

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. Potential investors should read the prospectus (the "Prospectus") issued by Convoy Financial Services Holdings Limited (the "Company") dated 29 June 2010 for detailed information about the Placing and the Public Offer described below before deciding whether or not to invest in the Offer Shares.

Unless otherwise defined in this announcement or the context requires otherwise, capitalised terms used herein shall have the same meanings as those defined in the Prospectus.

This announcement is not for publication, distribution or release in the United States (as defined in Regulation S of the US Securities Act 1933, as amended (the "US Securities Act")). This announcement is not an offer of securities for sale in the United States. Securities may not be offered, sold or delivered in the United States absent of registration or an exemption from registration under the US Securities Act. There is not and is not currently intended to be any public offering of securities of the Company in the United States.

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Prospective investors of the Offer Shares should note that the Underwriters are entitled to terminate their obligations under the Underwriting Agreement by notice in writing to be given by the Joint Lead Managers (for themselves and on behalf of the Underwriters), on a jointly basis, at their sole and absolute opinion upon the occurrence of any of the events set forth under the paragraph headed "Grounds for termination" in the section headed "Underwriting" of the Prospectus at any time prior to 8:00 a.m. (Hong Kong time) on the Listing Date.



CONVOY FINANCIAL SERVICES HOLDINGS LIMITED
康宏理財控股有限公司

(Incorporated in the Cayman Islands with limited liability)

**LISTING ON THE MAIN BOARD OF
THE STOCK EXCHANGE OF HONG KONG LIMITED
BY WAY OF PLACING AND PUBLIC OFFER**

Number of Offer Shares	: 100,000,000 Shares
Number of Placing Shares	: 90,000,000 Shares (subject to re-allocation)
Number of Public Offer Shares	: 10,000,000 Shares (subject to re-allocation)
Offer Price	: Not more than HK\$1.20 per Offer Share and expected to be not less than HK\$1.00 per Offer Share (payable in full on application plus brokerage of 1%, Stock Exchange trading fee of 0.005% and SFC transaction levy of 0.004%)
Nominal value	: HK\$0.10 per Share
Stock code	: 1019

Sponsor



**QUAM CAPITAL
LIMITED**

Joint Lead Managers



**QUAM SECURITIES
COMPANY LIMITED**



**CONVOY INVESTMENT
SERVICES LIMITED**

Bookrunner



**QUAM SECURITIES
COMPANY LIMITED**

Application has been made by the Company to the Listing Committee for the granting of the approval for the listing of, and permission to deal in, the Shares in issue and to be issued as described in the Prospectus, including the Offer Shares and any Shares which may be issued pursuant to the exercise of the options which may be granted under the Share Option Scheme.

Dealings in the Shares on the Stock Exchange are expected to commence at 9:30 a.m. on Tuesday, 13 July 2010 (the “**Listing Date**”). Subject to the granting of the approval for the listing of, and permission to deal in, the Shares in issue and to be issued as described in the Prospectus, as well as the 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 Listing Date or any other date as may be determined by HKSCC. Settlement of transaction between participants of the 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 the CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made for the Shares to be admitted into CCASS.

Each applicant under the Public Offer will also be required to undertake and confirm in the Application Form submitted by him/her/it, among other matters, that he/she/it and any person(s), for whose benefit he/she/it is making the application, have not indicated an interest for, taken up or applied for and will not indicate an interest for, take up or apply for any Placing Shares under the Placing, and such applicant’s application will be rejected if the said undertaking and/or confirmation is breached and/or untrue (as the case may be). The Sponsor and the Joint Lead Managers (for themselves and on behalf of the Underwriters), in their capacity as agents for the Company, have full discretion to reject or accept any application, in full or in part, without assigning any reason. Only one application on a **WHITE** or **YELLOW** Application Form may be made for the benefit of any person.

Multiple or suspected multiple applications and any application made for more than 50% of the Public Offer Shares initially being offered under the Public Offer are liable to be rejected.

