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## Celestial Asia Securities Holdings Limited

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



## CASH Financial Services Group Limited

(incorporated in Bermuda with limited liability)
(Stock code: 510)

## JOINT ANNOUNCEMENT

Reference is made to the joint announcements of CASH and CFSG dated 19 July 2010 and 20 July 2010 in relation to the price sensitive information regarding the Possible Transaction with the Potential Purchaser.

The Boards would like to update the shareholders of CASH and CFSG and potential investors on the recent development of the Possible Transaction. The Potential Purchaser has confirmed that it would focus the discussion in relation to the Possible Transaction on the possible acquisition of the Financial Services Business of CFSG conducted by its wholly-owned subsidiaries. The Possible Transaction, if concluded, may constitute a very substantial disposal of CASH and CFSG but will not involve acquisition of any of the voting rights of CFSG nor lead to a mandatory general offer in CFSG being made by the Potential Purchaser and parties acting in concert with it under the Takeovers Code.

As the terms of the Possible Transaction are still under negotiation and no legally binding formal agreement has been entered into by CASH and CFSG as at the date of this announcement, the Possible Transaction may or may not proceed. Shareholders of CASH and CFSG and potential investors are advised to exercise caution when dealing in the shares of CASH and CFSG.

Reference is made to the joint announcements of Celestial Asia Securities Holdings Limited ("CASH") and CASH Financial Services Group Limited ("CFSG", a 48.32%-owned subsidiary of CASH) dated 19 July 2010 and 20 July 2010 in relation to the price sensitive information regarding the possible disposal of financial service business of CFSG and/or existing shares held by CASH in CFSG to an independent third party ("Potential Purchaser") ("Possible Transaction").

The boards of directors of CASH and CFSG ("Boards") would like to update the shareholders of CASH and CFSG and potential investors on the recent development of the The Potential Purchaser has confirmed that it would focus the Possible Transaction. discussion in relation to the Possible Transaction on the possible acquisition of the financial services business of CFSG comprises (i) asset management services for corporate and individual clients; (ii) financial advisory and brokerage of mutual funds and insurancelinked investment products; (iii) brokerage of futures and options; and (iv) brokerage of securities, equity options and leveraged foreign exchange contracts ("Financial Services Business") conducted in the 5 wholly-owned subsidiaries of CFSG namely (i) CASH Asset Management Limited; (ii) CASH Wealth Management Limited; (iii) Celestial Commodities Limited; (iv) Celestial Securities Limited; and (v) Celestial Capital Limited. The Possible Transaction, if concluded, may constitute a very substantial disposal of CASH and CFSG but will not involve acquisition of any of the voting rights of CFSG nor lead to a mandatory general offer in CFSG being made by the Potential Purchaser and parties acting in concert with it under The Code on Takeovers and Mergers ("Takeovers Code").

As the terms of the Possible Transaction are still under negotiation and no legally binding formal agreement has been entered into by CASH and CFSG as at the date of this announcement, the Possible Transaction may or may not proceed. Shareholders of CASH and CFSG and potential investors are advised to exercise caution when dealing in the shares of CASH and CFSG.

By order of the board of CASH

Bankee P Kwan

Chairman

By order of the board of CFSG

Benson Chan

Chief Executive Officer

Hong Kong, 30 July 2010

This directors of CASH and CFSG jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable inquiries, 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.

As at the date hereof, the board of directors of CASH comprises:-

Executive directors: Independent non-executive directors:

Mr Kwan Pak Hoo Bankee Mr Leung Ka Kui Johnny Mr Law Ping Wah Bernard Mr Wong Chuk Yan Mr Ng Kung Chit Raymond Dr Chan Hak Sin As at the date hereof, the board of directors of CFSG comprises:-

Executive directors:

*Independent non-executive directors:* 

Mr Kwan Pak Hoo Bankee Mr Chan Chi Ming Benson Mr Law Ping Wah Bernard Mr Cheng Man Pan Ben Mr Yuen Pak Lau Raymond Mr Cheng Shu Shing Raymond Mr Lo Kwok Hung John Mr Lo Ming Chi Charles