, Mong Kok
Kowloon Plaza Branch	Unit 1, Kowloon Plaza, 485 Castle Peak Road
New Territories	
City One Sha Tin Branch	Shop A, 16-20 Ngan Shing Commercial Centre, City One, Sha Tin
Tseung Kwan O Plaza Branch	Shop 112-125, Level 1, Tseung Kwan O Plaza, Tseung Kwan O
China Construction Bank (Asia) Corporation Limited	
Hong Kong Island	
Central Des Voeux Road Branch	99 Des Voeux Road Central, Central
Wanchai Queen's Road East Branch	72 Queen's Road East, Wanchai
Kowloon	
Kowloon Bay Amoy Gardens Branch	Shop 181, G/F, Phase IIA, Amoy Gardens, Kowloon Bay
New Territories	
Tsuen Wan Branch	282 Sha Tsui Road, Tsuen Wan
DBS Bank (Hong Kong) Limited	
Hong Kong Island	
Head Office	G/F, The Center, 99 Queen's Road Central
Hennessy Road Branch	G/F, 427-429 Hennessy Road, Causeway Bay
Kowloon	
Hoi Yuen Road Branch	Unit 2, G/F, Hewlett Centre, 54 Hoi Yuen Road, Kwun Tong
New Territories	
Yuen Long Branch	G/F, 1-5 Tai Tong Road, Yuen Long

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Wednesday, June 11, 2014 till 12:00 noon on Monday, June 16, 2014 at the Depository Counter of HKSCC at 2nd Floor, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong or your stockbroker, who may have **YELLOW** Application Forms and copies of 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 attached and marked payable to "Bank of China (Hong Kong) Nominees Limited – Central China Securities Public Offer" should be deposited in the special collection boxes provided at any of the branches of the receiving banks listed above on such dates and during such time as specified in the Application Forms.

Applicants submitting applications online through the designated website at **www.eipo.com.hk** of **White Form eIPO** Service Provider may do so from 9:00 a.m. on Wednesday, June 11, 2014 till 11:30 a.m. on Monday, June 16, 2014 and the latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Monday, June 16, 2014 or such later time under the "Effects of Bad Weather on the Opening of the Applications Lists" in the Prospectus.

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Wednesday, June 11, 2014 till 12:00 noon on Monday, June 16, 2014 or such later time as described in the section headed "How to Apply for Hong Kong Offer Shares – Effect of Bad Weather on the Opening of the Application Lists" in the Prospectus.

Please refer to the sections headed "Structure of the Global Offering" and "How to Apply for Hong Kong Offer Shares" of the Prospectus for details of the conditions and application procedures of the Hong Kong Public Offering.

The Company expects to announce the final Offer Price, the level of indications of interest in the International Offering, the level of applications in the Hong Kong Public Offering, the basis of allocation of the Hong Kong Offer Shares under the Hong Kong Public Offering and the results of allocations in the Hong Kong Public Offering on the website of the Company at **www.ccnew.com** and the website of the Stock Exchange at **www.hkexnews.hk** on Tuesday, June 24, 2014. 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 as specified in the section headed "How to apply for Hong Kong Offer Shares – Publication of Results" in the Prospectus from Tuesday, June 24, 2014.

The Company will not issue temporary documents of title or receipt for application monies paid. H Share certificates will only become valid provided that the Global Offering has become unconditional in all respects and the right of termination described in the section headed "Underwriting – Grounds for Termination" in the Prospectus has not been exercised, which is expected to be at 8:00 a.m. on Wednesday, June 25, 2014.

Dealings in the H Shares on the Stock Exchange are expected to commence on Wednesday, June 25, 2014. The H Shares will be traded in board lots of 1,000 H Shares. The stock code of the Company is 01375.

By order of the Board of Directors
Central China Securities Co., Ltd.
Jian Mingjun
Chairman

Henan, PRC, June 11, 2014

As at the date of this announcement, the Board of Directors of the Company comprises Jian Mingjun and Zhou Xiaoquan, as executive Directors; Li Xingjia, Wang Jinian and Zhang Qiang, as non-executive Directors; and Zhu Shanli, Yuan Dejun, Shi Dan and Yuen Chi Wai, 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).*