The Offer Price is expected to be fixed by agreement between the Joint Lead Managers (for themselves and on behalf of the Underwriters) and the Company on or before Tuesday, 6 July 2010 or such later date as may be agreed by the Joint Lead Managers (for themselves and on behalf of the Underwriters) and the Company. Investors applying for the Public Offer Shares under the Public Offer must pay, on application, the maximum indicative Offer Price of HK\$1.20 together with brokerage of 1%, SFC transaction levy of 0.004% and Stock Exchange trading fee of 0.005% for each Public Offer Share. The Joint Lead Managers (for themselves and on behalf of the Underwriters) may with the consent of the Company, reduce the number of Offer Shares being offered under the Share Offer below that stated in the Prospectus at any time on or prior to the morning of the last day for lodging applications under the Public Offer. In such a case, notices of the reduction in the number of Offer Shares will be published in The Standard (in English) and the Hong Kong Economic Times (in Chinese) and on the website of the Company at www.convoy.com.hk and the website of the Stock Exchange at www.hkexnews.hk as soon as practicable following the decision to make such reduction, and in any event not later than the morning of the day which is the last day for lodging applications under the Public Offer. If applications pursuant to the Public Offer have been submitted prior to the day which is the last day for lodging applications under the Public Offer, then even if the number of Offer Shares is so

reduced, such applications cannot be subsequently withdrawn. If, for any reason, the Offer Price is not agreed between the Joint Lead Managers (for themselves and on behalf of the Underwriters) and the Company on or before Tuesday, 6 July 2010 or such later date as may be agreed by the Joint Lead Managers (for themselves and on behalf of the Underwriters) and the Company, the Share Offer will not proceed and will lapse.

The Company is initially offering 10,000,000 Public Offer Shares (subject to re-allocation), representing 10% of the total number of Offer Shares available under the Share Offer, for subscription under the Public Offer. The Company is also initially offering 90,000,000 Placing Shares (subject to re-allocation), representing 90% of the total number of Offer Shares available under the Share Offer, for subscription under the Placing. Depending on the number of valid applications received under the Public Offer and the Placing, the initial allocation of Offer Shares between the Public Offer and the Placing may be adjusted on the basis as described under the paragraph headed “Re-allocation between the Placing and the Public Offer” in the section headed “Structure and conditions of the Share Offer” in the Prospectus. For allocation purpose only, the number of the Public Offer Shares (after taking into account any re-allocation referred to below) will be divided equally into two pools: pool A and pool B. The Public Offer Shares available in pool A will be allocated on an equitable basis to applicants who have applied for the Public Offer Shares in the aggregate value of HK\$5 million (excluding transaction levy imposed by the SFC, the Stock Exchange trading fee and the brokerage payable thereon) or less. The Public Offer Shares available in pool B will be allocated on an equitable basis to applicants who have applied for the Public Offer Shares in the aggregate value of more than HK\$5 million (excluding transaction levy imposed by the SFC, the Stock Exchange trading fee and the brokerage payable thereon) and up to the total initial value of pool B. Applicants should be aware that the allocation ratios for applications in pool A and applications in pool B may be different. If the Public Offer Shares in one (but not both) of the pools are under-subscribed, the unsubscribed Public Offer Shares will be transferred to the other pool to satisfy demand in that other pool and be allocated accordingly. For the purpose of this paragraph only, the “price” for Public Offer Shares means the price payable on application therefor (without regard to the Offer Price as finally determined). Applicants can only receive an allocation of the Public Offer Shares from either pool A or pool B but not from both pools. Applications for the Public Offer Shares will only be considered on the basis set out in the Prospectus and the prescribed WHITE and/or YELLOW Application Forms.

No temporary document of title will be issued in respect of the Public Offer Shares. No receipt will be issued for sums paid on application. Application for the Public Offer Shares will only be considered on the basis of the terms and conditions of the Prospectus and the Application Forms.

The Share Offer is conditional on the conditions as stated under the paragraph headed “Conditions of the Share Offer” in the section headed “Structure and conditions of the Share Offer” in the Prospectus. If the conditions are not fulfilled or waived (as the case may be) prior to the times and dates specified in the Underwriting Agreement, the Share Offer will thereby lapse and all application monies, together with the brokerage, the SFC transaction levy and the Stock Exchange trading fee received from applicants under the Share Offer will be returned to the applicants, without interest, on the terms set out under the section headed “Refund of your application money” on the related Application Forms.

WHERE TO COLLECT THE PROSPECTUSES AND THE APPLICATION FORMS

Applicants who would like to have the Offer Shares allotted and issued in their own names should complete and sign the **WHITE** Application Forms. Applicants who would like to have the Offer Shares allotted and issued in the name of HKSCC Nominees and deposited directly into CCASS for the credit of their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants maintained in CCASS should complete and sign the **YELLOW** Application Forms.

Copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Tuesday, 29 June 2010 until 12:00 noon on Monday, 5 July 2010 from:

1. **Any participant of the Stock Exchange**

or

2. **Quam Capital Limited**

Room 3208, Gloucester Tower

The Landmark

11 Pedder Street

Central

Hong Kong

or

3. **Quam Securities Company Limited**

Room 3208, Gloucester Tower

The Landmark

11 Pedder Street

Central

Hong Kong

or

4. **Convoy Investment Services Limited**

17/F

Citiplaza Three

Taikoo Shing

Island East

Hong Kong

or

5. **Celestial Securities Limited**

7/F, Low Block

Grand Millennium Plaza

181 Queen's Road Central

Hong Kong

or

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

48/F

One Exchange Square

Central

Hong Kong

or

7. **UOB Kay Hian (Hong Kong) Limited**

Suite 601

Aon China Building

29 Queen's Road Central

Hong Kong

or

8. any one of the following branches of **The Bank of East Asia, Limited:**

Hong Kong Island

Main Branch

10 Des Voeux Road, Central, Hong Kong

Queen's Road Central Branch

Shop A–C, G/F., Wah Ying Cheong Central Building,
158–164 Queen's Road Central

399 Hennessy Road Branch

G/F., Eastern Commercial Centre, 399 Hennessy Road,
Wanchai

Shauiwan Branch

G/F., Ka Fook Building, 289–293 Shau Kei Wan Road

Kowloon

Mongkok Branch

638–640 Nathan Road

Millennium City 5 Branch

Shop 1, G/F, Millennium City 5, 418 Kwun Tong Road,
Kwun Tong, Kowloon

East Tsim Sha Tsui Branch

Shop G3–G5, G/F, East Ocean Centre,
98 Granville Road, Tsim Sha Tsui

New Territories

Shatin Plaza Branch

Shop 3–4, Level 1, Shatin Plaza

Tuen Mun Town Plaza Branch

Shop 2–10, UG/F, Tuen Mun Town Plaza Phase II,
3 Tuen Lung Street, Tuen Mun

Ha Kwai Chung Branch

202 Hing Fong Road

You can collect a **YELLOW** Application Form and a Prospectus during normal business hours from 9:00 a.m. on Tuesday, 29 June 2010 until 12:00 noon on Monday, 5 July 2010 from Depository Counter, Hong Kong Securities Clearing Company Limited at 2nd Floor, Vicwood Plaza, 199 Des Voeux Road Central, Hong Kong or your stockbrokers may have the **YELLOW** Application Forms and the Prospectus available.

Each **WHITE** and **YELLOW** Application Form must be completed in all respects in accordance with the instructions printed thereon, and accompanied by one cheque or one banker's cashier order payable to "The Bank of East Asia (Nominees) Limited — Convoy Public Offer" securely stapled, and should be deposited in any of the special collection boxes provided at any one of the branches of The Bank of East Asia, Limited referred to above on the following dates during the following times:

Tuesday, 29 June 2010 — 9:00 a.m. to 5:00 p.m.
Wednesday, 30 June 2010 — 9:00 a.m. to 5:00 p.m.
Friday, 2 July 2010 — 9:00 a.m. to 5:00 p.m.
Saturday, 3 July 2010 — 9:00 a.m. to 1:00 p.m.
Monday, 5 July 2010 — 9:00 a.m. to 12:00 noon

The Application Lists will open from 11:45 a.m. to 12:00 noon on Monday, 5 July 2010 except as provided under the paragraph headed "Effect of bad weather on the opening of the Application Lists" in the section headed "How to apply for the Public Offer Shares" in the Prospectus.

Subject to the terms and conditions set out in the Prospectus and the related Application Forms, applications on completed **WHITE** or **YELLOW** Application Form together with payment attached, must be lodged by 12:00 noon on Monday, 5 July 2010 or, if the Application Lists are not open on that day, then by 12:00 noon on such later date as may apply in the case of a tropical cyclone warning signal No.8 or above or a "black" rainstorm warning signal being in force in Hong Kong as described under the paragraph headed "Effect of bad weather on the opening of the Application Lists" in the section headed "How to apply for the Public Offer Shares" in the Prospectus.

Allocation of the Public Offer Shares

Subject to the terms and conditions as set out herein and in the Prospectus and the Application Forms, the Public Offer Shares will be allocated (either conditionally or unconditionally) after the Application Lists close. No allocation of any of the Public Offer Shares will be made 30 days after the close of the Application Lists.

The announcement of (i) the final Offer Price; (ii) the level of indication of interest in the Placing; (iii) the level of applications in the Public Offer; (iv) the basis of allotment of and results of allocations of the Public Offer Shares under the Public Offer will be published in The Standard (in English), Hong Kong Economic Times (in Chinese), the Company's website at www.convoy.com.hk and the Stock Exchange's website at www.hkexnews.hk on or before Monday, 12 July 2010.

Results of allocations in the Public Offer including (i) the indication of the level of interest in the Placing; (ii) the level of applications in the Public Offer; (iii) the basis of allotment of the Public Offer Shares; (iv) the number of Shares reallocated under the clawback adjustment, if any; (v) the Hong Kong identity card/passport/Hong Kong business registration certificate numbers of

successful applicants and the number of the Public Offer Shares successfully applied for; and (vi) the final Offer Price, will be made available at the times and dates and in the manner specified below:

- on the Company's website at www.convoy.com.hk and the Stock Exchange's website at www.hkexnews.hk from 9:00 a.m. (Hong Kong time) on Monday, 12 July 2010 onward;
- on the website of Tricor Investor Services Limited at www.tricor.com.hk/ipo/result on a 24-hour basis from 8:00 a.m. (Hong Kong time) on Monday, 12 July 2010 to 12:00 midnight (Hong Kong time) on Sunday, 18 July 2010. The user will be required to key in the Hong Kong identity card/passport/Hong Kong business registration certificate number provided in his/her/its Application Form to search for his/her/its own allocation result;
- from the Company's Public Offer allocation results telephone enquiry line. Applicants may find out whether or not their applications have been successful and the number of the Public Offer Shares allocated to them, if any, by calling 3691-8488 between 9:00 a.m. (Hong Kong time) and 6:00 p.m. (Hong Kong time) from Monday, 12 July 2010 to Thursday, 15 July 2010; and
- from special allocation results booklets which set out the results of allocations that will be available for inspection during opening hours of the designated branches of the receiving banker of the Public Offer from Monday, 12 July 2010 to Wednesday, 14 July 2010 at the addresses set forth under the paragraph headed "Where to collect the Prospectuses and the Application Forms" in this announcement.

WHITE Application Forms

If you apply for the Public Offer Shares using a **WHITE** Application Form, and your application is wholly or partially successful, your share certificate will be issued in your own name.

If you have applied for 1,000,000 Public Offer Shares or more and have indicated on your Application Form that you wish to collect your share certificate (if any) and/or refund cheque (if any) in person, you may collect it/them in person from the branch share registrar of the Company in Hong Kong, Tricor Investor Services Limited at 26/F, Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong, between 9:00 a.m. and 1:00 p.m. on Monday, 12 July 2010 (Hong Kong time) or any other date notified by the Company by way of a newspaper announcement as the date of despatch of share certificates and refund cheques.

If you are an individual who opts for collection in person, you must not authorise any other person to make collection on your behalf. If you are a corporate applicant which opts for collection in person, you must attend by your authorised representative bearing a letter of authorisation from your corporation stamped with your corporation's chop. Both individuals and authorised representatives of corporation, as the case may be, must produce at the time of collection evidence of authority and identity acceptable to Tricor Investor Services Limited.

If you have opted for collection in person but do not collect your share certificate (if any) and/or refund cheque (if any) within the time specified for collection, it/they will be sent to the address (or

in the case of joint applicants, the address of the first-named applicant) on your Application Form by ordinary post and at your own risk on or shortly after the date of despatch.

If you have applied for 1,000,000 Public Offer Shares or more and have not indicated on your Application Form that you wish to collect your share certificate (if any) and/or refund cheque (if any) in person, or if you have applied for less than 1,000,000 Public Offer Shares, then your share certificate (if any) and/or refund cheque (if any) will be sent to the address (or in the case of joint applicants, the address of the first-named applicant) on your Application Form by ordinary post and at your own risk on or shortly after the date of despatch.

Applicant(s) will receive one share certificate for all the Public Offer Shares allotted.

YELLOW Application Forms

If you apply for the Public Offer Shares using a **YELLOW** Application Form, and your application is wholly or partially successful, your share certificate(s) will be issued in the name of HKSCC Nominees and deposited into CCASS for credit to your CCASS Investor Participant's stock account or the stock account of your designated CCASS Participant as instructed by you at the close of business on Monday, 12 July 2010, or under contingent situation, on any other date as shall be determined by HKSCC or HKSCC Nominees.

If you are applying through a designated CCASS Participant (other than a CCASS Investor Participant):

- for the Public Offer Shares credited to the stock account of your designated CCASS Participant (other than a CCASS Investor Participant), you can check the number of Public Offer Shares allotted to you with that CCASS Participant.

If you are applying as a CCASS Investor Participant:

- immediately after the credit of the Public Offer Shares to your stock account, you can check your new account balance via the CCASS Phone System and CCASS Internet System (under the procedures contained in HKSCC's "An Operating Guide for Investor Participants" in effect from time to time). HKSCC will also make available to you an activity statement showing the number of the Public Offer Shares credited to your stock account. The Company expects to publish the application results of CCASS Investor Participants using **YELLOW** Application Form on Monday, 12 July 2010. You should check the new account balance and report any discrepancies to HKSCC before 5:00 p.m. on Monday, 12 July 2010 or such other date as shall be determined by HKSCC or HKSCC Nominees.

If you have applied for 1,000,000 Public Offer Shares or more and have indicated on your Application Form that you wish to collect your refund cheque (if any) in person, please follow the procedures as set out in the paragraph headed "**WHITE** Application Forms" above. If you have applied for less than 1,000,000 Public Offer Shares, or if you have applied for 1,000,000 Public Offer Shares or more and have not indicated on your Application Form that you intend to collect your refund cheque in person, then your refund cheque, if any, will be sent to the address (or in the case of joint applicants, the address of the first-named applicant) on your Application Form by ordinary post and at your own risk on or shortly after the date of dispatch.

Share certificates will be issued on or about Monday, 12 July 2010 but will only become valid certificates of title at 8:00 a.m. on Tuesday, 13 July 2010 provided that (i) the Share Offer has become unconditional in all respects; and (ii) the Underwriting Agreement has not been terminated in accordance with its terms.

Dealings in the Shares on the Stock Exchange are expected to commence at 9:30 a.m. on Tuesday, 13 July 2010. The Shares will be traded in board lots of 2,000 Shares each. The stock code of the Company is 1019.

This announcement is available for viewing on the website of the Company at www.convoy.com.hk and the website of the Stock Exchange at www.hkexnews.hk.

By order of the Board
CONVOY FINANCIAL SERVICES HOLDINGS LIMITED
Wong Lee Man
Chairman

Hong Kong, 29 June 2010

As at the date of this announcement, the executive directors of the Company are Mr. Wong Lee Man (Chairman), Ms. Fong Sut Sam and Mr. Mak Kwong Yiu and the independent non-executive directors of the Company are Mrs. Fu Kwong Wing Ting, Francine, Dr. Wu Ka Chee, Davy and Mr. Ma Yiu Ho, Peter.

*Please also refer to the published version of this announcement in **The Standard**.*